APPROVED

Springfield Prep

Minutes

Board Meeting

Date and Time
Wednesday October 28, 2020 at 5:45 PM

This meeting of the Springfield Prep Charter School Board was held via Zoom video conference on 10/28/2020 at 5:45 pm. The meeting was held virtually due to the COVID-19-related school closure during this time. Meeting notice was posted on the school's website (www.springfieldprep.org) on 10/23/20 at 12:50 pm.

Trustees Present
A. Grant (remote), A. Malone (remote), D. Morrin (remote), J. Rosewell (remote), K. Molina (remote), R. Leonard (remote), S. Fuller (remote)

Trustees Absent
S. Balogun, T. Walker

Trustees who arrived after the meeting opened
A. Malone

Ex Officio Members Present
B. Spirer (remote)

Guests Present
M. Wagner (remote), N. Abramowitz (remote)

I. Opening Items

A.

Record Attendance and Guests

B. Call the Meeting to Order

R. Leonard called a meeting of the board of trustees of Springfield Prep to order on Wednesday Oct 28, 2020 at 5:46 PM.

C. Approve September 30th Board Meeting Minutes

R. Leonard made a motion to approve the minutes from Board Meeting on 09-30-20.
J. Rosewell seconded the motion.
The board **VOTED** unanimously to approve the motion.

D. Public Comment, If Any

No members of the public present.

II. Consent Agenda

A. Monthly Financials

B. Greenhouse (recruiting software) Contract Renewal

C. Vote to Approve Consent Agenda items

S. Fuller made a motion to Approve the consent agenda items as proposed.
D. Morrin seconded the motion.
The board **VOTED** unanimously to approve the motion.

III. Diversity, Equity & Inclusion

A. Diversity, Equity & Inclusion Task Force

Doug discussed the interview with Karima at ForgedEd that he, Tricia, & Anne had as part of her DEI consulting work and Bill gave broader context about the support that ForgedEd is providing to the school. Doug reiterated that DEI work should permeate all aspects of Board work, but also that the agenda item each month is important to ensure we set aside time to discuss this work.

IV. Executive Director's Report

A. Executive Director's Report

Bill discussed his report regarding the current status of remote learning, academics, and attendance. He discussed the upcoming assessments and how they will inform our understanding of student progress. Meghan discussed the updates to the state budget and noted that the proposed budget confirms the budget the school has been planning for

and utilizing since the start of this school year. Bill discussed staffing changes and upcoming staffing needs. Bill also discussed the resignation of Justin Pistorius from the Board and expressed his, and the Board's, gratitude for his service to the school. Sally recognized Justin's contribution to the school and community, in particular through a data analysis training he hosted, and to the Board in general.

A. Malone arrived.

B. School Reopening Planning

Bill discussed the reopening memo, highlighting that given current health metrics, we are unlikely to open to in-person learning for one or more grade levels in the next several weeks. Bill asked the Board to approve bringing up to 10 students who are unable to access remote learning in to have teacher support on a voluntary basis. The Board discussed the positives and challenges of such a situation.

Bill proposed a motion to approve up to 10 students with unique learning or school engagement needs to learn on site under the condition that the cases per 100K in Springfield remain below 25.

A. Grant made a motion to approve up to 10 students with unique learning or school engagement needs to learn on-site under the condition that the cases per 100K in Springfield remain below 25.
J. Rosewell seconded the motion.
The board **VOTED** unanimously to approve the motion.

V. Building Project

A. Building Project Status Update

Bill discussed the status update memo, including potential changes to the gymnasium and the tenant space. He discussed the open session held for staff to discuss the outdoor spaces and playgrounds as well as interior wall decorations.

B. Blue Hub Loan Modification Vote

Bill discussed the vote regarding the modification of our loan type with Blue Hub Capital, per the proposed vote memo.
S. Fuller made a motion to approve the vote to modify the Blue Hub loan type as written in the proposed vote.
A. Malone seconded the motion.
The board **VOTED** unanimously to approve the motion.

C. Boston Private Bank Commitment Letter - Updated

Bill discussed the updated commitment letter from Boston Private Bank that reflects financing structure modifications due to the New Market Tax Credits the school received.

A. Malone made a motion to approve Bill to sign the updated commitment letter from Boston Private Bank.
S. Fuller seconded the motion.
The board **VOTED** unanimously to approve the motion.

D. QPD Engagement Contract - Phase II

Bill discussed the proposed scope change of QPD's work per the included contract.

