

Perpich Center for Arts Education (PCAE)

**Board of Directors
Board Meeting Minutes
for April 9, 2009**

3:00 PM in the Visitors Center of the High School/Admin Building

Note: Handouts from the April 9 meeting that are included in the permanent, public record, may be found in the *2009 Board Meetings* binder, behind: (1) the *April Board Booklet* (materials snail-mailed to board members in preparation for the April Board meeting), and (2) these April 9 minutes (once approved by the Board at their May 14, 2009 meeting. The handouts will be numbered from page *Apr09:1-Apr09:5*.

1. Call to Order.

Board Chair Sue Mackert called the meeting to order at 3:04 pm.

2. Roll Call and Introductions.

Members Present: Peter Adolphson, Denis Biagini, Margaret “Maggie” DiBlasio, Ardythe “Ardie” Gallant, Roberta Jones, Penny Johnson, Virginia Katz, Susan “Sue” Mackert, Sonja Peterson, Alex Plechash, Dorothy Suomala, Howard Wilson, and KaiMay Yuen-Terry.

Excused: Bari Amadio.

Guests Present:

Staff: (from PDR:) PDR Director Mike Hiatt; (from Administration:) Executive Director Nathan Davis, Administrative Management Director Nedra Fitzloff-Meyer, Executive Assistant Steve Greenberg, HR Officer Valerie Osborn, Sr. Director of Policy Pam Paulson; (from AHS:) AHS Director Alice Woog.

Non-PCAEE State of MN Staff: [from Small Agency Resource Team (SmART):] Accounting Director Peter “Pete” Maurer.

From Stephen Ward Associates: Consultant Stephen Ward.

3. **For Action:** Call for modifications to, followed by request for approval of the agenda.

Motion by: V. Katz to approve a modified agenda for this meeting. It was distributed at the beginning of the meeting to replace the agenda originally mailed to Board members and posted on PCAE’s public web site. The two agendas differ only in the order of agenda items:

<u>This Item From The Original Agenda</u>	<u>Becomes This Item On The Modified Agenda</u>
#6 (approve March 12 minutes)	#4
#7 (PCAE Financial Report)	#5
#4 [executive (closed) session]	#6
#11 (report on executive session)	#7
#5 (Public Comment)	#8
#8 (Annual Board Retreat)	#9
#9 (AHS Site Improvement Team)	#10
#10 (legislative update)	#11

Seconded by: D. Biagini.

Verbal Vote: Passed unanimously.

4. **For Action:** Call for approval of the minutes from the March 12, 2009 Board meeting.

Motion by: H. Wilson to approve the minutes for the 03/12/09 meeting with one correction: *On page 5 of the March minutes, add Alex Plechash to the list of Board members on the Board & Committee roster—Plechash was inadvertently omitted.*

Seconded by: A. Gallant.

Verbal Vote: Passed unanimously.

5. **For Information:** PCAE Financial Report for the April 2009 Board meeting. (*Apr09:1*)

Motion by: Budget & Finance Committee Chair A. Plechash to accept the April 2009 Financial Report as submitted.

Seconded by: V. Katz.

Verbal Vote: Passed unanimously.

Accounting Director from SmART P. Maurer presented the report and noted that he anticipates some money leftover at the end of the 2009 fiscal year. PCAE management will then decide how best to apply the funds.

6. **For Action:** The chair *pro tem* of the Personnel Committee will move to take the meeting into executive (closed) session with the full Board of Directors and Stephen Ward of Stephen Ward Associates (SWA), followed by a call for a second to that motion. The agenda for the executive session is to discuss the PCAE executive director's annual performance review.

Motion by: V. Katz on behalf of the Personnel Committee to move into executive session as described above.

Seconded by: R. Jones.

Verbal Vote: Passed unanimously.

