



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

The meeting was called to order at 4:25 p.m.

Board Members in Attendance: Michael Bowman, Joe Conwell, Amy Guidi, Kevin Johnson, Albert Oehrle, Nancy Robinson-Garvin, Floyd Simpson, Patrick South, Wes Wyatt, Elaine Wells, Paul Yakulis

Board Members Excused: Isaac Ewell, Steve Kempf, Steve Smith, Amir Tucker, Kerry Woodward

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

Guests: Mike Whisman (Charter Choices)

I. Executive Session

An executive session was held to discuss the initial salary offers for next fiscal year and the personnel report, including candidates recommended for hire, employees recommended for termination, and employees who submitted resignations.

II. Call to Order: *Wes Wyatt*

Mr. Wyatt calls the meeting to order, and thanks everyone for joining. Mr. Wyatt thanks the development committee for all their hard work on the successful annual event, as Boys' Latin received great feedback from attendees. Mr. Wyatt then welcomes all new board members attending their first meeting tonight.

There is a motion to adopt the April 6, 2022 Boys' Latin Board of Directors meeting minutes, which is moved by Mr. South and seconded by Mr. Conwell. The motion passes unanimously.

Mr. Wyatt announces that Mr. Conwell will be resigning from the board effective after the June meeting, and thanks Mr. Conwell for his years of service. Mr. Conwell states that it has been a privilege to serve Boys' Latin and feels that the school will be left in very capable hands.

III. Interim CEO Report: Dr. William Hayes and Colleen Smith

Dr. Hayes defers to Ms. Smith, who will give the board an update on the charter renewal process. Ms. Smith begins with an overview that on May 2, the school received an updated draft of its Annual Charter Evaluation 2022 Renewal Recommendation Report (“ACE-R”) from the Charter School Office (“CSO”). The ACE-R is the primary means by which the CSO presents its finding and recommendations for renewal. The ACE-R rates the school on three domains: academic success, organizational compliance, and financial health. Boys’ Latin was rated as “approaches standard” in those three domains. There is language included that suggests that Boys’ Latin should received a five-year renewal based on this draft.

Ms. Smith then walks the board through the ratings the school received in each domain. In terms of Academic Success, Boys’ Latin agrees with the points earned on the Proficiency, Growth, and Postsecondary Readiness fields, and on the Attendance standard despite inaccuracies in the data on the CSO’s side. In terms of Organizational Compliance and Viability, the school agrees with the points earned on each standard in this domain. Ms. Smith highlights some deficiencies in that Boys’ Latin received 0/10 points on the Special Education standard since the school did not implement a multi-tiered system of supports during the 2020-2021 school year. Boys’ Latin earned 0/10 points on the Student Discipline standard as the school failed to provide students rights and did not affirm expulsion in the Board minutes for each instance of expulsion in the 2018-2019 school year. Boys’ Latin earned 0/10 points on the Personnel standard as the school did not meet the 100 percent special education teacher certification requirements in each year of the charter term. Boys’ Latin earned 7.5 out of 15 points on the Board Governance standard as statements of financial interest were not submitted by all board members in three out of four school years.

Continuing, in terms of Financial Health and Sustainability, Boys’ Latin does not agree with its rating but does agree with the rating earned on the Fiscal Management category. The school believes the CSO’s calculations of total margin and percent of revenue are incorrect. Boys’ Latin hopes these errors will be corrected by the final report. Ms. Smith adds that there was an enrollment error for one student during one year of Boys’ Latin charter, so the school was rated as approaching standard. This was uncovered by the school’s independent financial auditor.

There is a discussion on why Boys’ Latin received these ratings in each domain, and how the school has addressed these deficiencies. Ms. Smith advises that feedback on this draft is due on Friday, May 6, then the report will be subsequently finalized by the CSO which will include their official recommendation. Boys’ Latin will not invite back special education personnel who are not certified.

Mr. Wyatt thanks Ms. Smith for managing the renewal in a smooth fashion. Ms. Smith states that the board will be kept apprised of the CSO’s final recommendation.

Dr. Hayes and Ms. Smith conclude their presentations.

IV. Board Committee Reports

a. Parent Liaison Report: *Elaine Wells*

Ms. Wells introduces herself to the new board members and describes how she has been involved with Boys' Latin since its second year of its existence. All three of her sons have attended Boys' Latin, and Ms. Wells states that Dr. Hayes' speech at the annual event has convinced her to enroll her grandchildren at Boys' Latin. Principal Uthman-Olukokun and Ms. Wells have noticed that parental engagement at the high school has been waning as of late, which they attribute to virtual meeting burnout. The EFN is looking for methods to re-engage some parents in the upcoming months by getting parents of older students involved with the school.

Ms. Wells concludes her presentation.

b. Finance: *Colleen Smith and Mike Whisman*

Ms. Smith begins by proposing a vote for the May 4, 2022 personnel report which was previously circulated to the board and reviewed during executive session.

