



**Meeting of the Board of Directors
Wednesday, April 12, 2023 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, Albert Oehrle, Nancy Robinson-Garvin, Floyd Simpson, Patrick South, Wes Wyatt, Paul Yakulis, Elaine Wells

Board Members Excused: Kevin Johnson, Amir Tucker, Kerry Woodward

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

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

I. Executive Session

An executive session was held to discuss (1) personnel matters and (2) agency of 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 thanks everyone for attending.

There is a motion to adopt the February 1, 2023 Boys' Latin board of directors meeting minutes, which is moved by Mr. Yakulis and seconded by Ms. Robinson-Garvin. The motion passes unanimously.

Mr. Wyatt then follows up with board compliance issues. Mr. Wyatt reminds the board that their statements of financial interests must be completed as failure to do so would violate state law and result in non-compliance that could impact the next charter renewal. Mr. Wyatt urges the board to complete their forms and attend Act 55 training, as this is another state requirement and area the Charter School Office ("CSO") notes during renewal.

III. CEO Report: *Dr. William Hayes*

Dr. Hayes begins with an update on the SY2024 calendar. The proposed SY2024 calendar meets the minimum requirements for public schools servicing secondary grade levels by including 180 instructional days and/or 990 instructional hours. These school days are based on a schedule of 8:00 a.m. to 2:00 p.m. on Mondays then 8:00 a.m. to 3:20 p.m. on Tuesdays through Fridays at both the middle and high schools. This does not include Leadership Academy, Freshman Academy (which is 18 days), or the reduced Senior Schedule. There will be 172 instructional days for grade 12, 175 instructional days for grades 6-8 and 10-11, and 193 instructional days for grade 9.

There is a motion to adopt the SY2024 Calendar, which was 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. Yakulis, Mr. Ewell, Mr. Adams, Mr. Bowman, Ms. Wells, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

Dr. Hayes then addresses changes to the SY2023 calendar. In alignment with Boys' Latin's college preparatory mission, the school will hold an SAT School Day testing administration on April 25, 2023 at the high school campus, which will allow all students in grade 11 to take the SAT during the school day. This school day will be virtual for students in grades 9, 10, and 12.

There is a motion to adopt the Updated SY2023 Calendar, which was previously circulated to the board, which is moved by Mr. Oehrle and seconded by Ms. Wells. The following board members vote in the affirmative: Mr. Wyatt, Mr. Adams, Mr. Bowman, Mr. Yakulis, Mr. Ewell, Ms. Wells, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

There is a motion to adopt the Education Services Agreement for Student A and the Trust Agreement for Student A, which were previously circulated to the board and discussed in executive session, which is moved by Mr. Oehrle and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Wyatt, Mr. Adams, Mr. Bowman, Mr. Yakulis, Mr. Ewell, Ms. Wells, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

Dr. Hayes concludes his presentation.

IV. Board Committee Reports

a. Parent Liaison Report: *Elaine Wells*

Ms. Wells begins by explaining how to be intentional on what is reported to the board from the perspective of parents. Historically the parent liaison report has addressed what the administration is doing for parents, what the community is doing for parents, and partner organizations that have made things easier to support parents. The Boys' Latin Extended Family Network will continue partnering with principals to make sure

parent voices are heard at board meetings. Parents will share what they are happy with, things they want to be improved, and how they feel about what the schools are offering. Ms. Wells emphasizes that both schools have been amazingly supportive of parents. Parents were very appreciative for the way that Ramadan was handled to allow students to celebrate, which encourages a culture of diversity and inclusion. Ms. Wells has received positive feedback expressing sincere gratitude about the ability for Muslim students to have a place to pray and exceptions to be excused from lunch areas during fasting.

Mr. Wyatt asks how parents can be made to feel comfortable offering their voices, or even attending a board meeting. Ms. Wells explains how attending a board meeting can be intimidating for parents. It would be important to prepare them beforehand as to how board meetings are run logistically. Ms. Wells states that Miss Nicolas sent out a parent survey for comments, and she will work with her to learn more about how parents feel at the middle school. Once parents are aware that their concerns are being heard, they might feel more comfortable attending a meeting. Ms. Wells notes that parents are not necessarily asking to speak to the board directly, rather they want to make sure parents' voices are reaching the level of the board.

Mr. Oehrle commends Ms. Wells for all the great work she has done in soliciting feedback from parents.

Ms. Wells concludes her presentation.

b. Finance: *Colleen Smith*

Ms. Smith directs the board to the February 2023 financial statements which were previously circulated to the board. Ms. Smith states that the committee met at the end of March to discuss these statements at length, and Mr. Whisman will take the board through a high-level review.