All guests except Stephen Ward left the room, and the Board of Directors began the executive session at 3:15 pm. Ward presented to the Board the data he'd collected as a consultant: (1) collating the results of the online evaluations that Board members had recently filled out, and (2) interviewing the direct reports of the executive director, representatives of the unions at PCAE (MAPES, AFSCME and SRSEA), stakeholders external to the Center, and the 14 Board members.

Ward left the session after presenting the data to the Board. The session continued with only Board members until around 4:24 pm. Guests rejoined the meeting, which was reconvened after a brief break as an open meeting at 4:40 pm.

7. **For Information +/-or Action:** A report on the executive session (agenda item #6).

Personnel Committee Chair Virginia Katz reported that the Board of Directors had decided to terminate Dr. Nathan Davis's employment at PCAE effective immediately. The verbal roll-call vote was 10 in favor of termination, one against termination (Maggie DiBlasio), and one abstention (KaiMay Yuen-Terry). Board Chair Mackert did not vote.

Until the Board identifies an interim executive director, the Board Chair and members of the Board's Executive Committee will provide guidance. The Executive Committee consists of the Board Chair (S. Mackert), Vice Chair (M. DiBlasio), and the chairs of the standing committees—Board Development (M. DiBlasio), Budget and Finance (A. Plechash), Legislative Liaison (P. Adolphson), and Personnel (V. Katz).

Chair Sue Mackert is the sole spokesperson for the entire agency regarding this event. All questions or requests for information must be referred to her. Mackert provided her phone number—320-260-1709—to facilitate the referral process.

Board member Sonja Peterson thanked Consultant Stephen Ward for his assistance in gathering and presenting the data related to this event.

8. **For Information:** Public comment at approximately 4:30 pm.

Nobody present wished to speak at this time.

9. **For Information:** Comments on planning the Annual Board Retreat.

With input from several Board members at this meeting, S. Mackert stated that planning of the Annual Board Retreat will take place after the current Minnesota legislative session ends.

10. **For Information:** Update on the work of the Arts High School (AHS) Site Improvement Team (SIT; pages 7-20 in the April Board booklet for this meeting).

Highlights of info added by AHS Director A. Woog during this agenda item:

1. Woog introduced Assistant to the AHS Director Carlo Galeazzi.
2. The graduation ceremony for the AHS Class of 2009 will take place at 2:00 pm on Friday, June 5, at the Ted Mann auditorium on the West Bank of the University of Minnesota campus.
3. Besides Perpich faculty, work on this SIT will involve parents and Center staff.

11. **For Information:** Update on activities relating to the current legislative session. (pages 21-22 in the April Board booklet)

Sr. Director of Policy Pam Paulson distributed her report on *Legislative Activities in February/March 2009* which covered events since the March 12 Board meeting. (pages *Apr09:3-Apr09:5*). Both she and S. Mackert elaborated on some of the items reported in the Board booklet and especially in Paulson's handout.

The Board thanked Paulson for her report.

12. **For Information:** Update on compliance and resolution of issues identified in the 2003-2007 Legislative Audit Report for the Center.

Administrative Management Director Nedra Fitzloff-Meyer referred those present to the *Completed Findings* on pages 23-29 of the Board booklet, and *Incomplete Findings* on pages 31-34 of the booklet.

Per Fitzloff-Meyer, the *Completed Findings* was included in this April Board booklet to make sure everyone had the same, up-to-date knowledge of the status of this project. For future Board meetings, only the *Incomplete Findings* document will be presented to show the status of audit findings that have not yet been completed.

13. **For Information +/-or Action:** Executive Director/Board committee reports: Board Development, Budget & Finance, Personnel, and Legislative Liaison.

S. Mackert referred those present to the printed Executive Director's April report on pages 35-37 in the Board booklet. Nobody present wished to report at this time on the work of any Board committee.

14. **Adjournment:** by S. Mackert.

Motion by: P. Adolphson to adjourn at 5:27 pm.

Seconded by: M. DiBlasio.

Verbal Vote: Passed unanimously.