



**Meeting of the Board of Directors
Wednesday, June 1, 2022 at 4:00pm
339 N. 63rd Street, Philadelphia, PA 19139**

The meeting was called to order at 4:16 p.m.

Board Members in Attendance: Charles Barrett Adams, Michael Bowman, Elaine Wells, Wes Wyatt, Paul Yakulis

Board Members Joined Via Zoom: Amy Guidi, Kevin Johnson, Albert Oehrle, Nancy Robinson-Garvin, Floyd Simpson, Stephen Smith, Patrick South

Board Members Excused: Joseph Conwell, Isaac Ewell, Amir Tucker, Kerry Woodward

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

Guests: Jenna Smalley (Kleinbard LLC)

I. Executive Session

An executive session was held to discuss final 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 welcomes everyone attending both in-person and virtually. Mr. Wyatt announces that the board's Vice Chair, Mr. Kempf, has decided to resign effective as of this meeting. Mr. Kempf will join Boys' Latin's Foundation board. Mr. Wyatt also announces that Ms. Guidi will be stepping down after this meeting, who formerly ran the school's drama department and was head of development. Boys' Latin wishes her well as she will continue to be a friend of the school's from afar.

Mr. Wyatt is happy to announce that Boys' Latin received a five-year charter renewal from the Charter School Office ("CSO") with a few conditions, which came in late yesterday afternoon. Mr. Wyatt explains that these conditions match up to what the school expected from its investigations. Mr. Wyatt commends those who helped the school earn another charter renewal.

There is a motion to adopt the May 4, 2022 Boys' Latin Board of Directors meeting minutes, which is moved by Mr. Yakulis and seconded by Ms. Wells. The motion passes unanimously.

Mr. Wyatt describes some changes to the board meeting schedule for the 2022-23 school year, as there is an addition of a July meeting for housekeeping matters. The CSO suggests that a board meets six times per year, so Boy's Latin will eventually reduce the number of meetings after amending its bylaws.

There is a motion to adopt the 2022-23 school year board schedule as presented, which is moved by Mr. South and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Wyatt, Mr. Yakulis, Mr. Adams, Ms. Wells, Mr. South, Mr. Simpson, Ms. Robinson-Garvin, Mr. Oehrle, and Mr. Smith. The motion passes unanimously

III. Interim CEO Report: Dr. William Hayes

Dr. Hayes begins with a brief update on the charter renewal process. The process has changed quite a bit throughout the year, with aggressive deadlines. Boys' Latin received a five-year charter with conditions, which was expected in areas the school tried flag throughout this year. These compliance and policy-driven areas include: maintaining accurate board governance, staffing for special education students, expulsion compliance and process, and management of petty cash. Dr. Hayes explains that the charter must be returned and signed no later than June 16 for a final vote. Dr. Hayes and Ms. Smith will read through the agreement, have legal review it as well, then come to the board for a vote to approve.

There is a discussion on the deadline. Dr. Hayes states that more information might be needed from board members such as resumes, statements of financial interests, and any relevant information outlined in the document.

Ms. Smith adds that Boys' Latin has not received feedback yet from CSO but there were two statements of financial interests. This could be from a former board member as these statements were required for the calendar year 2021.

Dr. Hayes states that submitting proper statements of financial interest will be a condition of Boys' Latin's charter renewal. More attention needs to be paid to compliance issues as the CSO is not looking for growth or improvement with conditions, they are looking for perfection. Dr. Hayes and Ms. Smith will work to create a checklist from a compliance standpoint to monitor progress and keep the school on track.

Dr. Hayes concludes his presentation.

