



Board Meeting (held via video conference)
DRAFT Board of Trustees Meeting Minutes
February 2, 2022
6:00PM

Members Present:

Patricia Sosa, Chair
Brahim Rawi, Vice-Chair
James Moore, Treasurer/Interim Secretary
Yeshimebeth Belay, Member
Allison R. Kokkoros, Member
Bo Pham, Member
Wilma Rosario, Member
Hector Torres, Member
Johan Uvin, Member
Teresita Retana Piedra, Member

Staff:

Kristine Dunne, General Counsel
Tim Gibbon, Arts Integration Manager
Donald Ndebeka, Interim Communications and Development Manager
Karla Vasconez, Executive Assistant to the CEO

Others:

Jeri Fleming, RSM
Julie Jones, Marcum
Trish Kelly, Marcum

Quorum: Yes (9 members present at opening of the meeting; Brahim Rawi arrived during Mission Moment)

Welcome & Pre-Meeting Announcements

Board Chair Patricia Sosa provided opening comments and welcomed everyone to the meeting. Next, Board members and staff assisting with the meeting were introduced.

The meeting was called to order at 6:09 PM.

Review of Agenda

Patricia referred Board members to the meeting's planned agenda. Board members proposed no changes to the agenda.

Public Comment Period by members of school community

Patricia noted that there were no school community members who signed up to provide public comments at the meeting. She encouraged community members to sign up to speak at future board meetings.

Consent Agenda Approval (ROLL CALL VOTE):

The following items were brought forward for approval as part of the Consent Agenda:

- Minutes of the Board's regular meeting held on December 1, 2021

Hector Torres moved to approve the Consent Agenda, and Vilma Rosario seconded the motion. General Counsel Kristine Dunne conducted the roll call vote, and the Consent Agenda was approved unanimously.

Mission Moment: Collaborative Weaving Project

Tim Gibbon, Arts Integration Manager shared about the School's collaborative weaving program for Spring 2022. All members of our school community are invited to participate, including students, staff, faculty, and board members. The project is driven by the values and mission that connect and engage us in the ongoing DEIB work through the arts. Tim shows a short video about the project.

Board members applauded, thanked Tim, and expressed interest in participating in the community project.

CEO Report

Patricia Sosa next shared that the format of meetings has changed somewhat to align with Education Board Partners (EBP) recommendations for board agendas. She shared the Board has appreciated EBP help advising on Board operations such as agenda format. CEO Allison Kokkoros shared that EBP works with charter schools in DC and beyond DC. As part of this work, the Board has conducted a self-assessment which the Board will have an opportunity to review soon.

Allison shared highlights from her written report including:

- *Operational shifts in January:* Due to Omicron surge in the community, we made shifts to extend remote learning after winter break. This included distributing COVID home test kits to all students and staff to use when returning to campus, and in a short period of time reinventing how we conduct registration. All of these changes required significant staff time and unplanned shifts. Our staff are carrying a lot. Everyone has pulled together and we have tremendous gratitude to them. Our staff are heroes! Allison asked the Board for help in thinking about how we can acknowledge and support the staff with the work they have done. She noted that for the past two years, it has been hard work for everyone as the virus and pandemic policies have changed constantly. Teresita Retana Piedra shared that as a student, she can see the teachers are very committed and dedicated and every day students receive support and motivation to continue. Patricia Sosa noted that the Board can consider how to recognize staff for coming through this very difficult time.

