

South Bronx Early College Academy Charter School

Board of Trustees Meeting
Thursday, May 15th, 2014
CEI-PEA
28 West 44th Street, New York, NY

AGENDA

- I. Call to Order**
- II. Resolution to Approve Minutes from April 17th, 2014 Meeting**
- III. Resolutions**
 - A. Resolution to approve WHEDco Loan Agreement – pending quorum
- IV. Initial Statement and Fiscal Policies**
- V. Updates**
 - A. New Board Candidates
 - B. 501c3 Application Status
 - C. Enrollment Plan Modification
 - D. CSP Grant Timeline and Budget
- VI. Discussion**
 - A. School Plan, School Leader, and Educational Partners
 - B. Facilities
- VII. Other Business**
 - A. Board Meeting Location and Time
 - B. Board Training – Lawyers Alliance of New York, September 18th
 - C. Board Committees
 - a. Executive Committee – Chaired by Board Chair
 - b. Finance and Operations Committee – Chaired by Board Treasurer
 - c. Education Committee
 - d. Personnel Committee
 - D. Summer Meetings
 - E. Career Day at Grant Avenue Elementary School – Tuesday, June 10th at 8am
- VIII. Next Meeting: Thursday, June 19th at CEI-PEA**

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Thursday, May 15, 2014
CEI-PEA
28 West 44th Street, New York, NY

Attendees

Board Members Present: Andy Arons, Nancy Biberman, Ric Campbell, Valerie Capers, Lori Chemla, Andrea Cohen, Harvey Newman, Davon Russell, Deborah Taylor

Other: Rebecca Kramnick, WHEDco; Meredith Leverich, WHEDco

Absent Board Members

Kristin Erat, Eric Nadelstern

Call to Order

Davon Russell called the meeting to order at 2:21pm.

Introductions

The new Board members, Andy Arons and Lori Chemla, introduced themselves to the group and described their interest in the School. Meredith Leverich said that NYSED had approved their Board candidacies, so the new members could officially vote on Board resolutions.

Approval of April 17th, 2014 Meeting Minutes

The Board passed a resolution to approve the April 17, 2014 meeting minutes.

Approval of WHEDco Loan Agreement

The Board passed a resolution to approve a zero percent interest loan from WHEDco to the school described in a promissory note. Davon Russell indicated that this issue had been put to a vote during the February meeting, but there was not a quorum for that vote as he and Nancy Biberman, as WHEDco employees, had recused themselves from voting. Ms. Biberman and Mr. Russell once again recused themselves from voting. The remaining Board members unanimously voted to approve the terms of the promissory note.

Initial Statement & Fiscal Policies

Mr. Russell presented the Initial Statement and an Engagement Letter from an external auditor, Loeb & Troper, LLP, which the Board is required to submit to NYSED. He also mentioned that the accountant is preparing a Fiscal Policies and Procedures Manual, which will be presented to the Board shortly. It is a long document, so Board members will receive it prior to the next meeting so they can read it at their leisure. The Finance Committee will be asked to examine the manual in greater detail.

The Board unanimously voted to approve the Initial Statement and Engagement Letter.

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Updates

501c3 Application Status

Rebecca Kramnick reported that the law firm K&L Gates has been working pro bono for the School to prepare the 501c3 application, which will give the charter school tax-exempt status with the IRS. The attorney assigned to us has provided us with a draft of the application. Ms. Kramnick said that the application should be ready to submit in the next month and will hopefully not take too long to process by the IRS. There will be a filing fee associated with this application.

Enrollment Plan Modification

Mr. Russell reported that NYSED has approved the school's request to modify the enrollment plan. The school will now open with 110 sixth grade students in September 2015.

CSP Grant Timeline and Budget

Mr. Russell described the Charter School Planning Grant to the new Board members, explaining that the funds are used for planning and are hugely important for the school in preparation for opening. He said that the School was approved for \$750,000, which is \$250,000 more than the standard grant amount. Mr. Newman added that this funding comes from the federal government and is awarded to charter schools through the state. He also stated that both parties in congress overwhelming supported continuing this funding.

