

# South Bronx Early College Academy Charter School

Board of Trustees Meeting  
Thursday, April 17<sup>th</sup>, 2014  
CEI-PEA  
28 West 44<sup>th</sup> Street, New York, NY

## AGENDA

- I. **Call to Order** – Davon Russell
- II. **Resolution to Approve Minutes from March 20<sup>th</sup>, 2014 Meeting**
- III. **Resolutions**
  - A. Resolution to approve WHEDco Loan Agreement – pending quorum
- IV. **New Board Candidates**
  - A. Andy Arons
  - B. Lori Chemla
  - C. Kristin Erat
- V. **Update on 501c3 Application Status**
- VI. **Update on Initial Statement and Audit**
- VII. **Update on Enrollment Plan Modification**
- VIII. **Update on CSP Grant Timeline and Budget**
- IX. **Discussion**
  - A. School Plan and Educational Partners
  - B. Facilities
  - C. By-Laws Changes
- X. **Other Business**
  - A. Board Trainings – providers, schedule
  - B. Board Committees – upon growth of Board
- XI. **Next Meeting: Thursday, May 15<sup>th</sup> at CEI-PEA**

# South Bronx Early College Academy Charter School

Board of Trustees Meeting  
Thursday, April 17, 2014  
CEI-PEA  
28 West 44<sup>th</sup> Street, New York, NY

## Attendees

Board Members Present: Ric Campbell, Valerie Capers, Andrea Cohen, Harvey Newman, Davon Russell

Other: Rebecca Kramnick, WHEDco; Meredith Leverich, WHEDco

## Absent Board Members

Nancy Biberman, Eric Nadelstern, Deborah Taylor

## Call to Order

Davon Russell called the meeting to order at 2:25pm.

## Approval of March 27<sup>th</sup>, 2014 Meeting Minutes

The Board unanimously passed a resolution to approve the March 27<sup>th</sup>, 2014 meeting minutes.

## New Board Candidates

Mr. Russell presented **Andy Arons, Lori Chemla and Kristin Erat** as candidates for Board membership (biographies are attached). These three candidates fill areas of expertise currently missing from the group: fundraising and special education. Mr. Arons and Ms. Chemla would both bring fundraising capabilities to the Board and are passionate about education. Ms. Erat is the principal of Grant Avenue Elementary School (P.S. 499) in CSD 9 in the South Bronx, and was also a member of the charter school's founding group. She understands the needs of the community and the challenges of running a school, which would be extremely useful during the interview and hiring process of the school leader.

Mr. Arons also brings expertise in food and nutrition to the Board as the Founder and CEO of Gourmet Garage. Ms. Chemla also offers expertise in visual arts, as she sits on the boards of many arts institutions, including the Bronx Museum of the Arts and the Chinati Foundation. The candidates' expertise in these areas compliments Valerie Capers's musical expertise and creates a well-rounded Board. Mr. Russell added that the election of these three candidates to the Board would expand the group to 11 members, which is the ultimate goal and will allow for the successful formation of Board committees.

The Board unanimously voted to elect Mr. Arons, Ms. Chemla and Ms. Erat to the Board, pending NYSED approval.

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### **Update on 501c3 Status**

Ms. Leverich reported that Lawyers Alliance of New York has assigned an attorney at K&L Gates to work pro-bono on the School's 501c3 application. The attorney has completed a first draft of the application and is currently working on the supplemental narrative. Ms. Kramnick added that Linda Manley from Lawyers Alliance of New York is co-counseling the case and can assist our lead attorney if she has any questions.

### **Update on Initial Statement and Audit**

Ms. Leverich reported that an initial statement and engagement letter with an external auditor are due to NYSED in May. Ms. Leverich added that the school's accountant, Digant Bahl of Accounting Solutions of New York, will connect the school to three potential external auditors so that the School can begin requesting bids for the work.

### **Update on Enrollment Plan Modification**

Mr. Russell reported that NYSED has not yet informed the School of its decision regarding the proposed enrollment plan modification. He added that the school has submitted the budget associated with the change and that we should hear back soon. Harvey Newman added that this modification is considered a material change, and could therefore require additional consideration time.

### **Update on CSP Grant Timeline and Budget**

Mr. Russell and Mr. Campbell reported on the status of the CSP Grant. In total, the school will receive \$750,000 during the planning phase and the first year of operation. Ms. Leverich is currently working on the budget to accommodate the planning year and will submit the revised budget to NYSED this month.

### **Discussion**

#### School Plan and Educational Partners

The Board's goal is to hire a principal by July 1<sup>st</sup>, 2014. The principal will be charged with hiring teachers and other staff, who will ideally come on as part-time consultants to help write the school's curriculum during the planning year, while teaching full-time at other NYC schools. These teachers could then be hired as full-time staff in the summer of 2015, just before the school opens.

