



**Meeting of the Board of Directors
Wednesday, August 10, 2022 at 4:00 p.m.
339 N. 63rd Street, Philadelphia, PA 19139**

The meeting was called to order at 4:15 p.m.

Board Members in Attendance: Charles Barrett Adams, Michael Bowman, Isaac Ewell, Kevin Johnson, Nancy Robinson-Garvin, Floyd Simpson, Amir Tucker, Kerry Woodward, Wes Wyatt, Paul Yakulis

Board Members Excused: Albert Oehrle, Stephen Smith, Patrick South, Elaine Wells

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

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

I. Executive Session

An executive session was held to discuss personnel matters.

II. Call to Order: *Wes Wyatt*

Mr. Wyatt calls the meeting to order and thanks everyone for taking the time to attend. Mr. Wyatt notes that the board does not currently have a quorum but expects one soon, so votes will be on hold until a quorum is reached. Tonight the board will vote on modifying bylaws to go to six meetings per year in addition to committee meetings.

III. Interim CEO Report: *Dr. William Hayes*

Ms. Smith begins with an update on Boys' Latin's Health and Safety Plan. The board has seen multiple versions of this plan, as the school is required to review the plan every six months. Changes were made to covid-19 regulations this past July, and the updated plan presented today is now in full alignment with Philadelphia Department of Health guidelines for schools.

Dr. Hayes notes that the board will also be voting on the SY2023 Emergency Instructional Time Template to stay in compliance with the state. This plan lays out what the school schedule looks like both in-person and virtually, and those two

schedules are the same. Dr. Hayes explains that this plan covers the school if Boys' Latin has to close for an emergency related to covid-19. Boys' Latin is required to include a minimum of 180 days of instruction or 990 hours of instruction.

Dr. Hayes states that the board will also be voting on the SY2023 Student and Parent Handbook. Dr. Hayes explains that there have been a few changes made to the handbook, mostly updates on the school's suspension and expulsion policies. There were also changes to language that the school thought would be more appropriate. Dr. Hayes adds that aggression and assault have been moved to level three offenses.

There is a discussion on language changes made to the SY2023 Student and Parent Handbook. Dr. Hayes explains that previous language was not concrete in qualifying a level two offense.

Dr. Hayes then announces that the Boys' Latin middle school and high school are hosting a Family Funday Peace Barbeque, which is based off an event that took place last year to bring communities together to discuss gun violence. The barbeque will place at the high school field on August 26 from to 3:00-5:30 p.m.

Dr. Hayes then updates the board on emails he has received from a community member requesting updates on where Boys' Latin is in terms of facilities planning, specifically the field area where the church used to stand on the middle school campus. This individual did not want a grass field to take the place of the church building. Dr. Hayes responded that there are financial implications to modifying this area, as this is a long-term project and Boys' Latin needs to raise additional funding.

In terms of current status of this project, Dr. Hayes describes how Boys' Latin must first apply for zoning permits from the City. Boys' Latin has applied for the Fine Arts Building zoning permits at the middle school, but has not applied for any gymnasium permits until the board approves the plan.

There is discussion on community involvement amidst zoning changes. Mr. Johnson explains how most communities have an association that a City Councilperson will confer with before approving a major zoning change. Dr. Hayes stresses that the church was not a useable facility before demolition as the roof quired large columns which would prohibit classrooms or a gym to be built in that space. The project was also cost prohibitive and these two reasons combined are why Boys' Latin ultimately made the decision to tear down the church.

Mr. Wyatt announces that the board has now reached a quorum, and will circle back to the items that require votes.

There is a motion to adopt the July 13, 2022 Boys' Latin board of directors meeting minutes, which is moved by Mr. Bowman and seconded by Mr. Johnson. The motion passes unanimously.

There is a motion to adopt the July 19, 2022 Boys' Latin board of directors meeting minutes, which is moved by Mr. Yakulis and seconded by Mr. Bowman. The motion passes unanimously.

There is a motion to adopt the Updated Health & Safety Plan, which is moved by Mr. Yakulis and seconded by Mr. Johnson. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robison-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

There is a motion to adopt the SY2023 Emergency Instructional Time Template, which is moved by Ms. Woodward and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robison-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

There is a motion to adopt the SY2023 Student and Parent Handbook, which is moved by Mr. Johnson and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robison-Garvin, Mr. Simpson, Ms. Woodward, Mr. Wyatt, Mr. Yakulis, and Mr. Tucker. The motion passes unanimously.

Dr. Hayes concludes his presentation.

IV. Board Committee Reports

a. Parent Liaison Report: *Elaine Wells*

Ms. Smith explains that Ms. Wells previously wrote in that she has no report for this meeting.

b. Finance: *Kerry Woodward*

Ms. Woodward begins with an update on the budget previously circulated for board review. Ms. Woodward explains that modest adjustments were made which overall came down to a difference of \$80,000 from the originally approved budget on June 1. Boys' Latin received more information around revenues and School District reimbursements. Ms. Woodward describes how expenditures changed based on actual contracts received, especially under special education once understanding the number of special education students the school will have and those students' needs. Ms. Smith assures the board that these changes were expected and not out of the ordinary.

Ms. Woodward adds that the finance committee will keep a close eye on student enrollment approaching the fall months. The current average daily membership projection is 748 students and the school is predicting a contraction of middle school enrollment. Ms. Woodward will monitor the situation and make sure early enrollment

and early attrition puts Boys' Latin in a place where 748 students is achievable. The school may have to cut revenue projection and change expenses accordingly, but Ms. Woodward feels comfortable with this proposed revised budget.

