



Members Present:

Patricia Sosa, Chair
Brahim Rawi, Vice-Chair
Margaret Yao, Secretary
James Moore, Treasurer
Yeshimebeth Belay (Mama Tutu), Member
Allison R. Kokkoros, Member
Bo Pham, Member
Vilma Rosario, Member
Hector Torres, Member

Members Not Present:

Francisco Ferrufino, Member

Staff in Attendance:

Alejandra Amaroli, Development Manager
Kristine Dunne, General Counsel
Gerardo (Jerry) Luna, Chief Financial Officer

Quorum: Yes

The meeting was called to order at 6:18pm.

Minutes Approval (VOTE):

Minutes of the Board's February 6, 2019 meeting were brought forward for approval. Hector Torres moved to approve the minutes, and Vilma Rosario seconded. The February 6, 2019 minutes were approved by unanimous vote.

CEO Report

Allison Kokkoros shared that Patricio Sanchez has ended his tenure as Interim Chief Academic Officer (CAO) during the transition after Ryan Munroe's departure to take a position overseas. Patricio has done an extraordinary job. The functional areas that reported to the CAO have been assigned to the School's principals, with the principals reporting to the CEO. Patricio remains in his position as Director of Learning and Evaluation. The School will revisit the CAO position in the future.

Allison brought Board members' attention to the calendar of key dates and encouraged board representation at these events, including graduation and the staff end-of-year appreciation events. There will also be a special scholarship event for scholarship recipients and donors. This is a change from the past, as it used to take place at graduation. The event will be held on June 6 at 9:30am at the Sonia Gutierrez Campus.

Patricia Sosa encouraged Board members to contribute to the Board Scholarship. Individual board members pledged to contribute.

Allison reported that she wrote an article printed in Latino Magazine urging community members with means to consider supporting non-traditional aspiring college students. In the article, she invited readers to become acquainted with the School by attending graduation.

Allison shared an accreditation presentation that was also delivered at an all staff meeting. The presentation included information about the School's revised mission statement, in addition to the value statements and graduate profile. This is something that all staff members and students will now use to guide their day-to-day work at the School. Board members expressed appreciation for this powerful information and encouraged displaying it at both campuses.

Alejandra Amaroli briefly shared the results of this year's Achieving the Dream celebration, from which all proceeds will go towards the scholarship program.

Allison reported that there was an anonymous complaint to the DC Fire Marshal about environmental concerns at the Sonia Gutierrez Campus. The Fire Marshal visited the School and conducted an investigation. The Fire Marshal's Office has informed the School that they found no concerns. Allison shared that the School also conducted anonymous surveys at the campus to ask about environmental concerns.

Allison shared that the School received an anonymous community complaint regarding the GED program. Patricio Sanchez responded to the complaint, and explained that due to its anonymous nature, it was hard to pinpoint what the actual issue was.

Allison reported about the Public Charter School Board's School Transparency Policy and other changes being considered for the DC charter sector including proposed legislation.

Allison reported that the School held budget informational sessions in early April for staff to learn about and engage in the budgeting process. Additionally, Allison held a community meeting on April 25, where information about the budget and other updates were shared.

CFO Report including Budget (VOTE)

Jerry shared that when the School reports to the PCSB at the end of the year it must be based on consolidated financial statements, including the consolidated budgets of the School and CCC. We do so using a template provided by the Public Charter School Board. Overall revenue for 2020 is expected to be around 3% above last year, as there is an increase in the per-pupil allotment and expected enrollment of 2100. Overall expenses are expected to increase roughly 5%. This stems mostly from cost of living expenses and salary increases. There are also some local and federal employee tax changes that increase School costs. Jerry also noted an upcoming expense for Harvard Street Campus front office remodeling that will create more office and conference room space. There is a net income loss of \$831,450. Jerry responded to Board member questions regarding the proposed budget. Hector introduced the motion to approve the School's budget. Brahim seconded the motion. The motion to approve the School's FY 2020 budget was unanimously approved without changes.

