APPROVED

Redesign Schools Louisiana

Minutes

Redesign Schools Louisiana Regular Board Meeting

Date and Time
Thursday December 10, 2020 at 5:00 PM

Location
Via Zoom: https://zoom.us/j/93721365802?pwd=UExEMlNXa2NQeGJ1Mkx6ZkNVSWMwQT09

Directors Present
A. McGaha (remote), G. Pope (remote), J. Miller (remote), M. Mullen (remote), N. Gillam (remote), P. Baldwin (remote), R. Orso (remote)

Directors Absent
None

Directors who arrived after the meeting opened
A. McGaha, J. Miller, M. Mullen

Guests Present
A. Beck (remote), Ashley Eason (remote), C. Knotts (remote), Guest (remote), Ivionne Divinity (remote), Kathryn Rice (remote), T. Rivera (remote)

I. Opening Items

A. Call the Meeting to Order

G. Pope called a meeting of the board of directors of Redesign Schools Louisiana to order on Thursday Dec 10, 2020 at 5:05 PM.

B. Record Attendance and Guests

II. COMMUNICATION

A. Public comment on agenda items

At this time, there was no public comment on agenda items

B. Public comment on non-agenda items

At this time, there was no public comment on non agenda items

C. Motion to approve the minutes from the December 3rd, 2020 Board Meeting

A. McGaha arrived.
J. Miller arrived.
At this time A. Beck advised the board that she would like to add some items to the minutes. G. Pope advised she would need to explain the additions and that a motion would come from a member of the board.

Item A. on the minutes from December 3rd, 2020 board meeting

A. Beck advised that the following should be added: A second approval of the parent-student handbook needed to occur due to lack of items, and the unpolished nature of the handbook; superintendent took on the project at the request of LDOE; although this falls under management.

Genevieve Pope Motioned
Pam Baldwin Seconded
All in favor by roll call
No opposition

Item B. on the minutes from December 3rd, 2020 board meeting

A. Beck advised that the order of the minutes where she disclosed that she would not be taking an incentive was at the beginning of the discussion when I. Divinity advised she would not be able to receive an incentive on that item, not after M. McNamara. I. Divinity advised that she did not make that comment until after M. McNamara spoke to the board. No changes were made to this section.

Additionally, A. Beck advised the board that the sentence: historically stipends would not be issued if there was a budget problem or issues, was that RSL is not obligated to pay stipends if the budget doesn't permit. I. Divinity advised that the prior statement was true. Changes were made.

Lastly, A. Beck advised the board that the minutes should reflect that the stipends were in the 2019-2020 budget and that I. Divinity would need documentation for auditing purposes. I. Divinity advised that it was included in the amended budget in May. A. Beck also mentioned that Craig advised that he agreed that the reason that the stipends were not out was due to lack of receipt of proof needed from principals. Finally, M. McNamara added this was a management issue

G.Pope made a motion to approve the changes to the December 3rd, 2020 board minutes
P.Baldwin seconded the motion
All in favor by roll call
No opposition
P. Baldwin made a motion to approve the minutes as amended from the December 3rd, 2020 board meeting ReDesign Schools Louisiana Regular Board Meeting on 12-03-20.
A. McGaha seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call	
P. Baldwin	Aye
M. Mullen	Absent
G. Pope	Aye
R. Orso	Aye
N. Gillam	Aye
A. McGaha	Aye
J. Miller	Aye

III. Items Scheduled for Discussion

A. Nonpayment of Vendors

M. Mullen arrived.
At this time, A. Beck advised the Board on the non-payment of vendors. This past week RSL learned that the Schoolnet platform was decommissioned on June 3rd, 2020 due to non payment. A. Beck proceeded to explain what school net was to the Board:

- data-driven
- instructional platform linked to PowerSchool
- testing
- lesson plans
- pacing guides

A. Beck continued to advise the board that interim tests are created within that platform (SchoolNet) for students; science and social studies being the focus due to the lack of resources for those subjects. RSL can give incentives based on the historical data in school net. This is a major platform, and it has taken a lot of time to customize tests within the application.