There is a motion to adopt the Revised FY2023 Budget, which is moved by Mr. Yakulis and seconded by Mr. Johnson. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Woodward summarizes that in executive session the board reviewed the hires, terminations, and resignations report authored by Dr. Hayes.

There is a motion to adopt the 8/10/2022 Hires, Terminations, and Resignations as presented in the 8/10/2022 personnel report, which was previously circulated to the board and discussed in executive session, which is moved by Ms. Woodward and seconded by Mr. Simpson. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

There is a motion to adopt the 8/10/2022 Contracts¹ as presented in the 8/10/2022 personnel report, which was previously circulated to the board and discussed in executive session, which is moved by Ms. Woodward and seconded by Mr. Simpson. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Woodward explains that the final proposal tonight is for the board to adopt the Updated Financial Policies and Procedures which are now aligned with the petty cash policy to adhere with Charter School Office ("CSO") guidelines. Ms. Smith describes how Boys' Latin submitted this policy approved at the June 15, 2022 emergency board meeting, and the CSO provided feedback on the school's petty cash policy but otherwise they said its policies were very strong. The CSO asked Boys' Latin to specify when petty cash can be used: 1) the reimbursement of employees for small expenses related to emergency maintenance or facilities needs and/or 2) the purchase of transportation or food for students in the event of an emergency.

There is a motion to adopt the Updated Financial Policies and Procedures, which is moved by Ms. Woodward and seconded by Mr. Yakulis. The following board

¹ Green Tree School 2022-2023 School Year Tuition Agreement (Student I.G.); Green Tree School 2022-2023 School Year Tuition Agreement (Student J.M.); Green Tree School 2022-2023 School Year Tuition Agreement (Student M.B.); MACCS Health Services 2022-2023 Service Agreement: Middle School Nurse; MACCS Health Services 2022-2023 Service Agreement: Health Aide; Therapy Source, Inc. Renewal Agreement; and the Classy Order Form and Agreement (which is a contract valued at under \$15,000.00 which has been entered into by the CEO in alignment with board policy).

members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Woodward concludes her presentation.

c. Development: *Tyler Jackson and Colleen Smith*

Ms. Smith details how Boys' Latin is currently on track having raised \$55,000 so far this fiscal year. The development committee is making good progress towards reaching this school year's development goals. Boys' Latin has made an effort to increase its online giving presence and offering more convenient giving options for current and prospective donors. Ms. Smith thanks Mr. Jackson for his hard work on this front, as one of the contracts ratified today addresses online giving. Boys' Latin is eager to get its online setup ready by the end of this month.

Ms. Smith describes how Boys' Latin recently submitted a large grant application and is managing federal grants received. The school is also in the process of finalizing the details for the October 18, 2022 School Visit Day. The board should expect to see more information and an invitation that board members can share with donors to bring them to the event. The committee is also in the process of finalizing details for the CEO cocktail party as a way to connect with donors in the suburbs. More details will come for that party down the line.

Ms. Smith then turns to a list of top EITC prospects previously circulated to the board. Ms. Smith describes that the EITC program allows accepted businesses to redirect their tax liabilities to make charitable donations to organizations such as Boys' Latin instead of paying those taxes directly to the State. Many businesses are interested in this option and utilize it. Historically Boys' Latin has received around \$400,000 per year through this program. Because this program is an excellent way to raise funds for our school, Boys' Latin is hoping to increase its EITC donors. The development committee asks that the board review this list of prospects and note if there are any individuals in their professional or personal networks who are decision makers for that company, or can connect the school with decisionmakers. Ms. Smith asks the board to relay this information in an email to Mr. Jackson. Ms. Smith adds that the school is preparing to send out a targeted mailing to top EITC donors in the greater Philadelphia area.

There is a discussion on who these points of contact might be from the list of prospective donors, the process of becoming an EITC donor, and how long current donors have been contributing to Boys' Latin. Ms. Smith explains that current donors are long-time donors to Boys' Latin, and these original connections were made by school founders to these organizations. In terms of process, Ms. Smith describes how companies must submit a renewal application to participate in EITC by July 1. Then around September the company learns from the State what their tax credits are for the year, then the company has 60 days to make those donations and 90 days to provide

evidence of those contributions to the State. Ms. Smith adds that some larger companies have corporate giving offices, and for smaller organization the CEO or someone on the executive team might make giving decisions.

Mr. Smith and Mr. Jackson conclude their presentation.

d. Facilities: *Wes Wyatt*

Mr. Wyatt introduces a motion on Renovation Phases 3 and 4 where Boys' Latin would begin construction design and renderings on Phase 3 and Phase 4 of the strategic plan for the high school campus not to exceed \$150,000 in expenses.

There is a motion to adopt Phases 3 and 4 of the Boys' Latin Renovations Project, which is moved by Ms. Woodward and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Mr. Wyatt concludes his presentation.

e. Governance: *Wes Wyatt*

Mr. Wyatt explains that the board will now vote on amending its bylaws to state that the Boys' Latin board of directors will now convene six times per school year in August, October, December, February, April, and June.

There is a motion to amend Section 3.7 of Boys' Latin's Bylaws as presented to the board and discussed in executive session, which is moved by Mr. Bowman and seconded by Mr. Johnson. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Ewell, Mr. Johnson, Ms. Robinson-Garvin, Mr. Simpson, Mr. Tucker, Ms. Woodward, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Mr. Wyatt concludes his presentation.

f. School Programming & Education Performance: *Dr. Hayes*

Dr. Hayes announces that he will be sending out information for the committee to meet in September, and to look out for an email to get that meeting scheduled.

Dr. Hayes concludes his presentation.

Mr. Wyatt thanks everyone for their time and for meeting, and wishes the board well.

The meeting adjourns at 4:59 p.m.

Respectfully submitted,

Patrick South, Secretary