

Special ICACSA Meeting Minutes

3/26/2015 Meeting

NOTE: minutes were distributed at the 5/7/2015 ICACSA meeting, but did not need approval.

The meeting started at approximately 715 pm, with Mike Annis opening in prayer.

Attendance

- Board Members: Mike Annis, Bob Coons, Mark Jessop, Steve Liu, Jen Olsen, Todd Pierce, and Kristi Rotzoll.
- **Total Attendance: 64 members**
- **Quorum: 73 members**

Purpose of the Meeting

- The reason for the Special Meeting of the Association was to discuss the proposed revision of the By Laws, which distributed previously.
- Since a quorum was not met, no official vote would be taken on the revised By Laws.
- It was decided that as a group, any members who wanted to stay for the meeting, we would review the revised By Laws and any questions and comments would be discussed.
- At a future meeting of the Association, there would be a vote held to decide whether the new revised By Laws would be approved.

Jen Olsen gave some background as to the reasoning behind the need for revision of the By Laws:

- The beginning of the process was initiated due to two major reasons: (1) a desire to apply for a higher level of accreditation through ACSI, specifically “Exemplary Accreditation”, for the school; and (2) a move toward a Governance Model for the Heritage School Board.
- A Subcommittee on Policy was headed by Jen Olsen and included Jen Traetow, Eric Van Roekel, and Craig Welt. The committee set out by reviewing the ACSI Exemplary School Protocol and scoring guide as well as the By Laws of three other Christian schools to serve as a benchmark.
- The Subcommittee revised the entire current By Laws and presented their final revision to the Heritage School Board. The School Board then reviewed the entire document as well and made further revisions resulting in a final proposed revised By Laws which were distributed to the Association prior the current meeting, and which serves as the basis of tonight’s discussion (By Laws, revised March 2015 version).
- Wording in the document was updated throughout the revision process with the exception of sections that were required to remain unchanged. The goal was to have a set of By Laws in place that would serve Heritage for the foreseeable future.

Review of the Revised ICACSA By Laws (March 2015 version) - All sections of the revised By Laws were reviewed and the following questions/concerns were brought up during the meeting:

- **Articles I to III:** These sections are required and their substance cannot be changed so they were not revised.

- **Section 2.1** – A comment was made in terms of the word “ecclesiastical” in the sentence regarding “It is not an ecclesiastical organization.” The concern is whether a different word would be better. It is understood that Heritage as a school is not specific to any denomination, but that the school is to be “evangelical” in the sense of helping to spread God’s word.
- **Section 3.1** – A comment was made about point (J) having scripture references, but that the rest did not have references. If possible it would be good to be consistent with having scripture references for the other points too. Later during the meeting, one suggestion was to have the scripture references footnoted so that they the reading of the Statement of Faith would maintain its flow.
- **Section 5.2** – Special Meetings: A comment was made for the need to add a statement that the only business that can be conducted at Special Meetings is that which is specifically stated in the notice of the meeting.
- **Section 5.3** – A comment was made regarding the use of electronic means for sending notice of meetings. It was suggested that the Board specifically clarifies what the electronic mean(s) is/are on an annual basis.
- **Section 6.3** - A comment was made regarding the need to pre-determine the number and size of the Board (reference Section 6.1) before an upcoming election.
- **Section 6.3 and 6.4** – A comment was made to better clarify the situations of a Board vacancy versus the event of no candidate.
- **Article VII** – The reasoning behind this section is for the move towards a Governance Board model in which the Board of Directors has one employee, the Head of School. It will be the Head of School’s responsibility to hire all employees of the school and to run the school as set forth by the By Laws and Policies of the school. – There were comments regarding having proper checks and balances for the Head of School. Some of these checks and balances will be in place with the revision of the Policies which will spell out specifics of hiring and review of employees. Ultimately, if there are issues between employees and the Head of School, appeals can be made to the Board.
- **Section 8.5** – A comment was made to change the statement that the Treasurer will report on finances at the “monthly” meetings of the Board to that the Treasurer will report on finances at “all regularly scheduled” meetings of the Board.
- **Articles IX, X, and XI will need to be reviewed by a lawyer.**
- **Articles X and XI** - It was noted that these two articles do not have titles.

Action Items

- The Board will review the notes from this special meeting and make any changes to the revised proposed By Laws. Any changes will once again be distributed to the Association.
- **A vote will need to be made on the final proposed By Laws at a future meeting of the ICACSA.**

The meeting was closed in prayer by Mike Annis.

Minutes respectfully submitted,
- Steve Liu