IV. Board Committee Reports

a. Parent Liaison Report: Elaine Wells

Ms. Wells begins with a reflection on this past school year, as things were challenging for parents overall, especially high school parents. Ms. Wells explains that historically the younger students' parents tend to be more engaged versus high school parents as parents of older students think this is a time to let their kids experience independence. Ms. Wells believes it is important for all parents to remain engaged. For new board members, Ms. Wells describes how the school's Extended Family Network ("EFN") is Boys' Latin's version of a PTO which is an association between parents, staff, and students. The school had low EFN participation this year due to return to work and other priorities that made showing up for meetings and events challenging. Looking forward to 2022-2023, both Boys' Latin principals are discussing efforts to increase parental engagement and support by increasing community partnerships. Ms. Wells describes how community organizations are eager to support boys in programming, and she receives many submissions that are run past the principals which they review and evaluate to see which partnerships would best suit our young men. Penn Environmental has a partnership with Boys' Latin and recently held a garden fest to expand the green canopy in black and brown communities in West Philly. Both principals attended, along with organizations such as Global Thinking Initiatives and Tree Philly, to give away free trees to community members. The EFN is looking to educate families and students through clubs and programming, and there will be another initiative in the fall.

Ms. Wells concludes her presentation.

Mr. Wyatt addresses Ms. Guidi who recently joined the meeting, and repeats that she will be resigning the board but will stay a friend and supporter of Boys' Latin. Mr. Wyatt thanks Ms. Guidi for her efforts and support as she has been with the school since its inception. Ms. Guidi thanks Mr. Wyatt for his kind words, and states that she is resigning with a heavy heart but will stay connected until the end. Ms. Guidi is confident that the school and board is in a good place now as security and stability has been restored to Boys' Latin.

b. Finance: Colleen Smith

Ms. Smith begins by directing the board to the summary prepared by Charter Choices but will move on to a detailed overview of the proposed FY2023 budget. The finance committee met on May 17 and reviewed this report in detail with Mike Whisman and all parties feel that Boys' Latin is in a strong place this coming fiscal year.

Beginning with the revenue side, Ms. Smith explains how Boy's Latin is budgeting an average daily membership of 748 students with 77 percent of students in general education and 23 percent of students in special education. The school is expecting an 11.5 percent decrease to the district general education rate and a two percent increase

to the district special education rate. Ms. Smith notes that these numbers are not official, so the board will need to come back for an official vote once those are final.

Ms. Smith explains that expenditures are no longer aligned to ESSER II, ARP ESSER, and ARP Set Aside applications. The school received around \$9 million in ESSER funds, a one-time payout, which was created in response to the pandemic and student learning. Boys' Latin is planning to spend \$3 million of those funds next year. The school is contemplating bringing in \$17 million in revenue in FY2023.

On the expenditures side, Ms. Smith describes the goal that Boys' Latin had this year to create a sustainable budget model for the next fiscal year to reduce expenditures down to \$13 million, which is a historical amount for the school. The \$9 million ESSER funding is impactful, but the school does not want to balloon its standing operating budget only to make tough cuts once that one-time funding runs out. Boys' Latin has made progress towards that \$13 million goal, as the school's total non-capital expenditures exceeds that goal by \$786,000. Ms. Smith explains that this allows the school space to invest in capital projects to align with the master plan submitted by the CEO.

Ms. Smith then walks the board through sixteen areas of expenditures:

1. Salaries and Benefits—Ms. Smith describes how this is the largest aspect of expenditures. The proposed budget contemplates an average of \$64,000 in salary for teachers. There was a competitive hiring environment in 2021-2022, so in order to fill positions Boys' Latin had to offer salaries that were higher than normal. The school froze the salaries of teachers brought in above the appropriate budget and offered a one-time retention bonus. The school assumed a three percent cost of living increase for full-time employees, eliminated its covid coordinator and director of college advising, and the teaching fellowship was cut in half. The school still has several vacancies which is changing daily as interviews are held and offers made. Boys' Latin will average \$60,000 salaries with this proposed budget, including a PSERS retirement option, and will keep benefits proportional to this fiscal year.

Mr. Wyatt adds that although this seems draconian, Boys' Latin did some of its best work when at a budget of \$13 million in expenditures. Mr. Wyatt thanks the finance committee for doing a great job coming up with a functional, sustainable budget.

There is a discussion on PSERS benefits and why certain positions were eliminated. Dr. Hayes assures the board that there is still a college advisor at the high school, and the salary of the eliminated position will be reallocated. Dr. Hayes adds that Boys' Latin is a top-heavy organization in terms of senior leadership with an option to take advantage of national attrition. The school will enhance focus on college admissions guidance by performing follow-up and outreach which has not been done historically.

