



Open Board Meeting Minutes

Date/Time: Sunday, 09/13/2009 2:30pm-4:45pm

Location: Teacher's Cafeteria, Conant High School

Participants:

Board directors (all 8 on duty were present): Zhou Gang, Liu Guanghui, Li Changqi, Jiang Xin, Wang Yabing, Zhao Xin, Ma Min, Qu Suhui.

Parents: Voluntary.

Free Chatting

The Board discussed and confirmed the effective resigning dates of several directors – Han Donghong: Aug.30th; Ma Min: Sept.15th; Zhao Xin: Sept.16th; Wang Yabing: Sept.20th

Re: Secretary position in the School Committee. Since Principle Li Fan was not present, the issue was tabled for future discussion.

Re: Web-posting of Board meeting minutes from 08/29/09. The Board approved the 08/29/09 Open Board Meeting minutes to be posted on school website. (Done. Posted on Sept.15th).

Re: Treasurer report & school committee report. They were not part of the agenda. Neither report was available at this meeting. Major expenses in the summer include ~\$2600 legal fee, \$2000 for 2008 financial audit, ~\$3600 for school picnic, and ~\$1300 realized compensation cost of acting committee staffs.

Agenda Item 1: Discuss and vote on “Board members should receive compensation”, proposed by Jiang Xin

Issue was tabled for discussion at future Parents' Meeting. Due to conflict of interest, the board directors cannot decide on the compensation for themselves. It is up to the parents to decide.

Agenda Item 2: Discuss and vote on “hundreds of dollars of phone bill reimbursement” proposed by Jiang Xin

The motion of more than \$800 cell phone bill reimbursement was denied. Five board directors (Zhou Gang, Qu Suhui, Zhao Xin, Wang Yabing and Ma Min) voted “against” the request for the following concerns. No policy is in place to handle such expenses like cell phone bills that depend upon the individual's control of use. Some other directors, officers, and school volunteers can make similar claims when such door is open. In practice, it is difficult to be fair to all and to verify the legitimacy of usage for purposes effectively. It may invite more problems of uncontrollable expenses in the future once started.

Two Directors (Li Changqi and Liu Guanghui) voted “for” the proposal with the reasons: Jiang Xin put in a lot of time and efforts trying to get all the teachers back. With the understanding that there is no such policy now, but this is a special case. It can be a special one-time reimbursement to show appreciation and encouragement. Former principal John Yang explained the past practices on phone usage, with a 1-time \$500 reimbursement to Principal Xiao. Liu Jin and Li Mei as previous director/chairs commented that the school has the money and should reimburse with \$ limit or as a tax deductible if the individual chooses to.

The board suggested Jiang Xin to reconsider taking the summer compensation pay for his service as acting principal. The board approved the summer compensation pay of \$420 (\$21X4 hrsX5wks) to each acting committee member. Jiang Xin had previously chosen to donate it to the school as well as some other individuals. The board approved a check in the amount of \$420 payable to Jiang Xin last week. Done.)

Agenda Item 3: Review and Approve New School Committee members, per principal Li Fan's request

The board approved the school committee with the six executive officers proposed by Principal Li Fan (treasurer is not included). Out of eight board directors, five (Zhou Gang, Qu Suhui, Ma Min, Zhao Xin, Wang Yabing) gave their full approval. Three directors (Li Changqi, Jiang Xin and Liu Guanghui) expressed the concerns that the officer titles do not match the By-laws descriptions and one more officer is added in the committee team to incur additional compensation cost if the treasurer to be appointed by the board also takes compensation.

Re: Treasurer position. Need to explore an alternative system that may work better. Some lessons were learned in the past years. There appears to be issues inherent to the organizational structure defined in the current By-laws. The treasurer is appointed by the board. This position reports to the principal, however, is also accountable to the board. We had seen two extreme situations. In one case, the treasurer followed the principal's orders being in conformance with the reporting structure. The board was uninformed and literally lost the control over the financial activities. In the other case, the treasurer enforced rules to fulfill the responsibility of overseeing the operating expenses. Difference in opinions would have easily caused internal frictions in such reporting structure when the individual took some questions personally. In practice, it is very difficult to make such a system to ever work successfully.

Since the summer, the board has appointed board director Ma Min as the treasurer to oversee the financial activities and make decisions on major operational expenses. While, book keeping/accounting that represents the bulk of the time consuming task (also treasurer's responsibilities according to By-laws) has been assigned to a committee officer to handle. The treasurer does not carry out specific accounting/book keeping work anymore, and he takes no compensation pay. (After Ma Min resigns, board director Sophie Qu will be delegated to fill in the treasurer position until a permanent candidate is identified. With this arrangement, there will not be any extra cost to incur in reality. For details of the officers' roles and responsibilities, refer to Li Fan's plan.)

Agenda Item 4: Plan to refill the board of directors

The Open Election Day is set on Nov.1, 2009, the first Sunday of November. The Board proposed to form a project team to lead the efforts to backfill the vacant Director positions. The team shall be consisted of representatives from the board, teachers, parents and School Committee. Qu Suhui, Zhao Xin, Liu Jin confirmed joining the project team. (Still need a teacher representative, and a repetitive from the School Committee. Li Fan to provide two names.)

Q&As:

Question 1: Reasons for the board directors Zhao Xin, Wang Yabing, Ma Min and Han Donghong (absent in meeting) to resign.

Answers: Due to personal reasons. Felt burnt-out. Did not expect to put in so much time.

Question 2: Heard only one teacher received the contract. Was it approved by the board?

Answer: Jiang Xin gave this one teacher an offer letter. The board disapproved the offer letter due to some legitimate reasons and disagreeable conditions in it. However, Jiang Xin disregarded the board and committee decision, and sent out the offer letter after he was given, by the board, multiple times of clear instruction to only deliver the official intention letter from the board and committee. After this instance, Jiang Xin stepped down as Acting Principal on July 1st, 2009.

Next Board Meeting: Tentatively set in mid October to review the school budget proposal by the Principal. The board nominated two temporary directors to attend the next board meeting (Qu Suhui to schedule a date & notify all).

Meeting was adjourned at 4:45pm.

Minutes taken by Li Mei, Qu Suhui, Jesse Zhou.