

APPROVED



ONE CITY
SCHOOLS

One City Schools

Minutes

One City Regular Board Meeting

Date and Time

Tuesday February 22, 2022 at 4:00 PM

Location

We will meet virtually this month.

Join the February 22, 2022 Board Meeting via Zoom

at <https://onecityschools.zoom.us/j/96414211790>

Meeting ID: 964 1421 1790

Topic: One City Regular Board Meetings

Time: February 22, 2022 04:00 PM Central Time (US and Canada)

One tap mobile

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Directors Present

C. Gaines (remote), D. Aguayo (remote), D. Ledesma, PhD (remote), G. Derzon (remote), J. Krupp (remote), N. Wray (remote), S. Martyniak (remote), S. Stroman (remote), T. Jaeckle (remote), T. Pedracine (remote), W. Akhtar (remote)

Directors Absent

C. Zdeblick, G. Ladson-Billings, S. Klug

Guests Present

D. Davis (remote), F. D'Abell (remote), G. Wiseman (remote), M. Ruffin (remote), X. Zupan (remote)

I. Opening Items

A. Record Attendance and Welcome Board Members

B. Call the Meeting to Order

N. Wray called a meeting of the board of directors of One City Schools to order on Tuesday Feb 22, 2022 at 4:10 PM.

C. Approve Minutes from January 25, 2022 Regular Board Meeting

T. Jaeckle made a motion to approve the minutes from the January 25, 2022 regular board meeting.

G. Derzon seconded the motion.

The board **VOTED** unanimously to approve the motion.

T. Jaeckle made a motion to approve the minutes from One City Regular Board Meeting on 01-25-22.

G. Derzon seconded the motion.

The board **VOTED** to approve the motion.

II. Welcome Captain Mike Hanson

A. Potential Board Member Mike Hanson

N. Wray introduced Mike Hanson. M. Hanson is Captain of the South District.

K. Caire stated that he began speaking with M. Hanson about how to address preparing young people for life after high school over a year ago and thanked M. Hanson for being prepared to join the team.

M. Hanson said that he worked with N. Wray at MPD, graduated high school with T. Jaeckle and played basketball with K. Caire when they were young.

T. Jaeckle made a motion to accept the appointment of M. Hanson to the One City Board of Directors.

J. Krupp seconded the motion.

The board **VOTED** to approve the motion.

III. Guest Presentation by Brianna Stuczynski from Board on Track

A. Overview of Board on Track

Brianna Stuczynski, Strategic Governance Coach with Board on Track provided an overview of some of the most useful and helpful functions available through Board on Track, including:

- How to create goals and tasks and track progress
- How to update profiles, add contact information, manage notifications, file skills & complete a 90 second demographics survey
- Integrating calendar resources
- How to contact Board on Track with questions

Ms. Stuczynski reminded Board members that she can answer any questions via email (brianna@boardontrack.com) or chat in the Board on Track platform (available between 9:00AM and 5:00PM EST).

IV. Finance Committee: Discussion and Actions

A. Review and Approve One City's December 2021 and January 2022 Financial Reports

T. Jaeckle reviewed the monthly financials and explained that L. Lange is developing a cash flow analysis for reference during future meetings.

T. Jaeckle highlighted that we're at \$562,000 in expenses - in line with what we've seen so far this school year.

T. Jaeckle reviewed the year-to-date summary for July-January. Donations were down for January which is normal following the holiday giving cycle.

The biggest change for January was the program revenue which includes the charter school payments based on pupil counts at different checkpoints during the year.

OCS will be down about \$600,000 for the whole school year because we budgeted to have more students enrolled than we currently have. That hit is offset by operating expenses. We are currently \$572,000 under budget for expenses because we took the lower enrollment count into consideration.

G. Derzon asked for a breakdown between operations and capital campaign fundraising
G. Wiseman and L. Lange will follow up with fundraising spreadsheets and cash flow analysis.

D. Ledesma, PhD made a motion to accept the January 2022 financial report.

S. Stroman seconded the motion.

The board **VOTED** unanimously to approve the motion.

V. Highlights of a One City Classroom

A. Highlights of a One City Classroom - Grade 1 - Sophie Diers

Grade 1 teacher Sophie Diers shared photos and videos of one of the 1st grade classroom.