2. Staffing Model—Ms. Smith then displays the proposed staffing model for the high school, middle school, and central. Ms. Smith explains how nurse services are contracted out for the high school but recently Boys’ Latin had to hire a nurse for middle school. This is a common practice for charter schools to contract nurse services, and Boys’ Latin will return to contracting out the middle school nurse.
3. Special Education Instruction—Ms. Smith states that Boys’ Latin is budgeting for 173 special education students next school year while maintaining its budgets above historical levels due to inflation. Thirty of these special education students are eligible for transportation, which costs \$10,000 per student. The finance committee brought special education supplies down to historical levels in this proposed budget while the extended school year budget is maintained. For many operational benefits, Boys’ Latin has been looking into contracting transportation services for special education students from alternative providers. Ms. Smith explains that School District of Philadelphia must provide transportation for special education students. This past school year there were staffing shortages so many students could not find a cab to get them to school. Boys’ Latin is responsible for making sure these students have transportation, even if those services are provided by the School District. Ms. Smith also highlights a drop in supplies, as contracts with Read180 and Math180 had a large up-front cost however the contract will continue for two more fiscal years.
4. Other Instructional—Ms. Smith describes how Boys’ Latin decreased its substitute teacher budget by adding three flex-teaching positions to provide in-house coverage. The school hopes to have a more successful hiring season and higher teacher retention overall. Ms. Smith notes that instructional contracts are at \$150,000 for dual enrollment, \$100,000 in teacher coaching and \$45,000 in short-term disciplinary placements. This past fiscal year Boys’ Latin acquired a lot of curriculum resources and textbooks which will not need to be acquired again this coming fiscal year.
5. Department Budgets—Ms. Smith states that all department budgets were reduced to a flat rate of \$8,000 across the board, with the exception of both high school and middle school principal budgets. Department budgets are used to acquire supplies and resources needed to implement the curriculum in each department. Ms. Smith gives an explain that for science, there are no textbooks to order but maybe consumables are needed for a lab experiment, field trips—mostly smaller ticket items versus the curriculum itself. Ms. Smith adds that principal budgets were increased to allow for student incentive projects.
6. Summer School and After School—Boys’ Latin expanded both budgets in comparison to historical numbers. Ms. Smith states that key things to note are that the budget presented is different than what was contemplated in federal ESSER grant applications. The school may need to spend these but does not know what the timeline is yet. Ms. Smith explains that Boys’ Latin’s Leadership Academy is

its after school program, which is one of the key areas that state and federal governments are suggesting that there should be more of.

7. Student Activities and Events—Ms. Smith explains that most of these budgets have been retained year after year, noting that staff appreciation and holiday has increased while senior leadership has decreased.
8. College Office—Ms. Smith explains that dues, fees, tuitions and scholarships were reduced, and travel has increased due to the plan to host more college trips next year. Ms. Smith notes that these reductions are misaligned with school's preparatory mission, and highlights that the dual enrollment program is reflected under instructional contracts and is a college-related expense. Dr. Hayes adds that SAT budgeting will go through Instructional Contracts now.

There is a discussion on why some budgets are being reduced. Dr. Hayes notes that these are not dollar-for-dollar distributions as Boys' Latin is decreasing the overall operational budget and investigating areas that may have a long-term implication.

9. School Nurse—Ms. Smith restates that Boys' Latin is going to contract out both middle school and high school nurses again instead of having full-time employees. The school would like to add nursing services over the summer, so there will be an increase. Boys' Latin will also continue covid testing support to stay in compliance.
10. Athletics—Ms. Smith highlights significant increases are driven from two areas: the addition of golf, tennis, and volleyball programs and acquiring two 10-passenger vans for transportation. Long term this will help manage Boys' Latin's travel costs.
11. Technology—Boys' Latin will continue its one-to-one laptop program for students in grades 6-8. Ms. Smith summarizes how the technology budget has increased over the past two years due to covid and remote learning, which will be brought down. Special projects have also been eliminated.
12. Administration—Ms. Smith states that all line items have been reduced to historical levels.
13. Development, Business, Finance—Ms. Smith describes how the school increased contracts and services slightly to account for inflation. Advertising will be maintained at the at FY2022 level, which is a worthwhile investment considering enrollment and staffing challenges.
14. School Operations and Food—The school has increased copier leases to account for inflation, while postages, communications, and travel were reduced to historical levels. Ms. Smith adds that food services was also decreased.

