

Aaron Bothner:

Hi. Good evening everyone.

Kisha Perez:

Hey, Aaron. Hi, everyone.

Aaron Bothner:

All right, I'm going to give folks a couple minutes to get logged in here and we'll get started then. Thank you.

Kisha Perez:

Good evening everyone. Can I just have the name of who's fourth sector solution?

Eugene Mew:

Eugene Mew.

Kisha Perez:

Thank you.

Eugene Mew:

You're welcome.

Joe Keeney:

And Joe Keeney.

Kisha Perez:

Thank you so much.

Aaron Bothner:

Good evening, everybody. Welcome to the December board meeting for Met. I think we still have a few folks that are still logging in, but I will go ahead and kick us off here so we can get started as it looks like we do have quorum for the board, so I'll officially call the meeting to order. Hope everyone is having a good month so far and look forward to a productive evening this evening.

Aaron Bothner:

While we are going through the usual customary procedural stuff at the beginning here, I will go ahead and go through the agenda. To start us off, we have our usual beginning to the meeting where we'll hear from somebody about what our mission and vision means to them personally. We'll then move into education committee updates. That includes, of course, an update from Kurt, as well as an update from Ellen.

Aaron Bothner:

After that, we will go into the finance committee. In the finance committee, we have a few general updates around some issues that we discussed at the prior meeting and/or new things that we need to tackle with the onboarding of fourth sector who I know have joined us this evening. We will then move to a vote on the financial policies and procedures. You'll see some other policy updates that are listed there as well. Those are other policies that are in place at this school and needed to be updated as part of the financial policies and procedures. It was a good time to do that. That's why they're all listed together here. We'll go through those, left some time for discussion as needed, and we'll be taking a vote on those items this evening.

Aaron Bothner:

We then have a couple housekeeping items associated with the transition that we do need to vote on as a board after that to wrap up the finance committee section. From there, we'll move into a quick external relationships update, followed by LHA updates around facilities and the financial report for the November financials. We have time for public comments after that, followed by a school operations update on enrollment and my personal favorite, the rooftop ribbon cutting ceremony.

Aaron Bothner:

Then we do have several items that are either FYIs or votes that are under the board governance section. I think all of these are items that have been in front of the board before or we previewed at the prior board meeting. We'll try to move through those as efficiently as we can. The last item on the agenda is executive session before we would close out our last official meeting of 2020. Any questions about the agenda I just ran through before I turn it over to Jessica to kick us off?

Aaron Bothner:

Okay, great.

Jessica Boulet:

Hello. What?

Aaron Bothner:

All you.

Jessica Boulet:

Sorry. I was finding my unmute. I'm going to admit, I totally forgot to reach out to someone I think, but...

Aaron Bothner:

Do you want to share? Because I [crosstalk 00:14:27].

Jessica Boulet:

Yeah, I will. I'll turn on my camera too, just to be more present. Another reflection on the mission and vision for us, which I think is really, again, I think I've said this every time I've offered a reflection, but is really important for us in these times. The mission being that we prepare our students for college through a rigorous arts infused program and the vision being that all students will be taught by a highly effective teacher in a nurturing environment and will achieve at high levels.

Jessica Boulet:

Each student will develop the knowledge, skills, and values necessary for responsible citizenship and lifelong learning. The impact of our collective efforts will fundamentally change public education. I think definitely that's been something that's been on my mind with the governance committee. I think we've thought about actively for the last few months, as well as we're putting together our strategic initiatives and our planning, thinking about how we're going to engage more actively in that mission and vision and think about what it means for us as a board to help to make that a reality.

Jessica Boulet:

I don't know if that's a direct reflection, but I think that's what the mission and vision have meant to me in the most concrete way over the last couple of months. I'm definitely looking forward as you'll all see during the governance committee update, we've got some things in the pipeline to start moving together as a whole board in that direction, particularly in the new year. I'll leave it at that.

Kisha Perez:

I'm sorry, Aaron. Really quickly, you didn't call the meeting to order.

Aaron Bothner:

I think I did at 6:35, but if we need to we'll go ahead and say it again. I'm officially calling the meeting to order. Thanks, Kisha. Jessica, thank you for sharing that reflection. I think just to remind everybody my idea in having folks share that is that we have a lot of people here, a lot of very invested people who are on the phone and with us on a monthly basis. We all have very different roles and different backgrounds. It's always interesting to hear how people are translating the mission and vision to their individual role. I think it's a great way to get to know what motivates people to do the work that they do. I always enjoy hearing on how you think about your role in that context. Thank you. That brings us into our education portion of the meeting for tonight. Kurt, I will turn it over to you.

Kurt Davidson:

All right. Good evening, everybody. As you all know, from the last meeting right before I believe we had just made a decision to go remote with the last board meeting in November, we as a school, have chosen to remain remote throughout the month of December. We'll be going through until after January, I believe it was 16th is the day after Martin Luther King Jr holiday. We had originally planned on being hybrid up until the winter break, but obviously the city made some adaptations to that. Rather than yo-yoing with our kids and our staff, we chose to remain closed throughout the month of December for in-person learning so that there wasn't a case where kids are coming in for one week and then going out for two more weeks for winter break, then coming back and then out. As a result of that, we've definitely had a lot of positive reaction from our staff, especially, but from our families as well, the consistency in the message has been something that has been really important.

Kurt Davidson:

Then the second reason for that is part of the new regulations is it does require if we're back in school, 20% of our folks in the building weekly to be tested for COVID. That is obviously a major endeavor to get up and running there. Melissa's team has been definitely ahead of that and ready to go with it, but that gave us a runway to get the waivers in place and to ensure that all of our families and staff members are ready for that as well.

Kurt Davidson:

Connecting this to some of the data points and our attendance in K through 8 remains quite strong, even while we've been remote. Definitely above our 80% mark that we are consistently... 98% mark that we are consistently looking for. Unfortunately we've noticed that CPA attendance has been varying a decent amount, as you know, from what we have seen before.

Kurt Davidson:

Through my observations on class to class, I'm seeing where 50 to 70% of students are attending the Zoom sessions. We've put in place a lot of different things already for launching after the new year to have a really strong accountability for which students are attending. In the two meetings I've had with our CPA student council and the survey that we sent out receiving, I believe it was 84 responses from kids so far, we've been really collecting some data as to reasons from high schoolers why they may or may not be attending their classes. I think it's important to note that we are really working to make some positive changes there in the new year to reset the expectation with the calendar there.

Kurt Davidson:

Over the break, my big project is really collecting all this data that's been collected from teacher interviews, pretty consistent admin meetings with the administrators of the high school, observations I've been doing myself, but also walk through as in partnership with [Corrine 00:20:58] and the AP's of the lower school and the CPA. Then in addition to these student surveys and interviews to really come up with a comprehensive entry plan for the high school.

Kurt Davidson:

There's a number of open questions out there. Right now, particularly around the school's ideology around college for all, or having a post-graduation plan for all. I really look forward to engaging with the board on those conversations in the future. We are a little bit of a hint of this conversation yesterday and the ed committee call. I think the other big picture thing is we're starting to work with Dan with Basic Consulting. I believe Dan is on the call here, to start the branding work for the school.

Kurt Davidson:

Last week, I met with my culture team to get a headstart and really get a vision from those... get a perspective from those who interact with grade levels across the entire school, with staff, with students, and parents, and get their perspective around things. We are able to get a lot of great insights from them. Definitely once we get that cleaned up, we'll have that shared with Dan so we have a good head start on things. But some really important work there.

Kurt Davidson:

I think that's going to be some of the most critical work we're doing in the upcoming months is this is our once in a charter life opportunity to really define who we are and who we really are and who are we going to be as New Austin NextGen, it's a great opportunity. It only happens with changes like this, and we haven't had this chance since 2010 when the school was founded. Good opportunity, we want to make sure that we're doing right. I'm definitely looking forward to all the work with the board and our staff and our students and our families over the course of the next few months to get that work going as well.

Kurt Davidson:

With this, some of my initial action plan that is coming into play right now is developing a really comprehensive culture reboot with the CPA to have some of those systems that I've had in the K through 8 brought upwards, and really focusing on the quality of the Zoom sessions that our students are attending and the overall development of our teachers. There's a lot of new teachers within the CPA and they need a lot of development as any new teacher does.

Kurt Davidson:

We want to make sure we're providing that source so they can be effective facilitators of learning and something that our students have identified that they really are desiring. I'm really excited to get started with that work.

Kurt Davidson:

A few other highlights that we're working on building out a town hall and advisory structure for the culture and community and CPA, all encompassed within a newly built out common calendar that really puts everything in one place so that we're not living in silos across the board there.

Kurt Davidson:

Next thing just want to discuss a couple of things on partnerships and training. This week I had a meeting with our wonderful partners at the Lavinia Group, looking to see where they could come in and provide us a little support with the CPA on those things when it comes to developing especially our novice teachers. We've seen such incredible progress in our ELA, close reading over the past year and a half, and really demonstrated progress just in overarching our students' abilities to grapple with challenging texts and to being engaged in rigorous learning, not just be excited to be there for fun sake.

Kurt Davidson:

Being that they're a really strong partner of ours and we've seen good results, I've been engaging them on a potential short-term relationship to provide some interim support on coaching where there may be some gaps for some of our newer teachers there. I'm sharing with the board that as part of the budget [inaudible 00:24:56] in January, we'll be having additional funding request in there for that to provide them the coaching and teacher development there.