Mr. Russell then asked the Board to share their ideas about how to identify the principal. Mr. Newman suggested that any Board members who are interested should form a search committee. He noted that hiring this position is especially important since the Board will have to interact with the school leader more than any other staff person.

Mr. Campbell added that additional work with the educational partner would happen once the principal is hired, as the principal will take the lead in planning and facilitating with the educational partner. Mr. Campbell said that he is currently exploring different possibilities related to the educational partner, including continuing with the planned relationship with Bard MAT and finding a new educational partner.

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The Board also discussed how computer science and STEM programming is continuing to grow across NYC. Mr. Campbell added that mathematical skills lead to increased literacy across the curriculum. Ms. Capers added that STEM programming also helps children thrive in music and the arts.

### Facilities

Mr. Russell said that efforts continue to find a suitable location for the School. He said that a meeting is scheduled with Richard Levine, who is a real estate expert that Mr. Newman knows. Mr. Russell also stated that David Frank from the Charter Center made a referral to a developer, who owns land in the area and is interested in building a school. Mr. Russell and Mr. Campbell will meet with that person before the next Board meeting and will report back.

Mr. Newman suggested that Mr. Russell reach out to Bill Clark at NYSED to learn more about how new charter legislation will impact the school's facilities search. He also recommended looking into the services that Civic Builders offers.

### Change in By-Laws

Ms. Kramnick suggested that the Board remove the staggered terms, described in Article III.C.3.a, from the by-laws. Ms. Kramnick explained that the staggered terms are unnecessary for this Board, since the Board does not have term limits. She explained that Board members can leave at the end of their terms or they can resign at another time if so desired.

Ms. Kramnick also suggested that the Board amend Article VII.A.1, which refers to the Board President, and change the title of that officer position to Board Chair to remain consistent with other documents.

The Board unanimously voted to adopt both amendments, removing the staggered terms from the by-laws and changing the title of the President position to Chair. Mr. Newman instructed Ms. Leverich to notify the authorizer of the amendments.

### **Other Business**

#### Scheduling Board Trainings

Mr. Russell asked whether the Board would prefer to have several shorter governance trainings or one long training session. Ms. Capers suggested that it would be more effective to have one longer training, where governance is the only item discussed. Mr. Russell said that the trainings would take place once the entire Board was elected and present. Mr. Russell noted that committees could become active at that time, as well.

### **Meeting Adjourned**

Mr. Russell adjourned the meeting at 3:29.

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## Board Candidates

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### **Andy Arons**

Andy Arons is the Co-Founder and CEO of Gourmet Garage, a retail off-shoot of the wholesale distribution company, Flying Foods International, which Mr. Arons founded in 1981. Gourmet Garage allows the public to “shop like a chef,” offering New Yorkers high-quality and diverse groceries in five locations across the city. For over twenty years, Mr. Arons has positioned Gourmet Garage to compete with other food retailers, such as Balducci's, Dean & DeLuca and Fairway. Mr. Arons is an expert in fundraising and currently serves as the co-chair of Grace Church School's High School Capital Campaign with his wife Elyce. He sits on the school's Board where he is Chair of the Food Committee and member of the Salary and Compensation Committees. Mr. Arons holds a BA in Philosophy from University of Massachusetts Amherst.

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### **Lori Chemla**

Lori Chemla is a philanthropist with a strong commitment to the arts and education. She currently sits on the Board of Governors for the Bard Center for Curatorial Studies and the Hessel Museum and the Board of the Hamptons Film Festival. She is also a member of the Whitney Film and Video Committee, the Guggenheim Photography Committee and the Bronx Museum Education Committee. Previously, she spent two decades as the Co-President of ALTOUR, one of the nation's largest travel agencies serving the luxury and mid-markets. Ms. Chemla is an expert in fundraising and has been a steadfast supporter of WHEDco's work for the past five years, including taking a lead role in the capital campaign, which will help support the school.

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### **Kristin Erat**

Kristin Erat is a dynamic educational leader with over ten years of experience in creating supportive learning environments and motivating staff and students. She is the Founding Principal of Grant Avenue Elementary School (P.S. 499), which opened in 2009 in the South Bronx. In this role, Ms. Erat is responsible for all aspects of running a diverse neighborhood school of over 400 students in grades K-5. Prior to becoming a principal, Ms. Erat spent five years teaching 5<sup>th</sup> grade at P.S. 241 in Brooklyn. She then left the classroom to participate in the New York City Leadership Academy's Aspiring Principal program. Ms. Erat holds a BA in Philosophy from Northwestern University and an MA in Education from Brooklyn College.