



**Meeting of the Board of Directors
Wednesday, March 2, 2022 at 4:00pm
Meeting held via Zoom due to COVID-19**

The meeting was called to order at 4:18 p.m.

Board Members in Attendance: Joe Conwell, Albert Oehrle, Steve Smith, Patrick South, Kerry Woodward, Wes Wyatt, Paul Yakulis

Board Members Excused: Isaac Ewell, Amy Guidi, Steve Kempf, Amir Tucker, Elaine Wells

Staff in Attendance: Dr. William Hayes, Ruth Gonzalez, Tyler Jackson, Colleen Smith

Guests: Mike Whisman (Charter Choices), Jenna Smalley (Kleinbard LLC)

I. Executive Session

An executive session was held to discuss contracts and resolutions being voted on tonight.

II. Call to Order: Wes Wyatt

Mr. Wyatt calls the meeting to order, and thanks everyone for attending. Mr. Wyatt begins with a brief update that he and Dr. Hayes have been actively recruiting new trustees and one new trustee will be circulated at the next board meeting. Boys' Latin seeks a diverse set of trustees with experience and leadership skills that will be positive addition to the board. Mr. Wyatt thanks Dr. Hayes for finding qualified candidates.

There is a motion to adopt the February 2, 2022 Boys' Latin Board of Directors meeting minutes, which is moved by Mr. Yakulis and seconded by Mr. South. The motion passes unanimously.

III. Interim CEO Report: Dr. William Hayes

Dr. Hayes begins with an update on Boys' Latin's Health and Safety Plan. As of today, the City of Philadelphia announced that it would drop the mask mandate but will hold off on making a decision to lift this mandate in schools until March 9. If approved this new mandate would make masks optional for staff and students.

Ms. Smith adds that Boys' Latin is still waiting on guidance for other Covid-19 health and safety protocols. The updated health and safety plan circulated before the board meeting only reflects the change in the masking policy announced today. Ms. Smith notes that between now and the April board meeting the school will get better clarity on other Covid-19 protocols and bring another revised health and safety plan to the board at the April meeting.

Dr. Hayes continues with a college admissions update, as of March 84 percent of Boys' Latin seniors have applied to college with 56 percent accepted to college. Currently Boys' Latin is slightly on par but a little below historical college acceptance averages. Dr. Hayes states that the school is attempting to replicate components that close out application completion. Mr. Wyatt notes that this college admissions update will serve as the education update.

There is a motion to adopt the Settlement and Trust Agreements for Student A, a special education student, to resolve potential/on-going due process litigation,¹ which is moved by Mr. Yakulis and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Yakulis, Mr. South, Mr. Oehrle, Mr. Wyatt, Mr. Conwell, Ms. Woodward, and Mr. Smith. The motion passes unanimously.

There is a motion to adopt the Trust and Settlement Agreements for Student B, a special education student, to resolve potential/on-going due process litigation,² which is moved by Mr. Yakulis and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Yakulis, Mr. South, Mr. Oehrle, Mr. Wyatt, Ms. Woodward, Mr. Conwell, and Mr. Smith. The motion passes unanimously.

Ms. Smith then gives an update on vaccination rates at Boys' Latin. Ms. Smith explains how the school has held two vaccination clinics to date with a third being held tomorrow. Between the first two clinics the school was able to get 70 people vaccinated. At Boys' Latin, 40 percent of students are up to date on vaccines with 30 percent of employees up to date on vaccines. Ms. Smith notes that "up to date" means three jabs, unless someone is immunocompromised then four jabs are required. Boys' Latin will continue to host regular vaccination clinics at the school. Ms. Smith adds that the school's Covid-19 coordinator is following up with parents of unvaccinated students on a weekly basis and working with nurses who can look up an individual's vaccine status in Philadelphia County. Ms. Smith advises that only three students have parents who do not want them vaccinated for religious purposes, so the vaccination status for the majority of remaining 60 percent of students is unknown.

¹ The agreements establish an educational expense trust for this benefit of the student in the amount of \$40,000 to be used through January 24, 2026.

² The agreements establish an educational expense trust for the benefit of the student in the amount of \$18,132.50 to be used through January 13, 2029.

There is a discussion on why students and employees are not getting vaccinated. Dr. Hayes adds that there is not a public anti-vaccination sentiment at Boys' Latin, rather personal choice of those not vaccinated.

There is a motion to adopt the Updated Health and Safety Plan reflecting today's revised mask mandate, which is moved by Ms. Woodward and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Conwell, Mr. Wyatt, Mr. Oehrle, Mr. South, Ms. Woodward, Mr. Smith, and Mr. Yakulis. The motion passes unanimously.

Mr. Wyatt notes that there will be a request to modify this health and safety plan in the future.

Dr. Hayes concludes his presentation.

