



## Board of Directors

**Hugh Eastwood**, Board President  
**Eloise Schlafly**, Board Treasurer  
**Kevin Kerr**, Board Secretary

**Amanda Sullivan**  
**Aaron Jackson**

**Mike Vachow**  
**Whitney Young**  
**Nicole Plair**

**Gavin Schiffres**, CEO (Ex Officio)

## Kairos Academies Board Meeting Minutes

A virtual meeting of the Board of Directors (the “Board”) of Kairos Academies (the “School”) was held on October 21<sup>st</sup>, 2021 at 6:00 p.m.

The following members of the board were present:

Hugh Eastwood, Board President  
Kevin Kerr, Board Secretary  
Amanda Sullivan  
Whitney Young  
Mike Vachow  
Aaron Jackson  
Nicole Plair  
Nick Johnson (Kairos - Director of Finance)  
Kathryn Owen (Guest)  
Gavin Schiffres, CEO

## Salutation

Board President or designee, 6:00-6:15p.m. (Hugh, 6:00 p.m.)

### Call To Order

#### Check-In

- Share a recent challenge and win (~1 min each)
- Nominate the next attendee for a check-in

#### Public Comment

- Unscheduled public comment

#### Minutes

- Review minutes from the [09-16-2021 Kairos Board Meeting Minutes](#)

## Governance Committee

Governance Committee Chairman or designee, 6:15-6:25 p.m. (Kevin 6:09 p.m.)

### Board Expertise

- [Response summary](#)
- Please see the attached image of board expertise responses. Based on 8 responses, which doesn't include Chisom, we have several areas of strength and a few gaps we should work to close.

Boxed in green are areas the Governance Committee drafted as the top 5 skills to prioritize. And though it's stated "when considering new board candidates", this also makes a great reference point for board member professional development.

Hugh was not as concerned about the fundraising skills gap because of other non-profit support. Accounting help is still needed but Katie will help fill that capability gap.

### Enrollment Amendment

- Kairos requested approval last year to enroll more students than we decided to. MCPSC has asked us to update the amendment.
- [Amendment 5 MCPSC-Kairos FY22 \(Capacity Adjustment\)](#)

Because Kairos is outside 10% under enrolled, we need to resubmit capacity adjustment to MCPSC.



## New Board Member

- Katie Owen
  - [Resume](#)
  - Would join the Finance Committee!

## Finance Committee

Treasurer or designee, 6:25-6:35 p.m. (Nick Johnson 6:18 p.m.)

### Monthly Updates & Financials

- [September, 2021 Financials](#), including:
  - YTD Income Statement
  - September Income Statement
  - YTD Balance Sheet
  - YTD Cash Flows
  - Receipt Register
  - Check Register & Credit Card Statements
  - Outstanding Invoices

FY22 Q1 budget was \$5.7mm/4 = \$1.43mm expenses vs \$1.36mm actual expenses. There are no cash concerns at this time. There are minimum concerns about an external financial audit since migrating from EdOps.

## Program Committee

Program Committee Chairman or designee, 6:35-6:45 p.m. (Whitney, 6:30 p.m.)

### CEO Evaluation Goal Setting

- [CEO Objectives 2021-2022](#), aligned to [Kairos Strategic Goals and Objectives \(SY22-SY24\)](#)

The primary focus is student discipline in and out of classrooms. Anecdotally, that problem seems prevalent throughout the charter schools in Missouri.

## Consent Agenda

Board President or designee, 6:45-6:50 p.m. (Hugh, 6:32 p.m.)

### Vote on Discussed Items

- Vote to approve the following discussed items:
  - **Governance**
    - [Amendment 5 MCPSC-Kairos FY22 \(Capacity Adjustment\)](#)
    - Elect Katie Owens to a 3-year term
  - **Finance**
    - [September, 2021 Financials](#), including:
      - YTD Income Statement



- September Income Statement
  - YTD Balance Sheet
  - YTD Cash Flows
  - Receipt Register
  - Check Register & Credit Card Statements
  - Outstanding Invoices
- Program
    - [CEO Objectives 2021-2022](#)

The board reviewed and approved the above items. The motion was made by Kevin Kerr, seconded by Amanda Sullivan, and passed unanimously.

## Executive Session

Board President or designee, 6:50-7:25 p.m. (Hugh, 6:33 p.m.)

- Motion to Enter Executive Session
  - The Board will vote by roll call to enter executive session, pursuant to RSMo 610.021.3, to discuss employment of particular employees.

A roll call was initiated by Hugh Eastwood, Mike Vachow, Amanda Sullivan, Whitney Young, Aaron Jackson, Kevin Kerr, Nicole Plair, Gavin Schiffres, and Katie Owen.

- Motion to Exit Executive Session
  - The Board will vote by roll call to exit executive session.

A roll call was initiated by Hugh Eastwood, Mike Vachow, Amanda Sullivan, Whitney Young, Kevin Kerr, Nicole Plair, Aaron Jackson, Gavin Schiffres, and Katie Owen.

## Valedictions

Board President or designee, 7:25-7:30 p.m. (Hugh, 7:15 p.m.)

### Kairos Trunk-or-Treat

- Wednesday, Oct 27 at 5:30 p.m. in the Kairos parking lot. All are welcome to join with kids of any age!



# Reference Calendar

## JULY

### Complete

- Conflict of Interest questionnaire
- Risk of Fraud questionnaire

### Approve

- Student Handbook
- Staff Handbook

## AUGUST

### Review

- MCPSC performance contract goals (benchmarked against other STL schools)

## SEPTEMBER

### Approve

- Annual CEO performance goals

## OCTOBER

## NOVEMBER

### Approve

- Updates to board policies (based on MCPSA model policy updates)

## DECEMBER

## JANUARY

### Complete

- Missouri Ethics Commission Personal Filer Disclosure

## FEBRUARY

### Approve

- Enrollment
- Annual Calendar

## MARCH

## APRIL

### Approve

- Plan to Return In-Person Learning

## MAY

## JUNE

### Approve

- Annual Calendar of Board Meetings
- CEO Annual Evaluation

### Approve

- Annual Budget (Fin Comm review first draft in April, final draft in May)
- Board Officers

## Motion to Close the Board Meeting

There being no further business to be transacted, and upon motion duly made by Hugh Eastwood, seconded by Gavin Schiffres, and approved, the meeting was adjourned at 7:16 p.m.



Respectfully submitted,

A handwritten signature in black ink that reads "Kevin C Ken". The signature is written in a cursive style with a large, prominent "K" at the beginning.

---

**Board Secretary**