Mr. Whisman states that Boy's Latin's cash position is healthy through February which continues into the March financials. Overall, the report is positive. Turning to the income statement, the change in fund balance projection is healthy. Key performance indicators which the CSO reviews are all positive and healthy, and debt coverage ratios are all in good shape as well. Mr. Whisman describes Boys' Latin's financials as healthy and positive overall, which the committee reviewed in great detail.

There is a motion to adopt the 4/12/2023 Hires, Terminations, and Resignations as presented in the 4/12/2023 personnel report, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Yakulis and seconded by Mr. Bowman. The following board members vote in the affirmative: Mr. Wyatt, Mr. Yakulis, Mr. Bowman, Mr. Ewell, Mr. Adams, Mr. Simpson, Mr. South, Ms. Wells, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

Ms. Smith then summarizes how Boys' Latin sought the board's urgent approval of three agreements on March 3, 2023, which the board approved unanimously via email on March 6, 2023.

There is a motion to approve ratification of the previously adopted 3/6/2023 Contracts¹, which were previously circulated to the board, which is moved by Mr. Wyatt and seconded by Ms. Robinson-Garvin. The following board members vote in the affirmative: Mr. Wyatt, Mr. Adams, Mr. Simpson, Mr. Yakulis, Mr. Ewell, Mr. Bowman, Ms. Wells, Mr. South, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

There is a motion to adopt the 4/12/2023 Contracts², which were previously circulated to the board, which is moved by Mr. Yakulis and seconded by Mr. Oehrle. The following board members vote in the affirmative: Mr. Wyatt, Mr. Yakulis, Mr. Bowman, Mr. Ewell, Mr. Adams, Mr. Simpson, Ms. Wells, Mr. South, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

There is a motion to approve ratification of the adopted 4/12/2023 Contracts³ valued at under \$15,000 which have been entered into by the CEO of Boys' Latin in alignment with board policy, which were 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. Simpson, Mr. Ewell, Mr. Adams, Mr. Bowman, Ms. Wells, Mr. South, Mr. Oehrle, and Ms. Robinson-Garvin. The motion passes unanimously.

Ms. Smith then addresses updates to the school's financial policies and procedures, as based off of guidance received from the U.S. Department of Education the school needs a procurement policy to ensure that minority businesses, women's businesses, and labor surplus area firms are used when possible as required by federal law.

There is a motion to adopt the Updated Financial Policies and Procedures, which were previously circulated to the board, which is moved by Mr. Wyatt and seconded

¹ African American Charter Schools Coalition Memorandum of Understanding (\$0.00); Jidan Cleaning Contract (\$35,800.00); and Xtel Communications Internet Services Renewal Agreement (\$52,266.60).

² Community College of Philadelphia Dual Enrollment Agreement (\$0.00); The JMW Entertainment Group, LLC Agreement (\$3,495.00); Meridian Bank Demand Deposit Marketplace Terms and Conditions (\$0.00); Addendum to the Therapy Source, Inc. Renewal Contract (\$68.50 per hour for School Licensed Clinical Social Worker); Xtel Community Voice HPBX Services Agreement for the High School (\$18,151.92); and Xtel Community Voice HPBX Services Agreement for the Middle School (\$10,556.28).

³ DocuSign Renewal Agreement (\$8,280.00); Museum of the American Revolution Group Sales Contract (\$845.00); and Pennsylvania School for the Deaf Contractual Agreement (\$135.20 per hour for Teacher of the Deaf services, \$130.00 per hour for Audiological Consultation, and \$500.00 per Professional Development Presentation).

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

Ms. Smith then turns to the FY2024 budget draft review, which was previously circulated to the board along with a corresponding memo. The school began planning the budget in January and reviewed an initial draft with the finance committee in March. The committee will seek approval for a final version of the FY2024 budget at June board meeting.

Beginning with the executive summary, Boys' Latin's draft FY2024 budget yields a net income of \$403,000. There are \$18,170,000 in total revenues, including \$15,353,000 in non-ESSER revenues. This assumes an average daily membership of 747 students and private contributions and other federal, state, and local revenues maintained at FY2023 levels. There are \$18,309,000 in total expenditures, including \$15,059,000 in non-capital expenditures. The FY2023 staffing model is largely maintained. Changes include the addition of the Director of College Advising and High School Attendance Associate positions, expansion of the specialized services departments, and removal of the Teaching Apprentice position. There are critical investments in teacher development and supports, student opportunity and supports, and college preparatory curricula, instruction, exposure, and experience.