Kurt Davidson:

Second thing with partnerships, I've engaged over the past couple of months with both Khari and Constance on a opportunity for us to look for a replacement for [Link It 00:00:25:16], which is a Lighthouse provided database that really puts everything together. You have your teacher level assessments, but you have your big state test assessments. Right now there's not a commonplace. Even with Link It, there wasn't a common place for everything to be housed and for teachers to be able to do data analytics themselves.

Kurt Davidson:

I've been engaging over the course of the past month or so with Illuminate Education, which is a pretty well-regarded organization. They work with some of the bigger name charters out there, and they are a really big fish in the pond that has an opportunity for data tracking and presentation so that all of the data that we're working on, it seamlessly puts that together so that the board has at a glances and

opportunities to look at similar data that the teachers are seeing, but obviously synthesized in a manner that is most appropriate for that level and aligning it to the KPIs that have been set out, that we were able to set out there.

Kurt Davidson:

We're working on getting something set up with Ellen and the team to get, get a look at this as well. But that's something that really exciting for a potential shift towards that where we would roll that out over the course of the spring semester getting started. Then over the summer, once we switch over to New Austin NextGen, we'll be able to have a running head start moving everything over there as well. Thanks to Melissa who has a little homework over the winter break to look through the contract and the proposal that they've brought to us. Not necessarily a contract, more so a proposal there, and we'll have a lot more in January.

Kurt Davidson:

Then last thing I wanted to report on just some more of the fun stuff we did. The snow this week provided a little bit of a hiccup. We had planned on inviting all of our families throughout the week to come in and pick up winter packets. We're giving each of students from K through 8 a novel, kindergarten fairytales, less of a novel, but even first grade appropriate novels for our students, along with some replenishment of supplies, like the personal whiteboards and dry erase markers, some notebooks for them, the primary style notebooks, where they had the lines and the dots and the dashes and obviously they college ruled ones for the older grades. Just some updated supplies for work at home in addition to some fun things for our house day tomorrow, which is going to be our first house day that's actually virtual. Our Dean team has been working really hard on planning an interactive fun experience for kids to kickoff the winter holiday time period.

Kurt Davidson:

We've had a reasonably decent turnout for families coming in. I think that's snow really put a damper on the efforts yesterday and today, having families come into the building and pick those things up. But regardless of if they get them in January, kids never have too many books. Want to make sure that we get that to them, whether it's now or later.

Kurt Davidson:

Last thing just sharing today and yesterday, our drama teacher, Ms. Ashley, had a Zoom Christmas show with all of our kindergarten through fourth graders who she services. Melissa and I actually were able yesterday to join one of them together. I joined a couple more today. If you are trying to put on a performance with a bunch of five-year-olds, who some of them, you've only met one time in person through Zoom and make it look somewhat coherent is an amazing feat. It's incredibly cute.

Kurt Davidson:

I have a email I'm scheduled to send to you all with links to the videos later this evening. Definitely encourage you to take a look at a couple. I can give you my recommendations in there, some of the cuter ones there. We're really proud of that. I want to highlight Ms. Ashley, our drama teacher, who's done some really amazing work for our students and giving them those experiences there. The smiles on the kids' faces in fourth graders, you got to see the fourth graders imitating their teachers. It's quite amusing in their dramatic performance there.

Kurt Davidson:

Lastly, we also have a new staff member whose resume I shared with you all last month, but who is onscreen with us today, wants to introduce Miss Latoya Hart, who is our new manager of academic operations. She's also going to do, I think a little bit of minutes' work in the future, too, Jessica. Make sure we make that connection there. Along with her, she and Kisha, I believe, will be splitting that work. Definitely excited to welcome her to really be that bridge between the operations team and our teachers, and some of our other instructional leaders who handle things such as assessment and data. Definitely welcome Latoya and happy board meeting night. That is it for me.

Aaron Bothner:

Great. Thank you, Latoya. Welcome to our school and welcome to the community. Nice to have you with us.

Latoya:

Hello, everyone.

Aaron Bothner:

Thanks, Kurt, for running us through each of those updates. I know there's a lot going on. Do folks have specific questions, comments for Kurt at this point?

Khari Shabazz:

Hey, Kurt. There's a lot on your plate. How are you feeling?

Kurt Davidson:

I'm doing as well as you could expect. Thank you for asking. I appreciate it. I think all things considered, I'm doing quite fine. Thank you. I think you are very right. There is very much on the plate right now, but given that Melissa and I are each other's therapy buddies and we're here together. Thank you for asking, but I'm doing all right. Thanks.

Khari Shabazz:

Melissa, I didn't mean to leave you out, but I hope you're feeling well as well.

Melissa Alston:

Yes, doing well. Thank you.

Aaron Bothner:

Thanks, Khari. Are there other follow-up...

PART 1 OF 4 ENDS [00:32:04]

Aaron Bothner:

Other follow-up at this point, I know we're going to get an education committee update here as well, and then we will continue to work forward. So if you do think of something and want to table it, or want to share it offline, would encourage you to do so through Ellen and the education committee. Excuse

me. So with that, let me go ahead and turn it over to Ellen for that update. Ellen? Think you're muted, Ellen.

Ellen Chen:

Can you guys hear me now?

Aaron Bothner:

There you go.

Ellen Chen:

Okay. Okay. Thanks, Aaron. Kurt, Melissa, big thank you. There's going to be a lot more work, but we have complete faith in you guys to carry us through. To piggyback off of what Kurt was talking about earlier, there are a lot of improvement areas that Kurt has identified, and a lot of them would need us to improve and, or upgrade our system or to add in additional support. So in the coming months or so we have to encouraged Kurt to let us know what is lacking, so that way we can help him help our school. Right? So I asked the board to kindly support Kurt and Melissa with the budget amendment.

Ellen Chen:

Number two on my plate is, I would like to talk to you guys... Well, I would like to kick off the conversation around the branding for our school. There seems to be a bit of misalignment with what we want our kids, and how we want our kids to perform. So I'm not sure if we need to set out another time for us to discuss this, or we can talk about this now. Aaron, you and I can table this as I think this is a much longer conversation to be had than to cover it here. Let me know what you think.

Aaron Bothner:

Yeah, I think there is, as we pivot into the first half of calendar year 2021, several of the issues that you've spoken to either here or in the past, will become more germane in that we will, I think be in a place in the transition throughout this year that we're starting to kick those conversations off as we get closer to our charter renewal and continue to build out our next phase structure. We can sync up offline, Ellen, around game planning around some of the bigger picture issues and of course, loop in others as needed. But it is a good reminder to all that we will be going back to our strategic plan in us, a lot of the first half of 2021, as we start to tee up [inaudible 00:35:26] for the charter renewal to ensure we're in good shape.

Ellen Chen:

Okay, great. Let me know when that will be so I can block time for everyone to join this conversation. Very pivotal to the future of our kids, right? Yeah. With that, lastly, just wanted to remind everyone, please keep checking on the data dashboard. And if you guys have any questions, feel free to reach out and, or if you guys have any ideas about these two topics, please reach out as well. Thanks.

Aaron Bothner:

Great. Thanks. Thanks Ellen. Any questions? Any questions for Ellen at the close of the education committee here? Okay, great. Great. What's next? All right. So we'll pivot here into the finance committee updates. Shanta, starting off with general updates here.

Shanta Pressley:

Good afternoon, everyone. Happy Thursday. So a few updates. So since our last meeting, we have signed the contracts with TriNet as our HR and benefits platform. We have retained Sentinel Group as our 401(k) service provider. So both of those are big wins. Have been working on those for a few months now, so it's great that we have those in place. On the agenda under general updates you will see a few things because as we shift from shift and transition, shift to these new vendors and contractors, there were a couple of unforeseen factors that we are dealing with. So the first one is the FSA discontinuation. So what this is is, and Melissa, please jump in here if I miss anything, so as we all get the benefit of FSA benefits from our employees with the Sentinel Group, we get that allocation at the beginning of the year, and we pay in, or the employees paying into it over the course of the year, but have the option of using it at any time throughout the year.

Shanta Pressley:

But because we are transitioning at a halfway point, they have not fully contributed the full amount they were initially allocated or selected at the beginning of the year. So, that is leaving us with a gap where this balance is still due to the company. So the finance committee decided that instead of putting that burden on the employees, that the school will take on that responsibility, meaning that if the employees use all of the money by December 31st of 2019, we will still owe the company. So if that balance out, if that does happen, we would owe them about \$4,000 for discontinuing the contract at this point. So we are looking to pay that, like I said, not to have the burden on the employees, and we will include that with a few line item allocations to solve that issue. Any questions on that, our goal is to have it in a budget amendment so that it can be seen at the top of the year. Any questions or clarification needed on that?

Aaron Bothner:

Shanta, just to make sure I understand it, folks can expect to see a line item in the January budget around FSA, some type of that, and the purpose of that. It sounds like small dollars relative to the overall scheme of things. And the purpose is to provide continuity for staff members and not having to come out of pocket for that benefits through the school year. Do I have that right?

Shanta Pressley:

Exactly.

Aaron Bothner:

Okay.

Shanta Pressley:

Melissa, anything you want to add around that?

Melissa Alston:

No, that was everything. Thank you.

