



# DeKalb Brilliance Academy

## December Emergency Meeting

Published on December 9, 2024 at 2:06 PM EST

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### Date and Time

Monday December 9, 2024 at 7:00 PM EST

### Location

DeKalb Brilliance Academy

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### Agenda

	Purpose	Presenter	Time
<b>I. Opening Items</b>			<b>7:00 PM</b>
<b>A.</b> Record Attendance		Toby Egbuna	5 m
	Connector: What is something people would be surprised to learn that you love?		
<b>B.</b> Call the Meeting to Order		Michael Freeland	1 m
	The [MONTH] meeting of the DeKalb Brilliance Academy Governing Board is called to order at [TIME].		

Anyone that is here for public comment, please indicate by signing up on the clipboard in the back OR in the chat in zoom by X:10 PM if you would like to make a comment. We will have two minutes for each speaker, in the order in which we receive the request to comment.

	Purpose	Presenter	Time
<b>II. Consent agenda &amp; meeting opening</b>			<b>7:06 PM</b>
A motion is not required to approve the consent agenda, we just need to see if there is any discussion, questions or objections before the agenda is considered for approval.			
<b>A. Mission and Vision</b>	FYI		3 m
<p><b>Our mission:</b> With unwavering commitment to exceptional academics, leadership development, and community collaboration, <b>DeKalb Brilliance Academy</b> prepares all Kindergarten-8th grade students to thrive in high school and college, have fulfilling careers, and become impactful leaders in our communities.</p> <p><b>Our vision:</b> Each child will know and leverage their unique brilliance to critically analyze the world around them and to design a better and more equitable future.</p>			
<b>B. Board Commitments</b>	FYI	Michael Freeland	3 m
<ul style="list-style-type: none"> <li>• <b>Build excellence:</b> We know that an excellent school starts with an excellent founding team. We come to our time together well-prepared, fulfill our commitments, and generate new ideas to accomplish our goals.</li> <li>• <b>Stay engaged:</b> We stay engaged by “remaining morally, emotionally, intellectually, and socially involved in the dialogue.”</li> <li>• <b>Embrace disagreement:</b> We value disagreement and agree to bring issues into the open. It is through dialogue, even when uncomfortable, that we grow as a team to best serve our students.</li> <li>• <b>Take responsibility for intent and impact:</b> We assume best intent, and also take responsibility for the impact of our actions.</li> <li>• <b>Process, not the people:</b> We know that everyone is working hard for the team, and look first at how to change the process, policies, or plans when we don’t reach our goals.</li> </ul>			
<b>C. Public Comment</b>	FYI	Michael Freeland	10 m

If people sign up:

- **Transparency:** Board meetings are a public forum to provide transparency into the governance of the school. Engagement from the community is strongly encouraged and vital to that governance. We value and appreciate the input from our community members. As we proceed with public comments, we would like to remind everyone of the following guidelines:

	Purpose	Presenter	Time
<ul style="list-style-type: none"> <li>• Time Limit: A total of 30 minutes shall be set aside for public comment. Each speaker will have a maximum of 2 minutes to speak. A speaker may not sign up to speak more than once during the same public comment period</li> <li>• Board Action: The board cannot respond to public comment in the meeting, and in general needs to listen, and then follow up after the board meeting, this is because the board acts through policies and votes as a governing body, not through individuals, so we cannot respond until the board has the information to respond as a group (as opposed to individually), as applicable. We understand this can feel awkward, but please know that we are taking careful notes and take all feedback to the board seriously. The board will direct an appropriate committee or the Head of Schools to engage in responding at a later time as necessary and appropriate.</li> <li>• Scope of discussion: Please be aware that certain topics cannot be discussed during the public comment period. These include, but are not limited to, pending investigations or legal matters, personnel matters, confidential student information and matters, and issues that are subject to ongoing grievance or complaint procedures. Any attempt to discuss these topics during public comment will not be permitted.</li> <li>• Discourse: Speakers are encouraged to maintain decorum and present their comments in a civil manner. The Governing Board reserves the right to request any speaker engaging in defamatory comments to cease. We appreciate your cooperation and understanding in adhering to these guidelines.</li> <li>• Any disruptive members of the public will be asked to cease their disruption to allow the Board meeting to continue. If the disruption continues, the disruptive member will be asked to leave the meeting.</li> <li>• Start public comment: “the order we have for public comment is XYZ”</li> </ul>			

