

APPROVED



Blackstone Valley Prep Mayoral Academy

Minutes

Board Meeting

Date and Time

Monday January 28, 2019 at 5:30 PM

Location

BVP High School, 65 Macondray St. Cumberland

Directors Present

D. McKee, J. Almond, J. Morton, J. Silva, J. Waters, M. Gwynn, M. Magee, M. Zuluaga

Directors Absent

E. Dickson, J. Diossa, J. Giraldo, R. Vrees, W. Murray

Guests Present

B. Dowd, C. Heng, C. Losea, J. Chiappetta, M. DeMatteo, T. Afonso

I. Opening Items

A. Call the Meeting to Order

J. Almond called a meeting of the board of directors of Blackstone Valley Prep Mayoral Academy to order on Monday Jan 28, 2019 at 5:41 PM.

B. Record Attendance and Guests

C. Approve Minutes 11/26/18

D. McKee made a motion to approve minutes from the Board Meeting on 11-26-18 Board Meeting on 11-26-18.

M. Gwynn seconded the motion.

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

D. Approve Minutes 1/4/19

J. Silva made a motion to approve minutes from the Board Meeting on 01-04-19 Board Meeting on 01-04-19.

D. McKee seconded the motion.

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

E. Public Comment

No public comment.

F. Election of New Member(s)

Jeremy Chiappetta introduced Mayor Jeff Mutter (Cumberland) as a candidate to join BVP's Board of Directors.

D. McKee made a motion to elect Jeff Mutter to the BVP Board of Directors.

J. Morton seconded the motion.

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

II. Recurring Business Items

A. CEO Report

J. Chiappetta presented the highlights of this month's CEO Report, including:

- BVP High School is in the midst of a significant moment as it processes the loss of Edwin Rivera. There was a celebration of life held in the High School gym this month, attended by current scholars, alumni, staff, and some Board members. M. Gwynn reflected that though he had never met Edwin, he was inspired and left the event feeling like he knew him. M. Magee noted that everyone present was fully engaged and participating in the amazing community that BVP has been able to build. D. McKee mentioned the striking, strong support from the alumni that came back to recognize their classmate.
- College acceptances continue to come in for current seniors.
- There is an opportunity to join a coalition of RI urban superintendents (charter and traditional public) that find they represent very different needs and challenges than their suburban counterparts. The Board discussed whether joining the coalition would lead towards policy changes and long term outcomes, or create unnecessary divisions among district leaders.

M. Gwynn made a motion to accept the CEO report as presented in Board packet.

D. McKee seconded the motion.

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

B. CFO Report

C. Losea presented the highlights of this month's CFO report, including:

- When comparing last year's November numbers to this year's, it is important to note that there was a large grant for the High School that came in last year, making this year's numbers look especially low.
- All ratios are currently in good shape and exceed lease requirements.

J. Silva made a motion to accept the CFO report as presented in Board packet.

J. Morton seconded the motion.

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

III. Previous Business Items

A. Charter Renewal Update

RIDE has provided updated language for its renewal recommendation, dated tomorrow. The recommendation is for a five-year renewal, with a clause that the High School may be evaluated earlier if it does not become a three-star school in two years.

J. Chiappetta reported that at the Board of Education meeting on the 14th, there was a level of agreement among some members that the High School's current rating does not fully account for all of the accomplishments and achievements at BVP High School.

B. Real Estate Transaction(s)

J. Almond recused himself from discussion about 3 Fairlawn Way in Lincoln.

J. Almond made a motion to have Dr. Morton serve as interim Vice Chair to conduct the meeting upon discussion of 3 Fairlawn Way.

J. Silva seconded the motion.

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

The Board discussed 65 Macondray first, so as to include J. Almond.

BVP will be included in the Charter Investment Fund's first round of funding, in order to purchase 65 Macondray Street, home to BVP High School. Tony Afonso, BVP's legal counsel, circulated a resolution outlining the proposed transactions. Important aspects of the resolution include:

- It will authorize the use of BVP's option to purchase the 65 Macondray St. from Civic Builders

- It will authorize financing through Charter Investment Fund for a property purchase price of up to \$16 million, and for the CFO and CEO to continue working with CIF to secure bond financing as part of CIF's pool of high-performing charter schools
- It will authorize the practical steps of getting initial bonds issued through Rhode Island Health and Education Building Corporation (RIHEBC) which in turn will be purchased by CIF.

The Board requested to see the formula and calculations for the final purchase price. The price will be determined based on the terms Civic Builders and calculated up to closing date. Current estimates and calculations come in well under \$16 million.

As a matter of comparison, there was a discussion about how other RI charter schools have funded their buildings and whether it comes out of per-pupil spending as D. McKee has pointed out that it does for BVP. Achievement First would be the only other school in RI to meet CIF criteria, but is not currently engaged in that process. The Learning Community used state funding 15 years ago for their building; Segue is in a city-owned building; the International Charter School has had some troubles getting appropriate facilities to become a K-8 school; RISE Prep has used state funding for the new building they will soon be moving into; other charters are in leased space, some in purchased space, some getting "free space."

The transaction proposed between BVP and CIF does not meet with current priorities and timing for State aid, despite meeting qualifications.

J. Morton made a motion to accept the resolution proposed to allow BVP to move forward with the purchase of 65 Macondray St. using purchasing secured through the Charter Investment Fund.

D. McKee seconded the motion.

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

J. Almond left the meeting.

T. Afonso has been working with the Town of Lincoln to finalize lease negotiations for the property of 3 Fairlawn Way. BVP is currently engaged in a lease expiring at the end of 2025, but is seeking to extend it. As such, he has provided two resolutions to the Board - one to amend the current lease, and one contingent resolution.

The first resolution will amend the lease and extend it four years to June 30, 2029 and an additional 10 years subject to additional terms to be agreed upon. As presented, Lincoln would be allowed to unilaterally terminate the lease in 2024 if they determine that enrollment in Lincoln Public Schools will necessitate use of the building. Determination will be made based on a 10% forecasted increase in enrollment using New England School Development Council projections. The proposed lease amendments will also allow BVP to build additions to accommodate additional seats needed for growth. BVP is engaged in continuing negotiations to ask Lincoln to replace the 10% growth projection

with a 10% objective growth as was stated in the original lease, or with a lower agreed upon real percentage.

The contingent resolution will allow BVP to execute the lease amendment as is, even if negotiations to replace the projection with the real growth percentage prove unsuccessful.

J. Silva made a motion to adopt both proposed resolutions related to the lease agreement at 3 Fairlawn Way.

M. Magee seconded the motion.

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

IV. New Business

A. Change of Insurance Carrier

C. Losea shared that Lincoln Financial Group, our current carrier for life Insurance, short term disability, long term disability, and AD&D coverage has increased premiums substantially for the upcoming year. As such, BVP has conferred with Starkweather & Sheply (BVP's current broker) and decided to recommend changing carriers to Mutual of Omaha. The new carrier was selected based on price structure and reputation.

M. Magee made a motion to accept the recommendation to switch insurance carriers from Lincoln Financial Group to Mutual of Omaha.

J. Silva seconded the motion.

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

V. Executive Session

A. § 42-46-5 (5) Real Property

The Board did not enter Executive Session.

VI. Closing Items

A. Adjourn Meeting

M. Magee made a motion to adjourn the meeting.

J. Silva seconded the motion.

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

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:19 PM.

Respectfully Submitted,

B. Dowd