Shanta Pressley:

Okay, perfect. The next bullet point is around the Syracuse partnership, and we have touched base on that in the past month, and this is just satisfying the balance with the university that allowed our

students to come in and take college courses. So initially, just a refresher, initially this was presented to our scholars and their families as a free class or offering from the university. And that was not the case. So Melissa our Mr. Brown, who was acting as the super coordinator have been working with Syracuse, and we are at the point where we're ready to satisfy the balances for the kids. We have about maybe 85% to 90% of the invoices in, and we're looking to that satisfied by the first week of January.

Shanta Pressley:

And with speaking with TriNet, not TriNet, excuse me, with speaking with Fourth Sector today, we have decided not to wait until everything was satisfied, meaning waiting till financial aid is fully reviewed and distributed by Syracuse, but pay the student's balances on a rolling basis so that if any of them wanted to use this transcript and submit it with their college application, they have the opportunity to do so. So the first week of January, we will start paying those balances and the total for all of the students, including super bio and super cam, averages out to about 85... I think \$8,500. So another budget amendment that you will be seeing at the top of January with that coming in. So any questions around the Syracuse partnership or how we are aligning to make sure our students receive the necessary credits?

Aaron Bothner:

I think on this one too, I just want to make sure I have this down. The background here is just that what we discussed as a board more or less and gave informal nod to in November, was that in order to resolve this issue, given what needed to happen over the next couple months and the timing of it all we wanted to ensure that this was something the school would sort out. In other words, we wouldn't put the burden on students or parents. And so in order to do that, what we agreed to is just that we would do so today and then whatever couldn't be addressed within the existing budget, we would address hopefully with a budget amendment the board would vote on at a later date. And so that is another line item it sounds like we'll have finalized by the January budget amendments, so folks will know the full impact of that and we can address that in the January budget amendment. Is that right, Shanta?

Shanta Pressley:

Yes.

Aaron Bothner:

Okay.

Shanta Pressley:

Perfect. And now I think the agenda is going into the various policies that will be included into the FPP.

Aaron Bothner:

Okay, great. Great. Yep. Thank you. As I mentioned at the beginning today, Shanta, Melissa and team have worked tirelessly with Fourth Sector over the past month, and LHA to onboard Fourth Sector, develop a set of financial policies and procedures that would then be in place for Fourth Sector and for the school as we move into the second phase of our transition away from LHA this year, this coming spring. And so that has been a major lift over the past month. And I first just want to thank everyone who was involved with that for all the work that goes into that. That's an intricate process that involves

a lot of details. Some might call it boring. Others might nerd out to it, we'll leave that to your own discretion. But bottom line is it's a lot of hours that went into this.

Aaron Bothner:

And so part of that was having Melissa work with Susan, I believe, to update our whistleblower policy and our conflict of interest policy. You'll see in the FPP that we're voting on today, that both of those policies are referenced, and we're using this as an opportunity as we do go into the second phase here to take, as we're bringing all of these policies and procedures under the school umbrella directly and away from LHA, we're using this opportunity to make sure they all interact effectively together, and to ensure that we have refreshed them and know what is in them.

Aaron Bothner:

The last piece to that is that I know Melissa is working to build out, or build those into a cadence calendar so that those are policies the board is revisiting on an annual basis. We'll be able to build out the appropriate structures or processes through the governance committee as we move to this new phase here. So know that, what I would suggest is, given the, what I think is the importance that we vote and approve this this evening just so Fourth Sector and Melissa can continue to do the work of this next phase of the transition. Know that we will get a chance to revisit these policies again, should you have a thought that arises. So just encourage everyone to think about it on that basis, I think, of what we need to see today urgently versus what we might be able to address at a future date.

Aaron Bothner:

So just want to give people the full scope of the process here, given all the moving pieces and the breadth of what we're undertaking at the moment. So I'll stop there, Melissa. I'm sure you have more you probably want to add on the FPP, or Shanta, but my thinking on this is that those two policies and also the FPP were shared out with the board prior to the meeting today, the policies earlier this week, including a red line. So let's try and get any immediate questions answered on those that we have here today. And then I think at the end, I would just propose that we try to vote on all three of those. That's my overarching intro here. I think I'll turn over to Melissa or Shanta. I'm not sure who's taking it from me to get into the weeds a little bit, but this is a big agenda item for us today. So I wanted to give folks the 50,000 foot view before we dive in. Thank you.

Shanta Pressley:

Yes, absolutely. So if everyone has the policy open from the agenda, I just want to note that this policy is very operational and financial heavy. So a lot of the responsibilities you see in there belongs to Melissa and her team from an operations perspective. But a few things I would like to highlight and go through with you all this evening. So if you have the policy open and go to page 15 for me, just want to call out four quick things and take any questions if there are any.

Shanta Pressley:

So on page 15, you will see a paragraph on debit and credit cards or credit and debit cards. And in here, we just wanted to highlight the 15K monthly purchasing limit. So we do have a credit card currently, but it's under... Lighthouse holds the physical card and makes a determination on the transaction. So what we are proposing is that we get our own credit card to avoid personal usage of funds and doing reimbursements. So that's why we are proposing Fourth Sector doing an application for us to get a line of credit, to avoid personal funds and reimbursements.

Shanta Pressley:

The next thing I would like to call your attention to is page 21, which is the investment of funds section. Excuse me. So in this section, we were just trying to lay out our current process for our investment account. So what we aligned here is that the finance committee would be responsible for getting updates and communicating with the investment banker and asking for recommendations. And then in turn, the finance committee will bring those recommendations to the entire board to discuss and make the final decision on purchasing and selling any investments we may hold.

Shanta Pressley:

The next thing I would like to do-

Anuj Khatiwada:

Hey Shanta, real quick. That's not any different from the way it sits now, is it?

Shanta Pressley:

It's not, but it wasn't outlined like that initially. So just wanted to make sure everyone's good with that.

Anuj Khatiwada:

Cool. Thank you.

Shanta Pressley:

No problem. The next thing is the insurance coverage for vendors. So in the event COVID is over and we get to go outside again, it was recommended that we mandate our vendors to hold a million dollar policy, and that's on page 25, I'm sorry, under insurance coverage. That was the only one that there. And then the new thing, item four, is the annual acknowledgement of this policy and other policies by the individuals involved in the financial transactions on a yearly basis. And you can find that on page 33. So those are the major items that are new to us per se, that we wanted to highlight. Any questions on a policy as a whole?

Jessica Boulet:

Shanta, This isn't as a whole, but just the last item you covered, the annual acknowledgement statement, who signs that annually?

Shanta Pressley:

It would be the operations team and anyone involved with finances. So currently it will be Melissa, Claudia and Keisha.

Jessica Boulet:

Got it. All right.

Shanta Pressley:

Any other questions?

Aaron Bothner:

I just had a question on the investment policy actually, Shanta. I know we're going to go through a bit of a phase here because there's probably going to be some added references to an executive director. Once that person is officially a part of our org structure. Okay. So with the investment policy, obviously, the existing investment policy we have covers additional items like what we can and can't invest in, that kind of thing. Is the intention here that that policy is still in place until we adopt a different policy?

Shanta Pressley:

Yeah.

Aaron Bothner:

In other words, working together with this.

Shanta Pressley:

With FPP, yes.

Aaron Bothner:

Got it. Okay. So I don't know, I'll defer to it to you and Fourth Sector if we need to make an explicit reference of that in the FPP here, just that it exists. And I don't know if we want to add that as an exhibit, but I want to make sure that we seamlessly transition that as we work through this. And I think we're coming up on the annual investment policy meeting in February or March anyway, which we, if everyone recalls, we moved last year to February, March, so that we have the calendar year annual statements since most investment reports run on a calendar year and not a school fiscal year.

Shanta Pressley:

Yep, that's fine. And we can make that update to reference and do it as an exhibit.

Aaron Bothner:

Okay, great. Great.

Shanta Pressley:

Any other questions on the FPP? Should I move to a set now with that one change?

Aaron Bothner:

Let's see here. Do we want to talk about, just to make this simpler procedurally, do we want to talk about the whistleblower, at least create space here to talk about the whistleblower and the conflict of interest first since they work together and then we can just vote on all three at the end? Does that work?

Shanta Pressley:

Sure.

Aaron Bothner:

Okay. If there aren't any more questions about the FPP directly, let's move to talking about the whistleblower policy and the conflict of interest policy. I'll let Melissa touch on any specifics she wants

to touch on here. The thing I would say is, as you might've seen the whistleblower policy is a pretty heavy red line. It's not long, but it's a pretty heavy letter red line. The reason for that is a lot of that is a reference to a prior structure that we were operating under. So the changes mostly capture the new structure that we will now be under, or at least under on an interim basis until the formal official selection of an ED. So just keep that in the back of your head as you're taking a look at this, but Susan spent a lot of time given her knowledge and awareness of our organization sorting out all of that so that it's cleaner. So that's the bulk of the reason behind those changes.

Aaron Bothner:

I think there was an administrative change to the conflict of interest policy, but nothing of real substance there. So that's my understanding and where I'm at and why I'm currently comfortable with these in there in the former proposing here. But I'll turn it over to Melissa for further detail.

