

MEETING MINUTES

Notice is hereby given that the Board of Directors of YES Prep Public Schools will hold a regular meeting, open to the public, on **Tuesday, October 1, 2024, at 7:30 a.m.** The Board will convene in Open Session at 5455 South Loop East Freeway, Houston, TX 77033. It is the intent of the Board to have a quorum physically present at the above address. If a quorum of the Board is not physically present at the above address, it is the intent to have the presiding officer physically present at the above address. Other members of the Board may be participating via videoconference in compliance with the Texas Open Meetings Act (Tex. Gov't Code § 551.127(e)). Videoconferencing link provided upon request by emailing julie.nguyen@yesprep.org. Members of the public may submit a request to comment on any agenda items(s) to dana.foughty@yesprep.org before or during consideration of the item.

The subjects to be discussed or considered or upon which any formal action may be taken are listed below. Items do not have to be taken in the order shown on this meeting notice. Consent agenda items, if applicable, will be acted on at one time. If during the course of the meeting, discussion of any item on the agenda should be held in a closed meeting, the Board will conduct a closed meeting in accordance with the Texas Open Meetings Act, Texas Government Code Section 551, Subchapters D and E. Before any closed meeting is convened, the presiding officer will publicly identify the section or sections of the Act authorizing the closed meeting. All final votes, actions, or decisions will be taken in an open meeting.

YES Prep Board of Directors Present: Chris Barbic, Ben Marshall, Michol Ecklund, Luly Castillo, Andrea Link, Brian Colona, Amy Wright, Jordan Marye, Mickey Barrett

YES Prep Staff Members Present: Dana Foughty, Mark DiBella, Leigh Levine, Isy Castillo, Phil Wright, Cesar Cedillos, Luis Mena, Tony Munoz, Morgan Acevedo, Julie Nguyen, Danika Palacios, Ileri Rebollar

1. Call to Order, quorum determined, meeting declared open 9:51 a.m.

2. Business Agenda:

- 1. Vote** to ratify the approval to purchase 2609 Bennington for \$4.6MM in March 2024.

Motion: Jordan Marye

Second: Andrea Link

Unanimously approved at 9:53 a.m.

- 2. Vote** to approve the sale of a portion of 0 Deihl Road.

Motion: Jordan Marye

Second: Andrea Link

Unanimously approved at 9:54 a.m.

- Vote** to approve submission of a Low Attendance Day waiver request for multiple dates.

Motion: Jordan Marye
Second: Andrea Link
Unanimously approved at 9:54 a.m.

- Vote** to approve YES Prep Board of Directors governance policies in accordance with updated requirements from the most recent legislative session.

Motion: Jordan Marye
Second: Amy Wright
Unanimously approved at 9:55 a.m.

- Vote** to approve the corresponding HB3 Board goals and targets for Early Childhood Literacy, Early Childhood Math, and CCMR Outcomes Bonus.

Motion: Jordan Marye
Second: Andrea Link
Unanimously approved at 9:55 a.m.

3. Consent agenda:

- Vote** to approve meeting minutes from the September 13, 2024, Board meeting.
- Vote** to approve the 2024-2025 Campus Improvement Plans.
- Vote** to approve two updates to the School Year 24-25 Student Handbooks.
- Vote** to approve reimbursement resolutions that allow us to borrow money to purchase property.
- Vote** to approve awarding a contract to a pool of vendors for RFP#YESP2022-15S4 for Special Education Services, and delegate authority to the CEO and his designees to negotiate, finalize, and execute the agreement(s), amendment(s), and renewal(s) through June 30, 2028.
- Vote** to approve the corresponding Interlocal Agreement between HCDE and YES Prep Southwest Secondary for a free student debate program.
- Vote** to approve the pending MoU with the Texas Higher Education Coordinating Board (THECB).
- Vote** to ratify executed contracts.

Vendor	Description
Bellwether Consulting	YES Prep Board training provider for 2024-2025 school year
TK Elevator Corporation	Service agreement with TK Elevator Corporation for maintenance and repairs in 2024-2025
DeltaMath Solutions, Inc.	DeltaMath district license for SY2024-2025
PerkSpot	Employee benefits portal service provider agreement for 2024-2027

Motion: Jordan Marye
Second: Andrea Link
Unanimously approved at 9:56 a.m.

