



**Meeting of the Board of Directors
Wednesday, July 13, 2022 at 4:00 p.m.
Virtual Zoom Meeting**

The meeting was called to order at 4:36 p.m.

Board Members in Attendance: Charles Barrett Adams, Michael Bowman, Albert Oehrle, Nancy Robinson-Garvin, Floyd Simpson, Patrick South, Elaine Wells, Wes Wyatt

Board Members Excused: Isaac Ewell, Kevin Johnson, Stephen Smith, Amir Tucker, Kerry Woodward, Paul Yakulis

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

I. **Executive Session**

An executive session was held for the purpose of discussing (1) personnel matters and (2) agency business which, if conducted in public, would violate a lawful privilege or lead to the disclosure of information or confidentiality protected by law.

II. **Call to Order:** *Wes Wyatt*

Mr. Wyatt calls the meeting to order and congratulates everyone involved in leading and executing the school's charter renewal, which was not an underwhelming task.

The board was not able to reach a quorum tonight and will reconvene at a later date to vote on pending contracts and resolutions, minus the contracts which Ms. Wells previously voted in favor of ratifying.

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

Ms. Smith begins with an update on Boys' Latin's charter renewal. On June 23, 2022, the Philadelphia Board of Education approved the school's renewal charter agreement at their scheduled action meeting. The school is now in the pre-executive phase where Boys' Latin needs to submit a series of items to the Charter School Office ("CSO") by July 25, 2022. Once the CSO receives those items and confirms that the school is in compliance, then the Philadelphia Board of Education will sign the charter agreement and Boys' Latin will receive the final signed document.

Mr. Wyatt notes that this is great news, and the school should not have any worries at this point as to whether the charter will be renewed.

Dr. Hayes and Ms. Smith conclude their presentation.

IV. Board Committee Reports

a. Parent Liaison: *Colleen Smith on behalf of Elaine Wells*

Ms. Wells gave Ms. Smith a copy of her report prior to the meeting, which Ms. Smith delivers to the board. Ms. Wells is working with Boys' Latin's high school principal to identify parents to participate with the Extended Family Network ("EFN") at the high school for the upcoming school year as well as appointing staff members to support it. The goal is to have a dedicated staff member to be the EFN liaison of the high school. With these structures in place, there hopes to be more participation and engagement throughout the year on the parent board.

Ms. Smith concludes Ms. Wells' presentation.

b. Finance: *Colleen Smith*

Ms. Smith begins by announcing that the board received the May 2022 Financial Statements, which she displays to the board. Mr. Whisman was unable to join the meeting today, but his team did prepare the executive summary that is at the front of the financial statements package.

Ms. Smith notes that the next items to be voted on include approving the personnel reports, which cannot proceed without a quorum.

Ms. Smith concludes her presentation.

c. Development: *Pat South*

Mr. South begins with an overview of the FY2022 Development Report and thanks Mr. Jackson and Ms. Smith for being kind enough to put together a comprehensive summary. Mr. South highlights how the committee has ramped up the amount of work that has gone into planning the next fiscal year from the development standpoint than in previous years. Boys' Latin is off to a strong start on planning.

Mr. South announces that Boys' Latin raised \$1,318,000 which is above the \$1.3 million target. Mr. South thanks everyone involved in hitting that goal. Mr. South notes that the school had nips in participation relating to direct donations as only half of all board members have donated. The school does not have a minimum donation amount for board members but would like to increase board participation to 100 percent. The development committee met on June 21 to discuss the plan for this upcoming year with a goal towards increasing the cadence of events and

communications to donors. The committee decided to host an event each semester that could bring supporters and donors in to visit the school and to get Dr. Hayes out in front of the community in smaller groups. Currently Boys' Latin has a School Visit Day planned for October 18 and invites everyone on the board to bring current and prospective donors to the school. More details will follow at the next board meeting. The committee is also planning a cocktail hour on September 22 to get Dr. Hayes out in front of suburban communities, but this date is not yet definite.

Mr. South explains how the committee went through the breakdowns of giving this year and tried to focus on each area, one of those areas being EITC donations. A list of top prospects and top donors in the EITC world will be forwarded to the board to see if any trustees are familiar with these names. Mr. South adds that the school's annual event this past April was a successful outing, being that it was the first event Boys' Latin has had in a few years.

Relating to the FY2023 Development Plan, Mr. Jackson explains that the goal for School Visit Day is to have 20 visitors of current and prospective donors at both the high school and middle school. The EITC list comes out in August, which will be reviewed at the next board meeting. This list will show all companies in Pennsylvania that are giving EITC donations to organizations of their choosing. The committee will ask for donor support to see if the board knows anyone on that list to help the school garner a relationship and raise funds.

Ms. Smith adds that there will be a save-the-date attachment prepared before the next board meeting for the School Visit Day which Boys' Latin staff and trustees can send out to prospective donors. Mr. Jackson adds that a save-the-date will also be created for the cocktail hour once a date is definite.

Mr. South thanks Mr. Jackson, Ms. Smith, and Dr. Hayes for all their efforts in helping the development committee hit its targeted goal.

Mr. Wyatt notes that the board is one member short of a quorum and asks that given Ms. Wells' proxy, the board members in attendance vote on the proposed contracts which she previously voted in favor of. Each contract will be an individual vote.

There is a motion to adopt the Delayed Gratification LLC Professional Services Contract as discussed in executive session and previously circulated to the board, which is moved by Mr. Simpson and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Bowman, Mr. South, Mr. Wyatt, Mr. Oehrle, Ms. Robinson-Garvin, Mr. Simpson, Mr. Adams, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the Foundations FY2023 Special Education Leadership Coaching Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. Bowman. The following board members vote in the affirmative: Mr. Bowman, Mr. South, Ms.