Melissa Alston:

Yes. So I would agree completely. I think we just are taking the opportunity now with all documents that are integrated with other ones that we have to update just based on the time of year or based on the transition or both, we're doing those updates now, and also looking to the future to take note of where we need to adjust alignment for an ED once that is officially approved and someone is in place so we're not having to do that work double. And yes, I am, just to reference something that Aaron said earlier, I will put on the cadence calendar once it's available all of the reports that need to be revised and ensure that there's... what I'm going to do is two months before every deadline, I will put it on the cadence calendar so the board has enough time to review and then approve ahead of the, whenever the revision is necessary.

Melissa Alston:

So there's alignment there, but I think coming out of the FPP, it was necessary for us to update the whistleblower policy as well as the conflict of interest form and policy. I don't have anything else to add from those forms, I think what Aaron summarized is exactly what I would have said. There are some extensive whistleblower policy edits, however they are to align with where we are going beginning January. So nothing I would call out specifically there. And then the conflict of interest form similarly, we're aligning with just updating our policies as needed based on what the school needs versus our partnership with Lighthouse.

Aaron Bothner:

So I stole your thunder, didn't I?

Melissa Alston:

No, it was fine.

Aaron Bothner:

Melissa did all the heavy lifting on this, so. So questions about the changes, the red line changes to the whistleblower policy or to the conflict of interest policy? And again, we'll certainly be directing the incoming ED when it's time to get up to speed on these. And ultimately that person will be working with Melissa to oversee these policies in conjunction with the governance committee going forward.

Jessica Boulet:

I have a question. I think looking at the whistleblower policy and seeing the language on what it covers, and it's very finance focused, and it's in the financial policies, how does this interact with other... Do we have another separate whistleblower policy or is it just our other grievance policy that this interacts with, structurally, how does this fit into our other policies, and who's bound by it? So like with the acknowledgement form that we saw at the end of the FPP, does that mean that this whistleblower policy formerly only applies to financial type things? Or how does that work exactly?

Aaron Bothner:

Yeah. Both good questions. So with regards to the specific interaction to the grievance policy, I know that's next on the... and this is a good time for me to mention or remind folks that we'll be seeing each of these policies in the coming months really as quickly as they can be worked through. These will be part of annual updates anyway, going forward so we can all get accustomed to that. But then also Melissa, I think is working through these kind of triaged on what is needed when. So the grievance policy, I think will need to be probably updated with more specific references around the whistleblower policy. I think depending on other implications there, we'll need to figure out the exact process offline for how the day-to-day work on that gets handled, which we can do. And then, I don't know, Melissa, if you are able to answer this specific question about the disclosures, or who this will apply to?

Melissa Alston:

Yeah. So I think what I understand of this policy overall, I did meet with Susan about this policy, and it gives the board a lot of power to make a lot of determinations. But specifically, I think, I don't know that I could answer who specifically it would... who would be bound by this specifically. I think that probably Susan would be able to answer that better than myself. But in regards to yes, the grievance policy, we are working on that. We are working on it twofold, scholar and staff-wise. Susan and I have already talked about that, and that's in conjunction with the work that we're doing over the next few months. We've already had three meetings about the personnel and scholar handbook and what needs to be included and what needs to be updated because we do need new complete handbooks. And these are all things that are also going to be in each of those handbooks.

Melissa Alston:

And Susan has also recommended that we have a platform to allow employees the visibility to all of our policies, that it's in a place more than just the handbook, and trying that does provide a space for that in their employee portal. So that is where we'll be uploading all of these items as well, that needs to be employee facing.

Jessica Boulet:

Okay. Thank you.

Aaron Bothner:

That was a long answer. Did we touch on all your points?

Jessica Boulet:

It was informative. I probably still am curious to hear a little bit more from Susan, but that is definitely all I needed to hear tonight.

Aaron Bothner:

Okay, great. Great. Okay. So more to come on each of the individual policies and where there'll be fitting into our calendar on an annual basis here. Other questions on the conflict of interest policy or the whistleblower policy right now?

Ellen Chen:

Can I just ask a general question?

Aaron Bothner:

Sure.

Ellen Chen:

So as we are revamping a lot of these policies, I'm just wondering, do we have a comprehensive list of all the policies that we need? Do we know what they are?

Aaron Bothner:

Yeah. The answer is yes. I think actually that was a recent topic of a governance committee meeting conversation, if I'm not mistaken. But, Ellen, I think that's what Melissa's working on putting together. Then when I keep referring to the cadence calendar is really going to be ensuring all of the policies that we'll need to have in our next phase as we effect this transition, are in one place so the board knows exactly when they'll be addressed on a recurring basis.

Ellen Chen:

Perfect. Thank you.

Aaron Bothner:

And I'm sure either Jessica, I would think, or Melissa could give you the list offline if you wanted to ask them for it.

Ellen Chen:

Oh, awesome. I will reach out to them. Thanks.

Jessica Boulet:

So that's an answer in a similar but different way. Ellen, so the list that we have in the minutes from the governance committee, that is my list. And then Melissa and I have a meeting coming up where we're going to be reconciling our list and putting that together more formally into a calendar, so\.

Ellen Chen:

Great. Thanks Jessi.

Aaron Bothner:

Okay, great. I appreciate the questions and I appreciate people's patience as we do work through all of this, as we all know, there's a lot in front of everybody. And so I think everyone is doing their best to prioritize exactly what we're looking at when, and I know that it can feel in those instances, like you're

losing the forest through the trees sometimes. So do appreciate all the efforts to ensure we're all rowing in the same direction here and appreciate everyone's thoughtful questions.

Aaron Bothner:

Other follow ups with regards to the whistleblower or the conflict of interest before we would move to take a vote on these?

Daniel Pasek:

Yeah, just real quick, commentary. Ellen and Jessica, when you think about the list and what's needed to change from a management to an independent, you've really already crossed off the list the big ones, to be honest with you. So when you do a FPP with Fourth Sector, Melissa, is a giant accomplishment to get done halfway through the year.

PART 2 OF 4 ENDS [01:04:04]

Daniel Pasek:

.... Melissa, is a giant accomplishment to get done halfway through the year. And as Melissa pointed out, the employee handbook and the family handbook are about the last big ones remaining for the spring, and they will be incorporated into the renewal document. So you're on a very good track for the holidays, and I wanted you to hear that.

Ellen Chen:

Thank you, Dan.

Aaron Bothner:

I think, if I could, I would just end the meeting there. So maybe Dan, you can say that again at the end of the meeting so we can end 2020 on a strong note. All right, so if there are no further questions about these three sets of policies, what I would suggest is, unless anyone objects, and I'd appreciate if you'd share that now so we don't go through the whole procedure of doing this. I'll first make a vote to vote on each of these three together, and then we'll then take that actual vote. Is any board of trustee member not comfortable with proceeding that direction? Okay, great. So then I will move to propose a vote on the FPP as proposed, but including a reference to the existing investment policy. And then also voting on the whistleblower policy and the conflict of interest policy as shared today.

Shanta Pressley:

I second.

Aaron Bothner:

Thank you, Shanta. Jessica?

Jessica Boulet:

Aye.

Aaron Bothner:

Anuj?

Anuj Khatiwada:

Aye.

Aaron Bothner:

Constance?

Constance Barnes Watson:

Aye.

Aaron Bothner:

Ellen? Ellen?

Ellen Chen:

Aye.

Aaron Bothner:

Thank you. Khari?

Khari Shabazz:

Aye.

Aaron Bothner:

Michael?

Michael Dorrie:

Great jams, Khari. Aye.

Aaron Bothner:

Tim?

Tim Bryan:

Aye.

Aaron Bothner:

Sophia?

Sophia Huda:

Aye.

Aaron Bothner:

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I am an eye as well, for record keeping. And did I miss anybody? Okay. Any opposition and any abstentions? Okay, great. So we'll now move to pass the FPP with the addition of the investment policy reference as well as the whistleblower policy and the conflict of interest policy. Do I have a second for that?

Shanta Pressley:

Second.

Aaron Bothner:

Thank you, Shanta. Jessica?

Jessica Boulet:

Aye.

Aaron Bothner:

Anuj?

Anuj Khatiwada:

Aye.

Aaron Bothner:

Constance?

Constance Barnes Watson:

Aye.

Aaron Bothner:

Shanta?

Shanta Pressley:

Aye.

Aaron Bothner:

Ellen?

Shanta Pressley:

Aye.

Aaron Bothner:

Khari?

Khari Shabazz:

Aye.

Aaron Bothner:

Everyone's favorite vote. Michael?

Michael Dorrie:

Aye.

Aaron Bothner:

Tim?

Tim Bryan:

Aye.

Aaron Bothner:

Sophia?

Sophia Huda:

Aye.

Aaron Bothner:

I am aye as well. Did I miss anybody? Opposition, abstention? Okay, so this motion passes. Again, I want to thank especially Shanta and Melissa for the extensive amount of leg work that they have put in on this over the past few months, along with Forest Sector and Ellie J for getting this across the finish line. Do encourage the folks to stay after the questions people raised about ensuring that we've seen all the policies, et cetera. In the coming months we do want to make sure these all make it into the cadence calendar, et cetera. So encourage everyone to hold each other accountable so we make sure that we don't overlook anything. Thank you very much. That takes us to two more votes we have that I think are more administrative votes. Shanta, You want to walk us through the bank account and the 401k?

Shanta Pressley:

Sure. Real quick, what the bank account resolution is. As we transition from Lighthouse, obviously Lighthouse official officers are authorized signers on the accounts. So what this resolution is asking for is that we remove the LHA officers and add Melissa Allston as the director of operations and myself, Shanta Sophia as the treasurer of the board to be the authorized signers on all of the bank accounts. Any questions on that?

