



Ivy Hill Prep

**Board of Trustees Meeting Minutes**

Monday July 29, 2019 | Time: 6:30 – 8:30 pm

475 E 57th St, Brooklyn, NY 11203

- I. **Call to Order-** The meeting was called to order at **6:33pm** by Board Chair Marsha Michael.
  - a. **Roll Call by Secretary, Nataki Williams.**

**Board of Trustee Present:**

Member
Adam Schulman
Marsha Michael
Nataki Williams
Derrick Lewis
Kimberly W Henderson
Rebecca May (not present at the meeting)

It was determined that a quorum was present by Board Chair, Marsha Michael. Also present was Head of School, Ambrosia Johnson and board candidate Maimouna Kane, Jennifer Small, Adam Laniyan and Tanisha James.

- b. **Approval of Meeting Minutes**

- i. A motion to approve the minutes of the Board Meeting held, on June 24, 2019, was made by Marsha Michael. The motion to approve the minutes of the Board Meeting was seconded by Adam Schulman.
    - ii. The secretary took the roll call of the vote to approve the Board Meeting. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

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**c. Approval of Agenda**

- i. A motion to approve the meeting agenda was made by, **Marsha Michael** Board Chair. The motion to approve the meeting agenda was seconded by **Adam Schulman**.
  
- ii. The secretary took the roll call of the vote to approve the agenda. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

**II. Governance Committee**

**a. Update on 50(c) 3**

- i. Ivy Hill Prep has attained 501(c)3 status. The application for sales tax exemption was submitted three weeks ago and is still being processed. There is a potential for retroactive reimbursement or sales tax that has already been paid.

**b. Vote to Finalize Annual Retreat Meeting Date**

- i. The Board discussed the date and location of the annual retreat meeting. The annual retreat meeting is an opportunity to conduct a board assessment of current board members, discuss the roles of newer board members, and the plan for the growth of the board. The Board will also discuss using Board on Track and meet with a representative from the company.

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- ii. A motion to set the date for the annual retreat meeting for Sunday, September 8, 2019 at 1:00PM was made by, **Marsha Michael, Board Chair.** The motion to approve the meeting agenda was seconded by **Nataki Williams, Trustee.**
- iii. The secretary took the roll call of the vote to set Sunday, September 8, 2019 1-3pm as the date for the board annual retreat meeting, subject to availability of a representative from Board on Track. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

### III. Finance Committee

#### a. Review / Vote to Approve New Back Office Provider

- i. The current Back Officer Provider of Ivy Hill Prep has shown a history of inadequate service, including not completing tasks in a timely manner, providing poor financial advisement and most recently making glaring errors that have strained the budget. The Finance Committee requested and received bids from several other Backoffice providers and the Board reviewed and discussed all of the Bids.
- ii. A motion to change BackOffice Provider was made by **Marsha Michael, Trustee.** The motion to approve change the back-office provider as was seconded by **Kimberly Henderson, Trustee.**

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- iii. The secretary took the roll call of the vote to change back office providers. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

- iv. After reviewing bids from a number of back office providers, the Finance Committee invited a representative from Accounting Solutions to the Board Meeting. Accounting Solutions is a New York based company with strong consistent recommendations. Board treasurer, Nataki Williams spoke to two board treasurers and two DOOs that have worked with Accounting Solutions. All reported similar impressions of Accounting Solutions. They cited the company’s great responsiveness, strong attention to detail, and wealth of knowledge about charter schools and human resources as well as strong negotiation skills.
- v. Accounting Solutions president Digant Bahl, CPA spoke to the Board. Mr. Bahl explained his personal background and the history of his company. The company currently has 18 full time employees and 70-75 clients, including approximately 11 New York charter schools. For new schools such as Ivy Hill Prep, he usually appoints one accountant to come to campus one day per week. Mr. Bahl or his vice president would participate in finance committee meetings and would also attend important board meetings.
- vi. A motion to retain Accounting Solutions as a back-office provider was made by **Nataki Williams, Trustee**. The motion to retain Accounting Solutions as the back-office provider as was seconded by **Derrick Lewis, Trustee**.