Robinson-Garvin, Mr. Simpson, Mr. Adams, Mr. Wyatt, Mr. Oehrle, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the Green Tree School 2022 Extended School Year Tuition Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Simpson and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Bowman, Ms. Robinson-Garvin, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. South, Mr. Oehrle, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the Jounce Partners, Inc. Services Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. South. The following board members vote in the affirmative: Mr. Bowman, Mr. Oehrle, Ms. Robinson-Garvin, Mr. Wyatt, Mr. Adams, Mr. South, Mr. Simpson, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the MACCS Health Services 2022-2023 Services Agreement: High School Nurse as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. South. The following board members vote in the affirmative: Mr. South, Mr. Oehrle, Ms. Robinson-Garvin, Mr. Wyatt, Mr. Adams, Mr. Bowman, Mr. Simpson, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the MACCS Health Services 2022-2023 Services Agreement: Health Aide as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Bowman, Mr. South, Mr. Oehrle, Ms. Robinson-Garvin, Mr. Wyatt, Mr. Simpson, Mr. Adams, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the MACCS Health Services Summer Services Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. Simpson. The following board members vote in the affirmative: Mr. South, Mr. Oehrle, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. Bowman, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the SchoolMint Renewal Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. South. The following board members vote in the affirmative: Mr. South, Mr. Oehrle, Mr. Wyatt, Mr. Adams, Mr. Simpson, Mr. Bowman, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt Urban Teachers – Philadelphia Memorandum of Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Bowman and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. South, Mr. Oehrle, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. Bowman, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

Mr. Wyatt explains that the board will now ratify the approval of the following two contracts valued at under \$15,000 which will be entered into by the CEO in alignment with board policy.

There is a motion to adopt the Black Tech Philly Educational Program Delivery Agreement as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Bowman, Mr. Oehrle, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. South, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to adopt the Philadelphia Outward Bound School Program Agreement and Specifications as discussed in executive session and previously circulated to the board, which is moved by Mr. Oehrle and seconded by Mr. Simpson. The following board members vote in the affirmative: Mr. Bowman, Mr. Oehrle, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. South, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to approve Boys’ Latin entering into the SchoolLync Transportation Student Transportation Proposal for FY2022-2023 as discussed in executive session, which is moved by Mr. Bowman and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Bowman, Mr. Oehrle, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. South, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

There is a motion to approve the USTRIVE Program Principal Commitment and authorize the Boys’ Latin high school principal to sign the USTRIVE Program Principal Commitment Letter, which is moved by Mr. Adams and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Bowman, Mr. Oehrle, Mr. Wyatt, Mr. Simpson, Mr. Adams, Mr. South, Ms. Robinson-Garvin, and Ms. Wells previously voted yes. The motion passes unanimously.

Mr. South concludes his presentation.

d. Facilities: *Wes Wyatt*

Mr. Wyatt begins by explaining that once the board reaches a quorum, the trustees will vote on the final approval of the sectioned phases of renovating the Fine Arts Building (“FAB”) at the middle school. The plan around this breakdown is to make

sure the school has inflection points around the work and money of Phases 1 and 2. Mr. Wyatt adds that Phases 3 and 4 will have some money allocated towards the design and planning process of high school campus projects.

Dr. Hayes describes that this process began around a year ago with a plan to pause all renovations at the high school until the school could develop a more comprehensive plan in line with opportunities created by additional ESSER funding and additional operating expenses. Phase 1 will address the existing FAB, which will be renovated to use all three floors for STEAM and mental health services, and Phase 2 will address construction of a gym. Dr. Hayes explains that finances are broken down in the summary previously circulated to the board, which was based on internal fundraising as well as additional reserves and savings. Phases 3 and 4 will come down the road which will require additional fundraising.

Dr. Hayes explains that the \$125,000 which was previously approved for Phases 1 and 2 was for design work including mockups and submissions to the zoning board. This amount has not yet been exhausted, and additional design work will still be paid for by this previously approved amount. In sum Phases 1 and 2 are expected to be covered by the school's fund balance.

Dr. Hayes notes that the reason for expediting Phases 3 and 4 prior to completion of Phases 1 and 2 is because the school wants to attach these projects to the capital campaign, and design elements need to be in place beforehand.

There is a discussion on some of the proposed design features and phases. Dr. Hayes explains that the multi-purpose wellness room on the third floor was designed to be a student space to respond to the overwhelming need for maintaining mental health. Students can practice yoga, meditation, and tai chi, or any activities to decompress. Mr. Wyatt adds that the timeline on Phases 3 and 4 has not changed, and renovations of the FAB should take about six months to complete.

Mr. Wyatt concludes his presentation.

e. Governance: *Albert Oehrle*

Mr. Oehrle states that he needs to speak with Mr. Yakulis on responses to his solicitation.

f. School Programming & Education Performance: *Wes Wyatt*

Mr. Wyatt explains that the board is looking for members to join this School Programming & Education Performance committee to address the charter's goals, objectives, and functionality and how that interacts with the school and school leadership.

Mr. Wyatt concludes his presentation.

Mr. Wyatt thanks those who attended and announces that the board will reconvene soon with a quorum to vote on the remaining motions. Ms. Smith will circulate a proposed date to the board.

The meeting adjourns at 5:09 p.m.

Respectfully submitted,

Patrick South, Secretary