

APPROVED



City on a Hill Charter Public School

Minutes

November 2019 Board Meeting #2

Date and Time

Monday November 25, 2019 at 8:30 AM

Location

City Year Boston (Room 534), 287 Columbus Ave, Boston, MA 02116

Trustees Present

Cara Stillings-Candal, Gary Morton (remote), Greg Vasey, Jacqueline Bennett (remote), Jeff Jablow, Karin Wall, Melisa Lemire, Sarah Griffin

Trustees Absent

Andres Tejeda Soto

Trustees who arrived after the meeting opened

Melisa Lemire

Ex Officio Members Present

Kevin Taylor

Non Voting Members Present

Kevin Taylor

Guests Present

Amber Donell, Elizabeth Dignan, Jackie Hayes, Jordan Lopez

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

Cara Stillings-Candal called a meeting of the board of trustees of City on a Hill Charter Public School to order on Monday Nov 25, 2019 at 8:42 AM.

II. Consent Agenda

A. Approve November 2019 Meeting #1 Minutes

Jeff Jablow made a motion to approve minutes from the November 2019 Board Meeting #1 on 11-05-19 November 2019 Board Meeting #1 on 11-05-19.

Karin Wall seconded the motion.

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

III. City on a Hill New Bedford Charter Discussion

A. Discussion Concerning Possible Outcomes of New Bedford Probation Status

Cara Stillings-Candal, reintroduced the topic of the probationary status of the City on a Hill New Bedford charter, as first mentioned at the January 2019 meeting and in those subsequent, and the lack of progress towards conditions laid out by the Board of Elementary and Secondary Education (BESE). Stillings-Candal asserted that the discussion of next steps should be rooted in the data collected by the schools.

Kevin Taylor, Chief Executive Officer, provided an overview of the Fiscal Year 2018-2019 (FY19) Budget and compared it to the Fiscal Year 2019-2020 (FY20) Budget, which was approved by the Board of Trustees at the May 2019 Board Meeting. Taylor outlined the process in which management conservatively estimated enrollment for the school year 2019-2020, and stated that despite the conservative process, enrollment has fallen lower than estimates. Taylor further explained that the shortfall has created an operating gap of \$2.4 million, and now necessitates cuts from the FY20 Budget across the Network, but that City on a Hill New Bedford's financial stability has been most affected.

Stillings-Candal then led a discussion of the Trustees, focusing on the long-term viability of City on a Hill New Bedford. Trustees focused on the lack of progress in meeting probationary conditions set forth by the Board of Elementary and Secondary Education in January 2019, particularly the fifth condition related to improvement of MCAS scores and overall academic achievement, in addition to the precipitous drop in enrollment over the past two school years. Stillings-Candal highlighted that the lack of academic progress and falling enrollment are a negative feedback loop, and the Department of Elementary and Secondary Education is likely to agree the school is no longer operationally viable.

The Trustees discussed what other options other than school closure could be viable including all options that had been considered at previous Board meetings. The Trustees considered whether alternative revenue sources could be an option. This option was not perceived as viable given the donor community's response to New Bedford's need over the last two years. The Board considered if additional partners or supports might make a difference, but determined that this strategy had already been tried and that, without additional funding sources, was not a viable option.

The Board considered the impact of closure on students, families, and staff. The Trustees discussed the need for seniors to be able to graduate and that changing school would be disruptive for all students, but particularly students with special needs. The Trustees considered the impact on families having to find new schools for their students and discussed how the school could support students in exploring other options for next school year. The Trustees discussed the impact on staff and what the school could do to help staff to find new positions.

Ultimately, after consideration of alternatives to closure and impacts of closure, the Trustees determined that relinquishing the New Bedford charter was necessary. Melisa Lemire arrived.

B. Vote to Surrender Charter

Cara Stillings-Candal made a motion to affirm that the Board of Trustees of COAH New Bedford (the "Board") not renew the COAH New Bedford Charter and that the COAH New Bedford Charter be surrendered to the Commonwealth effective June 30, 2020.

Karin Wall seconded the motion.

