



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
Katie Owen

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 January 20th, 2022 at 6:01 p.m.

The following members of the board were present:

Eloise Schlafly
Amanda Sullivan
Mike Vachow
Aaron Jackson
Gavin Schiffres, CEO
Kevin Kerr
Katie Owen
Nicole Plair
Whitney Young
Hugh Eastwood

Salutation

Board President or designee, 6:00-6:15p.m. (Hugh, 6:01p.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 [12-16-2021 Kairos Board Meeting Minutes](#)
- Review [01-08-2022 Kairos Emergency Board Meeting Minutes](#)

Program Committee

Program Committee Chairman or designee, 6:15-6:30 p.m. (Whitney, 6:10p.m.)

CEO Search Update

- Engaged Eos Transition Partners, who is touring and meeting with staff, parent, and student constituencies on Jan 24, 2022.

There is a Search Committee meeting set for 1-2.30pm CT on Friday, January 28th. The initial feedback from the first board session with Eos was generally positive.

Governance Committee

Governance Committee Chairman or designee, 6:30-6:45 p.m. (Aaron, 6:15p.m.)

Update on COVID Policy Review

- Related reading: [Is Omicron Peaking? In parts of the Northeast, it seems to be.](#) (This is the same peak the school predicted when deciding to go virtual last week.)

Generally speaking, Gavin will have the decision making power to make a remote decision. He will have to notify the board in a timely manner following this decision and the board will have an opportunity to overturn.

Missouri Ethics Commission Personal Financial Disclosure

- If you haven't completed this yet, please do so soon!



- Shout out to our early filers: Nicole, Kevin, Hugh, and Gavin!

Finance Committee

Treasurer or designee, 6:45-7:00 p.m. (Eloise, 6:19p.m.)

Monthly Updates & Financials

- [December, 2021 Financials](#), including:
 - YTD + December Income Statement
 - YTD Cash Flows
 - YTD Balance Sheet
 - Receipt Register
 - Check Register, Outstanding Invoices, Brex, Bill.com, Expensify

December was an expensive month because of executive compensation. Some revenue hasn't been pulled into December from the federal level.

Consent Agenda

Board President or designee, 7:00 p.m. (Hugh, 6:27p.m.)

Vote on Discussed Items

- Vote to approve the following discussed items:
 - **Governance**
 - [12-16-2021 Kairos Board Meeting Minutes](#)
 - [01-08-2022 Kairos Emergency Board Meeting Minutes](#)
 - **Finance**
 - [December, 2021 Financials](#)

The board reviewed and approved the above items. The motion was made by Aaron Jackson, seconded by Nicole Plair, and passed unanimously.

Valedictions

Board President or designee, 7:00-7:15 p.m. (Hugh, 6:28p.m.)

MCPSC Site Visit

- 60% of board members preferred to hold the February 17th board focus group from 5-6 p.m., before the board meeting. If you absolutely cannot make that time, please let Gavin know.



Regions Bank Financial Accounting Basics for Nonprofit Boards

As a part of Regions Bank's commitment to impactful community partnerships, we are pleased to offer an opportunity for you, one of our community partners, to participate in a training WebEx to assist you and your organization with training new board members. The training is Thursday Jan 27, 2022 9am – 10am (CST). This WebEx event will focus on the financial reporting requirements for nonprofit organizations, and what board members should understand when reviewing the nonprofit financials.

Please [click here to register](#). You are welcome to invite a fellow community partner.

Event number: 2531 515 5010
Event Password: nonprofit
United States Toll
+1-415-655-0001
Access code: 2531 515 5010

Ongoing Board Learning

📄 Top 10 Questions for Charter Boards (1).pdf

- Boards must see students beyond just the time they spend inside the school. Developing a deep understanding of who is attending the school, how fast the school helps them grow and how well they transition in and out are essential big picture questions.

📄 Discussion Topics for Charter Boards Nov through Feb (1).pdf

- These materials are intended to drive 15-30 minutes of focused board discussion on one of the "10 Questions Every Charter Board Should Be Asking" each month. The material includes an initial email to Board Chairs suggesting an agenda item with supporting materials for the board meeting. It also includes an email (or board packet document) for every board member each month to highlight various aspects of the discussion topic.

Facts & Perceptions

Part 1 - Ask each member of the Board to offer one fact or perception to the chart below.

About our students...	Fact	Perception
Family income or employment		
Access to health and mental health services		



Feelings of a safe, secure environment		
Opportunities outside of school		
Sense of commitment to learning		



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

DECEMBER

Approve

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

JANUARY

FEBRUARY

Complete

- Missouri Ethics Commission Personal Filer Disclosure

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 Kevin Kerr, and unanimously approved, the meeting was adjourned at 6:37 p.m.

Respectfully submitted,



Kevin C Ken

Board Secretary

