

APPROVED



Vacaville Christian Schools

Minutes

VCS Board of Director's Meeting

Date and Time

Tuesday May 19, 2020 at 6:00 PM

Location

Join Zoom Meeting

<https://us02web.zoom.us/j/88148247483?pwd=UzZLRVVvcHpXUkEvYTVzZ2djT3R1dz09>

Meeting ID: 881 4824 7483

Password: 405421

Directors Present

A. Grafals (remote), B. Craig (remote), D. Perkins (remote), J. Biard (remote), J. Dingman (remote), J. Smotherman (remote), S. Jacobs (remote), S. Jamel (remote)

Directors Absent

None

Guests Present

B. Davis (remote)

I. Opening Items**A. Record Attendance and Guests****B. Call the Meeting to Order**

S. Jacobs called a meeting of the board of directors of Vacaville Christian Schools to order on Tuesday May 19, 2020 @ 6:02 PM at

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C. Devotion

Tony Grafals gave tonight's devotion:

We all have changes in our lives.

From day to day we need God to help us get through whatever changes come our way. Some days change makes us shout, "Praise God!" Other days, change makes us cry out, "Lord Help Me!"

Whatever the day may bring, changes will come and we need to have a Godly mindset in order to receive them. Every day brings opportunity for God to bless us! Each moment is a gift.

We don't overlook the obvious ones like a new career opportunity. But, we need to learn to pay attention to the more subtle gifts, like words of encouragement from a friend at just the right time.

God's Word speaks to our hearts in all ways. Hebrews 6:18 says, "So God has given us both his promise and his oath. These two things are unchangeable because it is impossible for God to lie. Therefore, we who have fled to him for refuge can take new courage, for we can hold on to his promise with confidence."

God promised to never forsake us in Psalm 94:14, which says: "For the Lord will not cast off His people, neither will He forsake His inheritance." And, again in Hebrews 13:5, which reads "...for He hath said, I will never leave thee, nor forsake thee."

So, bring on the change. We need to walk in faith, not fear, and trust God that all changes great and small come from him, and he knows what's best for us and has plans to bless us.

God's changes are part of his blessings. So, look for God in each new change that life brings.

D. Open Session

Darelyn Pazdel joined in providing and sending out information about concerns regarding career counselling and college preparation/preparatory and what are the plans are for the Fall. - Mr. Davis appreciated the feedback; Mr Rowland shared the latest developments with new College counselling.

Mr. Wilson - with two children at VCS, he inquired about going back to on-campus learning; VCS is constantly monitoring and evaluating the current COVID-19 requirements of schools and will be planning and preparing for the transitioning from distance learning.

Mr. Martin - expressed that this was the best year ever; what he has been able to do has come from upper management; God is in charge; shared his thoughts about his current position and plans for the VCS Conservatory.

E. VCS Administration Presentation

Maylene Ripley - progress of what has been happening; producing videos to promote the school; translated to Chinese; commercial spots placed locally and updated website; focus on the external market; hired a digital marketing specialist; Calenderly automatic scheduling campus tours; virtual tours; sent a package of files of information via email; ads magazine; created virtual tours (4 videos) up and running on the website; 33 take a virtual tour; same time last week matching last year's live tours; 4 applications each week; instructions on

applying during COVID-19; Google and Facebook ads, distance learning success marketing advertising; sustainable is going well, 14 students; getting back all returning international students; Government with the Dept of Commerce to connect schools;

Rosemary Archie - Movement of purchase orders and vendor invoice billing from a manual paper process to online AP systems; Developing a comprehensive Reporting package which consists of Cash flow reporting/forecasting the fiscal year; debt service creation and class fund balance reporting; Developed an "official" financial close, a monthly business day 3 report to give preliminary financial results; further reporting enhancements; year to year comparison analysis on financial performance; work with the admissions department to create trending and year over year analysis related to enrollments; forecasting reports projecting revenue, expenditures and debt ratio.

