

APPROVED



## Veritas Preparatory Charter School

### Minutes

#### Board Meeting

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**Date and Time**

Thursday March 22, 2018 at 8:15 AM

**Location**

Veritas Prep Charter School 1st Floor Conference Room or Dial-In Number: 866-848-2216,  
Conference Code: 7783935205

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**Trustees Present**

A. Mendelson, C. Alves, D. Ford, D. Fuller, D. Janes, G. Moody, L. Doherty, M. Landon, M. Sweet, R. Sela, T. Gabinetti, T. Moran

**Trustees Absent**

J. Crowell

**Guests Present**

A. Martin, R. Kaplan, R. Romano

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**I. Opening Items****A. Record Attendance and Guests****B. Call the Meeting to Order**

M. Sweet called a meeting of the board of trustees of Veritas Preparatory Charter School to order on Thursday Mar 22, 2018 at 8:18 AM.

**C.**

### **Approve Minutes - January**

T. Gabinetti made a motion to approve January minutes. Board Meeting on 01-19-18.

D. Janes seconded the motion.

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

### **D. Approve Minutes - February**

T. Gabinetti made a motion to approve February minutes.

D. Janes seconded the motion.

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

T. Gabinetti made a motion to approve minutes from the Board Meeting on 02-23-18

Board Meeting on 02-23-18.

D. Janes seconded the motion.

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

## **II. Executive Director Report**

### **A. Updates**

Expansion to 108 seat update. The school will be adding one fifth grade class in the upcoming school year. VPCS leadership change for upcoming school year with Emily Baecher stepping into an Academic Director role and Amy Clark becoming Principal Effective July 1. Update on Veritas Prep Holyoke. Contracts have been signed. Further discussion on community relations, community feedback and current work being done. SGP presentation to partners scheduled for Monday, 3/26. Rachel discussed her maternity leave. Ashley Martin will be assuming acting ED and Lynne Mills will be supporting her in the financial areas. The Board discussed Ashley's experience. Ashley excused herself to allow for discussion.

### **B. Executive Director Duties while Rachel is on maternity leave**

M. Sweet made a motion to appoint Ashley Martin as Interim Executive Director while Rachel Romano is on maternity leave, effective on the commencement date of the leave. Ashley will assume all responsibilities and authorities of the Executive Director until the conclusion of the maternity leave.

D. Janes seconded the motion.

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

### **C. Authorize Ashley Martin as signer on bank accounts**

C. Alves made a motion to Authorize Ashley Martin in the role of Interim Executive Director as signer on peoplesbank bank accounts.

D. Janes seconded the motion.

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

### **D. Temporary Amendment Request to Change School Calendar**

Rachel Romano presented to the Board a proposed amendment to the school's calendar for the next academic year.

D. Janes made a motion to Authorize Executive Director to submit a amendment request on behalf of the board of trustees to change school calendar/length of year in order to bring in more summer training and include orientation time for new students, as presented by Rachel.

T. Moran seconded the motion.

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

### III. Chair Report

#### A. State Ethics filing

Mike Sweet provided an overview of state ethics rules in relation to the space and services agreement between the school and Friends of VPCS. Elka Sachs, counsel, has advised M Sweet and Rachel that the employees providing services to Friends may wish to go through the process of formally requesting an opinion from the state ethics commission in order to confirm that the structure of the agreements with Friends and the work with Holyoke Public School satisfy requirements of the applicable rules.the Board also discussed the updated job description for Rachel that was presented.

The Board then discussed the School's distinct institutional interest in having Rachel provide senior management services to Friends. Friends is a primary source of financial support and services for the School and leases space to the School. Friends also plays a critical role in implementing the School's unique academic programs and disseminating the School's successes and innovations to other public schools. This a key component of the School's mission.

A. Mendelson made a motion to 1. Reaffirm and restate that the school has a distinct institutional interest in having the Executive Director provide senior management services to Friends of VPCS. 2. That the job description of the Executive Director of the school, as attached hereto, be adopted by the Board of Trustees of the school. 3. That Michael Sweet be authorized to execute and sign the job description of the Executive Director of the school, as attached hereto, and as adopted by the Board of Trustees of the school.

R. Sela seconded the motion.

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

M. Sweet then announced that the next business to be transacted was a "Section 6" determination that Rachel Romano's services to Friends, as required pursuant to the job description adopted by the board, are not so substantial as to be deemed likely to affect the integrity of the services that the school may expect from Ms. Romano.

A. Mendelson made a motion to Approve that Rachel Romano's interest in Friends is not so substantial as to be deemed likely to affect the integrity of the services which the school may expect from her.

R. Sela seconded the motion.

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

A. Mendelson made a motion to Approve a copy of the Board's determination, in the form attached hereto, be filed with the State Ethics Commission, as per Section 6(a)(3) of Chapter 268A of the Massachusetts General Laws, and that Michael Sweet be authorized to execute and file the Board's determination, in the form attached hereto .

R. Sela seconded the motion.

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

#### **B. Board Recruitment**

Mike Sweet reminded the trustees that the Board is focused on recruiting individuals to join the board and that diversity is the priority as the Board considers potential new trustees. He asked the board to come to the next board meeting prepared to discuss the topic.

### **IV. Committee Reports**

#### **A. Finance Committee**

Lisa Doherty went over the February financials and provided an update on the HVAC project and capital plan.

#### **B. Governance Committee**

David Fuller provided an update on the survey that was emailed to the Board of Trustees. 9 of 14 responses of the survey have been received deadline for responses is March 26, 2018.

Charlie Alves provided feedback on Board on Track training March 21st. He was invited to speak about VPCS governance practices to a board at City on a Hill Charter School in Boston. Charlie received very positive feedback regarding the practices of the Veritas Board.

#### **C. Academic Committee**

No updates this month. The March Academic Achievement meeting was cancelled due to snow.

### **V. Closing Items**

#### **A. Acknowledgement**

#### **B. Adjourn Meeting**

D. Fuller made a motion to adjourn the meeting.

D. Janes 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 9:45 AM.

Respectfully Submitted,  
R. Kaplan