If people do not sign up: “seeing no requests for public comment, we will move to the next section of our agenda”

**III. Facility 7:22 PM**

<b>A.</b> Facilities Taskforce	Vote	Brian Howell	3 m
<a href="#">Contractor Bid Folder</a>			

**IV. Closing Items 7:25 PM**

<b>A.</b> Adjourn Meeting	FYI	Michael Freeland	
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Purpose

Presenter

Time

*Now we will adjourn our board business.*

*As a reminder, we don't need a motion to close - I will just ask if there is any further business, and if there is none, we can adjourn board business. Do we have any further board business to discuss?*

*<Pause>*

*Seeing none, I adjourn official board business.*

# Coversheet

## Facilities Taskforce

**Section:** III. Facility  
**Item:** A. Facilities Taskforce  
**Purpose:** Vote  
**Submitted by:**  
**Related Material:** Resolution to Approve GC Contract-v2.docx

**RESOLUTION  
OF THE BOARD OF DIRECTORS OF  
DEKALB BRILLIANCE ACADEMY, INC.**

As of this \_\_\_\_ day of December, 2024, the undersigned, being the Chair of the Board of Directors (the “**Board**”) of **DEKALB BRILLIANCE ACADEMY INC**, a Georgia nonprofit corporation (the “**School**”), does hereby certify that the Board has duly adopted, consented to and approved of the following resolutions, in accordance with the approvals of the Board from that certain Board meeting held on December \_\_\_\_, 2024, and as evidenced in those Board Meeting Minutes attached hereto as Exhibit A:

A. The School desires to enter into a construction contract with a general contractor for certain construction services related to repurposing approximately 76,000 square feet of space at 2364 Park Central Boulevard, Stonecrest, DeKalb County, Georgia 30035 into a 650-700 student K-8 school campus, including, but not limited to, demolition, renovation, upfitting, improvement, construction, furnishing and equipping of educational facilities of the School and related improvements and infrastructure (the “**Project**”), with a current cost-of-work estimate of approximately \$12,250,000.00; and

B. The proposed basis of payment is the Cost of the Work Plus a Fee with a Guaranteed Maximum Price (GMP), to be determined in a future GMP Amendment to the contract.

C. The School has duly advertised and posted a Request for Proposals for general contracting services for the Project (the “**RFP**”) in accordance with the Georgia Public Works Construction Law, O.C.G.A. including O.C.G.A. §§ 36-91-20 and 36-91-21; and

D. In response to the RFP, the School received two (2) proposals, including a proposal from general contractor Carroll Daniel Construction Co., a Georgia corporation (“**Contractor**”); and

E. The School has selected Contractor as the most responsible and responsive offeror, and the School has determined that it is in the best interest of the School to negotiate and enter into a construction contract with Contractor for the Project, subject to contract terms and conditions acceptable to the School.

**NOW, THEREFORE, IT IS HEREBY RESOLVED**, as follows:

**Section 1.** The Board declares that Contractor is the responsible and responsive offeror whose proposal is determined in writing to be the most advantageous to the School, taking into account the evaluation factors outlined in the RFP, and the Board accepts such proposal.

**Section 2.** The Board approves and authorizes the School to negotiate and enter into a construction contract with Contractor for the Project where the basis of payment is the Cost of the Work Plus a Fee with a Guaranteed Maximum Price (GMP) up to a budgeted amount of \$12,250,000.00, subject to terms and conditions acceptable to the School, and subject to Contractor’s compliance with all insurance requirements and all other requirements of applicable law.

**Section 3.** Each of (i) Michael Freeland, in his capacity as Board Chair, and/or (ii) Jocelyn Alter, in her capacity as the Co-founder / Head of School (each an “**Authorized Signatory**”), hereby is, each acting alone, authorized to execute and deliver on behalf of the School the construction contract and any and all documents and agreements necessary to effectuate the same.

**Section 4.** Any and all actions heretofore taken by any Authorized Signatory or the School with respect to any and all matters referred to in the foregoing resolutions are hereby ratified, confirmed and approved as the acts of the School in all respects in the name and on behalf of the School. The undersigned directs that this consent resolution be filed with the minutes of the proceedings of the Board.

**IN WITNESS WHEREOF**, the undersigned has hereunto executed this Resolution, effective as of the date set forth above.

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Michael Freeland, Director, Board Chair

Exhibit “A”

Board Meeting Minutes

[To be attached]