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

Roll Call

Cara Stillings-Candal	Aye
Melisa Lemire	Aye
Jacqueline Bennett	Aye
Greg Vasey	Aye
Andres Tejeda Soto	Absent
Sarah Griffin	Aye
Gary Morton	Aye
Jeff Jablow	Aye
Karin Wall	Aye

C. Vote to Designate School Contact Person Regarding Closure

Cara Stillings-Candal made a motion to designate Kevin Taylor, Chief Executive Officer, as the contact person to send and receive communications to and from the Department of Elementary and Secondary Education ("DESE") regarding closure of COAH New Bedford.

Jeff Jablow seconded the motion.

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

D. Vote to Elect Trustees who will be Responsible for Closing Procedures

Melisa Lemire made a motion to elect Cara Stillings Candal, Board Chair, and Jeff Jablow, Board Vice Chair, as the Trustees who will be responsible for ensuring that DESE closing procedures are completed, and to authorize Cara Stillings Candal and Jeff Jablow to act on the Board's behalf for purposes of entering into agreements or engaging the services of a closing auditor in the event the full Board is unable to meet.

Greg Vasey seconded the motion.

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

E. Vote to Authorize Request to City on a Hill Foundation, Inc. to Provide Funds to Support Closure

Cara Stillings-Candal made a motion to authorize Kevin Taylor, Chief Executive Officer, to request that the board of directors of City on a Hill Foundation, Inc. (the "Foundation") authorize: (i) the expenditure of up to \$300,000 of operating costs and up to \$150,000 of closing costs, the final amount to be determined by Kevin Taylor in his sole and exclusive discretion, in connection with the closure of COAH New Bedford, contingent upon compliance with COAH New Bedford's financing obligations; and (ii) if DESE requires that such support be provided as a grant, that any and all funds remaining at the completion of the closing procedures be returned to the Foundation.

Jeff Jablow seconded the motion.

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

IV. City on a Hill Circuit Street and City on a Hill Dudley Square Discussion

A. Discussion Concerning Options to Address Enrollment, Staffing, and Budget Shortfalls at the City

The Trustees then turned their attention to the topic of City on a Hill Circuit Street and City on a Hill Dudley Square. Cara Stillings-Candal, Chair, asked Trustees to keep at front of mind that the enrollment challenges faced at CoaH New Bedford are also being faced in the Boston schools.

Kevin Taylor, Chief Executive Officer, discussed with the trustees the need to find a possible solution to address the budget issues caused by underenrollment without exacerbating the staffing issues that already exist at both Boston schools. Taylor described the staffing and program challenges and how this had led to the development of a "co-location" model for the Boston schools.

Taylor described to the Trustees of the possibility of co-locating CoaH Circuit Street and CoaH Dudley Square beginning January 2020. Co-location would include the placement of all 9th and 10th grade students in the Circuit Street building, to be known as the Lower

School, and 11th and 12th grade students in Dudley Square building, to be known as the Upper School. CoaH Management would need to submit a major amendment to the Department of Elementary and Secondary Education to formally merge the charters effective school year 2020-2021.

Stillings-Candal and Taylor emphasized that while originally envisioned as taking place several school years from now, that the model could also be a cost saving alternative for this year that would help avoid, and potentially help resolve, existing staff coverage issues across both schools. Additionally, Taylor clarified that co-location is not a typical structure for Massachusetts charter schools, and an exception has been granted by the Department of Elementary and Secondary Education to consider this approach.

The Trustees discussed the positive aspects of co-location, including providing an opportunity to create personnel efficiencies beginning January 2020 which would alleviate the operating gap for the FY20 budget. The Trustees discussed the potential impacts, positive and negative, on students, staff, and community members. Taylor and his team described possible concerns, including distinct school-specific cultures, public perception of safety of one campus over another, students who are taking off-level classes, disruptions of existing school communities, impacts on teachers and students from mid-year class composition changes, and the recent past, particular at CoaH Circuit Street, of multiple leadership changes. Taylor recognized these as points that would need to be discussed further with school staff and the Boston Teachers Union, which represents the five bargaining units of City on a Hill staff, but emphasized that without closing the operational gap through reduction in force, the schools will continue to become financially unstable.

The Trustees probed on alternatives and Taylor described some of the challenges with alternatives including, in particular, scheduling challenges that it was not possible to close with the current number of staff members. The Trustees also consider whether additional funding sources might be available to support the Boston schools through the end of the school year, but determined that this was unlikely at this time.