Ms. Smith addresses how in an effort to inform the development of the budget and increase stakeholder engagement in the budget development process, Boys' Latin hosted a series of focus groups in February and March consisting of employees, parents, and students. Ms. Smith encourages the board to review the accompanying memo previously circulated to the board which goes into more detail on the focus group sessions. There were about eight sessions consisting of about 10 people each which allowed people who would not traditionally be involved in the budget process to have a voice. Ms. Smith describes how students appreciated the opportunity, signed up for the process themselves, and brought great ideas.

Ms. Smith lists the four key areas of findings from these focus groups:

1. Schoolwide Mission Investment and Alignment – which includes managing Boys' Latin's brand; setting and maintaining high academic standards and rigorous instruction; increasing college exposure and experience; and creating more opportunities for students to explore and pursue their passions.
2. Exceptional and Empowered Teachers – which includes investing in high-quality teachers; and cultivating and celebrating teacher leadership.
3. A Culture of High Expectations, Accountability, and Support – which includes centering a culture around student achievement and leadership; investing in student social and emotional health and wellness; setting and holding all students and employees to high expectations; and building school unity and pride.
4. A World-Class College Preparatory Environment – which includes increasing stakeholder communication and engagement; allocating and using resources

intentionally and transparently; and creating safe, secure, sufficient, and intentionally used facilities.

Ms. Smith assures the board the draft FY2024 budget addresses these four key areas.

There is a discussion on the focus groups and how the findings were incorporated into the budget. Ms. Smith states that the budget should address the school's mission and goal and information from these sessions can inform leadership at all levels.

Turning to revenues, Ms. Smith describes that assumptions include 747 average daily membership with 71 percent in general education and 29 percent in special education. At this time the school projects that there will be a 2.75 percent increase in the District general education rate (\$9,654) and a 4 percent increase in the District special education rate (\$32,754). There are \$15,353,000 in non-ESSER revenues, with ESSER-II ending on September 30, 2023, and ARP ESSER ending on September 30, 2024. Ms. Smith turns to considerations, as enrollment for SY2024 is lagging behind SY2023. The District rates are not yet final and the school should keep in mind the impact of changing its development strategy, the impending recession, and proposed Capital Campaign on contribution revenues.

There is a discussion on why enrollment figures are lagging and surplus funds. Ms. Smith explains that enrollment is down overall in the City of Philadelphia, however in the charter sector it has remained steady. In the District sector there is a steeper decline as some families are choosing virtual options, leaving the city, or choosing private schools. Ms. Smith clarifies that "considerations" are items not in the current draft of the budget rather what the school is considering for the final draft of the budget.

Ms. Smith then addresses considerations to expenditures, which include thoughtfully and strategically addressing the FY2024 budget focus group findings. There is a non-capital expenditure target of \$15,000,000 in alignment with the school's non-ESSER revenues. The draft budget does not resource a proposed Capital Campaign, and it contemplates only \$3,250,000 of the needed \$3,900,000 for the proposed middle school gym capital project.

Ms. Smith lists the assumptions surrounding salary and benefits expenditures, which contemplates 91 full-time employees, including 59 returning full-time employees and 32 new hires per the Intent to Return Survey and certification status. There will be a 4 percent cost of living increase for most full-time employees. The average salary is \$65,000 for instructional full-time employees which equates to about five years of experience. Benefits will be maintained at FY2023 levels, with a tuition reimbursement fund maintained at historical levels, funding for two teaching residents, and funding for two teachers certified through the alternative certification pathway.

Considerations for salaries and benefits include budgeted instructional and non-instructional salaries, and benefits competitive with the Philadelphia School District and charter schools. The committee needs to confirm whether the school can use its General Fund Balance to fund signing and retention bonuses, where \$10,000 will go to Latin, Math, Science, and Special Education full-time employees, \$5,000 will go to English, Fine Arts, and History full-time employees, and \$2,500 to all other full-time employees. \$56,000 is needed for the desired 5 percent cost of living increase for most full-time employees instead of the currently budget 4 percent increase. The eliminated Teaching Apprentice positions threatens the teacher pipeline program, which was created to address teacher shortages and increase the number of Black male educators in the teaching ranks.

Dr. Hayes adds that restructuring the staffing model has increased the number of deans at the middle school. The middle school was overstaffed versus the high school, so staff were shuffled around. Ms. Smith emphasizes that Boys' Latin wants to focus on having high quality teachers by offering more competitive signing and retention bonuses. The finance committee wants to invest in high quality talent without risking long-term cost and using the school's general fund balance rather than budget for it. Smith notes that there is a question as to whether the school can use the general fund balance for this purpose. Mr. Whisman advises that the school needs to have a conversation with TD Bank and Meridian Bank ahead of time, which may trip the school's debt service coverage calculation.

