Meeting of the Board of Directors
Wednesday, April 2, 2025 at 4:00 p.m.
Meeting Held Virtually Via Zoom

The meeting was called to order at 4:21 p.m.

Board Members in Attendance: Charles Barrett Adams, Michael Bowman, Nathaniel Morris, Nancy Robinson-Garvin, Patrick South, Wes Wyatt, Paul Yakulis

Board Members Excused: Floyd Simpson, Elaine Wells

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

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

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 begins with board composition changes. Boys' Latin has received and accepted the resignation of Mr. Kevin Johnson from the Board of Trustees effective March 28, 2025. Mr. Johnson has been given additional responsibilities requiring out-of-state travel and cannot continue to dedicate his time to the board. Boys' Latin appreciates his years of services and accepts his resignation. Mr. Wyatt announces that Ms. Nancy Robinson-Garvin will reach the end of her three-year term on April 5, 2025, and will not be renewing. Ms. Robinson-Garvin has been invaluable and a great service to the board. Boys' Latin thanks her for her service and for all she has done for the school.

Mr. Wyatt turns to the Statements of Financial Interests, and asks that board members complete and return these forms as soon as possible for compliance purposes. The board can reach out to Ms. Smith with any questions.

There is a motion to adopt the February 5, 2025 Boys' Latin board of directors meeting minutes, which is moved by Mr. Yakulis and seconded by Mr. Adams. The motion passes unanimously.

III. Public Comment: *Timothy Highsmith*

Mr. Highsmith joins the meeting, and advises that his son attends the Boys' Latin Middle School. Mr. Highsmith heard good things about the school and what it offers its students and wants his son to go to the Boys' Latin High School. Mr. Highsmith then details a recent issue at the school that scared him. His son was suspended and usually Mr. Highsmith would get a phone call or text message advising him. He feels he has a good relationship with his son's teachers. However after this suspension, Mr. Highsmith did not receive a call but his son's mother did. Mr. Highsmith is the custodial parent, and then Boys' Latin let the student leave. The student went missing for hours, wherein Mr. Highsmith filed a police report. He spoke to a few school deans and who helped Mr. Highsmith throughout the process. His son was released from the school at 11:13 a.m., then his mother called Mr. Highsmith at 11:20 a.m., and ultimately his son wasn't found until 9:00 p.m. Mr. Highsmith is a single parent and wants to know if there's anything he can do to prevent this from happening again. He understands how young people in the area are, and wants his son to have a fair chance at life.

Mr. Wyatt apologizes for the incident that transpired, and advises Mr. Highsmith that the board has been made aware of the situation and appreciates Mr. Highsmith taking the time to speak about this today. The board will ask school leaders to follow up with Mr. Highsmith after today.

Mr. Highsmith thanks the board for the opportunity to speak tonight. He is grateful to be heard. Mr. Wyatt wishes his family well and thanks him for taking the time to express his concern.

The public comment session is now closed.

IV. CEO Report: *Dr. William Hayes*

Dr. Hayes begins with some updates at Boys' Latin. The school is in the middle of hiring season, and there have been conversations around staffing. Boys' Latin has positive retention numbers this year versus previous years. The school has gained insight as to what staff values and what they appreciate to better recruit employment. Dr. Hayes gives a shoutout to Ms. Gonzalez and her team with an overwhelmingly positive response amongst staff. 87 percent of teachers desire to stay at Boys' Latin for three or more years based on overall experience. Factors that keep staff at the school include opportunities to work with this demographic of students, supportive and collaborative colleagues, work schedule, core values, and competitive salary and benefits.

Dr. Hayes then turns to strategic planning process updates. After drafting the mission measures and portrait of a graduate, Boys' Latin now has a list of what the school wants to see out of its graduates. The school has been looking at data that suggests whether graduates are meeting those expectations, which includes: Erudition (performance on state assessments), Tenacity (college matriculation rates), Purpose (ramping up the senior project and presentation), Accountability (participate in sports or performance that require practice and public competition), Compassion (social awareness), and Service (completing 50 hours of community service). Boys' Latin is currently using Panorama to monitor student performance and progress. Dr. Hayes advises that the budget presentation tonight is informed by the strategic planning process which includes a wish list of what Boys' Latin would like to include. Dr. Hayes asks the board to think about which of those items will be most beneficial to the school's strategic plan.