VI. One City Entities Resolutions

A. One City Schools, Inc. Resolutions

V. Ramakrishnan explained that our NMTC lender, Old National Bank, requested that we establish One City Broadway as an incorporation rather than an LLC.

One City Schools and One City Broadway will share a Board of Directors and One City Broadway will hold funds which, according to attorney Hamang Patel, is good legal practice.

There is a 1% interest rate on the loan and the value of the loan is \$5.2M. At the end of the 7-year period, the loan will be forgiven. Closing on the loan is scheduled for March 2, 2022.

J. Krupp made a motion to approve resolutions as summarized: One City Schools, Inc. Resolutions: The following resolutions authorize various actions being taken by One City Schools, Inc. for the upcoming New Markets Tax Credit transaction. These actions include the approval of the incorporation of One City Broadway, Inc., the entrance of One City Schools, Inc. into various agreements related to the transaction, and the approval of One City Schools Foundation, Inc.'s amended and restated bylaws.

S. Martyniak seconded the motion.

The board **VOTED** unanimously to approve the motion.

J. Krupp made a motion to approve One City Broadway, Inc. Resolutions: These resolutions approve the organization of One City Broadway, Inc. and various actions to be taken by One City Broadway, Inc. for the upcoming New Markets Tax Credit transaction, including One City Broadway, Inc. entering in a loan agreement to obtain the funds needed to construct and rehabilitate the new school building.

T. Jaeckle seconded the motion.

The board **VOTED** unanimously to approve the motion.

VII. CEO Update and Organizational Report

A. One City Student Enrollment Update for the 2021-22 School Year / Marketing Plan for 2022-24 School Year Enrollment

M. Ruffin provided a brief update on current enrollment:

44 students at the preschool (2K-3K) and
223 at the elementary school (4K-4th grade).

Open enrollment begins March 1st, 2022 – March 18th, 2022 for grades 4K-4th. We expect a total of 590 students to be enrolled for 2022-23 school year: 326 students in Elementary (4K-5th grades) and 264 students in OCPA (6th, 9th, 10th grades).

K. Caire added that OCS is promoting enrollment on social media. We have partnered with the Creative Company to shoot a promotional video for our secondary school. Thanks to OCS Finance Committee member T. Holmquist for facilitating the use of Edgewood High School for the video.

T. Jaeckle reminded everyone that if we don't fill seats, enrollment won't end.

M. Ruffin replied that we will cap enrollment on October 31st if we don't fill seats sooner than that.

B. Secondary School Planning Updates

D. Davis reported that Edfest 2022 took place on February 12 and went very smoothly. One City led the organization of this event for the public to learn more about school options available in Dane County. 14 other schools participated this year.

OCPA open houses are happening in March.

Secondary school development team members are coming through the interview process.

UW System President Tommy Thompson will be at the elementary school to sign the OCPA charter school contract tomorrow (2/23/22) from 1:45-2:45. Board members are welcome to join.

OCS staff has plans for 3-5 elementary school principal candidates to spend a day on campus in order to ensure there is a good fit.

T. Pedracine asked if parents will be involved in the elementary school interviews. M. Ruffin assured everyone that parents will continue to be invited to participate in interviews.

C. Fundraising and Facility Updates and Capital Campaign Plan

K. Caire reported that G. Derzon helped connect OCS to the Evjue Foundation and that we are being considered for a substantial donation.

K. Caire reported that a large mailing will be sent to current donors and supporters by the end of this week.

OCS will announce the \$850,000 gift from the Charter School Growth Fund tomorrow.

K. Caire let board members know that we have held off on hiring a Marketing Specialist to ensure that we are covering operating expenses.

VIII. Other Business

A. Other Business/Closed Session

J. Krupp made a motion to for the Board to adjourn into closed session pursuant to Wisconsin State Statutes 19.85(1)(f) and (g) for the purpose of conferring with the Board's legal counsel, who is rendering oral or written advice concerning strategy to be adopted by the Board with respect to an employee complaint.

T. Jaeckle seconded the motion.

The board **VOTED** unanimously to approve the motion.

IX. Closing Items

A. Adjourn Meeting

The meeting was adjourned from closed session as there was no matter requiring a vote and move to open session.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 6:45 PM.

Respectfully Submitted,

G. Wiseman

For more information, please contact Gail Wiseman, Vice President of External Relations at gwiseman@onecityschools.org or (608) 514-6119.