EXECUTIVE SESSION: Pursuant to TEXAS GOVERNMENT CODE §§551.071, 551.072, 551.074, and 551.076, the Board will deliberate, in accordance with the above statutes, real estate matters, security matters, and personnel matters.

4. Executive Session

5. Adjournment at 10:10 a.m.

WORKSHOP MINUTES

Notice is hereby given that the Board of Directors of YES Prep Public Schools will hold a regular meeting, open to the public, on **Tuesday, October 1, 2024 at 7:30 a.m.** The Board will convene in Open Session at 5455 South Loop East Freeway, Houston, TX 77033. It is the intent of the Board to have a quorum physically present at the above address. If a quorum of the Board is not physically present at the above address, it is the intent to have the presiding officer physically present at the above address. Other members of the Board may be participating via videoconference in compliance with the Texas Open Meetings Act (Tex. Gov't Code § 551.127(e)). Videoconferencing link provided upon request by emailing julie.nguyen@yesprep.org. Members of the public may submit comments on any agenda items(s) to dana.foughty@yesprep.org before or during consideration of the item.

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1. **Call to Order, quorum determined, workshop declared open at 7:34 a.m.**
2. **Public Comment**
3. **Next Strategic Plan and Campaign – Presented by Mark DiBella**
 - **Introduction of Sterling – Kate and Rhonda**
 - Worked w/YES Prep for the LHF Campaign
 - Charter landscape has evolved since the LHF Campaign and we need to make that clear as a part of our conversation with donors
 - **Review of Campaign Deck**
 - Power of YES is a strong name
 - Additional slide considerations:
 - New school rebuilds - Send a message that we are taking care of what we have – not always about the new and shiny
 - Pie chart slide – how could we highlight the diversity of the communities on our campuses and in the communities we serve?

- Consider another chart, slide, or voice over in donor meetings that focuses on additional wellness services we offer; e.g. counseling, social emotional learning direct instruction, Legacy clinics, etc.
- Be ready to do a deeper dive on student performance and academic results if a donor requests it
- Consider adding more about our US News & World Report rankings
- “Feeder pattern” language is not common nomenclature, define in deck
- Consider highlights from more recent studies on educational impact – business corporations like to see this
- Who is the primary audience?
 - Deck will be customized to the audience and donor group
- Prepare to discuss:
 - Go as deep and thorough as a donor would like to go
 - STAAR results, but more importantly the impact of YES overtime – how much our students grow the longer they stay with YES
 - Vouchers – remind our donors and friends that we are a free, public, non-selective public school
 - Connect to the bigger “so what” - how does our work connect to Houston and the larger education landscape
 - Donors care about making Houston better – how does YES Prep impact Houston?
 - Narrate the education equity story

4. Board Governance Workshop presented by Carrie Irwin

- **Norms and Expectations:**
 - Commitment to the Mission
 - Leadership and Governance
 - Fundraising
 - Advocacy and Community
 - Organizational Effectiveness and Oversight
 - Role of board here is to review, monitor and approve
 - Is the Board setting policy? No, but the Board is approving
 - Board collaborates and has awareness of policy
 - Strategic Oversight and Counsel
- **Annual Audit**
 - Board oversees annual audit
 - Audits typically under the direction of the Board - true at YES Prep, but specifically under the direction of the Finance Committee
 - External in a checks and balance
 - Recommend that auditor info is shared each year – before audit each year, inform board who chosen auditor is and/or why we are staying with an auditor used previously
 - Auditors report to Finance Committee, who brings the information to the full Board
- **Advocacy**
 - Should this be one of Board members’ Big 6?
 - Lack of pro-charter legislation is the biggest risk we face
 - Biggest role of the board is to mitigate risk
 - Need an advocacy update heading into the next legislative session
 - What committee does this fall under?
 - Typically under an external affairs/development committee

Scenario 1: Example – Presentation on Academic Results

- Ask - What didn't go as planned, what changes are we making?
- How can we communicate this?
- For C-Suite – Board should be setting goals/vision, assuring they are on track – do not give solutions. Resist temptation of giving C-Suite the answer
- Boards advise and consent, not administrate or execute
- Historically, unclear when something is a request or advise/consent
 - Get crystal clear when something is a request

