

MINUTES OF REGULAR MEETING OF THE BOARD OF DIRECTORS OF EWING MARION KAUFFMAN SCHOOL, INC

July 31, 2024

A regular meeting of the Board of Directors of Ewing Marion Kauffman School, Inc., a Missouri nonprofit corporation exempt from federal taxation under Internal Revenue Code § 501(c)(3), was held at its headquarters in Kansas City, Missouri on April 10, 2024, and by Zoom such that all could hear and be heard and see and be seen, pursuant to public notice provided at least 24 hours in advance, including confirmation that the accurate Zoom link was part of the public notice.

The following directors participated in person: Jerry Williams, chair, Kelly, Barnes, and Brett Hembree. Juan Rangel participated by Zoom. Vickie Harris was not able to attend.

Also participating in person from the School were Hannah Lofthus, President/CEO; Kristin Bechard, Treasurer; and John Tyler, Secretary and General Counsel.

No community members were present.

Mr. Williams chaired the meeting. Mr. Tyler served as secretary. Mr. Williams called the meeting to order at 8:38 am, welcomed those in attendance, and previewed the agenda.

Mr. Williams summarized the status of updates regarding hiring for the Director of Technology and the upcoming board retreat. He and those present also welcomed Ms. Lofthus on her return from parental leave.

Leadership Report

Ms. Lofthus introduced and described the theme for the year and its origination in that we are all learners, including that teachers and other adults learn from the children in our care.

She described the approach to and activities around July/August professional development, including that returning teachers do not need to participate in the first week because the focus is on people new to the School, which has contributed to the retention rate of 88%. She explained that the primary focus areas are adult and student culture and academics, with descriptions of each. Today's professional development emphasizes strategic priority number 2 – world-class community – with staff reflecting more than 50% BIPOC. She summarized what the board will experience as it joins the development experience after the meeting, including roots in Jim Collins' work.

The meeting recessed at 8:51 am so that those present could join the staff professional development session.

The meeting reconvened at 9:32 am with discussion about the professional development experience.

Ms. Lofthus presented the board meeting calendar for the rest of the calendar year, including a full-day retreat on September 11 at the Kauffman Foundation.

Katie Pasniewski, COO, joined the meeting. Ms. Bechard left the meeting.

Finance Committee and Treasurer's Report

Mr. Williams presented the Committee's recommendations to approve the Treasurer's Report, including the check register, and establish a closure reserve certification fund. He explained that the charter authorizer is requiring that its authorized schools designate \$75,000 to cover costs associated with closing the school should that happen. The committee recommended that the board move that amount from the board-designated fund in the current budget to a restricted closure fund.

After discussion and upon the recommendation from the finance committee, the board unanimously approved the July 2024 Treasurer's Report as of May 31, 2024, including the May 2024 check register, and moving \$75,000 from the board-designated fund in the current year's budget to a restricted closure fund.

Governance Committee

Ms. Pasniewski described the substantive items on which the Committee is recommending approval: changes to the attire policy, establishing new policies for pets at work and children of employees at work, and adopting the Student-Family Handbook.

After discussion and upon the recommendation from the governance committee, the board unanimously approved the following as attached to the minutes of the meeting of the governance committee of July 29, 2024 as Exhibits Gov A, Gov B, Gov C, and Gov D, respectively:

- the Attire Policy,
- the Pets at Work Policy,
- the Children of Employees at Work Policy, and
- the Student-Family Handbook.

After discussion and upon motion duly made (Hembree) and seconded (Rangel), the board unanimously approved the minutes from the open portion of its meeting on May 15, 2024.

Closed Session

Pursuant to the published agenda, a motion was made (Rangel) and seconded (Hembree) to go into executive session as allowed by RSMO 620.021(1), (3), and (6) regarding legal, personnel, and students to discuss matters thereunder. Pursuant to a roll call vote, the following directors voted to approve the motion (Harris, Hembree, Rangel, and Williams) with no directors opposing or abstaining. The meeting entered a closed session at 9:55 am.

After discussion and upon motion duly made (Hembree) and seconded (Rangel), the board voted unanimously by a roll call vote to approve the minutes from the closed portion of its meeting of May 15, 2024.

Discussion followed about updates and the status of the cyber activity.

A motion was made (Barnes) and seconded (Hembree) to leave the executive session and re-open the meeting. Pursuant to a roll call vote, the following directors voted to approve the motion (Harris, Hembree, Rangel, and Williams) with no directors opposing or abstaining. The meeting adjourned from closed session at 10:01 am.

No community people were present so there was no community forum.

Ms. Pasniewski reported that enrollment is at about 1000 students with an "August surge" anticipated as has happened in prior years. There are about 130 5th grade students enrolled with the School preparing to add potentially dozens more during the first semester. Discussion continued about staff and student retention.

Mr. Rangel reminded those present about the Governance Committee's efforts regarding board recruitment. Discussion continued about the term limits provided in the bylaws.

The meeting adjourned at 10:11 am.

John Tyler, Secretary