Dr. Hayes then walks the board through strategic planning priorities. The school has outlined priorities for what it wants in the next five years. This includes: 1) living the mission and sharing the school's vision through deeply integrated core values by applying the portrait of a graduate to all aspects of school life; 2) college ready classical instruction by empowering all students through a rigorous classical education, immersing them in an environment that promotes intellectual curiosity, critical thinking, and academic excellence; 3) inclusive community with engaged students through partnerships with families and cultivating a vibrant and supportive community where Warriors feel connected and empowered to drive their learning journeys; and 4) a mission-driven, growth-oriented program to develop and foster a community of world-class staff members who are committed to Boys' Latin's mission, their own personal growth, and achievement of students.

Dr. Hayes explains that Boys' Latin is not taking on all components of the strategic plan in year one, rather the school is evaluating which initiatives will be launched in year one.

There is a discussion on the strategic plan.

Mr. Wyatt explains that Educational Services and Trust Agreements for Students A, B, and C were discussed in executive session. The Education Services Agreement for Student A 1) establishes an educational expense trust fund for the benefit of the student in the amount of $15,000.00 to be used for legitimate educational expenses through May 5, 2030, and 2) provides reimbursement to the student's family by the school for reasonable counsel fees in an amount not to exceed $3,000.00.

There is a motion to adopt the Educational Services and Trust Agreements for Student A, which was previously circulated to the board and discussed in executive session, which is moved by Mr. South and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Wyatt, Mr. Morris, Mr. South, Mr. Yakulis, Ms. Robinson-Garvin, Mr. Bowman, and Mr. Adams. The motion passes unanimously.

Mr. Wyatt explains that the Education Services Agreement for Student B 1) establishes an educational expense trust fund for the benefit of the student in the amount of $24,500.00 to be used for legitimate educational expenses through June 20, 2029, and 2) provides reimbursement to the student's family by the school for reasonable counsel fees in an amount not to exceed $3,000.00.

There is a motion to adopt the Educational Services and Trust Agreements for Student B, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Yakulis and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Mr. Wyatt explains that the Education Services Agreement for Student C 1) establishes an educational expense trust fund for the benefit of the student in the amount of $4,000.00 to be used for legitimate educational expenses through February 7, 2030, and 2) provides reimbursement to the student's family by the school for reasonable counsel fees in an amount not to exceed $3,500.00.

There is a motion to adopt the Educational Services and Trust Agreements for Student C, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Yakulis and seconded by Mr. South. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Smith turns to the Updated SY2025 Calendar, which was previously approved by the board. Minor changes to the calendar which the board must approve tonight include: a two-hour late arrival day for students in all grade levels due to inclement weather on February 12, 2025, school closure for students in all grade levels for the Super Bowl Parade on February 14, 2025, the last day of Winter MAP Test was changed to February 21, 2025, the National Honor Society Induction date was changed to April 23, 2025, and May 9, 2025 was changed to a school day for students in grade 12.

There is a motion to adopt the Updated SY2025 Calendar, which is moved by Mr. Yakulis and seconded by Mr. South. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Dr. Hayes concludes his presentation.

V. Board Committee Reports

a. Finance: *Colleen Smith*

Ms. Smith begins with the January and February 2025 financial statements. The finance committee met yesterday and was able to review both statements. Overall, the school is in a strong financial position, and there are not many changes since the last board meeting.

There is a motion to approve the April 2, 2025 Hires, Terminations, and Resignations as presented in the April 2, 2025 Personnel Report, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Morris and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Smith explains that contracts tonight are split into two (2) approvals based on the type of contract. The first batch is submitted to the board for approval which are valued at more than $15,000 and have not been entered into. The second batch is contracts which have already been entered into by Dr. Hayes and valued at under $15,000 in alignment with board policy.

There is a motion to approve the April 2, 2025 Contracts,[1] and the adopted April 2, 2025 Contracts[2] valued at under $15,000 which have been entered into by the CEO of Boys' Latin in alignment with board policy, which is moved by Mr. Yakulis and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

There is a discussion on how well the contracts have been working thus far.

Ms. Smith turns to the Updated Financial Policies and Procedures. Boys' Latin updated the "Procurement Policy" section to reflect the procurement procedure thresholds published by the state in January and updated the "Time and Effort Documentation for Federal Grant Awards" section to reflect the time and effort documentation procedures for federal funded employees receiving a stipend.