After consideration of impacts and alternatives, the Trustees decided to move forward with a vote on co-location of the Boston schools.

B. Vote to Co-locate Boston Schools and Make Staffing Changes

Cara Stillings-Candal made a motion to affirm that (i) the City on a Hill Circuit Street ("Circuit Street") and City on a Hill Dudley Square ("Dudley Square") schools be co-located such that all ninth and tenth grade students shall attend class at Circuit Street, and all eleventh and twelfth grade students shall attend class at Dudley Square; and (ii) Kevin Taylor is authorized to make staffing changes and other related decisions at COAH Circuit Street and COAH Dudley Square as he determines in his sole and exclusive discretion.

Jeff Jablow seconded the motion.

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

C. Vote to Authorize Reduction in Force

Cara Stillings-Candal made a motion to approve a reduction in force for the following employees, effective as of December 31, 2019: (i) Non-union Administrative Staff; (ii) Union Teaching Staff; and that Kevin Taylor is authorized and directed to take all steps necessary or appropriate to effectuate such decision, in his sole and absolute discretion.

Jeff Jablow seconded the motion.

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

Amber Donell left.

V. Executive Session Related to Union Negotiations

A. Vote to Enter Executive Session

Cara Stillings-Candal made a motion to enter Executive Session under Purpose 3: To discuss strategy with respect to collective bargaining or litigation if an open meeting may have a detrimental effect on the bargaining or litigating position of the Board and the Chair so declares. Candal stated that having the discussion in open session would have a detrimental effect on the public body's negotiating position and bargaining position and that it would reconvene in Open Session after the Executive Session.

Jeff Jablow seconded the motion.

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

Roll Call

Jeff Jablow	Aye
Greg Vasey	Aye
Melisa Lemire	Aye
Gary Morton	Aye
Andres Tejeda Soto	Absent
Karin Wall	Aye
Sarah Griffin	Aye
Jacqueline Bennett	Aye
Cara Stillings-Candal	Aye

Open Session ended at 10:01am. Executive Session began at 10:02am.

B. Vote to Exit Executive Session

Cara Stillings-Candal made a motion to adjourn Executive Session and reconvene in Open Session.

Greg Vasey seconded the motion.

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

Roll Call

Karin Wall	Aye
Sarah Griffin	Aye

Roll Call

Jacqueline Bennett Aye
Andres Tejada Soto Absent
Gary Morton Aye
Jeff Jablow Aye
Melisa Lemire Aye
Cara Stillings-Candal Aye
Greg Vasey Aye

Executive Session ended at 10:27am. Open Session began at 10:28am.

VI. Omnibus Vote

A. Vote to Approve Execution of Documents

Jeff Jablow made a motion to authorize Cara Stillings Candal, Board Chair, and Kevin Taylor, Chief Executive Officer (each an “Authorized Signatory”) to execute, deliver and file any and all documents to effectuate the foregoing votes in such form and containing such terms, provisions and conditions as any Authorized Signatory may deem necessary, appropriate or convenient, in his or her sole discretion (including, without limitation, changes to any amounts described therein), on behalf of COAH New Bedford, COAH Circuit Street and COAH Dudley Square (the “Schools”).

Melisa Lemire seconded the motion.

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

B. Vote to Approve Further Actions

Jeff Jablow made a motion to affirm the Authorized Signatories are, and each of them, acting singly, hereby is authorized to take such further action or to cause such further action to be taken, to make such determinations, and to provide such information to other parties, as may be deemed by the Authorized Signatory, in his or her sole discretion, to be necessary or convenient to effectuate the purposes of the foregoing votes, including any consents, approvals and payments, on behalf of the Schools.

Melisa Lemire seconded the motion.

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

C. Vote to Approve Past Actions

Jeff Jablow made a motion to affirm any and all previous actions taken in connection with the foregoing votes by any officer or trustee of the Schools, or an Authorized Signatory on behalf of the Schools are hereby ratified and confirmed.

Melisa Lemire seconded the motion.

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

VII. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 10:33 AM.

Respectfully Submitted,
Cara Stillings-Candal

Documents used during the meeting

None