



BOARD OF DIRECTORS MEETING January 19, 2016

6:00 p.m. at Palmetto Scholars Academy

Palmetto Scholars Academy's Mission

Palmetto Scholars Academy (PSA) will provide a differentiated program designed to meet the educational needs of intellectually gifted learners, address their distinctive social and emotional needs, promote individual character development and instill a life-long love of learning. Our students will engage with leading innovative organizations in higher education, business and science in order to empower them to make original and impactful contributions toward the elevation of South Carolina in the areas of education, commerce, arts, and science.

Palmetto Scholars Academy Board Members

Dr. Frank Budd, Director, Counseling and Substance Abuse Services at the College of Charleston; Mr. David Diana, Co-founder, Diana Marketing & Design, Community Education Director, Charleston Dorchester Mental Health Center, and PSA Parent; Mr. Rob Fifield, Vice President, Bauer International Inc.; Ms. Victoria Gamble, Academic Interventionist at Moultrie Middle Schools in Charleston County School District; Dr. Tim Gott, PSA Principal and Ex-Officio Member of the Board; Ms. Shirley Hinson, Director of Government Relations, College of Charleston, former member of the SC House of Representatives, former Berkeley County School District Board Member; Ms. Stacey Lindbergh, PSA Parent; Mr. J. Keith McElveen, President, Wave Sciences Corporation and PSA Parent; Mr. Jack Moore, Principal of Applied Thought Consulting; Mr. Ken Ryan, Chief Creative

Officer for Ken Ryan Creative, LLC, President of the PSA Booster Club and PSA Parent; Dr. Marilyn Schaffner, Chief Nursing Executive and Administrator for Clinical Services, Medical University of South Carolina; Lt. Colonel Ralph Taylor, Deputy Commander, 628th Mission Support Group, Joint Base Charleston; and Dr. Jean Chandler, Gifted and Talented Specialist and SC Consortium for Gifted Education Board Member.

Meeting Attendees

PSA Attorney Wilbur Johnson of Young Clement Rivers, LLP; Ms. Marlene Baber, PSA Curriculum Director; and Mr. Win Gasperson, PSA Parent

Absent Members of Board of Directors

No member of the board was absent.

Members Present Through Conference Call

Mr. David Diana participated in the meeting by telephone.

I. Ms. Stacey Lindbergh read the PSA Mission Statement.

II. A quorum was present.

III. Public Comments - None

IV. Consent Agenda:

A) The board approved the Agenda for the January 19, 2016 meeting.

B) Mr. Ken Ryan made a motion to approve the minutes for the December 3, 2015 PSA Board Meeting. Ms. Shirley Hinson seconded the motion. The following board members voted to approve the December 3, 2015 PSA Board Minutes: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.

C) Ms. Shirley Hinson made a motion to approve the minutes for December 15, 2015 PSA Board Meeting, and Victoria Gamble seconded the motion. The following board members voted to approve the December

15, 2015 PSA Board Minutes: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.

D) Dr. Marilyn Schaffner made a motion to approve the minutes from the December 29, 2015 PSA Board Meeting, and Dr. Frank Budd seconded the motion. The following board members voted to approve the December 29, 2015 PSA Board Minutes: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.

V. Call to Order – Ms. Stacey Lindbergh called the first meeting to order in the new school campus at 3108 Alaska Avenue on the Joint Base in North Charleston. Ms. Lindbergh stated that the school has a lot to be thankful for in making the new building possible. The ribbon cutting ceremony on Saturday at 10 a.m. at the new site will be a time of celebration for all stakeholders. The board will be challenged to create policies and procedures as we grow, to work together to close the academic achievement gap of our students, to attend the charter school conference together, and to educate members on the laws governing charter schools. Ms. Stacey Lindbergh welcomed Attorney Wilbur Johnson and turned the legal training segment of the meeting over to him.

VI. Board Legal Training- Attorney Wilbur Johnson congratulated and thanked the board members, Dr. Tim Gott, Principal and all the teachers for the tremendous achievement in creating a school for gifted and talented students, where students are excelling academically. He indicated that he was proud that his law firm was able to help put together the financial package for the bonding for the new school building.

- Attorney Wilbur Johnson explained that South Carolina’s Freedom of Information Act (FOIA) makes records and meetings of public bodies such as PSA open and available to citizens and the press.**