[1] BSN Sports/Nike Reward Program Five-Year Agreement (TBD for football uniform orders in year one, TBD for all other varsity sports uniform orders by year three); Community Council Education Services Agreement for Services 8/1/2025 to 6/30/2026 ($23,500.00 per student); J.P. Mascaro & Sons High School Waste Removal and Recycling Services Agreement ($2,275.00 per month, $2,350.00 per month for optional service, $300.00 one-time fee); J.P. Mascaro & Sons Middle School Waste Removal and Recycling Services Agreement ($1,345.00 per month, $1,788.00 per month for optional service, $300.00 one-time fee); PowerSchool Schoology Renewal Agreement 7/1/2025 to 6/30/2026 ($5,452.72); and SchoolMint Renewal Agreement 8/9/2025 to 8/8/2026 ($9,921.46).
[2] BLJ Community Rowing Facilities Utilization Agreement ($14,000.00); Finalsite Custom Design Request Agreement ($4,455.00); Niche Agreement 3/1/2025 to 2/28/2027 ($9,990.00 each year, $19,980.00 total); Reading Allowed Institutional Tutoring Agreement ($135.00 per session); Satoia Wright Independent Contractor Agreement ($7,650.00); The Paideia Institute Recruitment Services Agreement (one-month of the candidate's pre-tax salary (initial fee and rehire fee)); and Xtel Agreement for Additional VoIP Standard Licenses ($89.55 one-time charges, $58.00 monthly recurring charges).

There is a motion to approve the Updated Financial Policies and Procedures, which is moved by Mr. South and seconded by Mr. Yakulis. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Smith then takes the board through the Draft FY2026 Budget Review summary, and explains the following key points:

- The budgeting process began in January, with the senior leadership team meeting weekly and budget managers meeting monthly.
- The draft budget presented today is inclusive of all requests made by stakeholders, to the board for review and comment.
- The final budget sought for approval in June should support the school's mission, goals, and strategic plan. The committee asks the board to please keep the strategic plan in mind in assessing the draft budget.
- This draft budget comprises the school's hopes and dreams that the committee will prioritize over the coming months. The school will be issuing invitations to return to current employees next week which will be returned by the end of this month. Over the next couple of months hiring for vacant positions will take place.

Ms. Smith then goes through the numbers. The draft budget is under $19 million in revenue and just over $22 million in expenditures. The committee will need to cut close to $4 million from this budget to balance it and seeks the board's general feedback on key areas that could be reduced.

From a revenues perspective, Ms. Smith explains that this version of the budget is presenting just under $19 million in revenues. The largest revenue driver is Boys' Latin's students which boasts an average daily membership ("ADM") of 710 students, though the school is authorized to enroll up to 800 students. The school is contemplating a split of 70 percent general education students and 30 percent special education students. This year that split is 66 percent general education students and 34 percent special education students. This is a conservative estimate. In order to achieve an ADM of 710 students, Boys' Latin needs to begin the year with 820 students enrolled. Today the school is 80 percent enrolled towards that 820 first-day enrollment number. However a lot is expected to change over the next few months. Boys' Latin is in a good spot and ahead of where it was last year in terms of enrollment. This version of the budget anticipates a six percent increase in special education reimbursements from the School District. This is a conservative estimate as final rates will not be published until June. Those increases could be upwards of 12 to 13 percent on both the general and special education sides. Boys' Latin is maintaining a budget of $1 million in fundraising dollars and $1.6 million in federal dollars. Boys' Latin is expected to receive those federal funds regardless of potential changes to the Department of Education structure.

Turning to expenditures, Ms. Smith explains that overall Boys' Latin is assuming a general increase in costs of five percent, whereas typically the school assumes a three percent increase. This is because of the current climate and actual proposals received for next year. This draft budget is tracking towards a larger increase than seen in previous years. The committee wants to align expenditures with Boys' Latin's vision, strategic plan, and mission. Ms. Smith notes that the greatest expense is salaries and benefits, which across the board assumed a five percent increase. This draft budget reflects some new staffing positions and changes in the staffing model that creates a fund for bonuses for achieving goals. Previously Boys' Latin has administered hiring bonuses and retention bonuses, so this a new approach to bonuses than in previous years. This budget version maintains benefits packages and introduces some new benefits opportunities. One key thing to keep in mind is that the school does not have an exact number of vacancies, as that number is not yet known. Invitations to return will take place next week, and the school is expecting a higher rate of employee retention versus previous years.

