APPROVED

Bridge Preparatory Charter School

Minutes

Board Meeting

Date and Time
Wednesday May 13, 2020 at 7:00 PM

Trustees Present
Amy Margolis, Frank Santarpia, George Winn, Laura Timoney, Laurel Gyimesi, Maria Casale, Rose Kerr

Trustees Absent
None

Trustees who arrived after the meeting opened
Amy Margolis

Guests Present
Azalia Volpe, Tim Castanza

I. Opening Items

A. Call the Meeting to Order

Laura Timoney called a meeting of the board of trustees of Bridge Preparatory Charter School to order on Wednesday May 13, 2020 at 7:05 PM.

B. Record Attendance and Guests

Amy Margolis arrived.

C. Approve April 15 Board Minutes

Laura Timoney made a motion to approve the minutes from Board Meeting on 04-15-20.

Laurel Gyimesi seconded the motion.
The board **VOTED** to approve the motion.

Roll Call	
Rose Kerr	Aye
Amy Margolis	Absent
Maria Casale	Aye
Laura Timoney	Aye
Laurel Gyimesi	Aye
George Winn	Aye
Frank Santarpia	Aye

D. Approve April 30 Emergency Board Minutes

Laura Timoney made a motion to approve the minutes from Emergency Board Meeting on 04-30-20.
Frank Santarpia seconded the motion.
The board **VOTED** to approve the motion.

Roll Call	
Rose Kerr	Aye
Laurel Gyimesi	Aye
Laura Timoney	Aye
Amy Margolis	Absent
George Winn	Aye
Frank Santarpia	Aye
Maria Casale	Aye

E. Welcome

R. Kerr welcomed all. An update was provided regarding the Executive Committee meeting on May 4. A task force of the executive committee was formed for specific tasks and will then dissolve when complete. The task force will deliberate on:
1. Salary increase proposal. 2. Staffing structure and 3. Executive Director's annual evaluation.
Recommendations will come out of the task force and go to the finance committee for budget consideration.
A. Volpe was welcomed.

II. Executive Director

A. Executive Director's Report

A report from the ED was provided in the board packet and gave a comprehensive and detailed report of many buckets of work. Thanks was given to all the committees the ED has been working with. A. Volpe was welcomed to the Board and thanks given for her work as Family Association leader.

Hiring is happening in mid-May for two teachers who are either Special Education or Dual certified. The Director of Teaching & Learning will not be returning next year. The hiring process is modified slightly due to the pandemic and the ED will be working with LittleBird HR through this process and adhering to the school's hiring process.

B. Desk Audit

The desk audit submitted to NYSED was supplied in the Board packet. It is a comprehensive look back at the school at the beginning of the year and how the key design elements and cross curricular structural designs are materializing in the school. Included also are areas for growth and lessons learned. The ED encouraged all to carefully read through the document. NYSED will follow up with any questions or need for clarification followed by a Zoom with the ED, Chair and DTL. This will be a review of the first year of the school. NYSED directs communications to the Chair and ED. The Chair directed the board to reach out to ED with any questions or discussions surrounding the desk audit.

C. Monthly Financials

The Finance Chair encouraged the ED to give an overview of top line items in the monthly financials. Finance items were also covered in the aforementioned report from the ED. The ED shared the school received a $20K COVID grant from the Walton Foundation which must be spend by 10/31/20 within specific parameters. The school received the 5/1/20 per pupil allocation from the DOE and the reconciliation process with the DOE will take place over the summer. The ED also offered to answer any questions.

III. Academic Committee

A. Dashboard

R. Kerr shared the Academic Committee has held three or four meetings to discuss two major items - remote learning and the dashboard.
Remote learning - is progressing with attendance, curriculum, the on ramps for OG, IEPs, etc. The school is documenting and updating live teaching and Google Classrooms.
Dashboard - the Academic Committee is refining the dashboard and will present it next week providing data from remote learning and separated what should be included in ED's report vs. the dashboard. The ED noted the school team is working hard on assessments and to provide information to the Board. It was noted the dashboard was completed once already and then had to be re-created to reflect remote learning.

IV. Finance Committee

A. 2018 990 Filing

G. Winn stated the non-profit 990 Return to the IRS is typically due in November but Bridge Prep was granted a six month extension to 5/15/20. The Governor further

extended the deadline to 7/15/20. The ED has background documentation on file with BoostED. The board needs to review and approve the 990 so ED can sign it.
L. Timoney raised one possible item to be reviewed - T. Castanza is listed as an Officer and might be noted as Highest Paid Employee and/or Key Employee.
G. Winn instructed ED to work out whatever column it should be in. In terms of process going forward, the target completion date will be Q1 of the next calendar year. The fiscal year end is June 30, and BoostEd will work with Schall & Ashenfarb to continue the process. An extension will likely be requested and both BoostED and the ED agreed this timeline was possible.

B. FY 2020 Budget

G. Winn noted the budget is a work in progress. The initial draft was provided April 3 and May 12 a second draft. BoostED and ED are working on contracts to get more specific information in there. On the Task Force it was discussed distinguishing between a staffing plan and a salary plan and looking at school needs to align. All compensation is being considered in light of the current environment. Once the Task Force finishes its work, the finance committee can take something forward to the Board pretty quickly. The budget needs to be uploaded to the State in by end of June. with the staffing and salary plan and determining school needs.

