

Friends of The Volcano School of Arts & Sciences
Keakealani Campus
Minutes
November 8, 2018
5:00 PM
Approved Minutes

Directors Present: Mara Saltzman, Ian Cole, Kalima Kinney (ex-officio), Jeffrey Mermel, David Goodman, Lorna Larsen-Jeyte, Melissa Fletcher

Directors Absent:

Members/Guests Present: Lynn Melena, Ted Pirsig, Seth Warner

Call to Order: Ian Cole called meeting to order at 5:00PM.

Welcome/Introductions: Use Permit passed before the Planning Commission this week with flexibility to expand to high school level as long as student count does not exceed 250. Zendo Kern sends his congratulations.

Minutes from October 2018: Discussion was about name correction and correction to statement about Cooke grant. **Jeffrey Mermel motioned to accept minutes with corrections; Lorna Larsen-Jeyte seconded; all in favor; none opposed.**

Funds Development/Building Progress: The VSAS principal recently met with Richard Onishi about potential for further funding. It is hopeful. As soon we are through plan approval process, Richard Onishi will continue to look to help further fund Keakealani campus. The focus should be on Pre-K through 4 building at this time to get it through the planning approval process. DAGS Department of Accounting and General Services will administer the GIA: DAGS may have questions before it is sent to Budget and Finance for governmental sign off.

Zendo Kern did amazing work on the Use Permit and helped to also resolve traffic study problem.

The plan approval process and the required drawings and documents for that process was discussed. Whether to submit plans for the whole campus or particular buildings was discussed. Transparency of presenting the whole picture was discussed. For plan approval, the Use Permit has a condition of two years with a contingency to extend. Zendo Kern will be approached for help on this and a quote will be sent through Lynn Melena to the FVSAS Board.

Atherton Grant and Bank of Hawaii Grants were submitted. CIP Capital Improvement Project grants are sought. OHA Office of Hawaiian Affairs grant is being worked on and is due in November and this grant will focus on the kitchen and Native Hawaiian community.

Facebook for FVSAS and Amalie's former gmail friends' account access needed. **Ian Cole and Mara Saltzman will work on this.**

Treasurer's Report: David Goodman, Treasurer, has been helping Kalima Kinney with grant applications. Donations to FVSAS by Board Members are still coming in. Certain grants want audited statements though we have not have been asked for audited information yet.

Traditionally, in past, FVSAS has had their audits done as an extension of school audit. Audits cost approximately \$ 2,000. FVSAS has not had an audit in a few years.

David Goodman motioned to authorized Friends of VSAS Board to procure an annual audit not to exceed \$3,000, as needed. Discussion was how long it takes to schedule and conduct an audit. The need to do audits annually and have one done soon was expressed. It will be tacked onto the school's audit, if possible. Conduct audits annually during CIP projects. **Mara Saltzman seconded; all in favor; none opposed.**

Committee Reports

Construction Committee:

Septic system/aerobic system pros and cons were discussed including cost and maintenance. The idea on the table is to hire a firm Space Options to explore feasibility of it and to coordinate the procurement of it.

Ian Cole motioned to have Jean from Space Options investigate the AquaKlear System, at a cost not to exceed \$3,000. Discussion centered on contract language. **Lorna Larsen-Jeyte seconded; all in favor; none opposed.**

Mobile Kitchen consultant is helping to bring Kitchen into ADA compliance. The final amount for change order is \$9,017.75. **Jeffrey Mermel motioned moved to authorize the change order; Melissa Fletcher seconded; all in favor none opposed.**

Nominations Committee:

The position of FVSAS Vice-chair needs to be filled. Jeffrey Mermel, Director, came forward offering to be Vice-chair. **Ian Cole motioned to accept Jeffrey Mermel as Vice-Chair; David Goodman seconded; one abstain (Jeffrey Mermel abstained), five in favor.**

Jeffrey Mermel moved that the current Article 8 from the 2015 Bylaws be deleted in its entirety and replaced by the following wording:

Article 8 Revised November 8, 2018:

Whenever an action is required or permitted to be taken by the Board, such an action may be taken without a meeting of the Board if the Board consents to adoption of a resolution via email authorizing the action. A Director's act of casting an e-vote shall constitute consent to the process of e-voting between meetings of the Board.

Discussion was the on importance of this change to e-vote policy. When bylaws can be changed according to bylaws was discussed. **Melissa Fletcher seconded motion; all in favor; none opposed.**

Further bylaws changes are tabled to next meeting.

Next Meeting: December 13, 2018 5PM. May change to 4:30 if planned early enough.

Adjournment: Ian Cole motioned to adjourn at 6:00 PM. David Goodman seconded. All in favor none opposed.

Minutes Respectfully Submitted

By Mara Saltzman, FVSAS Secretary

DRAFT NOVEMBER 2018

APPROVED DECEMBER 13, 2018