Turning to the staffing model, Ms. Smith explains that on the central level, the only change is one custodian position—the school moved to an internal custodial team, whereas in previous years Boys' Latin contracted those services out. The school is seeking to increase that team by one employee who would be providing support at both campuses with three custodial workers assigned at each campus. At the high school, key changes include replacing the Manager of Academics position with an Assistant Principal position and adding one additional Assistant Principal position to support the development of teachers and improve student outcomes. This removes one English teacher position and one math teacher position, which were introduced this school year. This budget version maintains one teaching resident and one teaching apprentice at each campus for next year.

For the middle school staffing model, Ms. Smith details the proposal to create a second Assistant Principal position to support the development of teachers to yield stronger results for students. This version of the budget proposes adding three new teacher positions: one Latin, one History, and one Science. This would level out the instructional positions and maintain one teaching resident and one teaching apprentice at each campus. The committee also added a case management position which is a similar model to the high school where one case manager is assigned to each grade level. Boys' Latin also plans to introduce computer science courses at the middle school.

There is a discussion on proposed benefits increases.

Turning to Instruction & Student Activities, Ms. Smith states that the largest driver of change is special education—the introduction of a new behavioral support program would involve contracting a variety of behavioral support professionals to provide services to students who receive special education services that are aligned with IEPs. Boys' Latin is seeing an increase in manifestation of student behaviors. This would support teachers to better implement IEPs in classes and offer better supports to

students to better manage their behaviors on a daily basis. Ms. Smith notes that this program comes with a price tag of $500,000 and is a wish list item. Other key drivers for instruction include an expansion of the dual enrollment program to serve 75 students (50 full-time students earning 12 credits per semester and 25 part-time earning six credits per semester), and expanding the computer science program to the middle school. Ms. Smith notes that everything else will be maintained at FY2025 levels.

In terms of Support and Non-Instructional Services, Ms. Smith explains that the key driver is technology. Typically, Boys' Latin makes an annual Chromebook order to provide laptops to all new students. There is also a need to replace smart boards in the middle school classrooms, which need to be replaced once every 10 years. Everything else is largely maintained at FY2025 levels. The strategic planning process will end this fiscal year, and the school is proposing continuing to work with the contracted team to provide technical assistance throughout the first year the strategic plan is implemented.

There is a discussion on staggering the smart boards replacements at the middle school.

Turning to Facilities, Ms. Smith explains that capital projects were wrapped up at the middle school this year and there are no plans for further middle school capital projects next year. The debt service loan for the high school campus is the same every year. Key drivers for facilities includes the loan on the middles school campus coming due on August 1, though Boys' Latin has the opportunity to extend that. There are 10 years left on an original 20-year plan, and the school also has the option to close out that loan totaling $860,000. This was discussed in depth during the finance committee meeting yesterday. There is also the need to replace the HVAC system at the high school campus to the tune of $800,000. There are several large facilities needs at high school campus which are not reflected in this budget but listed for consideration, including replacing the roof ($250,000) and windows ($850,000). Contemplated in this draft budget is a one-time security upgrade to the security camera system at the high school campus and adding security and alarms to the new STEAM building on the middle school campus. The budgeted amount for facilities for FY2026 is $2.8 million where facilities for FY2025 was budgeted at $1.4 million. The committee wants to understand all of Boys' Latin's facilities needs for the next five to ten years into the future, and understand what is coming down the pike to plan accordingly.

There is a discussion on the facilities expenditures proposed in the FY2026 budget.

Ms. Smith asks the board for feedback in the coming weeks to work towards a final budget.

There is a discussion on the proposed FY2026 budget, generally.

Ms. Smith thanks the board for their time and feedback. The final finance item requiring a vote tonight is the FY2026 Compensation Schedule, which was discussed in executive session.

There is a motion to approve the FY2026 Compensation Schedule, which was previously circulated to the board and discussed in executive session, which is moved by Mr. Yakulis and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Ms. Smith concludes her presentation.

b. Development: *Pat South*

Mr. South begins by describing how Boys' Latin has raised $1,096,000 in cash and commitments to date, which represents 105 percent of the school's budgeted development revenues. Forty-five percent of funds raised are from EITC, 13 percent from grants and foundations, and 42 percent from individual giving.

