

**Board of Directors of Hope Online Learning Academy Co-Op**  
**Meeting Minutes: August 8, 2007**  
**Approved by the Board: September 12, 2007**

**Board Members Present:** Carol O’Dowd (items 1-8); Charles Johnson (items 6-8); Phil Fox; Stephannie Finley; Bill Eaton (items 6-10)

**Board Members Absent:** None

**Other Attendees:** Heather O’Mara (Executive Director); Moira Cullen (Lobbyist for Hope); John Snow and Scott Gessler (Counsel to Hope).

1. Meeting was called to order at 10:34 a.m. by John Snow.
2. **Posting of Meeting Notice:**
  - A. J. Snow advises that he confirmed that the meeting notice was posted in Vilas, Colorado, by Ms. Mary Holcomb in accordance with Colorado law.
3. **Quorum:**
  - A. J. Snow notes that a quorum is present because over half of the members of the Board are present.
4. **Meeting Purpose:** This regular meeting of the Board of Directors will focus on certain items relating to Hope’s operations and will provide an opportunity for the Board to act (through approval) or voice concerns (through disapproval).
5. **Learning Center Waivers:**
  - A. H. O’Mara discussed waiving a few of the requirements of the learning center contract for a couple Learning Centers. H. O’Mara asked the Board to approve the waivers discussed.
  - B. The Board Members approved the learning center waivers.
6. **Approval of Employee and Finance Policies and Procedures; other issues regarding current policies and procedures:**
  - A. H. O’Mara introduced to the Board the following employee and financial policies and procedures:
    - HE-001 Conflict of Interest Policy
    - HE-002 Employee Dress Code Policy
    - HE-003 Employee Computer and Internet Use Policy
    - HE-004 Discrimination and Harassment of Employees Policy
    - HE-005 Unlawful Discrimination/Equal Opportunity Policy
    - HE-006 Employee Paid Time Off (PTO) Policy
  
    - HF-001 Audit Procedures Policy
    - HF-002 Budget Adoption Policy
  - B. Question by C. Johnson: “Are these policies and procedures being modeled from the Douglas County policies and procedures?” Answer by H. O’Mara: “Yes.”

- C. Motion for resolution to approve the employee and financial policies and procedure is made by P. Fox and seconded by C. Johnson.
  - i. Roll call vote:
    - 1. Charles Johnson: YES
    - 2. Bill Eaton: YES
    - 3. Carol O’Dowd: YES
    - 4. Phil Fox: YES
    - 5. Stephannie Finley: YES
  - ii. Resolution passed.
- D. H. O’Mara informed the Board of a minor change in Hope Student Attendance Policy. Due to the legislative changes, the compulsory age of attendance is now 6 years. The Board approved updating the Student Attendance Policy.
- E. H. O’Mara presented the Board with a draft of employee policy regarding Cell Phone use. A vote will be taken at the next regularly scheduled meeting.

**7. Executive Director’s Report:**

1. Organizational Chart.

- A. H. O’Mara presented the Board with an organizational chart. Ms. O’Mara suggested removing Mr. Pres Montoya from the chart, since he did not accept his appointment to the Board. The Board approved.
- B. Ms. Finley suggested removing all consultants from the chart so that only Hope employees are shown on the chart.
- C. H. O’Mara suggested that the “curriculum consultant” position be changed to “curriculum specialist” position.
- D. Motion for resolution to approve the Hope Organizational Chart with the changes proposed by H. O’Mara and S. Finley is made by S. Finley and seconded by P. Fox.
  - i. Roll call vote:
    - 1. Stephannie Finley: YES
    - 2. Phil Fox: YES
    - 3. Carol O’Dowd: YES
    - 4. Charles Johnson: YES
    - 5. Bill Eaton: YES
  - ii. Resolution passed.

2. Summary of Learning Center Enrollment Projections.

- A. H. O’Mara presented to the Board the anticipated enrollment at each Learning Centers and the anticipated enrollment by school district. The total number of students will not exceed 4,000, and the total number of the Learning Centers will not increase. Ms. O’Mara was clear that Hope is not turning any students away. Students, who last year attended a Learning Center that has closed,

were contacted by Hope and presented with alternative locations. Hope will coordinate the transition process.

3. Clifton Gunderson Letter.

A. H. O'Mara presented to the Board with an audit letter from Clifton Gunderson, as well as Hope's response. For 06-07 audit Hope will not use Clifton Gunderson. A Preliminary report of 06-07 audit is due on 9/1/2007 and a final report on 10/31/2007.

4. Vilas Update.

A. H. O'Mara and S. Gessler, provided the Board with an overview of the issues with the Vilas School District. The following issues were discussed: (1) Vilas' withholding of PPR based on 05-06 pupil count audit; (2) Vilas' withholding of special education proceeds; and (3) Vilas' failure to provide services under the services agreement. Hope will discuss with the Colorado Department of Education the possibility of direct PPR funding and the purchase of services directly from vendors. Vilas will participate in the discussions. Hope believes Vilas has consistently, arbitrarily, and without notice withheld Hope's PPR.

B. Question by B. Eaton: "Aren't there only certain reasons for which Vilas can withhold the funds?"

Answer by S. Gessler: "Yes, according to the Charter School Contract, Vilas can withhold only those funds that *must* be repaid based on an audit." [paraphrasing] Hope does not believe that Vilas has a legal basis for withholding the funds.

5. Colorado Department of Education Online Director Position.

A. H. O'Mara discussed with the Board about the Colorado Department of Education's Online Director position. The application deadline is today (8/8/2007).

6. Hope's Annual Report.

A. H. O'Mara provided the Board with a copy of the Annual Report dated July 31, 2007, submitted to Mr. Joe Shields the superintendent for the Vilas School District. Pursuant to the Charter Contract this report is due on August 1<sup>st</sup> of the following school year.

7. Executive Session.

A. Mr. Snow moved the meeting into executive session pursuant to C.R.S. 24-6-402(4)(b), for purposes of providing legal advice. Pursuant to C.R.S. 24-6-402(D)(5)(II)(b), the contents of the executive session involves privileged attorney-client communications and therefore the session was not recorded.

B. Meeting returns to regular session.

8. Hope's Website.

A. H. O'Mara informed the Board about significant changes to the Hope's website. The website will contain the board meeting agendas, minutes, public notices, certain policies and procedures, and the Board members' biographies.

9. New Board Members.

A. H. O'Mara provided the Board with a resume of Victoria Scott-Haynes, who has expressed an interest in joining the Board.

10. Discussion of Regular Meeting Schedule.

A. Future Board meetings will be held on the second Wednesday of each month at 10:00 a.m.; at Hope's offices located at 2001 E. Easter Avenue, Centennial, Colorado.

**8. Executive Session:**

A. Mr. Snow moved the meeting into executive session pursuant to C.R.S. 24-6-402(4)(b), for purposes of providing legal advice on a personnel matter. Pursuant to C.R.S. 24-6-402(D)(5)(II)(b), the contents of the executive session involves privileged attorney-client communications and therefore the session was not recorded.

B. Return to regular session.

**9. Announcements:**

A. None.

**10. Adjourn:**

A. Motion for resolution to adjourn the meeting made by S. Finley and seconded by P. Fox.

i. Roll Call Vote:

a. Stephannie Finley: YES

b. Bill Eaton: YES

c. Phil Fox: YES

i. Resolution passed. Meeting adjourned at 12:46 p.m.