- **This openness is important because it allows the public to learn about the performance of public officials and the expenditure of public funds.**
- **Since PSA receives public funds, it is a “public body” represented by the school board and subject to complying with the FOIA.**
- **The law says a public meeting is a gathering of a quorum (simple majority) of a public body, either in person or by telephone or computer, to discuss or act upon public business.**
- **All meetings of public bodies are open and public notice of the meetings and the agenda must be given 24 hours in advance by being posted at the place of the meeting.**
- **Agendas and meeting dates are necessary information for the public to decide whether or not to attend the meeting and participate in the discussion.**
- **A subcommittee with a quorum follows the FOIA parameters as well.**
- **Executive sessions (closed meetings) may take place in order to discuss impactful decisions concerning personnel or student actions; contract negotiations; or receipt of legal advice.**
- **A motion to go into executive session must be made in open session, stating the purpose of the closed meeting and identifying the specific exemption that covers the topic under discussion.**
- **Members of a public body in an executive session have to maintain confidentiality of what was discussed.**
- **No vote or actions may be taken in the closed session. All votes must be made in public session.**
- **Both State and federal FOIA mandates exist to keep the public informed.**
- **If a member of a public body walks out of an executive session and holds a press conference on what was discussed, attorney-client privilege is forfeited.**
- **There is no penalty under the FOIA if an individual member of a public body decides to share with others what was discussed in executive session; however, a public body may have its own rules for confidentiality.**
- **Best practice is to honor the purpose of the executive session and not speak about what was discussed in confidence.**
- **A board would lose its bargaining power if contracts were openly discussed in public.**
- **The need for an executive session must be stated specifically such as to discuss a contract regarding the construction of the new school.**

- **If the publically announced agenda needs to be amended, it takes a vote of two thirds of the members to add a new item to the agenda for immediate discussion.**
- **If a vote needs to be taken, the board may declare an emergency ask for two thirds of the members and agree to take a vote.**
- **Attorney Wilbur Johnson said the purpose of the public notice and agenda is to give the public notice of board's planned discussions.**
- **FOIA trumps any bylaws of a public body, and a school board should error on the side of openness, transparency, and accountability.**
- **Attorney Wilbur Johnson reminded the board members that Palmetto Scholars Academy signed a loan agreement with legal stipulations through the South Carolina Jobs-Economic Development Authority (JEDA) for the \$8.5 million in bonds in order to build the new school.**
- **The school's contract with JEDA has specific language that the academy is obligated to abide by all charter school laws, federal and state statutes, and all bylaws or be considered in violation of a breached contract and in jeopardy of losing rights to the property.**
- **Attorney Johnson emphasized the legal lesson to be one that keeps all board members in compliance with FOIA and the charter school laws in South Carolina in order not to jeopardize the future of the school.**
- **Any attempt by board members to circumvent the FOIA with a wink or a nod as to a vote is frowned upon by the legislators who crafted the laws to protect public interests in the business of an organization.**
- **Mr. Rob Fifield made a motion to go into executive session for legal advice from Attorney Wilbur Johnson, and Mr. J. Keith McElveen seconded the motion. The following board members voted to go into executive session for legal advice: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.**
- **Mr. Ken Ryan made a motion to come out of executive session, and Mr. Rob Fifield seconded the motion. The following board members voted to come out of executive session: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.**
- **No action was taken in executive session.**
- **Board Member Rob Fifield made a motion that the Board go into Executive Session to discuss comments allegedly made by the Board**

Chairperson regarding himself. Initially, the motion failed. Subsequently, Ms. Stacey Lindbergh made a motion to reconsider the vote and to approve Mr. Fifield's motion. Mr. Jack Moore seconded the motion. The following board members voted to go into executive session: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.

- **Mr. Rob Fifield made a motion to come out of executive session, and Mr. J. Keith McElveen seconded the motion. The following board members voted to come out of executive session: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.**
- **No action was taken in executive session.**

VII. Open Session

- **Dr. Jean Chandler made a motion to convene in Open Session; Ms. Stacey Lindbergh seconded the motion. The following board members voted to convene in Open Session: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.**

VIII. November 2015 Financial Statements- Mr. Rob Fifield

- **Mr. Rob Fifield announced a meeting of the budget committee for February 3, 2016.**
- **Ms. Stacey Lindbergh asked any member of the board interested in serving on the budget committee to let her know.**
- **Mr. Rob Fifield explained that revenues from the state department have not come in; consequently, the numbers will have to be adjusted later.**
- **Mr. Rob Fifield reported the rent on the new school building to Joint Base Charleston will be \$5,000 a month.**
- **Mr. Ken Ryan made a motion to approve the November 2015 Financials, and Dr. Jean Chandler seconded the motion. The following board members voted to approve the November 2015 Financials: Dr.**

Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.

IX. Discussion of Increasing Enrollment in Grade 6- Mr. Rob Fifield

- **Mr. Rob Fifield asked the board to consider bumping the enrollment numbers in grade 6 from 72 students to 96 students, which would generate a surplus of approximately \$71,000 to improve the cash flow for the school's needs.**
- **Mr. Rob Fifield indicated that the additional 24 students in grade 6 was used last year to bump the state revenues in order to manage the school's mortgage.**
- **Mr. Rob Fifield recommended that this precedent of an additional bump of 24 students in grade 6 as a good financial cushion plan.**
- **Dr. Tim Gott said it would require scheduling accommodations and the hiring of two additional teachers.**
- **PSA is limited to 504 students as a total enrollment by the school's original charter, and if the total enrollment needed to be adjusted, PSA would have to submit a request to the SC Public Charter School District to amend the charter.**
- **Ms. Stacey Lindbergh emphasized the need to create a quality high school program.**
- **The PSA Board plans to study the issues of adding the additional 24 students in grade 6 in time to let parents in the lottery know of any new additional slots.**
- **Dr. Tim Gott said he would check again with the South Carolina Public Charter School District to see if the precedent of adding additional 24 students at grade 6 might be prohibited.**