IV. Board Committee Reports

a. Development: Pat South

Mr. South begins with the development summary and report. Mr. South thanks everyone's efforts as Boys' Latin is tracking nicely between a good mix of EITC grants and individual giving. In terms of what has committed or received, the school is at just over \$1 million raised with a budgeted goal of \$1.3 million. Mr. South notes that last year Boys' Latin raised \$1.6 million. The school will aim to raise \$360,000 from the annual event which would net \$300,000 as the event costs around \$60,000. Mr. South advises that the development committee has begun fundraising for the event and has already received \$40-45,000 in commitments. Sponsorship letters have been mailed out and Mr. South is working on targeted follow-up to potential donors and enlisting help from Foundations Board members (Marianne Dean, Dave Hardy, and Dick Williams) for individual outreach. Invitations for the annual event are going out by March 15. Mr. South explains how that the school has not gotten an enormous response yet after the initial mailing, that is not abnormal. The development committee is hoping to get a lot more responses with the direct outreach. Mr. South announces that overall, the committee has a lot of confidence in hitting these targeted development numbers and will work hard to get the event where the committee wants it to be. Mr. South thanks the board for early sponsorship, and asks for everyone's help in seeking donations and donors.

Mr. South advises that he must leave the meeting early, and votes in the affirmative for contracts and terminations resolutions to be voted upon later.

Mr. South concludes his presentation.

b. Parent Liaison Report: Collen Smith on behalf of Elaine Wells

Ms. Smith begins by explaining how Ms. Wells could not be here tonight due to a work obligation, but submitted her report in advance of the meeting. Ms. Smith reads that Boys' Latin's Extended Family Network at the high school held its first ever father/son Family Feud-style competition on February 21 in an effort to make males feel welcome and valued in the school space. Everyone had a wonderful time at the event, which had a great turnout. Continuing, three parents and two high school students created PSAs on getting vaccinated with the help of Philadelphia SEAL to edit and post these videos on school social media sites.

Ms. Smith concludes Ms. Wells' presentation.

c. Finance: *Kerry Woodward and Colleen Smith*

Ms. Woodward begins with an overview of the January 2022 financial statements, and thanks Charter Choices and Ms. Smith for their work on the clear cover report which is comprehensive and displays all relevant information. Ms. Woodward explains that revenues are tracking just behind the year-to-date budget given less staffing than budgeted for. Boys' Latin is in a very strong cash position, and the financial committee is in the process in preparing for FY2023 budgeting as well as projections for capital projects. Ms. Smith is leading at school team level on an analysis of historical expenses. The financial committee tracks the budget to be in line with pre-covid federal dollars, however those dollars will be going away so the budget will need to be revised. Ms. Woodward tells the board to stay tuned at the next meeting for an update in preparation for June budget approval.

Ms. Smith adds that the plan is to share a solid first draft of the FY2023 budget with the finance committee in a few weeks then with the board at the April board meeting. The school team will continue to work closely with the finance committee to support the budget development process in May. The final budget will then go to the board for approval in June.

There is a motion to adopt the 3/2/2022 Hires, Terminations, and Resignations as presented in the 3/2/2022 personnel report and reviewed in executive session, which is moved by Ms. Woodward and seconded by Mr. Oehrle. The following board members vote in the affirmative: Ms. Woodward, Mr. Oehrle, Mr. Yakulis, Mr. Wyatt, Mr. Smith, and Mr. Conwell. Mr. Wyatt notes that Mr. South voted in the affirmative prior to leaving meeting. The motion passes unanimously.

There is a motion to adopt the 3/2/2022 Contracts³ as discussed in executive session and previously circulated to the board, which is moved by Ms. Woodward and seconded by Mr. Conwell. The following board members vote in the affirmative: Ms. Woodward, Mr. Conwell, Mr. Oehrle, Mr. Wyatt, Mr. Smith, and Mr. Yakulis. Mr.

³ CHOP Site Use Agreement; Code With Us, Inc. Master Services Agreement; DocuSign Renewal Agreement; Flynn O'Hara Uniforms 2022 General Sales Specification Agreements; Sunbelt Staffing, LLC Client Services Agreement; Therapy Source, Inc. Client Agreement; and Thomas Jefferson University Hospitals, Inc. Facility Use Agreement.

Wyatt notes that Mr. South voted in the affirmative prior to leaving meeting. The motion passes unanimously.

Ms. Woodward concludes her presentation.

d. Facilities: *Wes Wyatt and Joe Conwell*

Mr. Wyatt explains that the facilities committee does not have a report at this time, however they have been discussing space at the middle school that remains undecided and future capital projects. The facilities committee will meet with the finance committee and report back at the next board meeting.

Mr. Wyatt and Mr. Conwell conclude their presentation.

e. Governance: *Wes Wyatt and Albert Oehrle*

Mr. Wyatt announces that Paul Yakulis has been nominated to the governance committee which will be ratified at the annual board meeting in June.

Mr. Yakulis states that he is excited about the opportunity and looking forward to working with Mr. Oehrle. Mr. Yakulis appreciates the nomination and looks forward to the work.

Mr. Wyatt and Mr. Oehrle conclude their presentation.

f. Education: *Wes Wyatt*

Mr. Wyatt notes that Dr. Hayes' presentation on Boys' Latin college admissions numbers served as the education report for this board meeting.

Mr. Wyatt thanks the board members for their time, and looks forward to talking with everyone soon.

The meeting adjourns at 4:47 p.m.

Respectfully submitted,

Patrick South, Secretary