

**Oregon Episcopal
Board of Trustees Minutes
September 27, 2011**

Present: Michael Hanley, Steve Grant, Estelle Kelley, Kirk Bass, Kate Lieber, Robert Bryant, Ann Carter, Raymond Cheng, Kristin Collins, Elizabeth Gewecke, Elizabeth Hight, Mark Hochgesang, Mark Kemball, Steve Lovett, Malcolm McIver, Clent Richardson, Leslie Spencer, Heike von der Heyden, Catherine Willmott, L. D. Wood-Hull, Mo Copeland, Carey Killian, Phillip Craig, Randa Cleaves, Jordan Elliott, Scott Hardister, Marty Jones, Kathy Layendecker, David Lowell, Jon von Behren, Anne Weston, Tom Wheelock, Marianne Johnson

Guest: Rhona Kwiram, CPA, Clark Nuber

WELCOME & INVOCATION

Steve welcomed all and The Rt. Rev. Michael Hanley gave the invocation. Robert Bryant asked for a prayer for a former OES family, the McCowen's, who lost Duncan McCowen recently in a surfing accident.

OES FUND KICK-OFF

The OES Fund Chorus sang to inspire donations to the OES Fund (music from Oklahoma!, lyrics by Chris Myers). Elizabeth Hight thanked those trustees who had already given and encouraged others to give before the 1869 Society Appreciation Dinner.

APPROVAL OF MINUTES

Steve Grant asked for a motion to approve the minutes of the June 4, 2011 meeting. Ann Carter so moved; Leslie Spencer seconded, and the motion passed unanimously.

HEAD OF SCHOOL REPORT

Mo's written report was sent out with the Board materials for everyone to review. She asked if there were any questions and there were none.

Former OES headmaster Peter Sipple visited the school today. He was headmaster during one of the healthiest times of OES. He spoke in Chapel, shared stories, and met with various people on campus. It was a total treat to make that connection.

Middle School teacher Julie Robison created and shared a wonderful video of the essential competencies that was very inspiring.

We had an unbelievable opening of the school year. Mo has attended a lot of parent meetings, including the science research night which was impressive. She has an advisee group of freshman who are very forthright, welcoming and confident – typical of OES students. The Middle School back to school night was wonderful.

The transition has been superb. Mo feels blessed to have the team she works with. The mood is up-beat and energetic with everyone very engaged – there's a great sense of optimism.

Responding to a question about her written report on the accreditation, Mo explained that our association (PNAIS) negotiated with Northwest Accrediting Commission (NWAC) to have third party accreditation, meaning we only have to go through one association instead of two. It appears that NWAC is going to be taken over by a larger organization, AdvancEd, who has already taken over other regional associations. The process is similar to going through a national standard. PNAIS is not excited about this option because we will lose some of our independence, however we don't know yet if it will happen or if it will affect us. Mo will keep everyone updated.

AUDIT REPORT

Clent Richardson introduced our auditor, Rhona Kwiram of Clark Nuber. Rhona reported we had a clear audit again this year. There was no need for a letter of comments to those charged with governance, and no audit adjustments. The percentage of support services is at the low end. Clent stated the Audit Committee has accepted the audit and recommends that the Board of Trustees of Oregon Episcopal School accept; Estelle Kelley seconded, and the motion was approved unanimously.

GOVERNANCE REPORT

Kate Lieber reported that the Board's greatest weakness is composition and diversity. All trustees need to think about sourcing the Board and the Governance Committee needs to receive names early enough to vet them on committees. Kate asked that candidate names to be sent to her directly.

Kate asked for comments on the expectations and responsibilities document that was included in the mailing. Ann Carter suggested replacing "must" with "will" throughout the document. Phillip Craig would like to see something about understanding and supporting the Episcopal nature of the school. Leslie Spencer would like to see something more specific about "personally significant" gifts to the school, including the annual fund. Steve Lovett moved that the Board of Trustees of Oregon Episcopal School approve the Board expectations and responsibilities document with those changes. There was discussion about "significant" gifts, and Kirk Bass seconded. Steve Grant recommended everyone send comments to Kate; she will amend and bring back for final approval. Steve Lovett withdrew his motion.

FINANCE UPDATE

Kirk Bass reported on the actual 2010-11 operating results. We have closed the year with a contribution to reserves of \$220k (we had budgeted just shy of \$100k).

The proposed 2011-12 operating budget is reflecting a small deficit of \$852. We had an optimistic enrollment target of 849 but ended up at 844. The Finance Committee moves that the Board of Trustees of Oregon Episcopal School approve the proposed 2011-12 operating budget as presented. There was no discussion, Ann Carter seconded, and the motion was approved unanimously.

HEAD OF SCHOOL GOALS

- Get settled at school and in community
- Use self-study as a tool to learn about the school; lead a successful accreditation process
- Staff Development: mentor and work closely with all direct reports
- Own the strategic plan
- Build understanding of Episcopal/Anglican ethos
- Get to know OES community

Mo said this will be a year of discovery, learning and listening.

SELF STUDY PLAN

Tom Wheelock is the chair of the steering committee. The hard part of the work will start in November and completed by April 2012. The board has its own job to do (institutional leadership) and the Governance Committee will oversee that.

The self-study starts with the mission. We began with faculty and staff at the opening meetings, where everyone broke into small groups led by the steering committee and HAC to review the purpose (mission) and the underlying principles. There was enormous confirmation for the purpose and a lot of discomfort with the principles, especially as a part of the mission. Some of the language is dated and it doesn't have the longevity that the mission has.

Steve and Mo have talked about pulling together a small Board task force that will come to grips with what we really want the mission to be. There is also a set of pillars and a values statement (found on the website). The task force needs to get their head around how all these pieces fit together. Steve and Mo will work with the Board Operations Committee to determine the composition of the task force. Kristin Collins noted that there is still the diversity statement floating around that needs attention.

STRATEGIC PLAN

Mo reported there was a huge amount of work done last year on the strategic plan. The administrative team is looking at what we want to focus on this year:

- The essential competencies. This is owned by the division heads and teachers and will drive most of the other work.
- Big master planning project. The consultant (SLAM) will be here tomorrow to talk about the process and moving forward with that, which will drive the capital campaign.
- Working on, and articulating our identity. Mission work will be the first piece, and a Board task force will be created to work on that.

Mo said they have tried to design the Board work plan (included with the mailing) around these initiatives. Mo is seeking confirmation from the Board that the general focus of the Board Work Plan is the direction we want to go.

Kate Lieber moved that the Board of Trustees of Oregon Episcopal School approve the draft board work plan for 2011-12. There was no discussion. Estelle Kelley seconded and the motion to approve passed unanimously.

Ann Carter moved that the Board of Trustees of Oregon Episcopal School approve the concept of a Board task force to review the mission and principles. There was no discussion, Elizabeth Hight seconded, and the motion was approved unanimously.

CALENDAR

October 6 – 1869 Society Appreciation Dinner

October 7 – Installation of Mo Copeland as Head of School

OTHER

Estelle Kelley reported the head of school transition team met one last time. Everything has been done and Mo is quite happy.

Meeting adjourned at 5:46 pm.

Respectfully submitted,
Anne Weston