

**Oregon Episcopal School**  
**Board Minutes**  
**September 17, 2008**  
*Amended*

**Present:** Urmila Ratnam, Steve Lovett, Kirk Bass, Robert Bryant, Ann Carter, Raymond Cheng, Kristin Collins, Tina Donovan, Brenda Henderson, Elizabeth Highet, Mark Hochgesang, Jeff Johnson, Estelle Kelley, Mark Kemball, Liz Perkins, Clent Richardson, Alan Shiffer, Leslie Spencer, Gary Takahashi, Ed Taylor, L. D. Wood-Hull, Matthew Hanly, Jane F. Graybeal, Dan Drinkward, Pat Kelley, Jordan Elliott, Scott Hardister, Anne Marie FitzGerald, David Lowell, Kathy Layendecker, Jon von Behren, Phillip Craig, Tom Wheelock

**Guest:** Rhona Kwiram

**WELCOME AND ANNOUNCEMENTS**

Robert Bryant gave the invocation.

Urmila welcomed four new trustees, Elizabeth Highet '86, Mark Hochgesang, Estelle Kelley '78, and L. D. Wood-Hull. Urmila also welcomed Scott Hardister, head of Middle School, and academic dean Tom Wheelock, as new members of the administrative team.

Urmila distributed conflict of interest forms and asked trustees to complete and return to Anne Weston.

Urmila announced that Robert Bryant will serve in the role of Diocesan liaison between OES and the standing committee until a new Bishop of Oregon is appointed.

**APPROVAL OF MINUTES**

Changes to the minutes of June 7, 2008:

- Third paragraph on first page – change 2009-09 to 2008-09.
- Paragraph eight, second sentence under “Buildings & Grounds” should read, “The mechanical and electrical systems *on buildings over ten years old* are old but well maintained....”
- Last paragraph, first sentence under “Buildings & Grounds” should read, “Brenda Henderson reminded everyone *of the access to the church issue.*”
- Under “Religious & Spiritual Life” delete the “e” from Ann Carter’s first name.

Ann Carter moved that the minutes of the June 7, 2008 meeting be approved with noted changes, Kirk Bass seconded, and the minutes were approved unanimously.

**AUDIT REPORT**

Urmila welcomed Rhona Kwiram from ClarkNuber, who presented the audit report for the year ended June 30, 2008 (refer to PPT presentation for details). Rhona reported that no letter of comments was issued this year. Our assets have grown and our liabilities have remained stable. Rhona said overall the process went very well, and Kathy

Layendecker and Craig McClure did a great job. Clent Richardson added that the report has been approved by the Audit Committee. Steve Lovett moved that the Board of Trustees of Oregon Episcopal ratify/approve the audit report, Leslie Spencer seconded, and the motion was approved unanimously. Clent gave kudos to Kathy Layendecker and Craig McClure.

### **HEAD'S REPORT**

Matthew said he is thrilled to be starting his second year. He talked about opening week for faculty and staff, his remarks at the all-school meeting and the retreat at Menucha where faculty and staff worked on trust-building with Synergo. Matthew also talked about his backpacking trip to Indian Heaven with nine sophomores.

Matthew reported that we have 845 students enrolled and gave David Lowell and the admissions team kudos.

The dedication of Aardvark Community Park is Friday, September 19 at 5:45 p.m. Saturday, October 4 will be a day for planting and some simple construction and we are looking for community participation.

Matthew gave major kudos to Jon von Behren and his team for getting all the summer projects done. The emergency access road and the lighting to SPARC is a huge safety feature, and the deteriorating house between Scott House and Morris House has been removed.

Matthew distributed an outline of his major themes and initiatives for the school year and answered questions.

Matthew talked about the Upper School's spring production of *The Laramie Project* and passed out a sign-up sheet for anyone who was interested in reading the script. The Community Diversity Link will be discussing *The Laramie Project* at their December meeting, as well as *To Kill a Mockingbird* later in the year.

Matthew reported that OES had 10 out of 78 National Merit semifinalists and that we should be enormously proud of that measure. The Society for Science & the Public has named one of our students as a finalist in their Middle School Program.

Matthew introduced new academic dean Tom Wheelock and said Tom has been an enormous asset since his arrival in July. Tom's role is to coordinate PreK-12 curriculum and to help faculty with their professional development and evaluation. Tom will chair the all school curriculum committee. He will also be working with Matthew and the division heads to hire replacements for retirees. Tom added that he has been in the classrooms and has subbed for some classes. The students are wonderful and very considerate of each other.

## **ENROLLMENT REPORT**

David Lowell reported that enrollment is at 845 as of the first day of school and noted there is a good balance of boys and girls (refer to report for detailed information). Pat Kelley asked how many alumni send their children to OES. David will find out and report on that at the next meeting. David said that messaging is the key for admissions.

## **FINANCE COMMITTEE REPORT**

Kathy Layendecker reported on behalf of Steve Grant. 2007-08 was a banner year. We had nine students over what we budgeted and the Annual Fund did a tremendous job. A student snack bar was opened and it generated a nice revenue for the school. Expenses were less than budgeted.

The Finance Committee recommends an amendment to the surplus allocation policy outlined in the proposal dated September 17, 2008 (attached).

Clent Richardson moved that the Board of Trustees of Oregon Episcopal School amend the surplus allocation policy as outlined in the September 17, 2008 proposal, Alan Shiffer seconded, and the motion passed unanimously.

The Finance Committee recommends we forgive the loans to the capital campaign: \$770,000 of the loan to be forgiven and the \$130,000 for performing arts drawings will be repaid. Tina Donovan moved that the Board of Trustees of Oregon Episcopal School forgive the \$770,000 loan to the capital campaign, Clent Richardson seconded, and the motion was approved unanimously.

Kathy explained that the Board approved the 2008-09 preliminary budget at the June retreat and the final budget (attached) is being presented for approval today. Three students were added over the summer; three day students were traded for five boarders so the gross tuition went up. Additional financial aid was added – we are now at 6.48% for this year. The summer program was very successful this year. Our FTE count went up a bit because summer programs needed more staffing and we did rebalancing in the Middle School.

Kirk Bass moved that the Board of Trustees of Oregon Episcopal School approve the final budget for 2008-09, Liz Perkins seconded, and the motion was approved unanimously.

## **ADVANCEMENT COMMITTEE REPORT**

Leslie Spencer reported that she, Matthew Hanly, Urmila Ratnam, and Tim Phillips have identified potential leaders for the capital campaign and have begun talking with them. They are looking for full and robust participation from the Board and major donors will be looking to the Board for participation and enthusiasm. There is a lot of work to do and it is exciting.

Leslie reported on the Annual Fund and talked about comparative statistics (refer to report for details). Ann Carter is heading up the parent fund of this year's campaign.

The 1869 Society dinner is October 1 and Leslie would like to announce 100% Board participation at that event.

**BOARD GOALS FOR 2008-09**

Urmila distributed the Board goals for this year (refer to document for detailed information):

- Capital Campaign
- Governance
- School Performance Evaluation
- Support the Head of School

Estelle Kelley moved to approve the Board goals for 2008-09, Alan Shiffer seconded, and the motion was approved unanimously.

**OTHER BUSINESS**

Alan Shiffer reported that he is working on the Trustee Self-Evaluation Survey and it will be sent out electronically before the November meeting.

Meeting adjourned to executive session with Matthew Hanly at 6:00 p.m.

Respectfully submitted,  
Anne Weston