Discussion

School Plan and Educational Partners

Mr. Campbell provided a review of past Board meeting discussions for the new members, describing the high costs associated with reinstating Bard's NYC campus to make the MAT program a viable educational partner. He explained that many private graduate education programs are struggling or closing, as the tuition is high and students are often unable to pay off the debt usually incurred. For this reason, a CUNY or SUNY program may be a more suitable partner and a more affordable one. Mr. Campbell indicated that the program described in the charter application is a full-residency program, which would allow graduate students to spend a full year in the classroom, Monday through Friday. The program would connect the students' theoretical knowledge gained in their graduate classes to the practical knowledge gained in middle school classrooms, in the same way a teaching hospital serves medical students. Ms. Biberman inquired whether the Bard program might be more affordable if the students were able to take classes at Bard's main campus in Annandale, New York, and spend a shorter time in the classroom each week to accommodate the commute to the Bronx. Mr. Newman suggested that finding a partner that could accommodate a full-time residency, as originally intended and described in the charter application, would be truer to the school's mission. A school based in NYC may also bring graduate students with a better sense of the urban setting and lead to decreased attrition.

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Mr. Campbell said that he is continuing conversations with educational institutions, including CCNY, Lehman, and Hunter Colleges, to find the best match for the School's needs. Mr. Campbell said that graduate student recruitment should begin in October for the following school year, so securing an appropriate educational partner should take place before then.

School Leader

Mr. Campbell expressed an interest in serving as the School's principal. He stated that both the educational partner and the community partner will be monitored by the principal, under the guidance of the Board of Trustees, and he feels he is in a unique position to do so, given his deep understanding of how both partnerships should serve the charter school's students. To avoid a conflict of interest, Mr. Campbell stated that he would resign from the Bard MAT program. Mr. Campbell explained that, as principal, he would be better positioned to ensure that the quality of the school program served its mission of educating Bronx students first while additionally providing the educational context for preparing a next generation of highly effective urban teachers in collaboration with a graduate teacher education program.

Mr. Russell suggested that the Board take some time to consider the idea of Mr. Campbell taking on this role. He also indicated that if Mr. Campbell were to become the principal, he would have to resign from the Board of Trustees, as well. Mr. Newman asked Ms. Kramnick to guide the Board in the next steps to ensure that the Board complies with any legal restrictions around hiring a Board member, especially since federal funding is involved with the principal's salary. Ms. Kramnick suggested that the Board post the position and consider other candidates, and that the salary should be comparable to the salaries of other NYC charter schools. Mr. Russell said that many other schools apply for a charter with their school leader as the applicant, so Mr. Campbell's prior involvement with the Board should not prevent him from applying for the principal's position. Mr. Russell said that he would speak to NYSED in order to keep our authorizer informed.

Facilities

Mr. Russell updated the new Board members on the current leasing options available in Community School District 7, including the old courthouse building and the former detention center at 470 E. 161st Street. He indicated that the viability of the courthouse is unclear, as a significant build-out would have to take place. Mr. Arons suggested obtaining a broker to help navigate this situation, and said that he would do some research to find a reliable broker in the area. Ms. Leverich indicated that she planned to meet with Civic Builders, an organization that aids charter schools with facilities issues, to see what guidance they could provide. Mr. Arons said he would like to attend the meeting, as well.

Mr. Campbell described the co-location option that new state legislation will make possible. He suggested that the Board apply for co-location, which may be a temporary solution while the school looks for a more permanent long-term space. If the DOE is unable to provide suitable space under the new law, the school would be entitled to funding to cover rent in a private space. Ms. Biberman inquired whether a request to co-locate is still possible, since it was not

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part of our original application. Mr. Campbell indicated that we were still eligible, based on guidance provided by the Northeast Charter Schools Network.

The Board voted to apply for co-location, while continuing the search for other space to make sure that the school will be able to open as planned in September 2015.

Motion to Amend By-laws

Ms. Leverich indicated that the current by-laws state that the Board must meet each calendar month. After speaking with David Frank at the Charter Center, she learned that the Board is required to hold at least 10 meetings per year, one each month during the school year (September through June), but must also abide by the by-laws. If the Board wishes to cancel meetings in July and August due to scheduling conflicts caused by vacations, then the by-laws would have to be amended. Mr. Newman stated that the Board could authorize committees to make certain decisions if there are time-sensitive issues over the summer, since smaller committee meetings would be easier to arrange. Full Board meetings could also be called as needed in July and August.

The Board unanimously voted to amend the by-laws to require only 10 meetings per year, holding at least one meeting each calendar month from September to June.

Meeting Adjourned

The Board voted to adjourn the meeting at 4:03.