

**Meeting of the Board of Trustees of
Young Scholars Charter School (“YSCS”)
January 24, 2017**

The meeting was convened on January 24, 2017 at 3:30 PM at Young Scholars Charter School. This Board of Trustees meeting was held in accordance with Public Meeting Law i/a/w/ Section 4 of the Sunshine Act. Attending in person or by phone were Trustees Jim Egan, Kevin Kan, Tom Rebar, Dana Dwirantwi, Courtney Disston, Sanjeev Midha, Winston Churchill, and Board Chair Wayne Weisman. In addition to the Trustees, the meeting included guests from Young Scholars Melissa Campbell, John Amenda, Lauren Marlowe, and 8th grade students Kaleis Henry and Tori Summers prospective Board Member Chuck Freyer; Ellyn Saft; and Kevin Corcoran from Charter Choices.

The meeting began with a welcome from Board Chair Wayne Weisman and a review of the meeting’s agenda.

The Board considered approval of the December 7, 2016 Board meeting minutes. The motion, made by Mr. Egan and seconded by Mr. Churchill was unanimously approved as follows:

RESOLVED, that the minutes of the December 7, 2016 meeting of this Board, as presented to the members of the Board in advance of today's meeting, are hereby adopted as presented.

Mr. Weisman then addressed several issues relating to Board composition. He expressed his sincere thanks for the support that the Board had given him over his years as Chairman, but stated that he thought it was time for a new Chairman, and that he desired to stay active on the Board in the role of Vice Chairman, after initially resigning in accord with the YSCS bylaws. He noted the resignation of Carmon Harvey, due to time constraints occasioned by her marriage and successful career, and asked that a Letter of Appreciation be prepared and sent to her in recognition of her extraordinary contributions to the Board as a whole and the Governance Committee of it. He recommended the election to the Board and appointment to the Governance Committee of Charles Freyer, General Counsel at SCP Partners. In accordance with Board bylaws regarding attendance, Mr. Weisman had requested a letter of resignation from Mr. Motley due to his inactivity. He reported that he had had no response from Mr. Motley, and reluctantly noted that, under these circumstances, the bylaws call for the member to be excused at the next meeting. On motion made by Mr. Churchill and seconded by Mr. Rebar, Mr. Kan and Mr. Weisman, respectively, the following resolutions were unanimously adopted:

RESOLVED, that this Board accepts the resignation of its Chairman Wayne B. Weisman, with sincere appreciation for his outstanding leadership in that capacity, and reelects him as a Trustee of this Corporation to serve in the capacity of Vice-Chairman of the Board;

RESOLVED, that this Board accepts the resignation of Ms. Carmon Harvey with grateful appreciation for her service, and excuses Mr. Al Motley from the Board due to his inactive status; and

RESOLVED, *that this Board elects Winston J. Churchill, formerly chairman of YSCS, to assume the role of Chairman of the Board and Co-Chairman of its Development Committee; and elects Charles C. Freyer, also a former member of this Board to rejoin it and assume the role of Secretary of this Board.*

Mr. Churchill then assumed the chairmanship of the meeting, and designated the following Board members to serve until they resign or are replaced as the Board Executive Committee with the power in the place and stead of this Board and between regular meetings of it, to take all actions that could be taken by this Board at a regularly scheduled meeting, pending ratification and approval by the Board in accordance with the Sunshine Act: Board Chairman, Vice-Chairman, Secretary and Treasurer.

He also designated the composition of the other committees of the Board as follows, taking into account the recent resignations from and elections to the Board:

- **Finance:** T. Rebar, W. Weisman and J. Egan
- **School Performance:** S. Midha, M. Spector and K. Kan
- **Governance:** C. Freyer and W. Weisman
- **Development:** W. Churchill and C. Disston

Mr. Churchill then introduced Ms. Ellyn Saft to report on her initial evaluation of development prospects for YSCS, based on her review of procedures and discussions with various stakeholders over the prior 6 weeks. Ms. Saft expressed confidence in the "case" that can be made for YSCS with individual and institutional donors, and made some initial suggestions as to the methods to be used in approaching them.

