

**American School of Brasilia**

**Board Meeting – June 7, 2016: 16:00 - 18:00**

**Composition of the Board of Directors**

<b>Position</b>	<b>Nominee</b>	<b>Initials</b>	<b>Date of Entrance</b>
President	Ms. Marion Walshe	MW	November 19, 2013
Vice-President	Mr. Caio Prado	CP	June 15 <sup>th</sup> , 2012
Secretary	Ms. Laura Chamberlin	LC	May 8 <sup>th</sup> , 2013
Treasurer	Mr. Jeremy Freeman	JF	June 10, 2014
Board Member	Ms. Anne Posthuma	AP	February 24, 2015
Board Member	Mr. Marcio Queiroz	MQ	September 8, 2015
Board Member	Ms. Adelle Gillen	AG	November 17, 2015
Board Member	Ms. Holly Kirking	HK	November 17, 2015
Board Member	Mr. Robert Frazier	RF	November 17, 2015
Board Member	Ms. Janice Mills	JM	November 17, 2015
Head of School	Mr. Barry Dequanne	BD	July 1 <sup>st</sup> , 2010

**ATTENDANCE**

Signature (If Present)

Marion Walshe, President

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Caio Prado, Vice President

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Laura Chamberlin, Secretary

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Jeremy Freeman, Treasurer

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Anne Posthuma

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Marcio Queiroz

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Adelle Gillen

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Holly Kirking

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Robert Frazier

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Janice Mills

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Barry Dequanne

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Board Members Joining: None

Board Members Resigning: Jeremy Freeman, Laura Chamberlin, Marcio Queiroz, Marion Walshe

## MINUTES

Call to Order at 16:00

### 1. Consent Agenda (MW)

- a. The following item was approved by the Board as part of the consent agenda:
  - May 2016 Board Meeting Minutes

### 2. Enrollment Report

- a. Board reviewed projected 2016-2017 enrollment report
  - Enrollment is expected to remain at or over capacity at 670
- b. The Board also discussed the school's challenges regarding some class sizes that are now exceeding recommended maximum numbers
  - The Board will continue to review this challenge and work with the Leadership Team to identify possible strategies, while also recognizing that there are no easy solutions given course distributions and space and faculty restrictions.

### 3. Board Calendar

- a. The draft Board meeting and retreat calendar was confirmed at the meeting (see appendix)
- b. Attendance at the AASB and AASSA governance conferences was also discussed, with EAB committing to sending representatives to both events.

### 4. Finance Committee – Part 1

- a. The Board reviewed the May financial reports. All indicators demonstrate that the school is on track to meet and/or exceed budget expectations.
- b. A formal request for an organizational special tuition request was reviewed. The Board confirmed that tuition discounts will continue to not be offered at this time.
- c. However, the Board did agree to consider a tuition relief program to support individual families with extenuating circumstances. The review will be conducted during the first semester of the 2016-2017 school year.
- d. Board reviewed current program of offering a 3% discount for families who pay tuition one full year in advance. It was confirmed that EAB will continue with current 3% program and not make any changes at this time.

### 5. Finance Committee – Part 2

- The Board approved the following capital expenditures for the 2016-2017 school year:
  - a. Electrical Wiring – R\$300,000
  - b. Middle School and High School classroom upgrades (ceiling, flooring, and painting) – R\$750,000

- c. Gym Change Rooms – R\$150,000
- d. Access Control Card System – R\$600,000 (with updates and final Board approval)
- e. ECC Architectural Design Project – R\$30,000
- f. Lower School Restroom Renovation – R\$50,000
  - i. TOTAL = R\$1,880,000

## 6. Accreditation Update

- A presentation was made to the Board with an update on EAB’s five-year U.S. accreditation process. The internal review and assessment was conducted during the 2015-2016 school year. The external visit will take place during the week of October 23-26, of which the board will participate (specific dates yet to be determined)

## 7. Audit Committee

- EAB’s external auditing agency, AudiLink, presented to the Board.
- The audit confirmed that EAB is in full compliance with no concerns associated with EAB’s accounting practices and operating procedures
- Recommendations were presented to further refine selected operating procedures

## 8. Facilities Committee

- The facilities committee presented an update on the current status of the license approval process. Everything is moving forward as planned, with the hope that key licenses will be approved by December 2016 or June 2017 at the latest.

## 9. Governance Committee

- The Governance Committee presented plans to recruit new Board members to replace the five departing members

## 10. Election of Officers

- The following officers were elected for the start of the 2016-2017 school year:
  - President: Caio Prado
  - Vice-President: Rob Frazier
  - Treasurer: Holly Kirking
  - Secretary: Adelle Gillen

## 11. Committee Members

- The following committee members were confirmed for the start of the 2016-2017 school year:
  - Finance: Holly Kirking (Chair), Caio Prado, Rob Frazier, Barry Dequanne, Liz Sullivan
  - Development: Holly Kirking (Chair), Caio Prado, Barry Dequanne, Andrea Cabrera, Della Henry
  - Facilities: Rob Frazier, Caio Prado, Barry Dequanne, Pedro Oliveira, Luiz Gustavo, Marcio Queiroz

- Audit: Janice Mills (Chair), Anne Porthuma, Adelle Gillen
- Governance: Adelle Gillen (Chair), Caio Prado, Janice Mills, Barry Dequanne

## 12. Special Recognition

- a. The Board recognized the outstanding work of the following Board members, who are stepping down from their service as EAB Board members. The Board members were presented with a plaque to recognize their contributions.

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Board President  
Marion Walshe

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Board Secretary  
Laura Chamberlin

## Key Board Dates & Events (Draft)

**2016-2017**

Date	Event	Time/Location
<b>1<sup>st</sup> Semester</b>		
August 8	FINCOM Meeting	08:00/HOS Office
August 9	Board Meeting	16:00/US iCommons
September 12	FINCOM Meeting	08:00/HOS Office
September 13	Board Meeting	16:00/US iCommons
September 22-24	AASSA Governance Conference	Miami, Florida
October 17	FINCOM Meeting	08:00/HOS Office
October 18	Board Meeting	16:00/US iCommons
October 23 (week of)	Board Meeting with AdvancED – Meetings and Dates TBD	TBD
November 14	FINCOM Meeting	08:00/HOS Office
November 14	Board Meeting	16:00/US iCommons
December 12	FINCOM Meeting	08:00/HOS Office
December 13	Board Meeting	16:00/US iCommons
<b>2<sup>nd</sup> Semester</b>		
February 6	FINCOM Meeting	08:00/HOS Office
February 7	Board Meeting	16:00/US iCommons
March 13	FINCOM Meeting	08:00/HOS Office
March 14	Board Meeting	16:00/US iCommons
April 10	FINCOM Meeting	08:00/HOS Office
April 11	Board Meeting + Budget Approval	16:00/US iCommons
May 15	FINCOM Meeting	08:00/HOS Office
May 16	Board Meeting	16:00/US iCommons
May 20	Senior Graduation	18:30 Reception 19:30 Ceremony
June 5	FINCOM Meeting	08:00/HOS Office
June 6	Board Meeting	16:00/US iCommons