Anuj Khatiwada:

I'm fine with that. Do we have to put a process in place for the future? Say you were to move forward or Melissa were to take another role. Do we have to put that process in place now?

Shanta Pressley:

Right. That's something I'm on the agenda to discuss with the finance committee come January, because even as we get new leadership, the ED and a new principal and things like that, we'll consider adding them to the account as well.

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Anuj Khatiwada:

Cool. Thank you.

Shanta Pressley:

No problem. Any other questions around this?

Ellen Chen:

Great question, Anuj. If not, then I will second that.

Shanta Pressley:

Thanks, Ellen. I move that Aaron can present the resolution to have the authorized signers changed on the bank accounts. Thank you, Ellen, for the second. Ready for question. First on my screen is Jessie.

Jessica Boulet:

Aye.

Shanta Pressley:

Aaron?

Daniel Pasek:

Aye.

Shanta Pressley:

Anuj?

Anuj Khatiwada:

Aye.

Shanta Pressley:

Khari?

Khari Shabazz:

Aye.

Shanta Pressley:

Constance?

Constance Barnes Watson:

Aye.

Shanta Pressley:

Michael? Michael?

Michael Dorrie:

Sorry. Aye.

Shanta Pressley:

Tim?

Tim Bryan:

Aye.

Shanta Pressley:

Sophia?

Sophia Huda:

Aye.

Shanta Pressley:

Awesome. Thank you all. And with that approved, Melissa and I will do our due diligence to make sure that's changed over in a timely fashion. And just so you know, within the resolution we are asking for Lighthouse to stay on I believe it's through June, but adding us as of January. All right, and then the final vote, and you guys won't have to hear from me anymore tonight, is for the 401k trustee approval. So with the transition, staying with Sentinel Group but leaving from under the Lighthouse umbrella. We need a corporate trustee to manage the assets or safeguard the assets of the 401k program under Sentinel. So Tim has graciously volunteered to assume that role and has a list of responsibilities. Not sure if a vote is needed here, but we just wanted to make everyone aware and take the vote anyway, just so it's on record. Any questions?

Aaron Bothner:

We should vote. And then I guess whether or not that requires a vote, we should figure out if that should be in the FPP too. So we can bucket that for a later date or whatever, but we should vote on it.

Shanta Pressley:

Sounds good. Okay.

Aaron Bothner:

Thanks, Shanta.

Shanta Pressley:

No problem.

Jessica Boulet:

Sorry if I missed this. I have a question, too. How does this compare to what we were doing?

Shanta Pressley:

Previously, everything was under Lighthouse. Because of the amount of assets that they cover, they had a corporate trustee that took care of everything. But creating a new account under Sentinel, we need our own corporate trustee. So Tim, he was recommended and accepted. So here we are. Any other questions? Awesome. So preparing for the vote. I move to approve Tim Bryan as the corporate trustee for our partnership with Sentinal Group.

Anuj Khatiwada:

I second.

Shanta Pressley:

Thank you, Anuj. Ready for the question. Jessie?

Jessica Boulet:

Aye.

Shanta Pressley:

Aaron?

Aaron Bothner:

Aye.

Shanta Pressley:

Khari?

Khari Shabazz:

I.

Shanta Pressley:

Ellen?

Ellen Chen:

Aye.

Shanta Pressley:

Constance?

Constance Barnes Watson:

Aye.

Shanta Pressley:

Michael?

Michael Dorrie:

Aye.

Shanta Pressley:

Tim?

Tim Bryan:

Aye.

Shanta Pressley:

Sophia?

Sophia Huda:

Aye.

Shanta Pressley:

Awesome. Thank you all.

Jessica Boulet:

Actually, Anuj, you'll have to vote again. And Shanta as well, officially-

Anuj Khatiwada:

Aye.

Jessica Boulet:

Because proposing and seconding I guess is not officially an aye vote.

Shanta Pressley:

I see. All right. Aye. My official vote.

Jessica Boulet:

Thank you.

Shanta Pressley:

Thanks. Okay. Thank you all for your time. And I am done with finance updates.

Aaron Bothner:

Okay, great. Great. Here again, Shanta. All right, so that wraps up the finance committee section. So we were slated for an external relations committee update. I don't believe Alludo is able to join us this evening, unless I'm missing him. Alludo, are you there? I don't see him. Okay. So we will come back to that. I know he's con working through, I think, some of the initial vision setting for the committee and, as per our new bylaws, I think working with Jessica to coordinate and get that up and running as she builds out some of the coordination structures between the committees that the board laid out as part of its five-year plan. So hopefully more to come on that. And I'm excited for where we go with that in

2021, particularly as we hopefully bring a new ED on board, not to jinx that. That's where we are on that today. And we'll look for more substance on that at the January meeting. LHA facilities. Hi, Ariana.

Ariana Ames:

Hi. Sorry, I had to find my mute button. There's not much of an update this month. Monica couldn't make it. However, she did want me to share with you all that there is only one violation that's pending, and she's still waiting on it to be cleared. And at that point, the CFO will be in full effect. She didn't create a report, but she did share a screenshot of the one violation that's the hanging chad for us. But otherwise we're good to go. It's just that one thing.

Aaron Bothner:

Okay, great. As you all know, I'm superstitious about this so I'm not going to say anything more other than fingers crossed. But anybody have any questions for Ariana about that?

Anuj Khatiwada:

I'll ask, because I'm not superstitious. What kind of violation is it? Is it something that's just like check a box? Do you have any more color on that, Ariana?

Ariana Ames:

Yeah. If you give me one second, I can just pull up what Monica said the violation actually was. It is... Oh, no. Nevermind. She didn't actually give me what the actual violation was. But she said it's on the builder, the person who did the gym. It's not on us. So I think we're just ushering that along. I don't think it's something that we necessarily need to take action on. We're just making sure that somebody else does it.

Anuj Khatiwada:

Okay.

Ellen Chen:

And are we going to foot the bill for that?

Ariana Ames:

No. No. No. Part of the contract with the contractor is to get us to a CFO, and if we're not there then they're not done.

Ellen Chen:

Do you know how long that's going to take them?

Ariana Ames:

That I do not know.

Ellen Chen:

Can we find out? Because this thing has been a long work in progress.

Ariana Ames:

Yes. But I do want to also flag that it may be something that is already rectified, but we are waiting on the Department of Buildings to clear it. So I don't know whose hands it's in right now. I can get more clarity for Monica and have her... Well, I'll actually just have Monica email the group when she's back online tomorrow.

Ellen Chen:

Great. Thank you.

Aaron Bothner:

Any other questions about this? Okay. Thank you, Ariana.

Ariana Ames:

Sure.

Aaron Bothner:

Next up we have Mary Beth with the report on the November financials.

Brent Elliott:

Hi Aaron, this is Brent. I'll be stepping in for Mary Beth tonight.

Aaron Bothner:

Great. Hi Brent.

Brent Elliott:

For the November financials... Good afternoon, or evening. For the November financials, our balance sheet of current assets, total assets, current liabilities, and net assets are very strong. Our current ratio is at 4.04, which exceeds the 1.1 metric. Our cash on hand is \$8.5 million. Expenses per day, a little greater than \$30,000, and our day's cash on hand, we're about 280 days. Our debt service coverage ratio, we have 3.29 for the month of November, which exceeds our, I think, it's 1.0 metric. For our budget enrollment, we have budget enrollment of 676. Enrollment as reported, 686. Year to date revenues, \$5.9 million. Year to date total expenses, \$4.6 million. Net surplus budgetary basis is 1.2 million. Budgeted surplus, -\$38,000. And our debt budget surplus is -\$136,000. There weren't very many variances or anything of that nature. So that's the finance report for November. Do you have any questions? If no questions, that's the report for tonight.

Aaron Bothner:

Okay, great. Thanks. Thanks, Brent. Sounds like more or less where we expected to be. Shanta, do you want to... I don't know if you have anything you want to add to that from the finance committee, otherwise you want to take us through the vote?

Shanta Pressley:

No, there were no comments or questions asked during our update last week. So I'll prepare for the vote. I move that we accept the financial report as given for the November financials.

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Anuj Khatiwada:

I second, and I am an eye.

Shanta Pressley:

Thanks, Anuj. For the question, Jessie?

Jessica Boulet:

Aye.

Shanta Pressley:

Aaron?

Aaron Bothner:

Aye.

Shanta Pressley:

Khari?

Khari Shabazz:

Aye.

Shanta Pressley:

Ellen?

Ellen Chen:

Aye.

Shanta Pressley:

Constance?

Constance Barnes Watson:

Aye.

Shanta Pressley:

Michael?

Michael Dorrie:

Aye.

Shanta Pressley:

Tim?

Tim Bryan:

Aye.

Shanta Pressley:

Sophia?

Sophia Huda:

Aye.

Shanta Pressley:

And myself as an aye. Thank you so much.

Aaron Bothner:

Okay, great. Great. Next step, we have public comments. Any members of the public with us this evening that are interested in speaking? Okay. Hearing none. We will move to the next portion of the agenda, which is a school operations update from Kisha

Ellen Chen:

Good evening, everyone. Really quickly like always, our goal right now is 676 but we actually have 687. We finally got our third grader for the pending enrollment, so we're pretty good on that. Our wait list right now is 1,707, so we're looking good for that still. And just looking forward to the January enrollment, we started putting out there all of our information for the lottery being open. So hopefully for January I can start giving lottery updates. That's it for me.

