

**Oregon Episcopal  
Board of Trustees Minutes  
November 17, 2011**

**Present:** Steve Grant, Estelle Kelley, Evan Roberts, Kirk Bass, Kate Lieber, Robert Bryant, Ann Carter, Raymond Cheng, Elizabeth Gewecke, Elizabeth Highet, Mark Hochgesang, Mark Kemball, Steve Lovett, Malcolm McIver, Clent Richardson, Leslie Spencer (phone), Pat Trunzo, Heike von der Heyden, Catherine Willmott, L.D. Wood-Hull, Mo Copeland, Tige Harris, Carey Killian, Phillip Craig, Randa Cleaves, Jordan Elliott, Susie Gundle, Scott Hardister, Marty Jones, Kathy Layendecker, David Lowell, Jon von Behren, Anne Weston, Tom Wheelock, Marianne Johnson

**Guest:** Rebecca Roberts

Steve Grant welcomed all and the Rev. Robert Bryant gave the invocation.

**Approval of Minutes**

Steve Grant asked for a motion to approve the minutes of the September 27, 2011 meeting. Kirk Bass so moved, Kate Lieber seconded. Discussion:

The question was raised as to whether outsiders reading the minutes might not understand or make sense of the first paragraph of the Governance Committee report without some context. It was agreed the Governance Committee will look at how minutes should be written.

It was agreed that the reference to the endowment be stricken from the Audit Report paragraph.

It was suggested the first sentence under Finance Update be removed because the auditor already reported on the 2010-11 operating results. Finance Chair, Kirk Bass, feels the sentence is accurate as to what was reported and should be left in.

There was no further discussion. Kirk amended his motion to include the deletion of the endowment reference, Kate Lieber seconded, and the motion was approved unanimously.

**Development Committee**

**Auction:**

Auction chair Rebecca Roberts reported that rock and roll themed "Aardy's Big Gig" will be held on March 10, 2012 at the Left Bank Annex. Rebecca handed out auction folders that included underwriting opportunities and an auction report card. She thanked everyone and encouraged them to consider the best way they can commit to the event. Rebecca will give an update to the Board in January or February.

**Annual Giving:**

Elizabeth Gewecke reported that the Board has reached 100% participation (over \$175,000) and thanked them for their support. This gives a positive momentum to the drive and solidifies

the Board's role as leaders. Elizabeth said participation is up and we are half-way to our goal of \$750,000.

Randa Cleaves said the development office had a small supply of printed annual reports made this year based upon feedback from last year when we went totally paperless. The printed report will also be used as a stewardship piece.

### **Campaign Consultant/Timeline:**

Randa has been talking to and meeting with national and local campaign consultants for about a year to determine which one best suits OES. Campbell & Company was chosen. They are a national firm located in Chicago with a local presence, and all of their references highly recommended them. Craig Hightower will be the lead consultant, with Tom Wilson from Portland, and Julia McGuire from their San Francisco office. They will be looking at the organization, development office, and capacity, and will work with S/L/A/M, the master site plan consultants.

Jon von Behren said the master site plan committee had a great two day session with S/L/A/M. They will come back to meet with parents, faculty and staff, and the Board in January. They will present in a streamlined fashion what's behind the planning. The plan will continue to be a work in progress; it is very flexible, reasonable in scope and gives us options going forward in how we implement it. Randa said one of the campaign consultants will attend the January meetings and will also be at OES in February. There will be many opportunities for people to give input. S/L/A/M and Campbell & Company will attend the February Board retreat. A philanthropic survey will be done and presented to the Board at the June retreat.

### **Finance Committee**

#### **Action Item: Approval of Investment Policy Statement**

Endowment Investment Committee chair Tige Harris presented a revised Investment Policy Statement for approval. Tige explained that an investment policy is a guideline set by the Board to guide the Endowment Investment Committee as the committee attempts to manage the endowment in a way that will help fund scholarship assistance and other portions of the budget into the future. The policy is especially aimed at setting limits as to what sort of investments are made so that large percentages are not invested in single investments, so that the portfolio as a whole is very diversified, and so that most of the portfolio is liquid and can be turned into cash quickly should the need arise.

Tige Harris moved that the Board of Trustees of Oregon Episcopal School approve the revised investment policy, and Estelle Kelly seconded. Tige answered questions, and the motion was approved unanimously.

### **Head of School Report**

Mo attended the PNAIS Institutional Leadership Conference along with three trustees, and it was a fabulous experience. This morning she sent trustees the link to the NAIS annual conference and several trustees have already responded they would like to attend. This is a big

event and there will be innovative speakers. Bill Gates will give the keynote address and Amy Chua, author of *Battle Hymn of the Tiger Mother* will give the closing address. Kathy Layendecker, Tom Wheelock and others will be presenting along with Ian Symmonds.

