



**Meeting of the Board of Directors
Wednesday, August 7, 2024 at 4:00 p.m.
Meeting Held Virtually Via Zoom**

The meeting was called to order at 4:13 p.m.

Board Members in Attendance: Charles Barrett Adams, Michael Bowman, Nathaniel Morris, Floyd Simpson, Patrick South, Elaine Wells

Board Members Excused: Kevin Johnson, Nancy Robinson-Garvin, Wes Wyatt, Paul Yakulis

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

Guests in Attendance: Jenna Smalley (Kleinbard LLC)

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: Pat South

Mr. Wyatt calls the meeting to order.

There is a motion to adopt the June 27, 2024 Boys' Latin board of directors meeting minutes, which is moved by Mr. Simpson and seconded by Mr. Bowman. The motion passes unanimously.

III. Interim CEO Report: Dr. William Hayes

Dr. Hayes begins with the items to be voted on tonight.

There is a motion to adopt the Educational Services and Trust Agreements for Student A including an educational expense trust fund in an amount not to exceed \$10,000.00 and reasonable counsel fees in an amount not to exceed \$3,250.00, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Simpson and seconded by Mr. South. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. South, Mr. Simpson, and Ms. Wells. The motion passes unanimously.

Dr. Hayes explains that three (3) Boys' Latin students from the Class of 2024 were not approved to graduate at time of graduation, but have since completed all requirements for graduation through the High School Credit Recovery Program. These students are now eligible to graduate.

There is a motion to adopt the Resolution Approving the Graduation of MA, SC, and JR, which is moved by Mr. Adams and seconded by Ms. Wells. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Ms. Smith highlights the most important change to the school's Health and Safety Plan, which is that there are no longer specific guidelines related to Covid-19 rather the return to general prevention strategies of the spread of infectious diseases and illnesses. This is the last time the board will need to review and approve this plan.

There is a motion to adopt the revised Health and Safety Plan, which was previously circulated to the board, which is moved by Mr. South and seconded by Mr. Bowman. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Ms. Smith explains that the Employee Handbook is reviewed and approved each year. This year, a "facilities" section was added to clarify the process for reporting facilities matters.

There is a motion to adopt the Employee Handbook, which was previously circulated to the board, which is moved by Mr. Bowman and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Ms. Smith then walks the board through revisions to the Admission and Enrollment Policy, which are all in alignment with changes to regulations. The revisions consisted of clarifications to parents on when applications are due, when the application for the current school year closes, who is legally allowed to enroll a student, when a student has a legal guardian, when a student is experiencing homelessness, and what happens if a student is placed in a mental health facility. There is also an added timeline for the 2025-26 enrollment year.

There is a motion to adopt the Admission and Enrollment Policy and Process, which was previously circulated to the board, which is moved by Mr. Bowman and seconded by Mr. South. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Dr. Hayes then turns to the Boys' Latin Middle College and Dual Enrollment Manual, which includes how Boys' Latin is selecting and enrolling students, what courses

students are eligible to take at the Community College of Philadelphia, and what credits students will need. Dr. Hayes advises that 33 Boys' Latin students will participate in the dual enrollment program this year.

There is a motion to adopt the Boys' Latin Middle College and Dual Enrollment Manual, which was previously circulated to the board, which is moved by Mr. Simpson and seconded by Mr. South. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Ms. Smith then describes revisions made to the Student and Family Handbook. The school aimed to be more specific about scheduling, transportation, and closings. A Student Expression Policy related to gender identity and expression was borne out of a Philadelphia regulation which all schools are required to comply with. The Boys' Latin school team worked together to develop a policy that meets the requirements of the regulation while protecting identity in an institution for boys. Ms. Smith announces that Boys' Latin was recognized by the Charter School Office as being an exemplar for supporting students in gender identity and expression. There are also code of conduct changes that address the use of artificial intelligence ("AI"). Boys' Latin promotes the use of AI in computer science courses, or if connected to an assignment given by a teacher. The school wanted to provide clarity on when the use of AI is not acceptable and what the expectations and/or consequences are of utilizing it. Ms. Smith notes that there will be more to come as AI is rapidly developing and impacting education.

There is a discussion on when the use AI may or may not be appropriate in a school environment.

Ms. Smith adds that when the board votes to adopt the handbook, that vote will incorporate all the policies¹ listed herein.

There is a motion to adopt the 2024-25 Student and Family Handbook, which was previously circulated to the board, which is moved by Mr. South and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Dr. Hayes concludes his presentation.

IV. Board Committee Reports

a. Parent Liaison: Elaine Wells

¹ The following policies are included: Student Health Services Policy; Uniform Policy; Student Expression Policy; Attendance Policy; Truancy Policy and Program Description; Code of Conduct; Suspension and Expulsion Policy; Grading Policy; Acceptable Use Policy; One-to-One Laptop Program Policy; Student Records Policy; and Language Instruction Educational Policy.