SchoolNet sent an invoice via USPS to an old address where RSL was operating out of the past. A. Beck advised that RSL has moved 3 times since and is concerned that the address was not updated. SchoolNet sent an unpaid invoice email to A. Beck on March 6th, 2020, and she emailed the invoice to appropriate parties back in March, and the payment batch was not released until mid-June. School Net did not receive payment until September 2020. Decommissioning of school net means complete loss of historical data that isn't able to be recovered and is detrimental to the organization. Students were unable to take these interim tests due to non-payment this year.

G. Pope advised that she had been in communication with A. Beck about this issue and asked the management company to respond to what happened and what systems are in place, so this doesn't happen in the future.

At this time, C. Knotts advised the board of the following: the management company shares the concern with RSL. Anytime something like this happens with historical data and systems, we want to ensure we assist with any issues. C. Knotts proceeded to explain the process of how invoices are paid and the response to the board on this issue:

1. RSL board approved fiscal policies are utilized in terms of how vendors are paid. Summary of the policies: an invoice is received via email, USPS or fax and utilize expensewatch to process the invoice, PO is generated, then ensure that funds are available to pay for the invoices, payment batch is prepared and reviewed by the management company and A. Beck
2. According to the school net, A. Beck is the primary contact. A discovery was made on 10/30/2019, where an email was received from Pearson from an impersonator demanding payment, which prompted a verification of all invoices from Pearson to ensure authenticity.
3. During the spring of 2020, RSL had pretty severe cash flow issues to which a finance committee was created, and RSL began having finance meetings, vendors were put on hold, and payroll was prioritized.
4. The Schoolnet check was cut in July 2020 (new school year) once the MFP funds were received. There is confirmation that SchoolNet posted that payment on August 20th, 2020.
5. According to Schoolnet, a decommission email was sent to abeck@rsl.org on May 18, 2020. The management company did not receive such notice
6. The management company understands the importance of data. SchoolNet was also used when we operated in California, and tests were redone every single benchmark and not reuse the old ones to ensure the tests' reliability.
7. What was presented to the board in terms of vendors when the budget was being reviewed, SchoolNet was not included in the 2020-2021 budget as a necessary vendor at the time. SchoolNet was decommissioned on June 3rd, 2020; however,

no one realized that until 6 months later this December. 6 months went by without us knowing about this issue.

8. Moving forward, we know SchoolNet advised RSL that the data is not recoverable; however, we would like to try and work with the vendor and see if we can recover the data. We want RSL's permission to add our email addresses to the SchoolNet account to ensure we receive these invoices directly and ensure communication is correct so this doesn't happen again. The mailing address has been updated.

A. Beck advised she had comments:

1. SchoolNet bills are mailed, and she doesn't get emails from them. The old address (John LeBlanc) was not changed and is a management issue. If vendors are not alerted of the change of address, A. Beck is questioning policies and procedures and is questioning how many more vendors are continuously sending invoices to the wrong address.

G. Pope asked C.Knotts if vendors have been notified of RLS's changes of address.

C. Knotts advised the following: Yes, absolutely. Management did not setup up this vendor. The first invoice to ever come to our attention was the one from March.

A. Beck advised she asked management to reach out to vendors when payment could not be made on time. Expressed that if management had reached out to SchoolNet letting them know payment would be late, they would have worked with RSL. A. Beck advised that the email she received was a courtesy because she's the person of contact with Schoolnet to run the platform. She's an approver in expensewatch and is unable to enter invoices to be processed.

At this time, P. Baldwin advised what procedures are in place to verify when you expect a bill?
C. Knotts advised that to the best of the management company's ability, most bills are electronically, and reminders are set up within the system. Some vendors only do paper, however.

A. Beck asked C. Knotts what the procedure is to change addresses when there's a move; how quickly does that get done. C. Knotts advised that there is really no exact timeline; USPS is notified first to forward the mail for 1 year, and we notify vendors as the mail comes in. We normally notify vendors, but some vendors lag.

N. Gillam asked if there was a decision not to pay any vendors because of cash flow problems
A. Beck advised that the disconnect was that the bill came to RSL in 2019 at the end of the year before RSL had a cashflow problem. If the bill was paid on time and the address was changed, we would not be in that spot. There was a cash flow at that time, and I. Divinity can articulate this, but the recovery is fast.