15. Facilities—Ms. Smith explains how contracted cleaning services has been increased by \$60,000 with a new contract for a cleaning service provider submitted to the board tonight due to quality and performance concerns.

16. Capital Projects—Boys’ Latin is budgeting \$2.75 million for more work to be done on the school’s multi-year plan which will be submitted to the board at a later date.

There is a motion to adopt the FY2023 budget as presented to the board, pending adoption for when final rates are known, which is moved by Mr. Wyatt and seconded by Mr. Oehrle. The following board members votes in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. South, Mr. Oehrle, Ms. Guidi, Mr. Simpson, Mr. Johnson, Ms. Robinson-Garvin, and Mr. Smith. The motion passes unanimously.

There is a motion to adopt the FY2023 salaries as discussed in executive session, which is moved by Mr. Yakulis and seconded by Mr. Bowman. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. South, Mr. Oehrle, Ms. Guidi, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, and Mr. Smith. The motion passes unanimously.

There is a motion to adopt the 6/1/2022 Hires, Terminations, and Resignations as presented in the 6/1/2022 personnel report, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Yakulis and seconded by Mr. Oehrle. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. South, Mr. Oehrle, Ms. Guidi, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, and Mr. Smith. The motion passes unanimously.

There is a motion to adopt the 6/1/2022 Contracts¹ as discussed in executive session and previously circulated to the board, which is moved by Mr. Bowman and seconded by Mr. Johnson. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. South, Mr. Oehrle, Ms. Guidi, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, and Mr. Smith. The motion passes unanimously.

There is a motion to adoption the Fund Balance Policy Resolution, where uncommitted funds need to be committed, which is moved by Mr. Oehrle and seconded by Mr. Yakulis. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. South, Mr. Oehrle, Ms. Guidi, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, and Mr. Smith. The motion passes unanimously.

¹ 2022-23 Invo HealthCare Associates Agreement; NS4ed Proposal; PowerSchool Special Programs Renewal Agreement; School-Based Covid-19 Satellite Testing Sites under Education Plus Health Memo; and TJ Cleans LLC Professional Cleaning Services Agreement

There is a motion to adopt the 2021-2022 Lease Reimbursement as previously circulated to the board, which is moved by Mr. Bowman and seconded by Ms. Wells. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. South, Ms. Guidi, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, and Mr. Smith. Mr. Oehrle abstains. The motion passes unanimously.

Ms. Smith concludes her presentation.

c. Development: *Pat South*

Mr. South begins with an overview of this development year, where the committee is still working on contributions. Boys' Latin hit its \$1.3 million target for cash and commitments as the school is at \$1.319 million currently. Mr. South explains that this is a very good mix of EITC, grants from foundations and other entities, individual giving, and \$224,000 from the annual event. The development committee will be focused on private contributions between now and the end of the year. The committee met on May 17 to discuss strategy for the upcoming year, the next annual event, and a potential capital campaign for future capital expenditures. As the committee is finalized for the upcoming year, the school will canvas to see if outside support or consultants will be necessary to help guide Boys' Latin's development efforts. In terms of other outreach activities, Mr. South announces that the quarterly newsletter was distributed on May 18 and board staff wrote handwritten thank you notes to event sponsors. Ms. Smith and the team are continuing to handle management of school's ESSER grants, and Career Day will be held on June 3.

Ms. Smith describes how at Career Day there will be about 30 professionals meeting with freshmen, sophomores, and juniors. The day will be broken down into four sessions and students chose ahead of time which career field they were interested in. Ms. Smith adds that 12 different career fields will be represented.

Mr. South notes that the development committee has a meeting setup for June 21 to finalize plans for next year with the goal in mind to be prepared for the next fiscal year, and are tossing around ideas of having events at the school to get Dr. Hayes speaking to potential donors.

Mr. Wyatt commends Mr. South on the annual event and for hitting the school's development targets.

