

**COMPASS PUBLIC CHARTER SCHOOL  
SPECIAL BOARD MEETING MINUTES  
March 2, 2010**

**Executive Session**

Following a roll call vote in public session, the board held an executive session pursuant to Idaho Code Section 67-2345 (l) (b) To consider the evaluation, dismissal or disciplining of, or to hear complaints or charges brought against, a public officer, employee, staff member, individual agent or public school student; (c) To conduct deliberations concerning labor negotiations or to acquire an interest in real property which is not owned by a public agency; and (f) To consider and advise its legal representatives in pending litigation or where there is a general public awareness of probable litigation.

At 6:06 p.m., Vice-Chairman Adolf called the executive session to order. Members present were Director Simmons, Director Adolf, Director Moorhouse and Director Fairbanks. At 6:55 p.m., Chairman Barrus joined the board at which time Vice-Chairman Adolf relinquished the chair to her.

The board gathered information and discussed details relating to the acquisition of the property and the possibility of litigation.

At 7:37 p.m., Director Adolf *moved for adjournment, by unanimous consent.* Chairman Barrus declared the executive session adjourned, without objection.

Public Session –The board met at Compass Public Charter School, 2511 W. Cherry Lane, Meridian, Idaho.

1. Opening of Meeting

- a. Call Meeting to Order: At 6:06 p.m., Vice-Chairman Adolf called the meeting to order.
- b. Roll Call: The clerk took the roll. Members present were Director Adolf, Director Simmons, Director Moorhouse, and Director Fairbanks. Chairman Barrus was able to join the board at 6:55 p.m., at which time Vice-Chairman Adolf relinquished the chair to her.
- c. Call for Executive Session: Vice-Chairman Adolf stated the need and requested a motion *for an executive session pursuant to Idaho Code Section 67-2345 (l) (b) To consider the evaluation, dismissal or disciplining of, or to hear complaints or charges brought against, a public officer, employee, staff member, individual agent or public school student; and (c) To conduct deliberations concerning labor negotiations or to acquire an interest in real property which is not owned by a public agency and (f) To consider and advise its legal representatives in pending litigation or where there is a general public awareness of probable litigation.* Director Fairbanks *so moved.* Director Simmons seconded the motion and a roll call vote was taken. Members voting in favor were Director Simmons, Director Adolf, Director Moorhouse and Director Fairbanks. There were no dissenting votes.
- d. Reconvene Public Session: At 7:40 p.m., Chairman Barrus reconvened the public session.

2. New Business

- a. Action from Executive Session: Chairman Barrus asked Director Adolf to give a summary of the budget. Mr. Adolf stated that he had used the budget spreadsheet provided by the administrative team to figure out projected shortfalls and savings. He used the percentage of the fiscal year that was complete to make his projections. He summarized that his calculations came very close to the adjustments that had been recommended by the team. Chairman Barrus stated that the administrative team had already made several spending reductions and the remaining area of modification would be the lease. Director Adolf *moved that the board adjust the lease payment to \$25,000 per month, with the expectation that it may not be well received.* Director Moorhouse seconded the motion and a roll-call vote was taken. Members voting in favor of the motion were Chairman Barrus, Director Adolf, Director Moorhouse, and Director Fairbanks. Members voting in opposition to the motion were Director Simmons.

Chairman Barrus then asked for specific direction to counsel. Director Fairbanks *moved that the board instruct special counsel, Gary Luke, to write a letter to the landlord, containing an explanation of the lease reduction and documents supporting it. The letter should request that the landlord come to the table for further negotiations and should supply the landlord with the school's offer to pay for an appraisal to be completed within 30 days, if the landlord agreed to use the appraisal to help determine the purchase price of the building.* Director Moorhouse seconded the motion and a roll call vote was taken. Members voting in favor of the motion were Chairman Barrus, Director Simmons, Director Adolf, Director Moorhouse and Director Fairbanks. There were no dissenting votes.

Chairman Barrus reported that there may be legal remedies taken by the landlord. She also stated that the board was hoping that the door would remain open for further discussion. Chairman Barrus recognized that people had signed in to speak to the budget analysis item and informed them that they could speak at this time, if they chose. Troy Schultz said that it sounded like the board just voted to break a contract. He asked if Compass would be evicted from the building. Chairman Barrus answered that the board was seeking continued conversation with the owners and had hired special counsel to help maneuver through the process. Mr. Schultz asked if Compass would continue to exist if the landlord pursued eviction. Chairman Barrus stated that neither the board nor the administrator had plans to quit in the case of an eviction. Mr. Schultz thanked the board for their efforts. Kerilyn Gibbs stated that she supports the board in renegotiating the lease, especially since there is not enough money to support the current lease. Clayn Sonderegger addressed the board, pointing out that landlords all over the valley were being forced to renegotiate leases. Laura Sonderegger asked what location options the board felt they had. Chairman Barrus reported that the board had found about 10 possible facilities within 1.5 miles of the Cherry Lane location, some of which had been toured and found feasible. Kerilyn Gibbs asked if the \$25,000 could be sustained next year, given the state budget projections. Denise Abel asked if the \$25,000 amount was the board's ceiling for lease payments. In answer to both Ms. Gibbs' and Ms. Abel's questions, Chairman Barrus stated that the board had chosen to send \$25,000 because it appeared to be sustainable. Cricket Stallings asked if the lease would be the only area where cuts would be made. Chairman Barrus declared that it was the only area to be adjusted at this board meeting, but the board would be meeting again on Thursday, March 11, 2010. She reiterated that discretionary spending had already been frozen and staff cuts had been made at the beginning of the year. Chairman Barrus asked the board if they wanted to request an answer to the aforementioned letter before the March 11, 2010 meeting. Director Moorhouse agreed that the request should be part of the letter.

- b. Landscaping Contract: Chairman Barrus stated that the landscaping contract had been presented to the board as an area to save a little money. Using high school volunteers and awarding them service hours had been considered. Director Simmons said that her son had done some mowing in between contractors and it was a very large job. She suggested that there might also be liability issues. Administrator Trudeau said she had contacted the contractor and he had agreed to bill only what would be done during this fiscal year, then submit a bill later for the new fiscal year. Mrs. Trudeau said that would bring the contract for this fiscal year within the budgeted amount. Director Simmons

- moved that Compass ask the landscaper to split the contract between the two fiscal years. Director Adolf seconded the motion and a roll call vote was taken. Members voting in favor of the motion were Chairman Barrus, Director Simmons, Director Adolf, Director Moorhouse and Director Fairbanks.*
- c. Budget Analysis: Chairman Barrus asked Director Adolf if he had anything to add to the previous discussion concerning the budget analysis. He did not.
  - d. Next Meeting: Chairman Barrus asked the clerk to add an executive session to the March 11, 2010 meeting agenda. There were no objections.
3. Adjournment: At 8:27 p.m., Director Adolf *moved for adjournment, by unanimous consent.* Chairman Barrus declared the meeting adjourned, without objection.

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Chairperson

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Secretary

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Date Approved