S. Fuller made a motion to accept the engagement contract as presented.
K. Molina seconded the motion.
The board **VOTED** unanimously to approve the motion.

E. Appointment of Springfield Prep Realty Board Members

Bill discussed the resolution regarding the appointment of the Board of Directors of Springfield Prep Realty per the bylaws of that organization.

A. Malone made a motion to approve the resolution to appoint the members of the Board of Directors of Springfield Prep Realty as proposed.
D. Morrin seconded the motion.
The board **VOTED** unanimously to approve the motion.

F. Change Order Vote Process

Bill discussed the need for a procedure for approving change orders related to the Building Project and asked the Board to approve the process as presented. The Board discussed adding a cap relative to the change order cap in the project budget.
J. Rosewell made a motion to approve the change order approval process as written in the slides with the addition that the approvals are subject to the $850,000 change order cap outlined in the project budget.
K. Molina seconded the motion.
The board **VOTED** unanimously to approve the motion.

G. Request Letter to DESE related to Building Project

Bill discussed the drafted letter that formally requests for approval from the Commissioner of Elementary and Secondary Education and the Massachusetts Board of Elementary and Secondary Education to guarantee debt beyond the limitation of indebtedness under G.L. c. 71, §89(K)(6). This is necessary because the loan terms extend beyond the 5-year charter term.
S. Fuller made a motion to Authorize Bill to submit a letter to DESE for approval to guarantee debt beyond the limitation of indebtedness.

D. Morrin seconded the motion.
The board **VOTED** unanimously to approve the motion.

VI. Governance

A. Executive Director Annual Goals 2020-2021

Alex discussed Bill's goals for the organization and that there was a consensus on the Governance Committee that these are appropriate, ambitious, and aligned with the mission of the school.

A. Grant made a motion to approve the Executive Director's Organizational Goals as presented.
S. Fuller seconded the motion.
The board **VOTED** unanimously to approve the motion.

B. Executive Director Compensation

[Note: the minutes for this discussion were taken by A. Grant.] At 7:22 pm, Bill Spirer, Meaghan Wagner, and Nancy Abramowitz left the meeting. The Board turned to the subject of the Executive Director's compensation for 2020-21. A. Grant reviewed the Governance Sub-Committee's 2-1 recommendation for a 4% pay raise, which was endorsed by sub-committee members S. Fuller and R. Leonard. A. Grant explained that he favored a 3% pay raise to be consistent with the rest of the staff; he indicated concern that a higher pay raise could create dissension within the school. R. Leonard said he was in favor of the 4% raise because the leader drives the success of the organization, and Springfield Prep has been successful in the past year. K. Molina-Brantley suggested revisiting the organization's goals but favored the 4% raise.
S. Fuller made a motion to raise the executive director's salary by 4%, retroactive to the beginning of July 2020. .
K. Molina seconded the motion.
The board **VOTED** to approve the motion.

Roll Call

R. Leonard	Aye
A. Grant	No
D. Morrin	Aye
A. Malone	Aye
T. Walker	Absent
S. Balogun	Absent
S. Fuller	Aye
K. Molina	Aye
J. Rosewell	Absent

VII. Closing Items

A.

Next Board Meeting

The next scheduled board meeting is on Wednesday, 12/9/20 at 5:45 PM.
Bill proposed rescheduling from 12/9 to Monday, 11/23 due to financing closing-related votes, and the Board members approved.

B. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:30 PM.

Respectfully Submitted,
N. Abramowitz

Documents used during the meeting

- 2. SPCS FY21 September Summary.pdf
- 1. SPCS FY21 September Details.pdf
- 3. SPCS FY21 September Friends.pdf
- 4. SPCS FY21 September SNP.pdf
- 5. SPCS FY21 September Cash Flow.pdf
- MEMO. FY21 Vendor Contract Summary. 10.28.20 (1).pdf
- ED Report - 10.28.20.pdf
- School Reopening Memo 10.28.20.pdf
- SPCS Roosevelt Board memo 10-26-2020.docx
- Springfield Prep - Proposed Vote BlueHub Modification (1).DOCX
- Springfield NMTC Commitment Letter 10.13.20 .pdf
- SPCS - QPD Contract Roosevelt Phase II 10.26.20.doc
- Springfield Prep - Resolution appointing SP Realty board members.DOCX
- SP Org Goals SY20-21 DRAFT.pdf