Dorace Lynch - hired new 1st, 2nd and 3rd-grade teachers and looking at a new kindergarten teacher; excited about the new staff; teachers have been doing great jobs regarding drop off homework and zoom meetings; K-5 students meeting with teachers for advancement certificates; June 28th spirit rally; what does distance learning look like if needed for next year;

Debbie Huntley - no events going on at this time, this past Crab feed was the most successful to date; staff appreciation; all-staff meeting on June 1st, staff barbeque on June 3rd; working with Faye from Otis for next year's cookie fundraiser with improved online ordering and a new raw cookie dough flavor cookie; August is Vacaville Christian School's 45th Anniversary!

Stephanie Yamato - wrapped up distant learning for EE; it did take some time to get up and running but received good response from parents; teachers online read a story, sang songs; some lessons were pre-recorded; prepared a different set of videos that students could click on and view over the weekend; other instructional videos that they could watch at any time. new hires include a new infant teacher and KR teacher for June 1st;

Donna Hagans - big shifts in athletics; new athletics website: <https://vcs-athletics.com>; May 28th CIF will be announcing all the news for Fall Athletics; professional sports started with no fans, which could happen to us; there will be many new requirements; having a fever, cleaning the balls, etc. Cashless ticketing at the gates, apps that families and fans will be using; cashless concessions as well; limit fan entry, 72% of students participated in athletics; middle school 52%; ongoing growth of high school teams; storage space outside of the gym; will better serve the community, coaches and athletics will be moving offices for better collaborations; after school tutoring; wish list - gym ice machine, stacking washer & dryer; status on booster club - closed fundraising events due to COVID-19; our philosophy is to develop a stronger athletic program; further reaching out; qualified candidates; word of mouth has been positive; student athletics and their success in the classroom; create more opportunities to play, create a home in athletics to continue to play through elementary, middle and high school. Wins are important but we need to create a winning environment; coaches with social media experience to communicate to colleges and providing additional resources; turf field updates - had an outside company come out to analyze Falcon Field and its current condition after our 3rd "life span"; sizing of fill was too large; need to remove excess fill, level the field and lay finer turf and repair seams; basketball program had a coaching turnover; new head coach; there are holes with JV and assistant coaches at this time; focusing on building woman's programs, looking into bringing in great female coaches.

Mr. Rowland - he was sorry for losing the teachers we did, and looking forward to bringing in new staff including a scientist from UC Davis; college counselling; world language prayers; next Wednesday, 27th, behind the middle school off 1:00pm promotions for 8th grade; June 11th graduation for Falcon Field have a proposal, a celebratory video will be produced.

II. Old Business

A. Approve Minutes

B. Craig made a motion to approve the minutes from VCS Board Meeting on 04-21-20.

J. Smotherman seconded the motion.

The board **VOTED** unanimously to approve the motion.

III. New Business

A. Head of School Report

Ben Davis reviewed gave the Head of School Report which included the following:

- Reviewed positive developments this past year in finance, academics, facilities, and spiritual development
- Provided updates on distance learning
- Discussed updates and planning in school-wide development efforts
- Discussed upcoming events and plans to update strategic planning

B. Finance

Board Treasurer, Becky Craig reviewed gave the following finance report:

This special meeting of the Finance Committee was called to consider opportunities to assist families affected by COVID-19 and the subsequent receipt of CARES Act Payroll Protection Program monies.

The School qualified for and received \$996,300 PPP Loan on April 17, 2.5x monthly payroll, and anticipates spending 100% of it on qualified expenses (payroll, mortgage interest, rent, and utilities) within eight weeks. If successful, the whole amount will convert to a grant.

These monies are intended to offset losses experienced/anticipated due to the economic disruption associated with the shelter at home order and subsequent loss of income for some families.

The School projects immediate program losses in food services, summer camp, and international enrollment. Further, sheltering impacts families' choices to enroll/ withdraw next school year. While expense reductions will offset some of the loss, the net is projected to decline resources by \$200,000-\$600,000. PPP will backfill one-time immediate losses while structural imbalances will need to be addressed when confirmed in August.

The School is in the position to assist families experiencing a loss of income this school year and staff identified 26 families requesting assistance since the disruption began. They have been offered extended payment plans. The concern is whether affected families will be in position to pay off balances this summer and return in the fall. While they are eligible to apply for financial aid up to 50%, that assistance may not be enough. The Committee discussed the creation of a short-term benevolence program that waives tuition and fees for families experiencing loss of wages up to 95%.

