



MEETING OF THE BOARD OF DIRECTORS

April 10, 2019

Minutes

Location: 1026 Market Street, Philadelphia, PA 19107

Board Members Present: Paul Archibald (via phone), William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine (via phone), Michael Maholick, Beth Packerl (via phone), Lorraine White (via phone)

Others Present: Kelly Davenport, Dawn Eubanks, Max Matthews, Johnny Mills, Chris Moore, Bill Ray, Maurice Roberts, Scott Solomon, Teryn Thomas, Chris Zagacki

The meeting is called to order at 8:02 AM.

I. Public Comment

- a. There was no public comment.

II. Minutes from February 13, 2019

- a. The Board of Directors review the minutes from February 13, 2019.
- b. William Brinkman makes a motion to approve the minutes. Bruce Lesser seconds.
- c. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packerl, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.

III. Advancement

- a. Advancement Update
 - i. Kelly Davenport shares that there is still \$185k left to raise for the current fiscal year. Kelly shares that Hillary Sorin is no longer working on the Build the Future team.
 - ii. This year, rather than hosting Bridge to Wisdom, Build the Future will have a non-event. Guests will receive an invitation to an event which asks them to stay home and write a donation to Freire. This non-event will play on the idea of FOMO, or "Fear of Missing Out," with the non-event theme of JOMO, the "Joy of Missing Out".
 - iii. The Board discusses the pros and cons of hosting a non-event.

IV. Executive Session

- a. The meeting is temporarily adjourned at 8:18 AM while the TECH Freire Board of Directors holds an executive session.
- b. The meeting is called back to order at 8:45 AM.
- c. Michael Maholick makes a motion to enter Executive Session. Lisa Hoffstein seconds.
- d. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packerl, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.
- e. The Board enters Executive Session at 8:45 AM to obtain advice from and consult with its professional advisor regarding legal matters in connection with the filing of an application to form a Multiple Charter School Organization.
- f. The Board exits Executive Session at 9:56 AM.

V. Resolutions

- a. Approve Slate of Staff and Salaries
 - i. The Board reviews the Slate of Staff and Salaries.
 - ii. Michael Maholick makes a motion to pass the attached written resolution approving the filing of the Multiple Charter School Organization and directing that the application shall be finalized and submitted by the end of April. William Brinkman seconds.
 - iii. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packel, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.
- b. Approve Multiple Charter School Organization Application
 - i. Max Matthews reviews the background on the Multiple Charter School Organization (MCSO) statute, eligibility criteria, application review timeline, and advantages and disadvantages of a merged entity structure. Max then gives an overview of the MCSO application that has been drafted for the merger of Freire Charter School and TECH Freire Charter School to create Freire Charter Schools PA MCSO. Max answers questions regarding the risks and challenges of the application process.
 - ii. Lisa Hoffstein makes a motion to approve. Michael Maholick seconds.
 - iii. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packel, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.
- c. Plan of Merger
 - i. Max Matthews explains that the Plan of Merger lays out the terms of a transaction in which Freire Charter School will merge with and into TECH Freire Charter School. The executed plan of merger will be submitted with the Multiple Charter School Organization application. Max explains that per Article VI of the Plan of Merger, the plan is contingent upon necessary approvals, may be modified by mutual agreement of both boards, and can be revoked by either board for good cause.
 - ii. Lisa Hoffstein makes a motion to approve. Michael Maholick seconds.
 - iii. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packel, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.
- d. Policy 111 – Open Meetings
 - i. Max Matthews explains that Policy 111 verifies that Freire Charter School complies with the Pennsylvania Sunshine Act's provisions on open meetings. Freire will also publicly post the board schedule and previous minutes to their website, which is a condition of the school's charter agreement.
 - ii. Michael Maholick makes a motion to approve the policy and to authorize Dave Bryant to work with Build the Future as advised by Bob O'Donnell to make final amendments to the proposed policies. Lisa Hoffstein seconds.
 - iii. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packel, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.
- e. Policy 112 – Conflict of Interest

- iii. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packel, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.