Ms. Wells explains that there were no parent meetings over the summer, and the Boys' Latin Extended Family Network ("EFN") is looking forward to getting started this coming school year. Parents hope that Boys' Latin can host its intended town hall meeting between parents and board members this school year.

The board discusses a potential date and ideal time to host the town hall event. Dr. Hayes suggests late fall, before the holidays begin and after the back-to-school season kicks off. Ms. Smith explains that the town hall is intended to be one large community meeting for both the high school and middle school, to be hosted on the middle school campus. Dr. Hayes suggests aligning the town hall with either open houses, parent-teacher conference days, or EFN night.

Ms. Wells concludes her presentation.

b. Finance: *Floyd Simpson and Colleen Smith*

Mr. Simpson begins with the May and June 2024 financial statements, which show that Boys' Latin is still within its metrics and hitting the targeted numbers the school needs to hit. Overall Boys' Latin is in strong financial shape.

There is a motion to approve the 8/7/2024 Hires, Terminations, and Resignations as presented in the 8/7/2024 personnel report, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Morris and seconded by Mr. Bowman. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Ms. Smith explains that contracts are split into two (2) approvals based on the type of contract. The first batch is submitted to the board for approval which are contracts valued at more than \$15,000. The second batch is contracts which have already been entered into by Dr. Hayes and valued at under \$15,000.

There is a motion to approve the 8/7/2024 Contracts,² which were previously circulated to the board, which is moved by Mr. Bowman and seconded by Mr. South.

² Black Tech Philly Educational Program Delivery Agreement Amendment (\$84,000.00); Buxmont Academy SY2025 Placement Agreement (\$238.37 per day per special education student, estimated total \$42,906.60); Community College of Philadelphia Middle College Addendum 7/1/2024 (\$0.00); CSW FY2025 Independent Contractor Agreement (\$370.00 per bus and \$117.00 per attendant per day, estimated total \$248,370.00); Fraser New Printer Agreement (\$3,510.10 per month for 63 months); Martin Luther School SY2025 Purchase of Services Agreement (\$69,345.00 per student); Pennsylvania School for the Deaf FY2025 Contractual Agreement (\$151.89 per hour for Itinerant Hearing Support Teacher); ProCare Therapy Carissa Vernon Occupational Therapist 8/26/24-5/30/25 (\$98.00 per hour, minimum 20 hours per week); ProCare Therapy Charlyn Coleman Paraprofessional 8/26/24 to 5/30/25 (\$41.50 per hour, minimum 37.5 hours per week); ProCare Therapy Danielle Logan Paraprofessional 8/26/24 to 5/30/25 (\$41.50 per hour, minimum 37.5 hours per week); ProCare Therapy Dawn Keith Paraprofessional 8/26/24 to 5/30/25 (\$41.50 per hour, minimum 37.5 hours per week); ProCare Therapy Jessica Drake School Counselor 8/28/24 to 6/6/25 (\$85.00 per hour, minimum 30 hours per week); ProCare Therapy Robyn Jacobs School Counselor 7/1/24 to 7/26/24 (\$82.00 per hours, minimum 6 hours per week); ProCare Therapy

The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

There is a motion to approve ratification of the adopted 8/7/2024 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. Morris and seconded by Mr. South. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Turning to the Financial Policies and Procedures, Ms. Smith highlights some changes which include an added fund balance policy and an allowability of costs policy for federal grants. Boys' Latin also updated the policy procurement section which clarifies purchasing in reimbursement, fixed asset documentation, and records retention.

There is a motion to adopt the Financial Policies and Procedures, which was previously circulated to the board, which is moved by Mr. South and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Ms. Smith explains that Boys' Latin clarified that disciplinary actions will be taken against individuals who violate the standards of conduct enumerated in the Conflict of Interest Policy, and specified that potential conflicts of interest must be disclosed in writing.

There is a motion to adopt the Conflict of Interest Policy, which was previously circulated to the board, which is moved by Mr. South and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Mr. Simpson, Mr. South, and Ms. Wells. The motion passes unanimously.

Mr. Simpson and Ms. Smith conclude their presentation.

c. Development: *Patrick South*

Robyn Jacobs School Counselor 8/28/24 to 6/6/25 (\$85.00 per hour, minimum 30 hours per week); ProCare Therapy Tajanna Mosley Paraprofessional 8/26/24 to 5/30/25 (\$41.50 per hour, minimum 37.5 hours per week); SchoolMint Renewal Agreement 8/9/24 to 8/8/25 (\$9,921.46); SESI SY2025 High Road School of Philadelphia Agreement (\$194.00 per guaranteed special ed. seat per day, \$220.00 per additional special ed. seat per day); Stepping Stones Group FY2025 Agreement (varied, see Appendix A); Teach For America FY2025 Professional Services Agreement (\$5,000.00); Wyncote Academy SY2024 ESY MOU Tuition Agreement (\$0.00); and Wyncote Academy SY2024 ESY Registration Agreement Invoice (\$3,500.00).