Jerry called members' attention to the FAR Report for 2018. The School received 100/100 points. He shared the auditor report and audited financial statements, and informed the Board that Jenny Herrera (previous auditor) is no longer with Rubino and Co. Jerry shared that the School is using the opportunity consider other auditing firms. The Finance Committee will be involved in the process and report back to the Board.

Jerry reviewed the statement of activities for the period ending March 31, 2019. The School is projecting to be in positive year-end projection, because of salary savings due to attrition and because of changes in the per-pupil allotment.

Jerry reminded Board members that they separately received information about the Form 990. Jerry invited questions and encouraged Board members to participate in the informational call that has been scheduled.

Governance Update

Patricia shared that School board member Brahim Rawi will also serve as a board member of CCC, the School's nonprofit supporting organization. Brahim will join Hector and Allison as School board members who serve on the CCC board. They will look into the possibility of coordinating the timing of the organizations' respective board meetings. They also discussed the organizations' consolidated financials. The Finance Committee and members who also serve as CCC board members will continue to review this information and keep the Board apprised.

Academic Report

Allison shared the Academic Report prepared by Patricio Sanchez. She called attention to changes in the PMF tiering for this year, which are substantially different from the previous three years. The change has been a challenge and stressor to the School's faculty. Board members asked about areas of concern, such as student progress, and whether there are metrics that can track progress. Allison confirmed that there are mid-term reports that are monitored closely.

Policy Review and Approval (VOTE)

Kristine Dunne shared governance policies of the School including conflict of interest, whistleblower, and document retention. This is in addition to the discrimination and harassment policy that the Board previously received. The Board reviewed and discussed the policies. Bo Pham presented the motion to approve the governance policies. Margaret seconded the motion. The Board unanimously approved the policies without changes.

Executive Session

The Board entered executive session for confidential discussion with the School's legal counsel.

Bylaws Draft

Board members received proposed bylaw changes, including mark-up and clean versions, in advance of the meeting. Board members discussed the proposed changes. Given the importance of bylaws, the Board members wished to continue further discussion and decision until the Board retreat when they may devote more time to the matter.

Potential Conflict of Interest (VOTE)

A potential conflict of interest involving a senior manager at the School was presented to the Board for discussion and decision. Long-time community member and employee Benjamin Velasquez is aware that the School intends to sell a 2002 cargo van and used kitchen equipment, and he wishes to purchase them for his personal business. The Board discussed the proposed sale and the potential conflict it presents. Board members want to make sure that the sale was conducted at arm's length and at a fair market price. Hector introduced a motion that the Board allow the employee to purchase the equipment on the following conditions: (a) the fair market value of the equipment must be determined by the School, (b) the School will advertise the equipment publicly for sale, (c) the equipment will be sold to the highest bidder regardless of affiliation with the School community, and (d) the School shall keep a record of all bidders and

their offers. If the employee is the highest bidder, then the employee may purchase the equipment. Brahim seconded the motion. The motion passed unanimously.

Board members were reminded that along with past practice they will be asked to complete their annual conflict disclosure form at the annual fall Board meeting, and that Board members are expected to promptly disclose potential conflicts that arise throughout the year. Board members feel strongly about the conflict of interest policy, so communicating more about what they do will increase awareness within the School's community. If there are any potential conflicts that arise, Board members will consider them, decide how to address them, and record their decisions in the minutes.

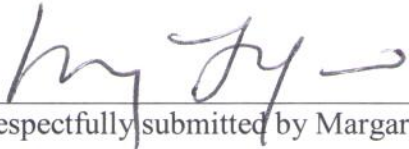
Annual Retreat

The Board discussed plans to hold its annual board retreat at the beginning of School Year 2019-20, consistent with past years.

Adjourn

The meeting was adjourned at 9:11pm.

Minutes prepared by Alejandra Amaroli, Development Manager



Respectfully submitted by Margaret Yao, Board Secretary