Aaron Bothner:

Great. Any questions for Kisha on enrollment? Okay. Hearing none, and not hearing any concerns. That brings us to our placeholder launch for the rooftop ribbon cutting ceremony, which as we decided it was going to live there until we get the opportunity to have it, because I apparently too darkly said that it gave me hope at the last board meeting. But nonetheless, we'll keep it there. Kisha, did you have anything that you wanted to add for now?

Ellen Chen:

Nope. Just still hoping that January I'll have something and something changes. So I'm with you there with the hope.

Aaron Bothner:

Excellent. Excellent. All right, great. Thank you, Kisha. That wraps up the school operations update. So we'll move into the board governance section here. Again, several items that are on the docket for votes here, so appreciate particularly trustee members' attention through as we go through these and just everyone's patience while we take all of the votes. I know it's a bit tedious, but we need to make sure that we do it properly. So Jessica, have at it.

Jessica Boulet:

All right. The minutes section is unusually exciting this month. We have two minutes to approve. We have to reprove the October minutes and approve last month's minutes, both of which involve a little bit

of extra information. The October minutes are actually being reapproved because there were some changes that were intended to go through prior to our vote, but they did not. In the future, I will certainly be double checking on that before we hold that vote. But also I think this is a good opportunity to remind everyone that it is in fact everybody's responsibility to check the minutes. And there were several trustees marked as absent and/or voting, and votes when they were present or when they actually did not vote. So just a reminder for that, in particular. I really would appreciate and I think it's really important just in terms of our responsibilities as trustees. At the very minimum, go back through the minutes every month. Make sure you've done a quick review, and particularly pay attention to your own public record of being absent or present and voting or not voting on various things.

Jessica Boulet:

And for your personal committee, just do a double check. Make sure that you are comfortable with the minutes as they stand for your personal committee as well. And I would really appreciate that. Those updates were made to the minutes. I have now reviewed them again and I believe them to be accurate, and I would like to reapprove them in their current form. So I motion to reapprove the October minutes as updated for correctness.

Ellen Chen:

Thank you, Jessie. That was a great reminder for everyone. And in that note, I will second the minutes from October.

Jessica Boulet:

Thank you, Ellen. All right. Votes. Anuj?

Anuj Khatiwada:

Aye.

Jessica Boulet:

Constance?

Constance Barnes Watson:

Aye.

Jessica Boulet:

Aaron?

Aaron Bothner:

Aye.

Jessica Boulet:

Shanta?

Shanta Pressley:

Aye.

Jessica Boulet:

Ellen?

Ellen Chen:

Aye.

Jessica Boulet:

Khari?

Khari Shabazz:

Aye.

Jessica Boulet:

Michael?

Michael Dorrie:

Aye.

Jessica Boulet:

Tim?

Tim Bryan:

Aye.

Jessica Boulet:

Sophia?

Sophia Huda:

Aye.

Jessica Boulet:

All right, I think that's everyone. Is there anyone who objects or abstains? All right. Now the second minutes, our last month for November. We had a couple particularly legal parts of our discussion and votes last November, so we've been working on making sure all of those are updated, and also, particularly with regard to the Support Corp. votes, I took some time to make sure that all those details are outlined there in a transparent way both for the public and for ourselves. So anybody whoever at anytime needs a refresher for how that went, please do take a look.

Jessica Boulet:

One thing that I wanted to flag is that, having discussed with council about making sure that our minutes reflect what they need to for that particular set of votes. They have requested that... Let me check the wording on this. They have requested that we attach as an addendum, I think, which we will figure out how to do technologically, but attach the resolutions that they prepared for us just as additional

background knowledge or background information as part of the minutes, which I have reviewed and I believe to be fine. But I do want to flag it to everyone because in their current form they do say privileged attorney client. So if we vote to add them as an addendum to the public minutes, obviously we have waived that particular part of attorney-client privilege. I don't think that's a problem. But again, if anybody has concerns about that, we can take a little bit more time and conditionally approve the minutes without them and then just vote next month to add the addendum. Are there any questions about that?

Ellen Chen:

Yeah. Can you go more in detail what is wrong with having that in there?

Aaron Bothner:

Can I ask Ellen's question maybe a different way?

Jessica Boulet:

Sure.

Aaron Bothner:

The language from council about privileged and confidential, that's just boiler plate legal language that attorneys put on documents when sending them to their clients before releasing, right? So there's nothing particular to this document that has that. It's simply the resolution that we discussed at the November meeting. Ellen, I'm not sure if that's what you were getting at but that was my question.

Ellen Chen:

Yep. Much more eloquently put.

Jessica Boulet:

Yes. I believe that that memo... So to take this in pieces, yes. That is technically something that attorneys put on their communications to always be safe, so it's not necessarily a sign that this is particularly confidential, but it is our decision whether we want to disclose it. And having looked at it, I don't think that there's anything that should be an issue at all. I think it was all publicly discussed in last month's meeting in one form or another. It's just that this lays it out in a bit more detail. But to my eye, I didn't think there was anything that there would be any problem with sharing this specific document. But again, if we at all want to take our time on it then we'd certainly can, because that information just came into us this evening.

Aaron Bothner:

I would say for me, given what you've shared, and I appreciate the background and the diligence to get that teed up, I'm okay with it. And it might be better for us to vote, to get this done because, as we outlined at the last meeting, we've been trying to document this for a while. So I'm certainly okay with moving ahead with that and glad to share the resolutions as they are.

Jessica Boulet:

Okay. Does anybody else have any questions or concerns? I think, Melissa, are you signaling to me that it is on board, on track? That you've uploaded them to BoardOnTrack?

Melissa Alston:

No. Sorry. I was suggesting that we could also just approve it as the minutes, and then if we wanted to make a folder in the public portal of BoardOnTrack to allow those documents to exist there, we could do that.

Jessica Boulet:

Excellent. Okay. Thank you. We'll plan to do that for the moment and see if there's any other things we want to do. But certainly we'll make it public. And if there are no other objections, then I would motion to approve the minutes from the November meeting alongside the proposed resolutions from council as background information.

Ellen Chen:

I will second that, and aye.

Jessica Boulet:

Thank you, Ellen. All right, Anuj?

Shanta Pressley:

Aye.

Jessica Boulet:

Aaron?

Aaron Bothner:

Aye.

Jessica Boulet:

Constance?

Constance Barnes Watson:

Aye.

Jessica Boulet:

Shanta?

Anuj Khatiwada:

Aye.

Jessica Boulet:

Khari?

Khari Shabazz:

Aye.

Jessica Boulet:

Michael?

Michael Dorrie:

Aye.

Jessica Boulet:

We can come back. Sophia?

Sophia Huda:

Aye.

Jessica Boulet:

That was a quick boomerang. Tim?

Tim Bryan:

Aye.

Jessica Boulet:

Oh, excellent. All right. And then I'm not sure if I said aye. Aye. All right. And that concludes the very exciting minutes section. A brief overview of how the governance committee went this month and our work on the board's strategic initiative. So like was mentioned earlier, I don't think there's any additional detail that needs to be added, but we discussed as a governance committee all the different policies that we would be putting under review and did some preliminary discussions about scheduling and how that would occur. And that's going to be finalized at our coming meeting. And then the... Oh, and what's on our agenda for early next year is making sure that we can have a board professional development day like we had last year that everybody enjoyed. And I think certainly it would be a great opportunity for those of us who were there last year to deepen and refresh our knowledge, and those of us who have joined since then to also benefit from PD.

Jessica Boulet:

And especially now, since Lighthouse played a big role in that PD day last year, I think we're all due for some updates regardless. And then something I would like to add to that, and I don't know if it will be... We still have to figure out whether we want to include an open meeting law review in the professional development day or do it separately, but I think, given just how complicated open meeting law can seem, it's important for all of us to stay refreshed on it annually. So I think we'll be introducing that into our schedule and that may be coming up very soon. So keep an eye...

PART 3 OF 4 ENDS [01:36:04]

Jessica Boulet:

That may be coming up very soon so keep an eye out for scheduling emails and more details on that. Possibly, I'm thinking, for the end of February, but if anybody foresees any large issues with like, I won't be available for the entire month of February, let me know. We should know about that now. Then,

finally for the Board Strategic Initiatives, I think, we've continued with coordinating between all of the committee members on the Governance Committee who have responsibilities with bringing forward the strategic initiatives. We've continued those conversations and they've been really beneficial and, I think, helping with that coordinating aspect. Again, anybody who wants to be involved in that, I would encourage you. You can drop in on the Governance Committee meetings every month.

Jessica Boulet:

There's lots of fun action happening in the background there. What we've discussed so far is that I think we'll give a fulsome update on those plans on a quarterly basis to the full board at these meetings, just to make sure that everyone's apprised. This is sort of, I guess, the end of the quarter, but the first one will be probably at the March meeting where we'll go into a little bit more detail about that. Just to preview that all for you.

Jessica Boulet:

Some other upcoming work on the Governance Committee is the school leader succession plan, which needs to be approved by ... I'm not remembering the date. Is it February 1st, Melissa? I think we'll need to approve it as a board in our January meeting. Then, Melissa can submit. But that's just to review. Update is necessary and make sure we're happy with it for this year. That's an annual thing.

