

In Attendance: Cynthia Shelmerdine, Kathy Wilson, Barbara Merson, Kata Ritenburg, and Sally Mackenzie, board members. Dave Jean, absent. Mel Christiansen- Fletcher (HCA Head of School and Ashley Hyde, Director of Finance and Operations HCA.

Cynthia called the meeting to order at 4:30 pm.

Cynthia moved, and Kathy seconded the motion, to go into an executive session for the purpose of discussing the condition, acquisition or use of real or personal property according to Maine Revised Statutes, Title 1, Chapter 13, Section 405, A.3.

At 5:07 Kathy moved, and Barbara seconded, that the Board come out of the executive session. Two people then joined the meeting: Kristie Eaine, the Town Administrator for the town of Harpswell, and Jane Covey, a member of the Select Board of the town of Harpswell.

### **Meeting with town representatives**

After introductions and welcome, Cynthia said this is an opportunity for the HCA Board and the representatives of the town to exchange thoughts and questions.

Kristie Eaine said that the town received the notice of our intent to sell on November 14. The 45-day window for their response started then. Initially, committee chairs of affordable housing and recreation mentioned they were interested in the property. Tomorrow night (December 15) the town select committee would have an open meeting to discuss the property further.

After 45 days the Select Board would let the school know of its intent to negotiate to buy the school. If they decide to do that, another 45 days would be devoted to the negotiation. Their next meeting is on Thursday, December 15.

Jane Covey said that that everyone in the town is sad about the school closing because it is such a unique school.

Cynthia said she knows that another select person, David Chipman, has spoken with Matt Newberg of MEANS about possible uses for the property.

Kristie noted that in order to sell the school to HCA in 2015 for \$150,000 there had to be a warrant article for Town Meeting. There is a scheduled town meeting for March 11, 2023. She acknowledged there could be a special town meeting before then if it were an emergency.

Cynthia announced that our intent is to keep the school open until the end of the year, June 13. We will still have some staff still working through the summer but probably not in the school.

Jane Covey said that the select persons' process involves all communications going through Kristie Eaine as the town administrator.

The two town representatives left at 5:20.

When they left, Kata and Kathy sought clarification about our process: the town has 45 days to decide to pursue their option to buy the school. We have an opening bid. That's our starting point. We then have 45 days to negotiate. The end of ninety days falls in mid-February. If we

don't come to an agreement about the selling price, which we haven't decided on but which must allow us to fulfill our financial obligations, we can sell the building on our own.

### **Financial update**

As Barbara had to leave soon, we moved on to a financial report. Ashley has compiled a report that the Board will look at the January meeting. Our cash flow should be ok as long as our grants come in so Ashley is preparing invoices to the state for them.

Cynthia moved on to describe her and Ashley's meeting with Doug Cardente and the business's accountant. There has been progress in discussions with them. There are certain issues still outstanding that can be bases for possible negotiation. But the sense of the board is that we should continue to be agreeable in discussions with them.

Cynthia congratulated and thanked Ashley for her hard work in making sense of the finances and delving into all the issues that have arisen.

Mel wondered if we need to consult people with more expertise, e.g., a lawyer, real estate agent. That has to be something we consider.

### **Commission check-in meetings**

Cynthia brought up the weekly meetings she, Ashley, and Mel have with staff members of the Maine Charter School Commission. Cynthia would appreciate other Board members participating in the meetings too if possible. Kata thought she would have some time to attend in the new year.

### **Head of School Update**

Mel had sent her school report but she wanted to elaborate on staff changes. Two people are leaving. The nurse will still be available for consultation; a long term substitute is sought for a teaching role. Mel mentioned that she's concerned about long term viability if there is continued diminution.

She hoped the Board would be able to offer retention bonuses as well as rewards for staff attendance.

At the end of the meeting, the consent agenda (minutes of the November BOD meeting) was accepted.

The meeting adjourned at 6:45 on a motion by Sally, second by Cynthia.