There is a discussion on retention/signing bonuses versus raises, and what decisions need to be made today. Ms. Smith explains that the committee is gauging the appetite for the board awarding such bonuses and no votes will happen today.

There is a discussion on the spirit of the faculty, where the staff believes the school is succeeding and the areas that need to be addressed. Mr. Wyatt states that the board is in favor of several different options to retain top talent, one of those being maintaining a salary that is competitive against other institutions to get these teachers and keep these teachers.

Ms. Smith then turns to the instruction and student activities side of expenditures. Assumptions and considerations include two days per month of substitute coverage for department and grade level chairs to coach and develop their teams. Fifty percent of FY2023 substitute teaching is needed due to less vacancies and improved culture. There will be a \$500 professional development budget per teacher and a one-time investment in science curricula. The Fine Arts department will expand its budget to support choir and theatre programs, and the Math and Science department budgets will expand to fuel STEM programming in alignment with the new STEAM building. The school will pilot a middle school shuttle bus program to expand enrollment opportunities. Ms. Smith describes how some students take two to three transfers on SEPTA, so the shuttle bus would help ease their transit and be a safer option for the student.

Ms. Smith adds that there will also be dedicated budgets for student mental health and social-emotional learning, which will be managed by the school counselor or social worker. The school will fully resource the specialized services department by expanding contracted services, including adding a new Board-Certified Behavior Analyst and funding for two general education teachers to become dual-certified in special education. The Summer School budget is aligned to the approved ARP ESSER application, with dedicated funding for expanding the New Middle School Student Academy which will be similar to the Freshman Academy. The After School budget has been expanded to create more college-preparatory opportunities for students via the Leadership Academy. The Student Activities & Events budgets will be maintained at FY2023 levels.

Ms. Smith then discusses expenditures sounding support and non-instructional services, which includes an expanded College Travel budget to increase college tours and visits, and a College Supplies budget for the SAT Prep Program. Covid-19 testing and other supports will end. There will be fall, winter, and spring sports banquets plus a one-time uniform refresh. The school will continue the 1:1 laptop program in grades 6 through 12, and invest in a one-time IT maintenance and enhancement project. Ms. Smith notes that the former “School Operations” budget is now contemplated in the “Administrative Expenses” budget. Considerations include the need for expanded development resources in light of changing the school’s development strategy, the impending recession, and a proposed Capital Campaign. Ms. Smith also mentions that the Food Program revenues and expenditures are not yet final.

Turning to facility and debt service expenditures, Ms. Smith explains that assumptions include a Debt Service budget per the TD Amortization Schedule. The facilities budget is aligned to the approved PCCD School Mental Health & Physical Safety grant budgets while contemplating growing the utilities expense and a new, expanded cleaning services contract. Considerations include increasing school security funding in a response to gun violence and other violence impacting schools in Philadelphia and beyond, which could include contracted security personnel, metal detectors at main entrances, and controlled access systems for all external doors on both the middle and high school campuses. In response to the FY2024 Budget Focus Group Findings, the board should consider dedicating funding for window repairs, HVAC enhancements, student bathroom upgrades, and space reallocations.

There is a discussion on the proposed increased security at Boys’ Latin. Ms. Wells explains how a student entering a school facility with a metal detector would feel like prison, like the student has done something wrong. A metal detector also may not always catch every weapon brought into the school. There could be a large negative impact with metal detectors in schools that serve mostly Black students but no parent wants to leave any stone unturned when it comes to the safety of their kids. Dr. Hayes adds that Boys’ Latin is school primary consisting of Black boys, and wants to combat a culture of violence without creating a police culture. Public transit is where a lot of these violent altercations are happening which is why the school proposed properly investing in transit security like shuttle buses.

Finally, Ms. Smith turns to expenditures relating to capital projects. Assumptions include covering a \$53,000 balance for the middle school STEAM building project and \$3,197,000 of \$3,900,000 for the middle school Gym building project. Considerations include confirming whether the school's General Fund Balance can be used to fund the \$703,000 delta for the Gym project or identify an alternative funding source. The budget does not currently contemplate planning or any other pre-expenses for the proposed High School Addition building project. The school is also considering the addition of elevators to the middle school building (which would cost \$680,000) and STEAM building (which would cost \$663,000) based on feedback received from the budget focus groups. Ms. Smith notes that the middle school is exempt from any requirements to have elevators because of when the building was built.