G. Pope advised the board that I.Divinity did advise the board that there was a cash flow problem but didn't recall the board taking action to delay paying vendors and certainly wouldn't have any action on any particular vendor. This was a decision the management company made because of cash flow. A. McGaha and P. Baldwin agreed that the board had not made any decision not to pay vendors.

C. Knotts advised the board that vendors get notified of changes, but it obviously takes time to change. C. Knotts was not sure if G. Pope had shared with the board the list of outstanding bills provided; there is currently only 1 outstanding bill on the list. The payment batch went out 12/10/2020 in terms of being current except for 1 vendor. G. Pope advised the board that she asked the management company to provide a list of vendors and outstanding invoices. She advised that the list could be included in the next board meeting packet.

A. Beck advised the board that she has received calls and bills from different companies where payment is outstanding. A.Beck advised that just this week, Mr. Electric could not come out due to non-payment. A. Beck advised that the SchoolNet issue was not a one-time event; she could provide the payment batches to the board for review, and sometimes addresses don't match.

G. Pope asked if there was any comment on that- I. Divinity advised that there are some vendors that PO's are created prior to receiving an invoice in order to secure the services, so payment cannot be made without the invoice.

G. Pope asked A. Beck to clarify as to why if the SchoolNet was decommissioned in June, why did we not hear about it until December. A. Beck advised that Covid hit and K-2 does their tests via paper, so to do it electronically was not beneficial. There was a principal that reached out to T. Rivera and a ticket was made to PowerSchool, not SchoolNet, SchoolNet has since separated from PowerSchool. For the record, the data is completely lost.

M. Mullen addressed the board and said the C. Knotts had said that when the board approved the budget this vendor was not on the list.

I. Divinity advised that the budget has been looked at since march and not sure if this vendor was overlooked and the vendor was not utilized and this vendor never came up as a vendor that needed to be in the budget.

A. Beck proceeded to say that as a management company, she trusts that it would be brought up since this vendor has been utilized since 2014 and we all know it's very important.

I. Divinity advised that she wasn't saying it's not important but SchoolNet never came upon any of the discussions that were had.

J. Miller addressed the board and said that losing data, there are no words for that, for leaders to show growth in the schools and for enrollment and recruitment purposes, and there is really no answer to how this was completely missed and essentially the fault is on the management company.

P. Baldwin addressed the board and said that she doesn't feel the board is responsible for who RSL's vendors are and only recalls seeing some vendors but can't say who RSL deals with; it's a superintendent and management company issue.

I. Divinity advised that the budget was reviewed with A. Beck extensively and that A. Beck made comments about vendors that we should or shouldn't have. A. Beck said that she only looked at what she could cut not what is missing. I. Divinity advised that communication is key and that communication has become very ineffective over the past few months. if there is a way that we can communicate more effectively that would help in aid with things that are festering; we need to discuss together.

A. McGaha addressed the board and said that from this discussion it would be determined that this was not a deliberate act to not pay this vendor (SchoolNet) it was just not proper bookkeeping and that is why it was missed. A. Beck advised that she disagreed because they received the bill in March and the invoice was forwarded and the management company did not cut a check until mid-June and there was no conversation with SchoolNet to advise of the late payment. I. Divinity advised that this was not inaccurate bookkeeping, however, it is understood that we did receive the bill, but it was during the time in which vendors were not being paid, the only thing that was being processed was payroll and everyone is very aware of the cash flow situation that was happening during the end of March-May of 2019. Could the invoice have been overlooked? It could have; however, it wasn’t deliberately overlooked, at that time there were items that were a priority and it was on the list of vendors presented to the finance committee, the payment did not go out until July because that is the time where we had the funds to pay vendors. It is not improper bookkeeping because it was on the books. I. Divinity advised that there should be a different term to this. A. Beck said it was a lack of communication with SchoolNet directly and lack of changing addresses. A. Beck asked what the procedure is when there is an issue with cashflow; she asked the management company to reach out to vendors directly. She added, that if the management company would have reached out to SchoolNet advising of the delayed payment, they would not have shut down the account. G. Pope asked the management company if this was something management could do; reach out to vendors when payment is late. C. Knotts

advised that absolutely, the management company has done this in the past and this was a unique situation obviously nothing like this will happen again as we've all learned. G. Pope advised that this would be something that we should keep a close eye on and continue to monitor in the future.