Jessica Boulet:

Then, the Executive Director evaluation tool, we will need to develop in anticipation of having an Executive Director. That will be a conversation upcoming in the new year. I don't know, Erin, if you have anything you want to add on the Executive Director or School Leader succession plan bits, otherwise I'll hand it over to you for the vote barring any questions. I think I just covered a lot.

Anuj Khatiwada:

For some of that stuff ... Sorry, Aaron.

Aaron Bothner:

Go ahead, Anuj. No, no, go ahead.

Anuj Khatiwada:

For some of that stuff, Dan, like for creating an Executive Director rubric, would we be working with you guys to figure that out? I mean, I don't know if any of us have the experience that Dan does in that situation. You're on mute, Dan.

Daniel Pasek:

Yes, 100% Anuj, in the month of February, you should expect to work on that with us, but we have all sorts of folks and we will be helping you with that.

Anuj Khatiwada:

Awesome, thank you.

Aaron Bothner:

Good question, Anuj. The only add I have is that the succession plan just for background is a new thing. It's a smart thing to do. Anyway, it is a new requirement from our authorizer, from the DOE, effective last year. For those of you who weren't with us last year. Every year, I think it's February 1st, it has to get uploaded into the system in which we communicate our standard. Or it's a repository for our standard documents for the authorizers so they have them on file. That is the background. Otherwise, Jessica, thank you for taking us through all of the intricacies of that. I think we're set to vote on the items that we need to there. Then, we'll back up again with my part of this, starting with the LHA Service Extension.

Anuj Khatiwada:

Do we have another vote before the Service Extension?

Jessica Boulet:

Sorry, what were you referring to, Aaron?

Aaron Bothner:

Sorry, I thought you said that you needed a vote for something.

Jessica Boulet:

Oh, no. I was handing it over to you for the voting portion of the governance update.

Aaron Bothner:

I see. Got it. My mistake. Let me jump back to the agenda, then, so I can take us to this next part. Great.

Aaron Bothner:

Three votes that we need to run through here. I'm going to do each one of these individually. The first is a discussion of LHA Service Extension. I spoke with Kurt and Melissa in LHA around exactly where we are in the transition at this point, now that we are nearing, I think, a pretty pivotal point of the transition at the end of December here where a lot of the services LHA was previously handling will go live with Matt taking over for directly. Throughout those conversations over the past month, I identified some select areas where I think Kurt, Melissa, myself, and Anuj was a part of this conversation as well, felt that it made sense to extend LHA's services with us for two months.

Aaron Bothner:

I have worked with Sarah over the past week, so she could work with her team and I could work with our leadership team here on exactly what that would look like. I think we're in good shape for that so what I want to do is give an overview to that today to the board and want a vote on the authorization of the funds for that, and for me to go ahead and sign that. All it is is an extension of service in three areas. Those areas are one, the completion of the gym and getting the CFO taken care of on the rooftop.

Aaron Bothner:

The second area is an extension of on a consultant basis for Melissa, an extension of some of the HR services that that Lighthouse has provided thus far. As we mentioned, we did get the Tri-Net contract executed, which is great news. There's a longer transition that needs to happen when you're making a transition of that magnitude and so I think the additional runway would be really beneficial to Melissa to see that all the way through.

Aaron Bothner:

The last piece, the third bucket that would be contemplated with this extension is a similar arrangement where Kurt would be using Lighthouse to serve as academic consultants, as we work to ensure a seamless transition for students. I think this is really about identifying exactly where we might want a little bit more support to just make sure the transition is as seamless as we needed to be for first, for our various stakeholders.

Aaron Bothner:

And so that is where we are today. I wouldn't be here if I hadn't already spoken with Melissa and Kurt about it. I think that they are all set with that. I mentioned, those services would be extended January and February so they've run to the end of February. The total addition to the contract for the services would be 20,000. That's for both months. 20,000 total for both months. I would strongly recommend that we vote to approve that. I think it gives Kurt and Melissa some added support here as again, they continue to build out their processes and systems and get their selves acclimated to those in the coming months. Let me let Melissa and Kurt either just share hopefully their endorsement or anything else they want to add to that before we entertain any questions.

Kurt Davidson:

Nothing to add for me. In agreement there.

Aaron Bothner:

Thanks, Kurt.

Melissa Alston:

Same. Nothing to add, and I agree. Thank you.

Aaron Bothner:

Anuj, I unintentionally left you off that.

Anuj Khatiwada:

Unintentionally?

Aaron Bothner:

Let's talk about that offline.

Anuj Khatiwada:

No, I agree. I think this is the support that, after speaking with Melissa and Kurt, this is kind of what, we took their, what we thought or what they said they needed and went to Lighthouse with that. I think this is the right supports that we need to put in front of them as we go through this transition.

Aaron Bothner:

Okay, great.

Shanta Pressley:

I know I have a question, right?

Ellen Chen:

Same here.

Shanta Pressley:

Ellen, you go first.

Ellen Chen:

All right. Obviously, I am full support of this, but do we know the breakdown of how much each of them will cost? I ask this because if we were to need to extend, say, support for Kurt on the academic side, do we know how we will be billed?

Aaron Bothner:

Yeah, that's a good question, Ellen. I think the answer is not yet. I think what part of this is giving more time so that we can have a more informed answer to that, which is where the two months came from here.

Shanta Pressley:

My question is more of around the expectation. For these two months, I know from an academic perspective, it will be Corinne. From, I guess, an HR perspective, Jerry. What was the third?

Aaron Bothner:

The third bucket is the rooftop. Those are the historical point people for that. I think we left it a little broader than that, just for practicality purposes, but that's ...

Shanta Pressley:

Would there be, I guess, an expectation over these two months? Or is it just if we have a question we will go to them? I'm just trying to figure out.

Aaron Bothner:

Yeah, I hear you. I see what you're asking. It's a consultant based service with a maximum of hours for each area. It's four hours for each area for the HR piece and also for the academic piece. It's really at Kurt and Melissa's discretion to use this in the manner that they need best for their teams.

Shanta Pressley:

Perfect. Now, from Kurt and Melissa, I understand. But from the rooftop standpoint, let's say we're at the end of February and the rooftop is still not complete. What [inaudible 01:47:35] action plan, then?

Aaron Bothner:

That is a used best efforts to complete. That's actually not, I should have made that distinction upfront. That bucket is not an hourly per week. That is a use best efforts to complete that. That language just reflects that the final sign off of the CEO is not in our control. As you know, we've had a long timeline just to get the fire department out for inspections, as well as other city entities. There's an enormous

backlog from COVID that everyone's trying to work through. There are some open items around that just need approval.

Aaron Bothner:

Hopefully, Shanta, that is resolved long before the end of February, but I have spoken with Melissa, and Lighthouse as well, on what we should do over those two months to ensure that the school is in the process of transitioning, anyway. What I mean by that is Melissa's going to identify a point person on her team that will be a part of all that correspondence going forward for folks not working directly in this day to day. A lot of that is relationship driven because when you go through projects like this, you have your inspectors that you're given with the city. They are assigned on a per project basis, that kind of thing. So, a lot of those relationships are with Lighthouse personnel right now.

Aaron Bothner:

We agreed that going forward, someone from Melissa's team will be a part of that. In the event that we get to those end of two months, I don't know exactly what it'll look like, we'll have to address the situation then. But we're laying the groundwork on our side to ensure that we have the relationships there anyway, which we want to do because in the future there will inevitably be issues that pop up. That's just what happens when you own a building, and so it's good for Melissa's team to have those relationships in place, anyway. That was part of the thinking on that service extension, as well.

Ellen Chen:

Quick question. It seems like that 20 grand is based off of hours, right?

Aaron Bothner:

It's a mixed bag because you have the hour requirements and you also have that broader facility bucket for the rooftop.

Ellen Chen:

Outside the rooftop, can you remind me how many hours in total for both HR and Corinne?

Aaron Bothner:

Eight hours a wee so you're talking roughly 64 hours.

Ellen Chen:

I'm just curious about how you guys reached 20 grand from that.

Aaron Bothner:

I think doing ad hoc consultant work like this can often run you in that hourly rate depending on how you allocate. It works out to around two to two 15 hour, I think, if I did my math right there. I think, on an ad hoc basis, that makes a lot of sense. I think it really, in addition to that, if we were to go another direction here, whatever it would be, we'd spend more time and dollars onboarding a new consultant than we'll be wrapped up in that.

Ellen Chen:

From the sound of that, am I correct to assume that both the HR and academic hours are prorated the same?

Aaron Bothner:

What do you mean> when you say prorated, you mean each has four hours per week?

Ellen Chen:

Yeah.

Aaron Bothner:

Oh, yes. Correct. Yes, each is just four hours per week.

Jessica Boulet:

Can I ask, as we're coming up on a vote on this, is there a document associated with this? Or what is the nature of the vote?

Aaron Bothner:

The vote would be, there's an amendment to the transition agreement that is mostly preamble, and then just says that exactly what I just laid out, that those individual services are on average of four hours per week, the facilities will use Best Efforts to complete the gym by the end of February, and the total for those two months is \$20,000. The vote would be to authorize me to sign that or complete that with the guidance of Council.