³ Martin Luther School SY2024 ESY Contract (\$6,100.00); ProCare Therapy Charlyn Coleman Paraprofessional 7/1/24 to 7/25/24 (\$55.00 per hour, minimum 12 hours per week); and ProCare Therapy Dawn Keith Paraprofessional 7/1/24 to 7/26/24 (\$55.00 per hour, minimum 12 hours per week).

Mr. South begins with the development report and summary. The development committee held its bimonthly meeting recently to summarize the 2023-24 development year and start planning for this upcoming school year. Boys' Latin had a \$1 million development goal which was hit last year, and will have the same \$1 million fundraising goal for this school year. The committee reviewed the budget and zeroed in on areas where fundraising has declined over time. Mr. South describes how to five or six years ago, the school raised around \$1.4 to \$1.5 million. Since Covid-19, Boys' Latin has received more federal and state grants that have lessened the need for development. The school has a strong donor base consisting of individuals, foundations, and EITC (which are corporate givers). Mr. South advises that this is a good, diversified group of donors which is a bit top-heavy with a couple long-term donors. The committee is confident that these donors will continue to come through for Boys' Latin. Mr. South advises that the school needs to make sure it is expanding its donor base. This year's \$1 million budgeted development goal will be split similarly to last year's goal in terms of grants and foundations. One major change is that the school is leaning towards taking a break from hosting its annual event this year. Rather the committee is considering another Palm Beach event in Florida to follow up with individuals who attended last year. Mr. South describes how the Florida event was successful enough last year that it warrants another go this year which is doable within this year's budget. The committee has been sending thank you notes to donors while Ms. Smith and Mr. Jackson have been managing the work necessary for grant applications and grant management activities. Mr. South explains that development is a group activity, with EITC being the biggest piece. Mr. South proposes reviewing a list of approved EITC donors tonight to see if any board members have any contacts or information related to these organizations.

Ms. Smith notes that though the development report shows that Boys' Latin has only raised \$73,000 in commitments to date, this tracks for this time of year.

Mr. South states that overall Boys' Latin aims to raise \$400,000 in EITC revenues, and historically has raised much more than that. There is an opportunity to garner additional financial support through the EITC program. Mr. South asks the board to review this list of approved donors and identify any prospects or connections to these organizations that members would feel comfortable reaching out to on behalf of supporting Boys' Latin. The school will also mail and email request letters to the heads of each of these companies this week.

A discussion follows on board members' connections to approved EITC donors.

Turning to board engagement opportunities, Ms. Smith asks the board to support development efforts in a tri-fold manner. First, Ms. Smith asks the board to contribute by making one donation of any size during this fiscal year which runs from July 1, 2024 to June 30, 2025. Boys' Latin has not hit 100 percent board participation in the past three years, and it would be ideal to hit that goal early in the fiscal year. A link will be circulated to the board so members can contribute.

Secondly, Ms. Smith asks the board to follow and engage with the school's various social media platforms on Facebook, Instagram, and LinkedIn by sharing posts and stories. Boys' Latin's goal this year is to be more active on LinkedIn. Currently the school is most active on Instagram.

Finally, Ms. Smith asks each board member to participate in at least four (4) school events. Mr. Adams had previously suggested signing up board members for signature school events. In turn the committee has prepared a list of key events for board members to attend with all the relevant information. The committee asks the board to consider attending and to start signing board members up at this meeting.

A discussion follows where board members review and begin signing up for school events, and how to track who is signed up for what.

Mr. South concludes his presentation.

d. Governance: *Paul Yakulis*

With Mr. Yakulis being absent, there is no Governance Report tonight.

e. School Programming & Education Performance: *Dr. Hayes and Charles Adams*

Dr. Hayes begins by following up on conversations regarding the school's strategic planning process. The organization assisting Boys' Latin in drafting a new strategic plan aims to hold interviews with board members and bolster family and community engagement by speaking with parents and community members. Board members will be receiving calendar invites from the strategic planning group to schedule those interviews. Dr. Hayes gives Ms. Wells a heads up that the organization is also working towards putting together a focus group with parents throughout the year for a couple hours at a time.

Dr. Hayes and Mr. Adams conclude their presentation.

A discussion follows on scheduling and joining upcoming committee meetings.

Mr. South thanks everyone for their efforts tonight and concludes the board meeting.

The meeting adjourns at 5:03 p.m.

Respectfully submitted,

Patrick South, Secretary