Scenario 2: Board member being approached by parent/staff member

- Lead with empathy to the correct personnel
- If person expects action from you – it is diving too deep
- Board members should direct person to the principal or next step in the grievance process outlined in the handbooks
- Board obligation is to YES Prep – need to stay impartial
- Board does not solve the problem, just puts them back on track on who to go to
- The Being Heard process can be shared
 - Part of student handbook and employee handbook
 - Refer person to handbook on the website
- Board might need basic training on the Being Heard process –
 - There is one for staff and one for families
 - Board is not on the workflow until the end
 - Board can inform that they are not on the workflow until the very end and guide them to the process to put them on the right track
- Risk of over-dialing – treating little things like big things
- If grievance brought to you and you are unsure about future impact or conflict of interest, Board members should inform the Board chair and Board, and Board chair decides when this needs to go to counsel

Scenario 3: Board's Responsibility w/regard to "optical" conflicts of interest?

- Potential conflicts of interest should be disclosed to the Board Chair and then determine if shared with Board; financial conflicts of interest should be disclosed annually as part of the disclosure process – if needed, recusal
- Consider: situations of improper influence, someone in our system getting special treatment; conflict within the grievance process

Scenario 4: Roles and Responsibilities for the Capital Campaign

- Risk Mitigation:
 - What did we plan for that didn't go as planned? What are the lessons learned?
 - How can we adjust? Where can we cut and what can we not give?
 - Simple example - parameters set by Board and management works within them
- Board asks:
 - What didn't go as you planned? Why did it happen?
 - Dig into the whys and follow up and see what we can change to correct your course
 - How can we help? How will we pivot?

What are best practices on regular risk audits?

- Advisable to report out on risk at least annually; not widely practiced
- Annual risk audit would help every Board, but can focus on building it into regular governance also
- Each committee can build risk awareness into their work and incorporate
- Board and C-Suite asks each other risks they each may not be seeing

Committee meetings – are they open meetings?

- If there is a quorum of the Board and we are discussing YES Prep business, then it is an open meeting
- Doesn't have to have action or votes to be counted as a meeting – any time YES Prep business is discussed

FOIA

- Consider - if it is written down or recorded, it is FOIA eligible

Compliance Related Questions

- Go to Chief of Staff; a primary part of the job

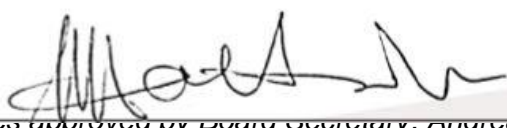
Reflection Question:

- What do we want YES Prep to be celebrating one year from today?

5. CEO Report presented by Mark DiBella

- 2024-2025 Annual Goals
 - Discussed w/ executive committee prior to today
 - Goals will be renumbered 1 through 8
 - Goal 2 – Enrollment – will not meet from work done last year, fixing for this coming year
 - Goal 3 – YES Prep will be an A or B district will be moved to Goal 1 – a north star in our work
 - Goal 4 – On Grade Level and College Readiness: an aggressive goal; first time this has been measured in this way,
 - Many tests being used to determine on-grade level or college ready – Circle, MAP, STAAR, SAT, TSIA, AP, etc.
 - Good year to monitor to see and look at data to compare
 - This goal may feel complex and in the weeds
 - It is a granular goal, looking kid by kid
 - This goal captures other academic metrics in addition to STAAR
 - Adjust this goal to a Beta goal for 2024-2025
 - How do we weigh these goals differently?
 - Large part of focus on Goal 3 – weighed more
 - Recommend weighing this at 50%
 - The Board would like to see growth reported for each campus
 - If we have a comparative goal to another district we will -
 - Report out to Program Committee
 - Focus on Meets and Masters numbers
 - We would like for other districts and YES Prep to improve, but YES Prep prove better
 - Quality seat = opportunity to go to an A or B school
 - Progress goal needed
 - Not an A district, but rewarded for dramatic improvement
 - Defining improvement threshold needed
 - Do not see these goals as binary, we will set an improvement threshold
- CEO Goals
 - Reminder – we are in a bridge year between LHF and Power of YES
 - Proposal – move development CEO goal #3 to Annual goal

6. Workshop adjournment 9:50 a.m.



Workshop and meeting minutes approved by Board Secretary, Andrea Link