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- vii. The secretary took the roll call of the vote to retain Accounting Solutions as back office providers. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

**c. Review Current Financial Status**

- i. Treasurer, Nataki Williams reported on Key Findings from Year 0. The revenue expectations were met and the current financial indicators were generally unremarkable and below threshold. There was a savings in compensation primary due to hiring a Direction of Operations later than expected.
- ii. The Profit and Loss statement shows some discrepancies that have been discussed at previous board meetings, such as shifting of costs due to the late hiring of a Director of Operations. There is also significant savings in Board expenses due to donations by Board Chair Marsha Michael. Unfortunately, this savings cannot be shifted to Year 1.
- iii. The Board discussed moving some line items to a more appropriate place. For example Staff Meals is currently 34% of the staff recruitment and would be more appropriately placed under travel and expenses. Further, the staff recruitment budget may be reduced in Year.
- iv. The finance committee meeting will be moved to the third Monday on the month at 6:30pm.

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#### IV. Academic Achievement Update

##### a. Safety Plan

- i. The Board reviewed the Safety Plan and discussed some potentially conflicting language. After further discussion, the Board determined that the language can remain as is.
- ii. A motion to approve District Safety Plan was made by **Adam Schulman**. The motion was seconded by **Nataki Williams, Trustee**.
- iii. The secretary took the roll call of the vote to approve Safety Plan. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

##### a. Ivy Hill Prep Wellness Policy

- i. A motion to approve District Safety Plan was made by **Adam Schulman**. The motion was seconded by **Nataki Williams, Trustee**.
- ii. The secretary took the roll call of the vote to approve Safety Plan. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

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Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

**a. Vote to Approve Compliance HOS Letter re Americans with Disabilities Act Compliance**

- i. A motion to approve District Safety Plan was made by Marsha Michael. The motion was seconded by Derrick Lewis, Trustee.
- ii. The secretary took the roll call of the vote to approve Compliance HOS Letter re the Americans with Disabilities Act. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

**b. Staff Certification**

- i. The Board reviewed the Ivy Hill Prep staff certifications and staff fingerprint report. The Academic Committee reviewed the staff’s current certification and discussed the staff certification requirements under New York State Education Law § 2854. The Board determined that the current composition of teachers meets the New York State requirements.

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#### IV. Development Committee

##### a. Ribbon Cutting Ceremony

- i. The Ivy Hill prep Ribbon-Cutting Ceremony is planned for August 17, 2019. There was a discussion on whether the event should be postponed to allow for additional planning and preparation of the school. The Board determined that the ribbon cutting ceremony will remain at the same time. The Board also agreed to each invite ten friends and family members.
- ii. The Development Committee meeting will be held on Wednesday, July 31 at 7:30pm.

#### V. Update by Head of School

##### a. Enrollment

- i. There are currently 86 kindergarteners and 33 first graders enrolled. 62 students are on the kindergarten waitlist and there are 0 students on the first grade waitlist. The goal is to continue recruitment efforts and build up a first grade waitlist.
- ii. 232 Students came to accepted students night on July 18, 2019. There will be a Back to School BBQ In parking lot on August 10, 2019.

##### b. Hiring

- i. The Head of School reported that two hired teachers will not be joining Ivy Hill Prep this fall. A demo day is planned. The Dance teacher position has been filled and approval for hiring a nurse through an agency has been attained.
- ii. The Authorizer is scheduled for a tour on August 7, 2019.

#### VI. Motion to adjourn the meeting

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- i. A motion to adjourn the meeting was made by **Marsha Michael, Board Chair at 9:17pm.** The motion to adjourn the meeting was seconded by **Kimberly Henderson, Trustee.**
  
- ii. The secretary took the roll call of the vote to adjourn the meeting. The motion passed by a unanimous vote with the following Trustees voting in favor of the motion:

Member	Vote Yes	Vote No
Adam Schulman	✓	
Marsha Michael	✓	
Nataki Williams	✓	
Derrick Lewis	✓	
Kimberly W Henderson	✓	
Rebecca May	(Not present at meeting)	

**CERTIFICATE OF THE SECRETARY**

The undersigned does hereby certify that the undersigned is the Secretary of the Corporation, an education Corporation duly organized and existing under the law of the State of New York; and that the Meeting Minutes of said Corporation were duly and regularly adopted as such by the Board of Trustees of said Corporation.

Secretary: *Nataki Williams*

Date: August 26, 2019

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