There is a motion to adopt the 5/4/2022 Hires, Terminations, and Resignations as presented in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Wyatt, Mr. Oehrle, Ms. Wells, Dr. Robinson-Garvin, Mr. Yakulis, Mr. Conwell, Mr. Simpson, Dr. Johnson, Mr. Bowman, Mr. South, and Ms. Guidi. The motion passes unanimously.

There is a motion to adopt the 5/4/2022 Contracts¹ as discussed and considered in executive session and previously circulated to the board, which is moved by Mr. South and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Wyatt, Mr. Yakulis, Mr. South, Mr. Oehrle, Ms. Guidi, Mr. Conwell, Mr. Simpson, Dr. Johnson, Ms. Wells, Mr. Bowman, and Dr. Robinson-Garvin. The motion passes unanimously.

Mr. Whisman introduces himself to the new board members, stating that he is the founder of an organization named Charter Choices which provides business services to schools in the Commonwealth. Charter Choices has been involved with Boys' Latin since before the school opened its doors. Mr. Whisman then walks the board through the financial statements. The balance sheet shows a sole substantial change as significant funds were used this year for renovations. Through nine months of the current fiscal year the school is trending at 34 students less than originally budgeted for. This is consistent throughout Charter Choices' client base in terms of return to

¹ Independent Contractor Agreement for Rashad Bailey; and TEACH LLC Agreement for Academic Services.

school and transportation issues. The year-to-date shows a deficiency at the moment, but also a long-term projection of just over \$1.1 million in federal revenues. Boys' Latin intends to receive \$4 million covering additional costs for the school year. Boys' Latin is trending towards a positive variance this year of \$162,000 in enrollment-driven revenue. The staff has done a great job of identifying special education students and giving them the attention and resources they need.

Ms. Whisman summarizes that the takeaway here is that Boys' Latin will have another strong fiscal year. The school is in good shape with the charter renewal process, even though the district was way off with some of their numbers which Boys' Latin will help fix. The school does have some debt at the foundations level for facilities projects. Mr. Whisman adds that the school's debt service coverage ratio is at 2.96 combined, which is well over the requirement.

Mr. Wyatt advises that a final vote for the FY2023 budget will take place at the June board meeting.

Ms. Smith then describes one more resolution to be voted on tonight, as Boy's Latin recommends the board approve the FY2023 invitations to return as presented in the FY2023 Salary Offers which was previously circulated to the board and reviewed during executive session. If approved, these offers will be issued on May 9 and final salary requests will be submitted to the board for approval at the June board meeting.

There is a motion to approve the FY2023 Salary Offers, which is moved by Mr. Yakulis and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Wyatt, Mr. Yakulis, Dr. Robinson-Garvin, Mr. Oehrle, Mr. Conwell, Mr. South, Mr. Simpson, Dr. Johnson, Mr. Bowman, Ms. Wells, and Ms. Guidi. The motion passes unanimously.

Mr. Whisman and Ms. Smith conclude their presentation.

c. Development: Pat South

Mr. South begins with an overview of the annual event, which was a great success, and allowed long-term donors to spend more time with Boys' Latin students, staff, and leaders. Dr. Hayes' speech was phenomenal, and Mr. South thanks Mr. Jackson and Ms. Smith for all of their hard work on the event. Mr. South looks forward to working with Mr. Jackson in the coming years on the development side. Mr. South was impressed by the students who spoke and gave performances at the event. Students asked for internships, and Mr. South stressed the importance of being in person with students and donors. Mr. South acknowledges that Boys' Latin has longer-term donors whose donations may be sliding off, so it's important to expand the school's donor base. The development committee has a meeting setup to discuss next year's plan with an emphasis on putting a structure in place for Dr. Hayes to have breakfasts and meetings with potential donors.

Mr. Jackson adds that Boys' Latin's quarterly newsletter will be coming out soon highlighting events at the school. Ms. Smith adds that Boys' Latin has exceeded its development goal for the year with still two months left in the school year. Dr. Johnson commends Dr. Hayes on his rousing speech and congratulates the development committee for already exceeding its fundraising goal. Ms. Guidi feels confident in where Boys' Latin stands between school leadership and board involvement.

Mr. South concludes his presentation.

d. Facilities: *Joe Conwell*

Mr. Conwell has no facilities presentation this evening.

e. Governance: *Albert Oehrle*

Mr. Oehrle asks the chairs of all board committees to submit statements of their committee's scope which will help governance move along. Mr. Yakulis adds that these are drafts and can open to any modifications.

Mr. Oehrle concludes his presentation.

f. Education: *Dr. Hayes*

Dr. Hayes announces that 100 percent of Boys' Latin seniors have applied to college, with 70 percent being admitted to four-year institutions and one Gates Millennium Scholarship recipient in the senior class who will receive a full-ride to the University of Pennsylvania. Mr. Wyatt adds that the list of college acceptances this year is very strong if not the school's best ever.

Dr. Hayes concludes his presentation.

Mr. Wyatt thanks the board members for their time and appreciates everyone's input and efforts.

The meeting adjourns at 5:20 p.m.

Respectfully submitted,

Patrick South, Secretary