Mr. South concludes his presentation.

d. Facilities: *Wes Wyatt*

Mr. Wyatt states that there is no facilities presentation today.

e. Governance: *West Wyatt*

Mr. Wyatt explains how the board needs vote on reappointing Mr. South and Ms. Wells as Boys' Latin board members, as their terms have expired.

There is a motion to reappoint Mr. Pat South as a Boys' Latin Board of Trustees member, which is moved by Mr. Oehrle and seconded by Mr. Yakulis. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. Oehrle, Mr. South, Mr. Simpson, Mr. Johnson, Mr. Smith, Ms. Robinson-Garvin, and Ms. Guidi. The motion passes unanimously.

There is a motion to reappoint Ms. Elaine Wells as a Boys' Latin Board of Trustees member, which is moved by Mr. Oehrle and seconded by Mr. Yakulis. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. Oehrle, Mr. South, Mr. Simpson, Mr. Johnson, Mr. Smith, Ms. Robinson-Garvin, and Ms. Guidi. The motion passes unanimously.

Continuing, Mr. Wyatt states that now the board must vote to approve Mr. Wyatt for Chairman, Ms. Woodward as Treasurer, and Mr. South as Secretary for the Boys' Latin Board of Trustees, as outlined in the school's bylaws.

There is a motion to appoint Mr. Wes Wyatt as Chairman of the Boys' Latin Board of Trustees, which is moved by Mr. Yakulis seconded by Mr. Barrett Adams. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. Oehrle, Mr. South, Mr. Simpson, Mr. Johnson, Mr. Smith, Ms. Robinson-Garvin, and Ms. Guidi. The motion passes unanimously.

There is a motion to appoint Ms. Kerry Woodward as Treasurer of the Boys' Latin Board of Trustees, which is moved by Mr. Bowman seconded by Mr. Yakulis. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. Oehrle, Mr. South, Mr. Simpson, Mr. Johnson, Mr. Smith, Ms. Robinson-Garvin, and Ms. Guidi. The motion passes unanimously.

There is a motion to appoint Mr. Patrick South as Secretary of the Boys' Latin Board of Trustees, which is moved by Mr. Oehrle seconded by Mr. Yakulis. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. Oehrle, Mr. South, Mr. Simpson, Mr. Johnson, Mr. Smith, Ms. Robinson-Garvin, and Ms. Guidi. The motion passes unanimously.

Mr. Wyatt reminds the board that each trustee must be appointed to at least one committee.

There is a motion to approve the Board Resolution regarding Committees as previously circulated to the board, which is moved by Mr. Adams and seconded by

Ms. Wells. The following board members vote in the affirmative: Ms. Wells, Mr. Barrett Adams, Mr. Yakulis, Mr. Bowman, Mr. Wyatt, Mr. Oehrle, Mr. South, Mr. Simpson, Mr. Johnson, Mr. Smith, Ms. Robinson-Garvin, and Ms. Guidi. The motion passes unanimously.

Mr. Yakulis adds that he will circulate draft charters to board members. The idea arose as Mr. Yakulis went through Act 55 training, which included regulations that outline committee charters and job descriptions for officers. Mr. Yakulis did some research and circulated drafts of committee chairs back in April with the idea to improve the board governance process.

Mr. Wyatt concludes his presentation.

f. Education: *Dr. Hayes*

Dr. Hayes begins with an update that graduation is taking place on June 14 at 4 p.m. at the Boys' Latin High School with councilman Isaiah Thomas as the keynote speaker, and encourages all board members to attend. Dr. Hayes states that 77 out of 87 graduating students have been accepted to four-year colleges, with 4 out of 87 students planning to enter the military. In terms of state testing, Boys' Latin has been testing for the past two months with PSSAs and Keystones. The school did meet the 95 percent threshold of testing all students. Boys' Latin will receive results back in July and the team will report back on academic growth. Dr. Hayes adds that 26 remaining juniors will take the June assessment this year. The school is hosting a meeting this week with sophomores and juniors who are interested in dual enrollment.

Mr. Wyatt adds that the Education Committee will be renamed.

Dr. Hayes concludes his presentation.

Mr. Wyatt thanks those attended both in-person and virtually, and asks the board to consider which committees they would like to join.

The meeting adjourns at 5:35 p.m.

Respectfully submitted,

Patrick South, Secretary