

**Minutes of the Regular Meeting of the Board of Directors of
Austin International School
May 21, 2014
6:30 pm; Adelphi Campus**

Board Members Present: Barksdale English, David Arnow, Sophie Cano, Bertrand Hazard, Liz Wiley

Absent: Guillaume Hennion, Ricardo Sanchez, Dina Sherzer

Quorum: No. However, Ricardo has given his proxy to Bertrand. Dina has given her proxy to Sophie, and Guillaume has given his proxy to Liz.

Visitors: Kate McCarthy (PTO), Marcus Simpson (PTO); Camille Ronchi (board candidate).

Resources: Christophe Bonnet, Head of School.

The agenda having been circulated prior to the meeting, the regularly scheduled May 21, 2014 meeting of the AIS Board of Directors was called to order at 6:35pm.

Proceedings – Public Session

I. HOS Report to Board

- a. Construction: Board received report concerning (i) unexpected 26k cost due to issue with walls and (ii) other reductions made to stay on budget. Because of those adjustments, the contractor contingency has not been used. At Volunteer Appreciation Day and Friday May 30, 2014 tours of the new space progress will be given: Board members (especially non-parents) encouraged to attend. Completion remains on schedule for mid-July. Board raises questions about implications for summer camp program: Christophe responds that the school planned around this construction schedule. Discussion ensued about an action plan to promote the new expansion.
- b. NAIS: Although outdated bylaws document sent to NAIS, issues raised by NAIS have already been addressed in Board's 2012 revised bylaws.
- c. Staff: Report on new hires and faculty: they are 35 now for faculty and staff; PTO treasurer has become English teacher, based on process that included input from Christophe's colleagues who worked with her in Chicago.
- d. Community: Picnic had less attendance, raising questions about parent/student experiences at AIS. Some interaction with grandparents of kids at school shows that they are pleased with the progress made as students and their experience at AIS.
- e. Enrollment: Some challenges remain at the early grades but retention rates very good compared to last year. Total enrollment looks to be 185-190 despite goal of 201. Chair notes projections as compared to last year: increased retention rates at K-1 show parents pleased with results of investment. Based on conversation around school concerning

middle school must continue to stay in touch with parent perceptions; such contact will ensure AIS continues to provide quality education and experience to justify staying for middle school. Discussion about pyramid model not proper model as goal as it does not show retention throughout the years.

- i. Fundraising: Additional fundraising for restricted funds alongside Annual Fund shows increasing the fundraising revenue item must come from outside sources. That outreach was not successful this past year.
- ii. Fifth Grade Pipeline: Discussion about students transitioning into St. Stephens and success stories. Not every AIS student can or will be accepted to St. Stephens, as a practical matter, so some rejections are to be expected. St. Stephens views AIS students as particularly gifted at bringing culture gaps among international groups. Discussion about continuing with message that AIS prepares for entry into middle school of choice; this year AIS has the highest graduating class ever. For those success stories—such as award AIS student receiving at St. Stephens—AIS should promote as much as student and family will permit.

II. PTO Report

- a. Draft Budget for 2014-2015: The Chair thanks PTO officers for a great job this year bringing structure and organization to the PTO.

[Bertrand steps out at 7:23pm; returns at 7:25pm.]

Board commends PTO for the parent communications in French that build community. Recommendation from Board: PTO should institute procedures for voting on budgets to have clear point of when budget starts and closes out.

Budget item for background checks shows that every year half of these are done and balance done the following year. Board questions gala ticket purchase but learns it is nice gesture of PTO paying for gala tickets for staff and faculty. Questions raised about numbers for landscape project balance the time how booked will revise to reflect this year's landscaping project versus next year's budget. Next year the PTO budget will be on QuickBooks to coordinate with AIS system.

III. Chair Report

- a. Treasurer transition: Discussion of steps taken in transition from Remi to Ana-Barbara as treasurer: meeting with Janet, AIS comptroller, to review the monthly process. Question posed about additional hours for Janet as previously discussed. Christophe responds about balance in budget regarding work at home days to compare work done versus time lost for her 2-hour transportation time each day to be on site.

- b. NAIS: Discussion about ensuring addressing the auditor's reports and NAIS insisting on removing those issues by the time of the next audit. Other precautions and redundancies we are looking to address auditor's issues: potential member of an audit committee who lives abroad could be asset here.
- c. Evaluation Committee: Report by Liz Wiley on status of process to develop more streamlined staff survey to be sent to staff on June 2. Chair reminds the Committee of timelines to complete process by September and work around HOS vacation July 11/12. to comply with the employment contract.
- d. Retreat Agenda: Board members to review handout regarding Financial Statements, with information critical to a board member's obligation to review/compare documents to ensure good picture of AIS finances. Board members asked to review bylaws and policy manual for any changes to be made.
- e. Nationality issues: Discussion about nationality requirements for Chair/Treasurer. Review of loan documents shows no requirement. Instead it is a non-profit organization in France recommending that a school funded by French government remain French. Additional diligence to be done to research the recommendation and its language.
- f. Officers: To retain institutional knowledge for leadership will institute practice of a vice chair that will assume duties as precursor to assuming the chair position. Discussion of Board member transitions, with Bertrand rotating off the Board but will attend retreat at request and invitation of Board.
- g. Process and Training of Board Members: Continue to work on this issue of documents, background, and training. **ACTION ITEM**: Bertrand Hazard to send resignation letter/email to Liz for corporate records.
- h. Chair welcomes board candidate Camille Ronchi and invites questions.

The public proceedings concluded at 8:27pm.

The Board would reconvene after a break for a non-public, closed session to address the following: Budget, Governance Committee, and Christophe's MLF update.

Approved on June 7, 2014

Signed:

Liz Wiley