

Bishop Hoffman Catholic School

To reach and teach the Mind, Body, Heart and Soul of each child to bring them closer to God

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Governing Board Meeting

Thursday, Dec. 17, 2020

Present: Darcy Woolf, Steve Foos, Fr. Michael Roemmele, Cyle Stull, Alex Darr, John Connell, Greg Streaker, Nate Waleryszak, Tom Stierwalt, Tim Luc, Fr. Chris Kardzis present. No one absent.

Administration: Pam Snell, Business Manager, Ann Marie Pumphrey, Head of School.

Opening Prayer: Alex Darr

Review of November, 2020 meeting minutes. Motion to approve minutes by Darcy, with Tom having seconded. All approved.

Fr. Michael suggested that all board documents be in one folder by month rather than topic. Ann Marie will upload them that way for next meeting.

Old Business – Ann Marie was approved by the Ex. Committee to have signing privileges for the remaining accounts that are under BHCS name but the current signees are not employees or administration. These accounts included the Alumni & Friends BHCS Auction and Script at the FFCU and the Courtesy account at CCB. Darcy had some concern which will be brought up later in the meeting. There was no motion by the Board to reverse the Executive Committee's decision.

HOS Presentation - Ann Marie announced that the OCSAA has granted BHCS full accreditation! The Annual Fund has brought in a total of \$101,220 to date. They were hoping to reach \$100,000 before Christmas.

The Mary Rettig Irish Communication Center projected budget is \$50,000 and has the Finance Committee recommendation not to exceed \$53,000. This is not reflected in the Finance Meeting minutes but Nate verified that it was a unanimous decision. The lab will offer additional foreign languages, digital media, writing/reading lab and a training facility/center. The moving of the current tutoring room will be taking place before Christmas break. Alex asked about the design plans and if they included social distancing model. Ann Marie said it can be adjusted to do so. The color scheme is a blue commercial grade which will handle the wear and tear. The colors of red and gray did not match the color of the floor.

John made a motion to approve allocation of the \$53,000 from the savings account to complete the project. The motion was 2nd by Tim. The motion was approved. John stated that he would help nail down prices from local vendors for materials and furniture to keep the price well under the \$50,000.

Ann Marie shared the current tuition/day care for the Preschool. The last increase was for 2019-20 school year. Normal years it generates income but this year it may break even or be at a slight deficit due to less students from COVID regulations. It would be worse, but there is also less staff. Alex was interested in finding out what the competition is charging and doing a survey on current parents.

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Enrollment projections – currently we are 481 with a projected increase of 9 students for 2021-22. This would be in the elementary level because our current 8th grade is smaller than the senior class.

The Finance Committee is proposing that there be a step tuition rate. It would mean an increase for grades 6-8 but a decrease in 9-12. This would be a way to not lose incoming 9th grade students. Fr. Michael asked what the data is on 9th grade retention. It was also asked if we have a true middle school concept that includes 6th grade. Ann Marie said that will be improved for next year. Darcy asked if we would just lose those students for 6th grade as opposed to 9th grade if tuition was stepped at the middle school.

It was said that we need to improve engagements in grades 5-8 to retain them. It is hard with COVID but Ann Marie said they have been included in Homecoming activities. Her and Pam H. are working on an Open House that will showcase student activities. This will also be streamed.

John said this might not be the year to do the step tuition. Steve and Darcy concurred that it is too big of a risk and that our demographics do not support it.

The 5 Year Strategic Plan was discussed and the establishing of Ad-Hoc Committees. For example – for Development, identify activities for the next 3 years (fundraising) and let Angie run with it.

Bob Moyer is interested in helping the Catholic Identity and Professional Development. The Wendt's annual gift will be disbursed soon.

Buildings & Grounds – The wall in the SJCC “teacher’s lounge” is almost complete. Rekeying is going on. There have been a few snags, but should be completed within the next few days. The west windows should be put in over Christmas break.

Ann Marie asked if anything has been done about an investment committee. Alex asked if this was a HOS committee rather than a board committee.

Also discussed was the Governance Committee that had been recognized as a standing committee in the prior month's meeting. Alex indicated that additional research indicated that the governance committee is not a standing board committee. Instead, it must have been a special committee, but unused for the past 4 years. Darcy served on it before she was a board member. Alex wants to tidy up the bylaws on the issue. Since it was listed as a committee, and unclear when and whether formally dissolved, Fr. Michael made a motion to formally dissolve the Governance Committee. Tom 2nd. Motion approved without opposition .

Alex brought up Pam S. position on the board since she goes to all of the meetings, but is not listed as a Board member in the Bylaws. Because Board meetings are non-public, this creates an issue about properly enforcing the bylaws and confidentiality. Nate made a motion to have the Business Manager recognized as a non-voting board member. Fr. Michael 2nd it. A motion was then made to table the pending motion until more research could be done per John's request.

Alex would like to clean up the wording of the bylaws. Last charter update was in 2011 signed by Bishop Blair. He cited several glaring errors that should be fixed and raised concerns about fiduciary obligations

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and board member duty of care. Alex stated that he was concerned that leaving the bylaws/statutes in their current form would expose board members to potential legal liability. John Connell asked whether the Board or Diocese carries some type of E&O insurance for the Board and suggested that this insurance should alleviate some of the pressing concerns about legal liability.

Alex proposed a two phase approach to changing the bylaws. First, there would be a “quick” revision of the existing bylaws/statutes to correct errors and inconsistencies and to modernize the statutes, and Alex presented a draft of revisions aiming to accomplish these goals to the Board prior to the meeting. Alex indicated his intent was for the “quick” revision to be followed by a more comprehensive review of the bylaws.

Cyle stated that it is his experience and understanding that in some organizations you cannot discuss changes to the charter and vote on it at the same meeting, and that the proposed revisions were actually substantial and numerous.

Steve suggested that a comprehensive review of the bylaws should occur, taking one section at a time to correct any errors. This way, only one corrected charter would be sent to the Bishop for approval, as opposed to a quick

Alex invited motions from the Board regarding the bylaws and the proposed revisions, and there were no motions.

Darcy’s voiced her concern with the auction checkbook’s change in signature. She thought the account should retain a signer that could write reimbursement checks to auction committee members without any delay. Ann Marie reassured board that there would be prompt remittance when needed.

John made a motion to adjourn the meeting and Darcy 2nd it. All approved.