Ms. Smith concludes her presentation.

c. Development: *Patrick South and Tyler Jackson*

Mr. South reminds the board that the budgeted development goal is \$1.25 million for the year, and so far the school has received \$1,070,000 towards this goal. Boys' Latin has approximately \$180,000 to go which the committee hopes to raise from the annual event. Mr. South announces that the event is in great shape from a planning standpoint, which will take place next Thursday at the Merion Golf Club. Mr. South thanks Mr. Jackson, Dr. Hayes, Ms. Smith, and everyone involved for their hard work and planning efforts. The school still needs to raise more sponsorship money so the committee will continue reaching out to past donors. Mr. South asks the board to forward any contact information for those who might be interested in attending the annual event. The development committee will reach out to those individuals in the coming days. Mr. South emphasizes that a successful event is important for the school's budget, and the school at-large with regards to its donor community development effort going forward in evaluating raising capital and maintaining fundraising while growing it over time. Mr. South notes that sponsorships can continue to come in past the event.

Mr. Wyatt asks the board for names, contacts, or anyone the committee can reach out to for sponsorships or tickets to the event.

Mr. Jackson takes a moment to celebrate Mr. South for all the hard work he has put in to planning the event and securing sponsorships. Mr. Jackson describes how on March 7, 2023 the school sent invites out to 286 people. The goal is to earn \$275,000 from the annual event and currently the school has raised \$111,000.

Mr. South and Mr. Jackson conclude their presentation.

d. Facilities: *Wes Wyatt and Dr. Hayes*

Dr. Hayes provides an update on the zoning change which has been approved. The consolidation plan is being resubmitted and the school is waiting to hear back on middle school STEAM building.

Mr. Wyatt and Dr. Hayes conclude their presentation.

e. Governance: Albert Oehrle and Paul Yakulis

Mr. Oehrle thanks Mr. Yakulis for all the great work he has done to improve governance at Boys' Latin.

Mr. Yakulis states that the governance committee has met a couple of times since the last board meeting. The committee reviewed, discussed, and came to a consensus on the committee roles and responsibilities statement, which has been previously circulated for board review. The committee agreed that one of the things governance would handle is monitoring best practices adopted as performance standards, which will be developed and shared with the board in due course. This will serve as a guide for how the board should operate, and act as a standard to measure board performance against. The committee will draft board member agreements to clarify roles and create a standard for performance with specialized duties. This will include an onboarding process and training for new board members, addressing topics like policies, practices, and responsibilities. This will create opportunities for members to build relationships within the board, interact socially, host board meetings in person, encouraging members to attend events, and planning an off-site retreat for the board to review strategic plans.

Ms. Smith has been assisting in securing a space on Boys' Latin's website to house the most recent versions of board documents such as policies, bylaws, and committee statements. Mr. Yakulis will re-circulate draft documents to committee chairs which he asks the board to review, edit, and send back. By the June meeting the committee hopes to receive all those forms back, will discuss them, and have the board come to a consensus to then submit for approval.

Mr. Yakulis concludes his presentation.

f. School Programming & Education Performance: Dr. Hayes and Mr. Wyatt

Dr. Hayes discusses the SY2023 Goals Progress Report as of March 31, 2023, which was previously circulated to the board. Dr. Hayes notes that college acceptance rate is at 68 percent while the college application rate is at 88 percent.

Mr. Wyatt addresses the SAT participation rate which is at 65 percent and needs to be at 100 percent. Mr. Wyatt states that the school is hosting an SAT session on April 25. Ms. Smith adds that the school has historically hosted SAT sessions on Saturdays but now schools can host the test on an actual school day, which increases participation and access.

Ms. Smith then addresses key attendance metrics. The regular attendance rate (where students attend 95 percent or more school days) is what the Philadelphia Board of Education looks at along with the chronic absenteeism rate (where students attend less than 90 percent of school days). These metrics are important in terms of the state evaluation tool. Ms. Smith notes that COVID-19 was a factor in higher absences in the 2019-20, 2020-21, and 2021-22 school years.

There is a discussion on the suspension rate, which increases each month. Ms. Smith explains that this figure is cumulative, and the school's goal is 5 percent for the year. The suspension rate is the number of students who have been suspended on more than one occasion. Ms. Smith notes that there are not a lot of repeat offenders, but there is no deterrent from other students getting suspended as a suspension for one student will not stop his peers from committing a code of conduct violation. This is the culture and climate that Boys' Latin is grappling with, as suspension is not always an effective deterrent device but can be effective for the individual.

There is a discussion on the projected college enrollment numbers by the end of the school year.

Mr. Wyatt concludes his presentation.

Mr. Wyatt thanks everyone for their contributions and hard work, and looks forward to seeing everyone at the annual event.

The meeting adjourns at 6:12 p.m.

Respectfully submitted,

Patrick South, Secretary