- *Board visits to campus:* Allison reminded Board members about upcoming Board visits to each of the campuses and to visit our virtual classrooms.
- *School climate survey:* Allison shared that a school climate survey was conducted in December and the team is in the process of summarizing the results, which will be shared with the Board and the school community.
- *DEIB:* DEIB continues to be a priority in our school through every area of our operations. The DEIB Steering Committee has been created and begun meeting already. There is a timeline for their work, including having recommended priorities and action steps by the third committee meeting.
- *Area of HR is a priority for empowering our people:* Along with goal setting for all staff, Allison shared that managers are having performance management check-ins with their team members. Professional development for staff is also a priority. Lastly, we expect to receive the HR audit report this week.
- *Student enrollment:* Allison shared that since she provided her written report, there are now 700 students who have enrolled for spring semester. We are thinking more about how we are tracking students and their achievement. Our CAO HollyAnn Fresno-Moore and Director of Learning & Evaluation Lynold McGhee meet with the Board's Strategic Planning & Oversight Committee regularly on what we are observing, how we are monitoring, and how attendance is looking. Our team is putting together a dashboard so that the committee can evaluate our student progress, ensuring not only that all students are receiving the support they need but also to help us evaluate our program changes and help with making enhancements. Committee members Johan Uvin and Bo Pham also shared briefly about the Committee visioning approach to upcoming strategic planning work.
- *COVID operations and compliance:* We are moving towards a COVID-19 vaccine requirement for our students and doing this in a phased approach where students will first be able to opt-in to share their proof of vaccination (this spring), and then moving to requiring the COVID vaccine (starting fall semester). We are currently asking students to self-report whether they are vaccinated or not, and Allison believes we have about 85% or higher of students visiting campus that self-report being vaccinated. We are also standing up a new COVID team as Kristine Dunne transitions out of that role. Our new COVID lead will be Dr. Carmen Ramirez who is in the process of onboarding into this role.

Financial Report

Treasurer Jim Moore provided the financial report. He shared that the transition to outsourcing financial function to Marcum LLP has been going well. One of the team is an alum of the

school! He noted that Marcum has been catching up on invoice processing now that they are in place. He introduced Marcum partner and School CFO Julie Jones for her to provide more detail on the transition to outsourcing finance functions with Marcum. Julie acknowledged the impressive work of Marcum colleague Trish Kelly in leading the transition. Julie shared more about the status of the transition and plans for next steps. For example, she noted that the W-2s were issued last week and they are working on financial statements to be filed and filed with DC PCSB next week. Julie engaged with Board questions about Marcum's work supporting the Carlos Rosario team. Julie then provided a school financial snapshot, including cashflow and income and expenses.

Committee Reports

- Finance and Development Committee

- **Auditors present FY21 Audit**

Committee Chair Brahim Rawi noted that the audit for the last fiscal year ending June 30, 2021 was completed with no findings and submitted to DC PCSB. The Committee has reviewed the report and now we have asked Jeri Fleming from the School's auditing firm RSM to our Board meeting today to share more about the audit. Jeri Fleming noted that the School received a clean opinion with no modifications, and she shared highlights from the audit and responded to questions from Board members.

- Governance & Nominations Committee

Committee Chair Vilma Rosario shared that the Governance & Nominating Committee is working on the nominations process to fill the Board seat vacated by Margaret Yao when her term expired December 31st. Allison Kokkoros added the EBP is also helping the Governance and Nominating Committee for the process and next steps to recruit new Board members.

Vilma shared that they have invited Bo Pham to join the Committee since Margaret is no longer serving on the Committee. Thank you, Bo!

Also, the committee has finalized Conflict of Interest Standard Operating Procedures, which implement the School's conflict policies, and is in the process of implementing the SOPs.

New Business

No new business was raised by Board members.

Closing Thoughts

Patricia Sosa provided closing thoughts for the meeting, before the last item on the agenda. Her comments included:

- Encouraged Board members to think of ideas for recognizing and showing appreciation for students.
- Reminder about the upcoming campus visits for the Board.
- Encouraged Board members to read the CEO report if they have not already done so. Of note are progress on performance evaluations and strategic planning.

- Noted that the School is moving towards making student vaccination for COVID-19 mandatory, and it is already required for employees.
- Noted the detailed, positive audit that the School has received.

Closed Session (ROLL CALL VOTE)

Patricia Sosa noted the next item on the agenda is slated for closed session, citing the DC Code provisions for doing so:

- Discussion of personnel matter in closed session due to personnel matters pursuant to DC Code § 2-575(b)(10).

Hector Torres made a motion to approve entering closed session for the stated purpose. Vilma Rosario seconded the motion. Kristine Dunne conducted a roll vote to approve entering closed session as proposed. The Board voted unanimously to enter closed session. Following the vote, the Board entered closed session.

Following the closed session, the Board return to the open meeting.

Adjourn

Patricia Sosa adjourned the meeting at 8:23 PM.

Minutes prepared by Karla Vasconez, Executive Assistant to the CEO.

Respectfully submitted by James Moore, Board Interim Secretary