



WMC

*Woodrow Wilson High School Management Corporation, Inc.
3950 Chesapeake Street, NW
Washington, DC 20016*

Meeting of The Board of Directors

Minutes of Meeting – January 19, 2008

Attendees:

R. Zugby, Vice Chair	A. Evans, Co-Treasurer	Erich Martel
G. Callanen	M. Berlin, Co-Treasurer	Gloria Gibson
J. Koczela, Chairman	M. Froning	John Howe, Exec. Dir.
A. Wilson	J. Williams	

The meeting was called to order at 7:40 AM in the conference room as soon as a quorum was present. There were no proposed changes to the agenda.

The Chair informed the new members of the protocol and practices of the Board with respect to “consent agenda items” which generally consist of the minutes of previous meetings, routine resolutions, contracts, and the like. The following consent items, moved by Dr. Froning and seconded by Mr. Zugby, were unanimously passed:

1. Approval of Minutes from December 14, 2007

Outstanding action items from previous meeting(s) were briefly discussed by Mr. Howe:

1. Exploration by JH of using WMC tax free status for purchases – OK
2. Opening of bank accounts by JH at Industrial Bank —see below
3. Operational and financial audit of WMC — will be undertaken by new Audit Committee (The meeting that had been set up with representatives from Project Hope did not occur, but Mr. Howe will work with the new Audit chair to complete this process.)
4. Field/stadium use policy and procedures—completed and approved by DCPS
5. Security door(s) installation – see below

Mr. Zugby and Dr. Froning agreed to provide documentation of the respective elections of faculty/staff and parents to Mr. Howe for the corporate files.

The Treasurer’s report was given, and Mr. Howe presented the corrected YTD P & L through December. He noted that the Corporation had decided to establish a banking relationship with Industrial Bank, but that this process had not yet been completed.

Additional, special accounts need to be set up to handle the funds to be held in trust with respect to field and stadium rentals. Mr. Howe reported that he has sent out over \$11,000 (approx) of invoices for field rentals to date.

Mr. Howe presented the Executive Director's report. The contract with Grimm and Parker is in its final stages of completion/negotiation and it is expected to be signed next week. Messrs. Howe and Koczela, along with Ms. Callanen, will be visiting the architects' offices later today. OPEFM has now assigned a project manager to Wilson with respect to the pool, the doors, plaster/painting and other minor small cap items. We do not know if that person, Daryl Somerville will also be assigned to Wilson for the modernization effort as the project manager (PM). Mr. Howe also reported that Turner Construction is the contractor doing most of the small items, and that Vista, the company that completed the roof renovation, was being retained for the plaster and painting work. Mr. Howe was asked to maintain a log of every repair request made of the PM or Turner. Mr. Howe reported that the door hardware and security system for doors will be completed by mid February, with work already started. Heat in the gymnasium has been restored. Mr. Zugby inquired about the status of the request for telephones in the Teachers' lounge. Mr. Howe reported that he had a scheduled meeting with an electrician at 2:00 p.m. this afternoon to determine how many phone lines we could repair or replace. He also discussed the option of having cell phones available to faculty through a sign out process in the school bank. Mr. Howe was also asked to follow up with the school's engineering staff to determine the current status of the emergency generator. Mr. Howe also provided a brief list of emergency repairs such as doors and windows that we were currently working on.

Ms. Callanen reported that a field trip to Arlington's Washington-Lee High School was completed in December and that another, larger group of Wilson teachers and others, would be asked to visit the school and perhaps a couple of other facilities designed by Grimm Parker (GP). The start of the Feasibility Process will get underway shortly, after we receive a working schedule proposal from GP. A School Modernization Team (SMT) will be established so that input into the feasibility study can be gathered from every constituency at Wilson. Ms. Callanen also reported on the pool meeting which was held on January 9th and asked that her written report of that meeting be made part of the record.

Mr. Koczela explained to the new members the process that had been followed with respect to seeking candidates for the officer positions of the Board. After a brief discussion by all, and an expression of willingness to serve by each of the candidates, the following persons were nominated for the respective offices: Mr. Koczela—Chair; Mr. Zugby—Vice Chair; Mr. Martel—Secretary. Mr. Koczela mentioned that it was hoped by the Board that Mr. Anthony Evans would be willing to serve again as Treasurer or Co-Treasurer if he was appointed to the Board for a new term, but that in any event, he was still acting Treasurer under action taken by the Board in December. Mr. Wilson moved, and Ms. Froning seconded, a motion to elect the aforementioned nominees and to appoint Ms. Callanen as chair of the Audit Committee. The motion was approved unanimously.

The Chair informed the Board of on-going discussions he had had with each Board Member with respect to the appointment of community members and mentioned the idea that had been circulating with respect to the establishment of an advisory board or stable

of experts who could assist the WMC on an as-needed basis. It was noted that we were presently using the legal services of Mr. Charles Reifel to help with the Grimm Parker contract, and that we had assistance from Mr. Charles Barber and Ms. Gretchen Dudney in the A&E procurement process.

Each Board Member was given an opportunity to comment on a proposal to appoint three faculty/staff members (Anthony Evans, Pamela Gardner, and Ajibade D Silva-Olaghere) to the Board. These three had not only expressed an interest in serving on the board, but had actually been candidates in the electoral process. It was noted that these individuals each represented an important constituency of Wilson with respect to the facility: Mr. Evans represented the technology sector of the school; Ms. Gardner represented the library/media center; and Mr. D Silva-Olaghere the PE/Athletic Department. Further, Ms. Froning pointed out that Mr. D Silva-Olaghere was an active member of the Wilson Think tank and had a business degree. Mr. Koczela expressed that Mr. Evans provided continuity for the Board since he had been a previous member and officer, and also had a business background; and that Ms. Gardner had been the former school banker, was a parent of a former student at Wilson, and was an alumna of the school. Mr. Martel asked that Mr. Paul Regnier, Public Relations Officer for Fairfax County Schools and a resident of Wilson boundaries be considered and indicated that both he and Ms. Gibson had put his name forth for consideration in an email. Several members spoke to the point that it might make more sense to ask Mr. Regnier to serve on the advisory board. Others pointed out that it was important, if possible, to find a representative from Wilson's Latino community to serve on the board. After further discussion, it was moved by Ms. Froning and seconded by Ms. Callanen, to appoint Messrs. Evans and D Silva-Olaghere and Ms. Gardner to the Board of the WMC. The motion passed with one dissenting vote. No action was taken with respect to Mr. Regnier, and no action was taken with respect to a Latino representative. Each Board Member was requested to think about nominees for the remaining position as well as for the advisory board.

There was not time to review the recap of action items from this meeting.

The meeting was adjourned at approximately 8:50 AM.

Respectfully submitted: _____

The meeting was adjourned at 9:00 AM.

Respectfully submitted: _____

Promoting the educational success of every Wilson student through effective facilities and services