All families began distance learning in late March and will continue through the conclusion of school at the end of May. While core subject-matter teaching continues remotely and with parental support, some facility access, add-on experiences and social development aren't replicable online. The Committee discussed the opportunity to reclass a portion of the tuition revenue as charitable donations and provide families with a tax deduction opportunity. Staff will confer with auditors to assess tax law and to determine a reasonable calculation method.

From May 8th Finance Committee Meeting:

- The April 2020 financial statements were reviewed – balance sheet, activity, cash flow and debt service ratio. Revenue activity is tracking above and expense activity is tracking below budget for a portion of the year.
- The SBA PPP loan is anticipated per cash flow modeling to be drawn down to -0- within the eight-week period. HOS should monitor June staffing to ensure efficient and effective use of PPP and operating funds.
- Debt Coverage Ratio is 2.49, well above the necessary 1.35 requirement.
- Ben expects a debt refinancing proposal from Travis Credit Union this month. First Northern Bank's commercial lender has indicated they do not have the capacity to consider non-PPP loans at this time and expect to schedule our request once school resumes.
- The projected cash flow anticipates three international students remitting tuition payments timely.

Discussion Points:

- The IRS Form 990 Report draft is available for review and approval.
- The driveway paving project will be completed this summer. The internet speed improvement project is still waiting for the contractor to complete.
- A revised projected budget will be presented to the Finance Committee and Board in June. Faculty contracts have been offered without pay increases and vacancies are being filled because reductions do not appear in one. Tuition rate increases/ decrease are slated to be implemented as approved in August. Program reductions will be identified as we proceed.
- Messaging to families sharing the gift of PPP and supplemental financial assistance is forthcoming with the inclusion it sustained this year's funds and may support next years' needs. The finance committee cautions that one-time monies should not be drawn for an ongoing structural gap as it only depletes reserves and pushes the issue further down the road.

The board reviewed the final draft of the 2018 IRS Form 990 Report (Return of Organization Exempt from Income Tax)

B. Craig made a motion to authorize the release of the IRS Form 990 Report.

S. Jamel seconded the motion.

The board **VOTED** unanimously to approve the motion.

C. Academics Committee

Academics Committee met on May 12th at 8:30am:

- Discussed updates to Distance Learning
- Discussed the adoption and implementation of Schoology as a new learning management system for K-12
- Discussed updates to department goals, including major K-12 assessments, which will take place in the fall

D. Advancement/Marketing

Refer to Maylene Ripley's report during the VCS Administration Presentation

E. Athletics

Refer to Donna Hagans' report during the VCS Administration Presentation

F. Board Development

Seth Jamel was happy to report that we have recruited 2 new board members - Congratulations to Joe Dingman & Justin Kagin

It was decided that the board mentor for Justin will be Jason.

There is still a need to recruit one more member...

G. Executive Committee

Met on 4/13/20:

Graduation Ceremonies – Gardener letter – the board will respond; 5-7 updates (a developing event and process); the Parking lot was opposed by students so have a less professional on Falcon Field doing social distancing for May 28th; delay graduation later in the summer;

Basketball program – Jason was frustrated with the messaging and the process; Ben is working with Jason and Donna on Friday; working with Donna and her deliberation is going to move the program forward; communications could have been improved; what the survey represented with all active participants;

Board Meeting – There will be an Admin presentation – Maylene - admissions & marketing; Donna – Athletics; Joseph – Graduation update; Teacher Hiring update; grounds, facilities & IT;

New Fall Virtual Training – if there is not a regular session in the fall; schools will be open;

HOS Evaluation Update - Mr. Davis evaluation is on track and an extensive online evaluation thru BoardOnTrack is being administered.

Executive Committee vote was unanimous as follows:

Chairman - Becky Craig

Vice-Chairman - Seth Jamel

Treasurer - Jason Smotherman

Secretary - John Biard

Congratulations to the new 2020-21 VCS Executive Committee Members!

Thank you Tony! - a tribute of Mr. Anthony Grafals was given for his service on the VCS School Board of Directors. You will be missed and blessings to you and your family on your relocation and journey!

IV. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 10:02 PM.

Respectfully Submitted,
S. Jacobs