

CANYON RIM ACADEMY BOARD MEETING MINUTES
05-05-18

A meeting of the Board of Trustees (the "Board") of Canyon Rim Academy (the "school") was held on May 5, 2018 at 7:00 am at the school.

Members present:

Erik Olson, David Gisseman, Becky Benham, Sue Astle, Alicia West, Alyssa Larson, David Havell & Ruth Hadlock

The meeting was called to order at 7:10 am.

Item 1: Board Governance

The Board continued discussion regarding Board term limits, office limits, re-elections, etc.

- The Board confirmed the status of when their Board service began and how many years they have each served, as described below:
 - *Erik Olson* – Began service school year 2007-2008 / 11 years served including the current year / (in original bylaws, as a founding member, Erik's first term was set to end in 2008, therefore three-year terms commenced thereafter): Term ends 2020.
 - *David Havell* – Began service school year 2007-2008 / 11 years served including the current year / (in original bylaws, as a founding member, David's first term was set to end in 2009, therefore three-year terms commenced thereafter): Term ends 2021.
 - *David Gisseman* – Began service school year 2009-2010 (as parent-elected rep) / 9 years served including the current year / Term ends 2019.
 - *Alyssa Larson* – Began service school year 2013-2014 (as parent-elected rep) / 5 years served including the current year / Term ends 2020. Note: Alyssa resigned end of school year 2018.
 - *Ruth Hadlock* – Began service school year 2013-2014 (as parent-elected rep) / 5 years served including the current year / Term ends 2020. Note: Ruth resigned end of school year 2018.
 - *Becky Benham* – Began service school year 2015-2016 (as parent-elected rep) / 3 years served including current year / Term ends 2019.
 - *Alicia West* – Began service school year 2016-2017 (as parent-elected rep) / two years served including current year / Term ends 2020.
 - *Sue Astle* – Began service school year 2017-2018 as parent-elected rep and is parent-elected winner again 2018/2019 / Term ends 2019.
 - *Jason Esplin* – Will begin service school year 2018/2019. Term ends 2021.
 - *NOTE: The outline above supersedes any previous calculations of members' term status stated in previous minutes.*
- It will be the Board's practice henceforth to follow the outlined procedure annually:
 - January - Discuss members' plans for re-election, resignation, a need for new members, Board size, etc.
 - February – Board will elect officers for additional terms by a majority vote of the other members of the Board of Trustees “
 - March – Board accepts applications for open seats.
 - April – Elections commence for parent-elected and open seat positions.
 - May – At the Annual Meeting, outgoing board members are recognized for their service and new members are introduced. The transition of membership occurs at the close of the Annual Meeting.
 - June – The Board will vote on other membership positions.
- A proposal was made to amend the bylaws to reflect that terms of Officers (Chair, Vice-Chair and Secretary) are limited to two consecutive years in the same office. Those in favor: Sue Astle, Becky Benham, Alyssa Larson, Erik Olson, Ruth Hadlock and David Havell. Those opposed: David Gisseman. The motion passed.
- Sue Astle made a motion to amend and strike portions of Article X of the bylaws to provide for a 2/3 vote of the Board to be able to amend, alter, change, add or repeal Article III, Sections 1, 2 and 3. Alyssa

Larson seconded the motion. Those against: Ruth Hadlock, Erik Olson, David Gisseman, Alicia West, David Havell and Becky Benham. The motion failed.

- A majority of Board members supported the idea of limiting Board terms to a maximum of two consecutive three-year terms and a maximum of seven consecutive years of combined service for parent-elected members who may subsequently be elected to additional terms. A minority did not support the idea. As stated in CRA's bylaws, a unanimous vote is needed to limit Board terms. Becky Benham made a motion to limit Board terms to a maximum of three consecutive three-year terms and a maximum of 10 consecutive years of combined service for parent-elected members who may subsequently be elected to additional terms. Sue Astle seconded the motion. Those in favor: Alyssa Larson, Alicia West, Ruth Hadlock and Erik Olson. Those against: David Gisseman and David Havell. The motion failed.
- Erik urged the Board to find a way to build consensus on Board term limits prior to the Annual Meeting, observing the great desire of a majority of Board members to enact term limits.
- **ACTION:** The Board will vote on current officers and Board member terms at the next Board meeting.

Item 2: Minutes

The minutes of the April 19, 2018 Board Meeting minutes were unanimously approved via email, with the notation that David Havell, who was late to the meeting, approved from part-way through 4b until the end of the meeting.

The meeting was adjourned at 9:40 am.

NEXT BOARD MEETINGS:

- **Thursday, May 17, 2018, 4:00 pm**
- **ANNUAL MEETING: Thursday, May 17, 2018, 6:00 pm**

Respectfully submitted,
Ruth Hadlock