At the last Board meeting Mo reported that Northwest Accrediting Commission was going to be taken over by AdvancEd, and there might be a problem with third party accreditation. Mo recently attended the PNAIS Accreditation Committee meeting where there was more conversation about the regional accrediting body, and it looks as though AdvancEd will honor the third party accreditation which is what we were hoping for.

Last weekend Mo attended the Headmistresses Association of the East's (HMAE) 100 year anniversary. The presidents of Princeton and Barnard spoke, as well as many women who have been running schools, and who are hallmarks of the profession. They shared stories, trials, and tribulations. It was a very unique experience.

In athletics four teams went to State this fall which is extraordinary. The Middle School boys soccer team won the league championship and the Varsity girls are playing for the state final on Saturday against Catlin.

Mo attended Open Mic Night with husband Chris and it was a great event. The fall play, Shakespeare's *Love's Labour's Lost*, begins this week.

Mo has been exploring the "E" nature of the school and it has been amazing. The chaplains have been generous with their time, and very thoughtful. Mo met with the admissions team and they have really thought through the way to talk about the "E" nature of the school with potential families. Mo is building her understanding of the "E" in OES.

Mo touched on the Penn State situation and what we are learning from it. We are rigorous in the way we background check and oversee people who work with kids and are very attentive to the training we give on mandatory reporting (a session on mandatory reporting was done in October).

Mo has really enjoyed the first two sessions of *MOments* meetings with parents. The second meeting had a lot of conversation about how we do service learning at the school and how it is integrated into the curriculum.

### **Enrollment Report**

Susie Gundle reported on opening enrollment (844), inquiries and applications, acceptance rate, admissions yield, student retention, reasons for not re-enrolling, diversity, summer enrollment and the admissions timeline.

Susie said the admissions office has worked very hard on retention. We are right at our target range for 8<sup>th</sup> to 9<sup>th</sup> grade, and we are at target or above of NAIS for overall retention.

Admissions held a Middle School open house this year in conjunction with the Upper School open house that current 5<sup>th</sup> and 8<sup>th</sup> grade families attended and almost 500 people came.

Trustees had a number of questions about the reasons for not enrolling, and it was agreed that Susie will prepare a detailed summary and report back at a future meeting. Susie will also break out the students of color information by division.

Financial Aid was increased by 16 percent this year, which is 10 percent of gross tuition. Kathy Layendecker asked if 10 percent is still the right benchmark and Steve Grant said the Finance Committee will look into it and bring a recommendation back to the Board.

### **Governance Committee**

Kate Lieber reported she attended the PNAIS Institutional Leadership Conference and it was fantastic. It was rich in information and there were good discussions. She hopes many trustees will sign up to attend the NAIS Annual Conference in Seattle.

Marty Jones will be posting trustee photos and bios on the OES website under the Governance tab. A link has been sent to trustees so they can review their information and update it if needed. Once that is completed Marty will post it on the website. Marty will also post Ann Carter's piece from the summer 2011 OES Magazine about how the Governance Committee selects new Board members.

### **Action Item: Approval of Trustee Expectations & Responsibilities Form**

Kate Lieber reminded everyone that the Trustee Expectations & Responsibilities form has gone through several revisions and the final form was included with the Board mailing for review. The Governance Committee moved that the Board of Trustees of Oregon Episcopal School approve the Trustee Expectation & Responsibilities form; Ann Carter seconded. There was no discussion and the motion was approved unanimously. Kate asked trustees to sign and return the form to Anne Weston.

### **Action Item: Approval of Amended Confidentiality Policy**

Kate Lieber explained that the Governance Committee felt the first paragraph of the Trustee Confidentiality Policy should be amended to clarify what is confidential information and what is not confidential information (first paragraph of the policy). The amended policy was included in the Board mailing for review. The Governance Committee moved that the Board of Trustees of Oregon Episcopal School approve the amended OES Trustee Confidentiality Policy; Clent Richardson seconded. There was no discussion and the motion was approved unanimously.

### **Board Operations Committee**

Steve Grant reported that a Mission/Vision ad hoc committee needs to be formed to reaffirm the mission and vision, and to take a hard look at the pillars, values and principles. Mark Kemball has agreed to lead this committee, which will include trustees, faculty, staff, PAL representation, and an alumnus. The committee will make a recommendation to the Board to use with the accreditation process. Mark Kemball said there will be a check-in at the April 17<sup>th</sup>

Board meeting, and the final recommendation will come at the June 2<sup>nd</sup> Board retreat. Evan Roberts moved that the Board of Trustees of Oregon Episcopal School establish a Mission/Vision Ad Hoc Committee, Ann Carter seconded. There was no discussion and the motion was approved unanimously.

Meeting adjourned to executive session at 6:08 p.m.

Respectfully submitted,  
Anne Weston