Ellen Chen:

I will second that I am very curious about how they itemize all three of those services. I mean, obviously we need them right now. I'm just curious about the ...

Anuj Khatiwada:

I agree that I'm curious too, but I don't think we're in a position to negotiate, to be completely honest, because we know that we need to put the supports in front of Kurt and Melissa. I think this is, I would hope, this is kind of a good faith agreement on both sides. They're agreeing to extend to help us get through and move forward and be the school that we want to be. With that in mind, I guess, I don't have a problem with not figuring out every single detail or not having every single detail right this second.

Kurt Davidson:

Anuj, obviously, I definitely hear what Ellen's bringing up. But one thing I did want you to know, I've already had a lengthy conversation with Corrine around the scope of the work, and we have a really solid relationship in place. She knows the school in depth so I'm really confident and we've already talked about this is going to be a situation where she is here to support us as a stop gap. Given the changes that are going on, multifaceted, we've already been discussing some things like setting some, I don't want to say, ground rules. That's the wrong way to put it. But really putting it out there as to what the relationship is going to work like with Corinne and myself. I'm really confident that we're going to be in a solid place with that. That work's already been started and she's been very, very helpful in the past couple of weeks from my perspective.

Ellen Chen:

Thank you, Kurt. I have full faith in you and Corinne.

Kurt Davidson:

Ellen had a mic drop.

Ellen Chen:

Are we now here up for a vote, Aaron?

Aaron Bothner:

Yes, correct.

Ellen Chen:

I will second that.

Aaron Bothner:

Those who vote would be to authorize me to sound ... or I'm sorry, to authorize me to sign the agreement that was drafted with Council, with Sarah to extend the services at the price and within the scope that was described here today.

Ellen Chen:

I second, and aye from Ellen.

Aaron Bothner:

Thanks, Ellen. Jessica?

Jessica Boulet:

Aye.

Aaron Bothner:

Anuj?

Anuj Khatiwada:

Aye.

Aaron Bothner:

Shanta?

Shanta Pressley:

Aye.

Aaron Bothner:

Constance?

Constance Barnes Watson:

Aye.

Aaron Bothner:

Khari?

Khari Shabazz:

Aye.

Aaron Bothner:

Michael?

Michael Dorrie:

Aye.

Aaron Bothner:

Tim?

Tim Bryan:

Aye.

Aaron Bothner:

Sophia?

Sophia Huda:

Aye.

Aaron Bothner:

I am aye as well. Did I miss anybody? Any abstentions? Any objections? Okay, great. I will go ahead and ensure that's finalized. Thank you, everybody for your consideration on that.

Aaron Bothner:

The next two votes, we'll close this out of the governance section here. The first is a vote to formally appoint Kurt Davidson as the interim head of the school, that is, until further discussion or until an ED would be appointed, at which point we would make a determination there. Or until a principal will be hired for the CPA. Are there any questions on that before I formally propose that again? Great.

Aaron Bothner:

A formal motion to appoint Kurt Davidson as interim head of the school for the foreseeable future until determined otherwise, or until there's a replacement principal for the CPA.

Jessica Boulet:

I second.

Ellen Chen:

I want-

Anuj Khatiwada:

Beat you, Ellen. Aye.

Aaron Bothner:

Yes, [crosstalk 00:21:26].

Ellen Chen:

An aye for me, Jessica.

Aaron Bothner:

Aye? Okay, great. Thank you. Anuj?

Anuj Khatiwada:

I beat Ellen, but aye.

Aaron Bothner:

All right, Shanta?

Shanta Pressley:

Aye.

Aaron Bothner:

Constance?

Constance Barnes Watson:

Aye.

Aaron Bothner:

Ellen.

Ellen Chen:

Aye.

Aaron Bothner:

Khari?

Khari Shabazz:

Aye.

Aaron Bothner:

Michael?

Michael Dorrie:

Aye.

Aaron Bothner:

Tim?

Tim Bryan:

Aye.

Aaron Bothner:

Sophia?

Sophia Huda:

Aye.

Aaron Bothner:

I am an aye as well. Did I miss anybody? Are there any objections? Are there any abstentions?

Aaron Bothner:

Okay, great. Thank you. The last piece here is a way to formalize Melissa's role with the school in the interim here. The reason that this is in front of us here is, as we all know or as we all reviewed before we submitted the formal approval ... oh, I'm sorry, the formal request to authorize her back in November, there is a new org chart. That is contemplated in that org chart, that has a Director. Or I think Managing Director is the proposed title change that we're going to talk about here. Contemplate ended in it with the considerable change that we've undergone throughout this year, as we move into the second phase of the year, and the second phase of our transition away from LHA, we thought it was prudent to have the board codify that before that structure actually formerly takes effect, which will be as of July 1st.

Aaron Bothner:

The vote for today is just simply that Melissa Alston's title would be changed to Managing Director of Operations. She would, for the time being, report directly to the board. When the ED is hired and formally in that position, as of July 1, then she would report directly to the ED as indicated in the org chart. Any questions about what I just walked through?

Jessica Boulet:

I have a question. Since it involves the reporting structure and leadership structure of the school, does this require a submission to or an official notification to the authorizer and is that separate? Just for a background knowledge.

Aaron Bothner:

Dan's going to tell me if I get this wrong here, but the short answer is no. The submission to the authorizer is only when you are inserting a layer between the board and your senior administrative

leadership at the school. This is really a way to, I think, formalize what the structure is going to be in practice for the next six months until this new structure that we're moving towards kicks in. Does that make sense?

Jessica Boulet:

Thank you.

Aaron Bothner:

I'm not hearing any further question here. Making a motion or proposing that we vote here to change Melissa Austin's title to Managing Director of Operations and have her formally reporting to the Board of Directors until the new structure would take place as of July 1st, 2021. Do I have a second for that?

Jessica Boulet:

Second.

Aaron Bothner:

Your vote?

Jessica Boulet:

Aye.

Aaron Bothner:

Thank you. Anuj?

Anuj Khatiwada:

Aye.

Aaron Bothner:

Constance?

Constance Barnes Watson:

Aye.

Aaron Bothner:

Shanta?

Shanta Pressley:

Aye.

Aaron Bothner:

Ellen.

Ellen Chen:

Aye.

Aaron Bothner:

Khari?

Khari Shabazz:

Aye.

Aaron Bothner:

Michael?

Michael Dorrie:

Aye.

Aaron Bothner:

Tim?

Tim Bryan:

Aye.

Aaron Bothner:

Sophia?

Sophia Huda:

Aye.

Aaron Bothner:

I'm an aye as well. Did I miss anybody? Any objections? Any abstentions? Great. Congratulations to Kurt and Melissa on your interim and new titles here. Board looks forward to working with you closely in the coming months as we, like I said, as we go through the next phase of our transition this school year. A very sincere thanks to you both for the long hours and all the investment you've put in on behalf of our students. That, I believe, brings us to the end of the governance section. Did I miss anything, Jessica?

Jessica Boulet:

Not that I know of.

Aaron Bothner:

Okay, great. That is the last item on the agenda before we would move into executive session. We'll be making a motion to do that shortly here. For those who are not joining and are going to move on with their evenings, we'll be back in public here to close out the meeting after executive session. I do want to thank everybody for a very long 2020. I know it's only in the middle of the school year for school-based personnel, but it is, I think given the enormous pressure that everyone was under for the last nine months, living in the time of COVID, and also the immense amount of work that has gone into

restructuring our organization as we look forward to, I think, a brighter tomorrow for our students and our next phase, this has been a tremendous lift on everyone's behalf.

Aaron Bothner:

I know there's a lot of moving pieces and a lot to get your mind around for everybody in their respective roles so I just want to thank everybody here for all their efforts in that direction. I'm excited for 2021. I'm excited for that rooftop celebration and sincerely appreciate having a group of people this dedicated to work alongside in serving our students.

Aaron Bothner:

I wish everyone a sincere happy holidays, and look forward to seeing everybody again in the new year. Thank you so much. Otherwise, we're going to go into exec session exactly as we always do. I think, Ellen, thankfully has already circulated the exact Zoom. That should be in Board of Trustees' inboxes. Contact Ellen if you don't have that or if you need her to refresh that for you. Otherwise, it is 8:28 right now so let's try and be into exec session by, I'll give us five minutes here, so by 8:33.

Aaron Bothner:

I will motion to move into executive session for the purpose of discussing matters related to the dismissal of our former school administrator.

Ellen Chen:

I second and aye for Ellen.

Aaron Bothner:

Thank you, Ellen. Jessica?

Jessica Boulet:

Aye.

Aaron Bothner:

Constance?

Constance Barnes Watson:

Aye.

Aaron Bothner:

Anuj?

Anuj Khatiwada:

Aye.

Aaron Bothner:

Shanta?

This transcript was exported on Jan 16, 2021 - view latest version [here](#).

Shanta Pressley:

Aye.

Aaron Bothner:

Ellen?

Ellen Chen:

Aye.

Aaron Bothner:

Khari?

Khari Shabazz:

Aye.

Aaron Bothner:

Did I miss any trustee members? Any objections? Any extensions?

Aaron Bothner:

Okay, great. I will speak with the trustee members in exec session. If you're not joining us, thank you so much and have a wonderful evening.

Anuj Khatiwada:

Happy holidays, everybody.

Jessica Boulet:

Happy holidays. Thank you everyone.

PART 4 OF 4 ENDS [02:05:59]