



Board Meeting (held via Zoom)
DRAFT Board of Trustees Meeting Minutes
December 7, 2022
6:00PM - 8:40PM

Members Present:

Patricia Sosa, Chair
Brahim Rawi, Vice-Chair
James Moore, Treasurer/Interim Secretary
Allison R. Kokkoros, Member
Hector Torres, Member
Johan Uvin, Member
Larry Villegas-Pérez, Member
Teresita Retana Piedra, Member
Vilma Rosario, Member
Robbie Dean, Member
Yeshimebeth Belay, Member

Staff:

Robert M. Skelton, General Counsel
Dr. HollyAnn Fresno-Moore, Chief Academic Officer
Angela Kim, Chief Operations Officer
Chrissey Nguyen, Director of Development and Communications
Karla Vasconez, Executive Assistant to the CEO

Others:

Jewel Cornelius-Royer of Marcum LLP, Chief Financial Officer
Trish Kelly of Marcum LLP

Quorum: Yes

Welcome & Pre-Meeting Announcements

Board Chair Patricia Sosa provided opening comments and welcomed everyone to the meeting.

The meeting was called to order at 6:00pm.

Review of Agenda

Ms. Sosa asked if there were any proposed changes to the agenda previously sent to the Board. Board members did not propose any changes to the agenda.

Public Comment Period by members of school community

Ms. Sosa confirmed that no members of the public had signed up to give comments during the Public Comment Period.

Mission Moment

Ms. Kokkoros then introduced the Mission Moment speaker, Carmen Ramirez, who is Executive Director of Community Capital Corporation and responsible for the School's COVID response team. Ms. Ramirez discussed the success of the School's COVID response. Technology has been key, which allowed security and HVAC systems to be monitored remotely. There have been over 100 recorded COVID cases, but no super spreader events and all classes have been kept open. She and her team have also worked with OSSE, DCPSCB, DC Health, and other agencies to share information and to coordinate responses. Ms. Ramirez also noted that rapid tests are always available, and that the school has been assigned two health technicians who speak Spanish and Amharic, and who have been very helpful to our community.

Consent Agenda Approval

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

- Minutes of the Board's regular meeting held on September 23, 2022
- Minutes of the Board's special meeting held on October 14, 2022

Mr. Torres moved to approve the Consent Agenda, and Mr. Uvin seconded the motion. Following invitation for discussion on the motion, a roll call vote was conducted, and both Consent Agenda items were approved unanimously.

CEO Report

CEO Allison Kokkoros referred to materials shared in advance and noted the following highlights in her report:

- The Achieving The Dream luncheon was a great success, and she thanked those Board members who were able to attend.
- Regarding the Strategic Plan, Ms. Kokkoros noted that compensation is still a pain point for faculty and administrative staff. Because of our greater than budgeted enrollment of 1995 students, we were able to provide a bonus of \$3,000 for all staff. The new equity-centered bonus approach reflects our DEIB commitments. In response to a question from Ms. Sosa, Ms. Kokkoros explained that the School's increased enrollment was due to several factors including increased capacity in the Registration Department and a focused effort to enroll students. Dr. Freso-Moore added that the School benefited from its commitment to advance strategizing and planning.
- Ms. Kokkoros reviewed the Board Performance Dashboard. Since it is our 25th year, the DC Public Charter School Board is scheduled to meet on March 20, 2023 to determine renewal of the School's charter contract for another 5 years. They will review our enrollment over time, and our compliance rate, which is 100%. Ms. Kokkoros noted that Employee Retention/Voluntary Turnover was added to the Dashboard, and Mr. Dean suggested looking at the resignation pattern over the course of the School year to possibly gain insight into ways to reduce voluntary turnover.

Financial Report as of October 31, 2022

Trish Miller and Jewel Cornelius-Royer joined the presentation with Mr. Moore, Treasurer. Ms. Cornelius-Royer stated that the School had assets of about \$41 million, and liabilities of about \$23 million, with net assets at about \$18 million. She noted that investments were down due to market conditions, but that the budget improved by about \$800,000 due to the increased student enrollment. Budgeted enrollment was 1850 students, and current projected audited enrollment is 1995. The School has received payment thus far for 1925 students. The additional enrollment represents \$2 million in additional revenue, not counting the greater than expected donations received through the Achieving the Dream fundraiser. Salary and benefits are \$177,000 lower than budgeted due to lower staffing. The recent all staff bonus will be reflected in the second quarter financials. Overall, Ms. Cornelius-Royer expects that the School will exceed budget expectations. In response to a question from Mr. Villegas-Pérez about student attrition, Ms. Kokkoros noted that while student attrition does not affect the audited enrollment, the School works very closely with and supports students facing issues that may affect their ability to attend classes, and that our student attendance rate is very high. Mr. Rawi noted that the School has a waiting list, and Ms. Sosa noted that the School's student retention is very high for adult education schools.