IV. Items Scheduled for Action

A. Motion to approve the attendance and recruitment incentives from 19-20

G. Pope advised that this is an item that was not voted on due to no quorum at the last board meeting on December 3rd, 2020. The board asked A. Beck to provide solid financial figures for the incentives.

At this time, A. Beck briefed the board on the attendance and recruitment incentives presented to the board at the previous meeting, and the numbers were not available. A. Beck proceeded to refer to the percentages for incentives document provided to the board in writing via BoardOnTrack.

1. Attendance- the network came up with an incentive to give staff $1000 for perfect attendance, $500 for 1 day missed, and $250 for 2 days missed

2. Student retention- 2018-2019 RSL started using staff to maintain students currently enrolled or bring in new students.

Attendance incentives are something that should be honored. Additionally, A. Beck advised that last year, the student retention process wasn't advertised or flagged to staff, so this part of the incentives is questionable. Nonetheless, some teachers retained 80% of their students.

P. Baldwin advised that due to Dalton's financial crisis, only the other 2 schools should get the incentives and possibly discuss Dalton. A. Beck advised that culturally with the schools, if we give incentives to one school and not to the other, it would create an issue because the staff talks to each other. What A. Beck proposed, is to either honor the perfect attendance or both incentives for all 3 schools. K. Rice advised that regardless of whether the incentives are paid out or not, it would be important to look at the student retention incentive for enrollment purposes because it is a vehicle to improve enrollment for next year. A. McGaha inquired as to why this is a board decision. A. Beck advised that RSL is keeping in stride with what has been done previously. A. McGaha advised that the board had previously approved this, and it is up to management's recommendation to pay the incentives that are part of the program. A. Beck agreed that it would be up to her, and she will talk to the network team and see. G. Pope advised that this item would need to be acted upon. N. Gillam advised that if RSL is struggling to retain students, which is causing some of the financial problems; from her perspective, this is a small amount to pay if there are funds to pay now, then it should be done. Additionally, she advised about selling hard to staff but with caution due to finances.

A. McGaha agreed and looked to management to recommend to the board. I. Divinity advised about $70,000 in incentives the prior year, and A. Beck advised that there was no testing last year; the amount is a lot smaller this year. I. Divinity advised that because this amount has historically been much higher, it was brought up to the board. A. Beck asked if there is a cutoff on the amount of money spent that needs board approval, and I. Divinity advised that on the contract side, the policy states anything over $100,000; however, there is no direct statement that addresses stipends of salaries. A. McGaha asked the management company if they are recommending these incentives because it is part of the incentive package that was agreed to with teachers. C. Knotts advised that all the management company advises is whether or not there are funds available or if funds were accrued from the previous year, which is why I. Divinity is usually consulted. But as far as if this is a great program, of course, it hasn't been tracked enough but in agreement with N. Gillam, it is exactly what we need to get more kids in the door and to ensure teachers are at school. A. McGaha asked if this was agreed upon by the teachers' compensation structure, and A. Beck advised that this was something that would happen unless the board would advise that this was something that could not be paid out. M. Mullen asked if the amounts are on the approved budget and I. Divinity advised that they are not.

N. Gillam made a motion to approve the attendance and recruitment incentives from 19-20.
A. McGaha seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

P. Baldwin	Aye
J. Miller	Aye
M. Mullen	Aye
N. Gillam	Aye
A. McGaha	Aye
R. Orso	Aye
G. Pope	Aye

V. Executive Session

A. Executive Session

B. Potential Litigation

VI. Closing Items

A. Next Regular Board Meeting: Tuesday, January 26th, 2020 at 5:30 pm Location: TBD

B. Adjourn Meeting

The full board did not reconvene; M. Muller, P. Baldwin and A. McGaha were present.
The Board came out of closed session at 7:43 PM, and there was nothing to report per email from A.Eason.
There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:43 PM.

Respectfully Submitted,
T. Rivera

Documents used during the meeting

- 2019-2020-Percentages for Incen-1.pdf