School Director Ms. Melissa Campbell was asked to introduce the 8th grade students attending the meeting, and they were asked to tell the Board about their recent acceptance to top notch independent schools, and how the mentoring and support provided to them by the YSCS staff had been instrumental in helping them secure their acceptances. Both Ms. Tori Summers, who has been accepted to Agnes Irwin School, and Ms. Kaleis Henry, who has been accepted to The Shipley School, attributed their knowledge about these schools and critical assistance in preparing for their admission interviews to Mr. Tucker and Mr. "E"'s mentoring program and guidance counseling.

The Board congratulated the students and Ms. Campbell and Mr. Amenda for their accomplishments and the enhanced emphasis at YSCS on student life and emotional support. It was noted that YSCS should continue to grow and support the existing mentoring program, and place more emphasis on collecting success stories like those of Ms. Henry and Ms. Summers for development purposes.

Mr. Amenda then reviewed a number of school performance measures, solicited Board comment on them and answered questions from Board members relating thereto. In reviewing the Dashboard, he noted the differences between 'absolute achievement' and 'academic growth', noting that while many new YSCS students perform below grade level, they demonstrate very

significant academic growth in fairly short order. YSCS is #4 in its peer group in absolute achievement, but #1 in academic growth. Both are key in maintaining the loyalty of the families of our students who are our best advocates in generating new students year after year. Pennsylvania is moving toward according more importance to growth and career readiness, but absolute achievement remains the primary measure of a school's success and that requires an emphasis on PSSA preparedness.

Mr. Amenda then reviewed in a preliminary fashion the new Strategic Plan that will be discussed at an upcoming Board meeting. Mr. Egan noted the importance of including some foreign language training in the curriculum, particularly when seeking better high school admissions. Ms. Saft then noted raising money with specific asks related to specific programs, like a language course--identifying donors whose interests align well with each program. Mr. Churchill also noted the success The Gesu School has had with "Support a Student" initiatives.

Finally, Mr. Amenda suggested an updating of the YSCS mission statement, to appeal more broadly to the region and demands for future readiness. This will be discussed more at the next meeting, but board members were invited to submit their thoughts on the topic to Mr. Amenda in the interim.

Ms. Saft spoke at more length at this point in the meeting, emphasizing the need to both "broaden and raise the tent": seek challenge grants, match funding, multi-year funding commitments and identify funding for programs in addition to the annual fund. She also suggested changing the development 'year' to a calendar year to better align with donor tax timing. The subject of YSCS's eligibility for EITC and OSTC money was raised; it was reported that a foundation was being formed and that it would then apply for EITC dollars in accordance with Harrisburg's schedule. The YSCS high school mentoring support program should qualify the Foundation for this funding.

Mr. Kevin Corcoran from Charter Choices made brief remarks on the financial condition of the school. He reported on the results of the audit, and requested comments from the Board on the audit report that would be circulated to them shortly after the meeting. They were happy to report that there were no findings in the report and that YSCS' internal controls were deemed adequate. YSCS reported a small loss due to mid-year changes in Harrisburg's funding levels; it was also noted that the school had failed to meet its development target last year but was currently on track for this year.

Mr. Churchill then moved on to committee updates.

School performance noted that the enrollment continues to exceed our cap, and the positive results in our city wide ranking.

Development noted that we will only achieve the projected year-end fund balance if we are able to raise another \$100,000 this Spring, because we have minimal cash reserves and continue to be at the mercy of Harrisburg's changing funding formulas.

Governance is working on identifying prospects for new Board members.

It was also reported that YSCS parents surveyed were generally very happy with their children's academic progress at YSCS, and with the school's teachers, although they did want to see the school expand its extra-curricular offerings. Mr. Amenda was asked about teacher retention in light of the prospect for very limited salary increases next year. He said it could be challenging, but that the school intended to finalize its budget for 2017-18 shortly for Board consideration and then try to secure teacher commitments for next year as soon thereafter as possible. He is also working to expand the existing teacher pipeline, in part through teacher residency programs.

Mr. Churchill then opened the floor for public comment. There was no public comment. No Board member requested an Executive session and the meeting was adjourned at 5:20PM.

Respectfully submitted,

Charles C. Freyer, Secretary