- j. L.S. Settlement Parameter Authorization

- i. The Board votes to authorize Chris Moore to negotiate a settlement with L.S. for an amount that will not exceed a set value approved by the Board in Executive Session.
- ii. Bruce Lesser makes a motion to approve. William Brinkman seconds.
- iii. Paul Archibald, William Brinkman, David Bryant, Lisa Hoffstein, Nicole Jenkins, Raquel Leach, Bruce Lesser, Bruce Levine, Michael Maholick, Beth Packel, and Lorraine White vote in favor of the motion. There are no votes against and no abstentions. The motion passes.

VI. Governance Forms

- a. Statement of Financial Interests
 - i. All Board Members have returned a completed 2018 Statement of Financial Interest Form.
- b. MCSO Certificates
 - i. All Board Members have returned a signed copy of the Multiple Charter School Organization Certificate.

VII. School Reports

- a. Student Council Update
 - i. There is no student update at this time.
- b. Staff Member Update
 - i. There is no staff member update at this time.
- c. Alumni Update
 - i. There is no alumni update at this time.
- d. Heads Report
 - i. March 2019 Data Packet
 - 1. Freire Charter Middle School
 - a. Chris Zagacki shares that Freire Charter Middle School's attendance, although the same school-wide percentage as last year, has increased for individual students attending more than 95% of school days.
 - b. Chris notes there has been an uptick in suspensions because of students breaking the code of conduct when leaving the school building. The school has addressed this issue with all students and is working to create a stronger sense of "Freire Family".
 - c. Chris shares that students are preparing to take their PSSA tests over the next few weeks.
 - d. Freire Charter Middle School is currently in the middle of hiring teachers for next school year. The goal is to have all positions filled by mid-May.
 - 2. Freire Charter High School
 - a. Chris Moore shares that Freire Charter High School's percentage attendance has increased both school-wide and for individual students attending more than 95% of the school days.
 - b. Similar to Freire Charter Middle School, Freire Charter High School has experiences and uptick in suspensions during the month of March. Chris assures the Board that these incidents

are isolated and are likely stemming from the long stretch of days in March without any school closures.

- c. Chris shares that the high school students are preparing to take the 2019 Keystone over the coming weeks. This year, the Keystones will be done online.
- d. Chris shares that Freire Charter High School is in the middle of hiring for next school year and feels confident about filling all positions.
- e. Freire Charter High School has switched the lighting throughout the building, becoming more eco-friendly and saving significantly on their electric bill.

e. FCMS Play Space Update

- i. Chris Zagacki shares that the Play Space has been framed and primed. The construction team is taking a break during PSSA testing but will resume in the coming weeks. The space is on target for completion in May.

VIII. Governance Information

a. Board Self-Evaluation Survey Results

- i. Max Matthews shares that Build the Future asks the Board to conduct a self-evaluation survey every year to identify areas of improvement and success from the previous year.
- ii. Scott Solomon asks Max to resend the survey once more to the Boards and charges all Board Members to complete the survey in the coming week.

b. FCMS Promotion Ceremony / FCHS Class of 2019 Graduation Ceremony

- i. Freire Charter Middle School will hold a promotional ceremony for all graduating 8th grade students on June 7, 2019.
- ii. Freire Charter High School will hold their 2019 commencement ceremony on June 17, 2019.
- iii. Kelly asks if any Board Members would be willing to represent the Board as one of the commencement speakers.

IX. Financials

a. February 2019 Financial Packet

- i. Bill Ray shares that Freire Charter School is projected to finish the school year with 42 days of cash on hand. Special education enrollment has been much higher than predicted and has inflated the budget compared to last year.
- ii. Bill has been negotiating with M&T Bank to receive an unredirected line of credit for Freire Charter School. Build the Future will meet with M&T next week and have an update at the June Board Meeting.

X. Board Committee Reports

a. Education Committee

- i. There is no update at this time.

b. Audit Committee

- i. There is no update at this time.

c. 403(b) Committee

- i. There is no update at this time.

d. Safety Committee

- i. There is no update at this time.

The meeting is adjourned at 11:06 AM.