V. Votes

A. Vote on 990 Tax Return

Laura Timoney made a motion to approve the 990 return with the aforementioned change.
George Winn seconded the motion.
T. Castanza thanked the Finance Committee and stated the process afforded a good sense of questions to review going forward.
The board **VOTED** to approve the motion.

Roll Call

Amy Margolis	Aye
Frank Santarpia	Aye
Rose Kerr	Aye
Laurel Gyimesi	Aye
George Winn	Aye
Laura Timoney	Aye
Maria Casale	Aye

T. Castanza noted after the vote, per an email from Schall & Ashenfarb, the IRS ED is considered an officer for form 990. Top management is considered an officer and no change is needed.

B. Vote on Resolution to Add Board Member

Laura Timoney made a motion to approve the resolution to add Azalia Volpe to the Board of Trustees.
Amy Margolis seconded the motion.
R. Kerr noted that adding a parent member to the Board was a milestone in our charter. She also presented A. Volpe with a virtual bouquet of flowers.
L. Timoney noted she has received and reviewed all of the background information and application required for NYSED approval.
The board **VOTED** to approve the motion.

Roll Call	
Amy Margolis	Aye
Frank Santarpia	Aye
Maria Casale	Aye
Rose Kerr	Aye
Laurel Gyimesi	Aye
George Winn	Aye
Laura Timoney	Aye

VI. Board Development & Governance

A. Presentation on Board Protocol

The Governance Committee has been working on addressing any ambiguity and inconsistencies with the charter and board policies to make them clear, consistent and aligned to best practices. Our goal is to be committee driven and report out to the board. For example, in the 990 and the charter, we have a stated Conflict of Interest (COI) policy. We need to add a COI attestation signed by board members and school employees. This is an area we need to tighten up. Financial procedures need to meld consistently with the bylaws. We are considering a provision for Parliamentarian should that role be needed along with a procedure. We have to be consistent in our language and our policy and procedures. The committee will draft out changes and present for board vote.
L. Timoney - noted the role of the board is oversight, governance and supporting the school leader and is not the business of the school. The Board sets the goals and the school leader and team figure out how to attain those goals.
L. Wedinger - protocol being adopted will be part of compliance like an annual calendar and standing committee meetings. Utilizing Board on Track, minutes will be uploaded and in full compliance for meetings and committees.
L. Timoney - G. Winn and R. Kerr should be acknowledged here. With relaxed OML by the Governor, meetings now need to be recorded and transcribed. Once truly committee driven, a top line report will be presented out at Board meetings. This transition will require training.
A. Margolis - are they giving us money to pay to transcribe? All these rules are coming into place and who is paying for it?
L. Timoney - It is .25 per minute.
R. Kerr - What do you anticipate prior to the next board meeting and when?

L. Wedinger - OML compliance is 72 hours prior to the meeting, which is Sunday. We can update the bylaws and have the June meeting if need be.
L. Timoney - the Board has a few standing committees: the Executive Committee which has 5 members and consists of the Board officers as well as Academic, Finance and Governance; all of which should have 3 committee members. The committee is where all work should take place. There is no voting in committees except approval of minutes. Any board member or member of the public can attend any committee meeting. Board on Track is a good compliance resource and the public can access all meetings, agendas and minutes from the Bridge Prep website.
R. Kerr - thanked the Governance Committee and L. Timoney for getting us into the 21st century with Zoom meetings. Board on Track is great tool and all academic committee meetings and minutes are up to date now.

VII. Other Business

A. Virtual Board Meetings

F. Santarpia - this is such a great and easy way of conducting school business.
R. Kerr - there is a NYSED stipulation to hold meetings at the school building.
L. Timoney - not everyone needs to be at the school. Video attendance is allowed in OML and the board's bylaws but the video location must be in a publicly accessible place.
A. Margolis - her business is Brooklyn Learning Center, a public location. It is unlikely this stipulation will change in the next 12 months.

B. Annual Calendar

L. Timoney shared an annual calendar for the 20-21 SY which will be shared with the Board. Each Committee is instructed to come up with a standing monthly time to meet.

C. Staff Appreciation

L. Wedinger - Kudos to T. Castanza, who made quite an effort to visit every staff member for staff appreciation week.
T. Castanza - Bridge Prep has the best team and deserves more than a drive by visit and gift.
R. Kerr - The school donated ponchos to the medical staff at a Staten Island hospital.
L. Timoney - keep the Bolt Newsletter coming to the Board.

VIII. Public Comment

A. Public Comment section

A. Volpe shared her impressive education and experience with the board. Bachelors form Syracuse University, Masters from Montclair State University, MBA from Wagner, and JD from CUNY School of Law. Paralegal for several years before attending law school, ACS

for 5 years and the last 7.5 years at NYS Office of Temporary & Disability Assistance where she works on cases regarding public assistance, food stamps, DHS, medicaid, SSI, etc. In addition, she is a Girl Scout Troop Leader, an elected council member on the City Wide Council of Special Education and mother to two wonderful children.

IX. 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 8:01 PM.

Respectfully Submitted,
Laura Timoney

Next Board Meeting: May 20th @ 7pm