

## SCHOOL BOARD MEETING AGENDA

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**THE COTTONWOOD SCHOOL**  
— OF CIVICS AND SCIENCE —

**DATE:** January 10, 2024      **TIME:** 4:15pm

**LOCATION:** Cottonwood School of Civics & Science

**Mission Statement:** To provide a creative learning environment where students develop a sense of place and become stewards of the natural world and active citizens within our community.

Meeting began at 4:15 Meeting adjourned at ###.

### In Attendance

#### Board

- Kyle Roy
- Jill Charno
- Marisela Van Sickle
- Matthew Claudel

#### Staff

- Lisa Colombo
- Amanda McAdoo

#### Other

- Alicia Moody

### Meeting Minutes

1. Consent Agenda and audit results
  - a. Kyle: Audit was passed without reservation
  - b. Amanda: One of the points was that we have insufficient insurance
  - c. Kyle: Let's add this to the strategic vision + board retreat agenda
  - d. Kyle motions to vote, Jill seconds.
    - i. Unanimous vote
2. New Board member
  - a. Alicia introduces herself. She will be onboarded and voted in during the February board meeting.
3. Policy Updates & Discussion
  - a. Amanda: Went to Salem to discuss. She will continue to do this work. They will be brought to the board, and board will vote in February board meeting.
4. Employee Retention Credit Update
  - a. Amanda: Lawyer has done this work

- i. We are applying for the EDC credit. We stand to receive \$285412.89
    - ii. Question: do we want to include 2020?
    - iii. Only wages subject to SS tax can be used for the EDC. We pay SS tax, so we should be able to apply for EDC.
    - iv. Lawyer advises that we do this. The risk is higher if we apply for year 2020.
    - v. Lawyer will represent us with the IRS. If audited, he will represent us.
    - vi. We can save the money in an account for 3 years, so that if we're audited and lose, we can easily pay it back.
  - b. Open the floor for discussion
    - i. Mari: we should apply for 2020. Keep the money separate, so it's easily paid back if we are audited.
    - ii. Matthew: What is the risk?
    - iii. Kyle: The WSJ reported on threats of criminal prosecution. This has been primarily leveled at businesses that encouraged applications to the EDC based on projections during COVID. We are protected from this risk, because we are applying with retrospective information. IRS will have everything they need to approve or deny our application.
    - iv. Alicia: This makes sense. We have sincere intent.
    - v. Kyle: Our accountant has an ethical position: maybe we shouldn't take the credit, because our business survived. It was designed during the pandemic. However, my feeling is that we're a public school running a deficit. As a board member, my vote is to work in the best interest of the school and kids.
    - vi. Amanda: 3 of the 5 Portland Charter schools applied for this, and they've gotten the money in their accounts.
    - vii. Mari: it ties back to the mission of the school: helping staff and children.
    - viii. Kyle: There was only one point of contention wrt applying for 2020 – whether we paid into a pension. The lawyer's opinion is that we qualify because we pay into SS tax.
  - c. Kyle: I move that, in consideration of findings provided by the executive director and based upon her consultation with Michael Williams of CFOMW Tax, LLC, the board authorize the ED to execute the retainer contract with that firm and, consequently, apply for a refund under the Employee Retention Tax Credit. Mari seconds.
    - i. Unanimous vote to approve motion.
5. Principal/Academic Director Search
  - a. Amanda: Aviva is the interim principal. This needs to be an open search. How do we get the message out? Good places to be posting? We are aiming to have interviews in March.
  - b. Aviva: As a former consultant, I suggest you invite a community partner, or another advisor – specifically a person of color.
  - c. Mari: for hiring, and even for board recruitment, look back on the equity and diversity document.

- d. Amanda will structure a committee / search process and let the board know how we can support.
- 6. Grant Writer Update
  - a. Amanda: I am following a chain of introductions, and will get to the right person.
  - b. Mari: I've also been searching. We might reach out to some of our community partners to see if they have recommendations. We can also put out a blurb in the newsletter.
- 7. Bonus points
  - a. Amanda: I got the furnace for \$5300! We got three quotes.
  - b. Matthew: Can we use tenant improvement investments as leverage in negotiation if we move out?

///// Committee time! /////

#### Strategy committee

- 8. Board Retreat
  - a. Mari: we need to start planning. One factor is the facilitator.
  - b. Matthew: I recommend Nancy Davis. She helps organizations navigate complex strategic situations. We lack institutional memory, among the board?
  - c. Kyle: having an external facilitator is a good investment.
  - d. Mari: let's gather names / profiles of facilitators and make a decision by next meeting.
  - e. Amanda: Cottonwood is at a pivotal moment. The founding director is interested in being involved. Place-based expert at Lewis and Clark. Who should we invite to open the floor? Gain additional perspective?
    - i. Teachers / Staff
    - ii. Expert contributors
    - iii. Facilitator
  - f. Kyle: what are the key questions we want to address? What is the board's remit and structure?
  - g. Matthew: let's make a game plan. With a shared google doc:
    - i. Add names of facilitators among the board in advance of the meeting. Kyle will reach out to them.
    - ii. Add suggestions for key topics to address and begin framing out the day
- 9. Marketing
  - a. Mari: working with Amanda and Aviva to put together a family movie night. Students and siblings watch a movie in the great room, and grownups mingle + discuss future planning for events.
  - b. Mari: Alumni in high school want to help with a Cottonwood Bay cleanup. Connect with Friends and promote it for the spring or sooner.
  - c. Alicia: have we asked parents what kinds of fundraising events they are interested in?
  - d. Amanda: general thermometer campaigns have been successful.
  - e. Jill: gimmicks are motivating, but most donors probably just want a flat rate.

- f. Mari: interactive and experiential is good. Teacher experiences. Teachers can donate to fundraising.
- g. Lisa: this will be a tough ask
- h. Matthew: how about a hike? Pay what you want. Let's look into corporate CSR.
- i. Alicia: my company is science-based. They'd love to contribute to something that's mission-aligned.
- j. Matthew: film it and bring it back to company CSR. Let's get companies to sponsor and donate. Private companies. Could they pay for a Cottonwood Bay cleanup? Sponsor the science carnival night.
- k. Discussion: How do we raise non-parent, larger pools of cash? Carnival-style science night. Passport for activities.
- l. Lisa: classrooms are doing science fair activities.
- m. Action item: Make a survey to find out what people want to participate in.

//// Executive session ////