Mr. South details key upcoming development activities, which includes: submitting the progress report for the first grant that the school received from the Hamilton Family Charitable Trust ("HFCT") by April 4, 2025, preparing and submitting the annual evaluation for the second grant the school received from HFCT by May 2, 2025, preparing and submitting the letter of intent to HFCT for a grant for the next school year by May 9, 2025, sending out the spring newsletter to 1,600 donors and partners on or around May 13, 2025, and planning and running the college awareness month spring fundraising campaign between May 1, 2025, an May 31, 2025. Ms. South thanks Ms. Smith and Mr. Jackson for their hard work in applying for grants.

Ms. Smith adds that in lieu of an annual event, Boys' Latin is testing out a new campaign largely driven over email with social integration. The school plans to run that campaign throughout month of May. The first of May is the day students traditionally make their decision as to where they are going to college. The plan is to leverage that national event and tradition and promote Boys' Latin's mission. This campaign will feature members of the Class of 2025 by profiling their experiences at the school and what their future plans are. Students are excited about it. Boys' Latin was strategic in selecting those members of the Class of 2025 to include students who started at Boys' Latin in sixth grade who are set to graduate and students in the dual enrollment program. Boys' Latin will feature its athletics program, arts program, and Latin program, highlighting all the elements of a Boys' Latin education that makes it special, unique, and impactful. This campaign will encourage donors new and old to continue to invest in a Boys' Latin education. The board will hear from Mr. Jackson soon on how to better support the campaign.

Mr. Wyatt thanks the development team for great efforts.

Ms. Smith then highlights upcoming board engagement opportunities, and encourages each board member to make one donation of any size (so far four board members have currently donated), follow and engage with the school's social media platforms, and participate in at least four school events.

Ms. Smith then gives an update on the town hall meeting, where several board members attended. It was a great way for the board to connect with current families and staff members. The event was packed from 11:00 a.m. to 2:00 p.m. with a constant stream of students and partners. There was a variety of community vendors and partners in attendance. Mr. Adams attended, who states that it felt casual but informative. It was beautiful being in that space with parents, staff, and organizations. There was a lot of joy and it was the definition of community. Mr. Yakulis adds that he was impressed with how many students came up to board members, looked them in the eye, gave a firm handshake, and introduced themselves. He really enjoyed the event and energy in the room.

Mr. South concludes his presentation.

c. Governance: *Paul Yakulis*

Mr. Yakulis mentions that the proposed Audit and Finance Committee Role and Responsibilities were discussed at the previous board meeting, where the board was in favor of combining those responsibilities into one role. The board did not have a quorum at the end of the last meeting so the vote was delayed until today.

There is a motion to adopt the Audit and Finance Committee Role and Responsibilities, which was previously circulated to the board and discussed at the February 5, 2025 board meeting, which is moved by Mr. Yakulis and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Mr. Wyatt explains that three (3) current board members are up for renomination to serve a second board term. Each board term is three years.

There is a motion to adopt the Renomination of Charles Adams to the Boys' Latin Board of Trustees, effective April 6th, 2025, and through April 5th, 2028, which is moved by Mr. Yakulis and seconded by Mr. Morris. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

There is a motion to adopt the Renomination of Michael Bowman to the Boys' Latin Board of Trustees effective April 6th, 2025, and through April 5th, 2028, which is moved by Mr. Yakulis and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

There is a motion to adopt the Renomination of Floyd Simpson to the Boys' Latin Board of Trustees effective April 6th, 2025, and through April 5th, 2028, which is moved by Mr. Yakulis and seconded by Mr. Adams. The following board members vote in the affirmative: Mr. Adams, Mr. Bowman, Mr. Morris, Ms. Robinson-Garvin, Mr. South, Mr. Wyatt, and Mr. Yakulis. The motion passes unanimously.

Mr. Wyatt thanks the board members for their time and commitment and looks forward to the coming years.

Mr. Yakulis concludes his presentation.

d. School Programming & Education Performance: *Charles Adams*

Mr. Adams states that there is no committee presentation tonight. This is usually a light presentation, as the board gets most of their information about school programming and education from the CEO Report. Ms. Wells and Mr. Adams talked about the possibility of eliminating the school programming and education performance committee reports at board meetings and asks the rest of the board to consider this notion as well.

Mr. Adams concludes his presentation.

Mr. Wyatt thanks everyone for their time tonight and wishes everyone well.

The meeting adjourns at 5:33 p.m.

Respectfully submitted,

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Patrick South, Secretary