X. Public Charter School Alliance Board Policy Program- Action Vote to Approve- Ms. Stacey Lindbergh

- **Ms. Stacey Lindbergh recommended the purchasing of the Public Charter School Alliance Policy Manual at a cost of \$3,200 as a model to help PSA in formulating its own policies and procedures.**

- Ms. Stacey Lindbergh indicated that this package program contained policies and procedures that had been vetted by the national and state-wide alliance for charter schools.
- Ms. Stacey Lindbergh stated that the budgeted money for marketing account may be transferred to pay for the program.
- The model document would have to be developed to match the specific needs of PSA in the future.
- Ms. Stacey Lindbergh made a motion to approve purchasing the Public Charter School Alliance Board Policy Program, and Dr. Marilyn Schaffner seconded the motion. The following board members voted to approve the purchase of the Public Charter School Alliance Board Policy Program: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.

XI. Building and Ribbon Cutting Ceremony Update- Mr. David Diana

- Mr. David Diana Reported on the PSA Ribbon Cutting Ceremony plans.
- Ms. Stacey Lindbergh went over the guest list invited to this special celebration including Senator Larry Grooms; Mr. Jim Merrill; Joint Base Charleston Dignitaries; and Principal Judith Peterson at the Academic Magnet High School, who was helpful in crafting the original charter of PSA.
- Senator Tim Scott will prepare a video taped message for the event.
- Volunteers will set up the 400 chairs in the gym with cautions about damaging the gym floor.
- Ms. Stacey Lindbergh reported that the PSA Administrative Suites would be dedicated to Colonel Richard McComb, who gave the original go ahead to place the new school on the Joint Base Charleston property.
- Photography for the event will be captured by a parent volunteer and photographers from Joint Base Charleston.
- The PSA Band and Chorus will perform along with a slide show of favorite moments in the school's history.
- Ms. Stacey Lindbergh will prepare the day's agenda and send it out to the board members.

XII. Janitorial Contract Presentation of Bids- Dr. Tim Gott

- **Dr. Tim Gott evaluated the PSA Janitorial Contract bids.**
- **Dr. Gott recommended Jan- Pro Cleaning Systems of SC/GA Coast over BES Cleaning, Inc.**
- **Dr. Marilyn Schaffner made a motion to award the PSA Janitorial Contract to Jan-Pro, and Mr. J. Keith McElveen seconded the motion. The following board voted to approve the PSA Janitorial Contract to Jan-Pro Cleaning Systems of SC/GA Coast: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.**

XIII. Principal's Report- Dr. Tim Gott

- **Ms. Stacey Lindbergh suggested adjourning the meeting and saving the principal's report for the next board meeting due to the late hour of the night.**

XIV. Adjournment

- **Dr. Jean Chandler made a motion to adjourn the meeting, and Dr. Frank Budd seconded the motion. The following board members voted to adjourn the meeting: Dr. Frank Budd; Mr. David Diana; Mr. Rob Fifield; Ms. Victoria Gamble; Ms. Shirley Hinson; Ms. J. Keith McElveen; Ms. Stacey Lindbergh; Mr. Jack Moore; Mr. Ken Ryan; Dr. Marilyn Schaffner; Lt. Colonel Ralph Taylor; and Dr. Jean Chandler.**

Minutes respectfully submitted by Dr. Jean Chandler

Follow Up/Who

- 1. Dr. Tim Gott will check with the South Carolina Public Charter School District on increasing the enrollment in grade 6 from 72 to 96.**
- 2. Dr. Tim Gott will prepare a summary of points for increasing the enrollment in grade 6.**
- 3. Dr. Tim Gott will prepare an analysis of the PSA Report Card 2015 for the board at the next meeting.**
- 4. Mr. Rob Fifield will hold the PSA Budget Committee Meeting on February 3, 2016.**

- 5. PSA Board Members will let Mr. Rob Fifield know if they are interested in serving on the PSA Budget Committee.**
- 6. PSA will purchase the Public Charter School Alliance Policy Program at a cost of \$3,200 as a model to help PSA in formulating its own policies and procedures. Board members interested in serving on the Policies and Procedures Committee should please notify Ms. Stacey Lindbergh.**
- 7. The PSA Board will study the issues of adding the additional 24 students in grade 6 in time to let parents in the lottery know of any new additional slots.**
- 8. Ms. Stacey Lindbergh will prepare the PSA Ribbon Cutting Ceremony scheduled for Saturday, January 23, 2016 agenda and send it out to the board members.**
- 9. Dr. Jean Chandler will request the Ms. Sherry Glaab post the December 3, 2015, and 29, 2015 minutes on the PSA Website.**