Finance & Development Committee

Ms. Miller and Ms. Cornelius-Royer joined the presentation with Brahim Rawi, Chair of the Finance Committee.

- Ms. Cornelius-Royer stated that the audit has been completed, and that there were no deficiencies or compliance issues noted.
- Ms. Cornelius-Royer also noted that last year the School's long term investments were included in the audit as current assets. In order to correct this, the Board would have to designate the School's net assets as its operating reserves, and to amend the Investment Policy to reflect the appropriate classification of the assets.
- Mr. Rawi moved to adopt the resolution designating the net assets for the operating reserves, and Mr. Dean seconded the motion. The motion passed unanimously.
- Mr. Rawi then moved to adopt the resolution revising the Investment Policy, and Mr. Moore seconded the motion. The motion passed unanimously.

DEIB Taskforce

Mr. Moore stated that the Taskforce was working on a longer term strategy to embed DEIB actions in the Strategic Plan. Ms. Kokkoros noted that the School added Spanish language DEIB sessions at the request of staff. Mr. Villegas-Pérez stated that the Language Access Act required the School to offer the Spanish language sessions. Ms. Kokkoros responded that the School complies with the Act and offered to follow up with additional information. Mr. Villegas-Pérez noted that a team from his office will be at the School on the following Monday to provide information to students about their rights.

Governance & Nominating Committee

- Committee Chair Vilma Rosario stated that the Governance and Nominating Committee recommends that the Board continue to offer hybrid meetings since the format provides the most flexibility for board members and others to participate in meetings.

- Ms. Rosario then stated that the Committee reviewed the Public Comment Period pilot, which has now ended. The Committee recommends that the Board continue to offer the opportunity for the public to provide comments to the Board during board meetings. She noted that while the opportunity is not often used, taking the opportunity away could be perceived as being less transparent to the community, and that offering the option also has not detracted from the flow of the board meetings. The Committee therefore recommends that the Board vote to continue the public comment period. Ms. Rosario made a motion to approve continuing to offer the public comment period during Board meetings, and Mr. Uvin seconded the motion. The motion passed unanimously.
- Ms. Rosario then stated that the Committee also has recommendations for the election of a new board member and new officer and committee assignments, which will be discussed in closed session. The Committee went through a thorough vetting process, working with Education Board Partners to recruit and vet candidates, and interviewing two finalists with an eye on addressing the need for business and finance experience.

Strategic Planning & Oversight Committee Update

- Committee Chair Johan Uvin noted that the Charter School will be celebrating its 25th year anniversary. In focusing on the student dashboard, he noted that it is useful to see how the student experience affects staff and faculty. Mr. Uvin also noted that the Committee is working to ensure that DEIB work is reflected in the dashboard. He noted that the student survey will be implemented later in the year, and that the Committee is working on measuring the impact of the School on the community.
- Mr. Villegas-Pérez suggested engaging students in designing the evaluation process, and Mr. Uvin spoke about two possible processes that could be used.

Mr. Moore left the meeting at 7:25pm.

Closed Session

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

- Discussion in closed session pursuant to DC Code § 2-575(b)(4)(a) – legal advice, and DC Code § 2-575(b)(10) – personnel matters including review of a proposed new board member and committee assignments and the review of proposed Board officers

Ms. Sosa made a motion to approve entering the closed session for the stated purposes. Mr. Rawi seconded the motion. A roll call vote was conducted to approve entering the 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 returned to the open meeting at 8:30pm. Ms. Belay left the meeting at 8:27pm.

Approval of New Board Member, Officers, and Committee Assignments

Upon return to open session, Ms. Sosa stated that the Board had reviewed the qualifications of Giovanni Delfino, the election of Mr. Uvin to a second term, and the officer and committee

assignments recommended by the Governance and Nominating Committee. Mr. Torres moved that the Board approve the resolution presented to the board by the Governance and Nominating Committee, and Mr. Uvin seconded the motion. The Board voted unanimously to approve the motion. Pursuant to the resolution, Mr. Delfino is elected to the Board for a three year term beginning January 1, 2023; Mr. Uvin is elected to a second three term beginning January 1, 2023; for officer appointments beginning January 1, 2023, Mr. Moore is elected as Chair, Mr. Torres is elected as Treasurer, and Mr. Dean is elected as Secretary. Mr. Rawi's term is extended until his successor is elected, and he will continue to serve as Vice Chair. Once Mr. Rawi's term ends, Mr. Torres will be Vice Chair.

New Business

No new business was offered.

Adjourn

Ms. Sosa adjourned the meeting at 8:40 PM.

Respectfully submitted by James Moore, Board Interim Secretary