



MEETING OF THE BOARD OF DIRECTORS

June 20, 2019 | 8:00 AM

201 W. 14<sup>th</sup> Street, Wilmington, DE 19801

**Minutes**

Directors Present: Robert Blanchard, Marnie Kelly, Nathan Moser, David Singleton (Video Call), Clint Walker, Nathan Will

Others Present: Leigh Botwinik, Kelly Davenport (Audio Call), Felicia Harrington, Julia Li, Max Matthews, Johnny Mills, Paul Ramirez, Bill Ray, Maurice Roberts

8:03 AM, meeting called to order.

**I. Public Comment**

- a. There was no public comment.

**II. Review and Approval of Minutes**

- a. The Board reviews the minutes from the April 18, 2019 Board Meeting.
- b. Nathan Moser makes a motion to approve. Nathan Will seconds. Marnie Kelly, David Singleton, and Clint Walker vote in favor.

**III. School Reports**

- a. Student Update
  - i. There is no student update at this time.
- b. Staff Member
  - i. There is no staff member update at this time.
- c. Heads Report
  - i. Freire Wilmington Graduation
    1. Paul Ramirez shares that graduation was a success and thanks everyone who was in attendance. Clint Walker shares details from his experience at the graduation. He mentions how moving it was to hear students talk about their families. Paul commends Katherine Grant, Felicia Harrington, and all of those involved in making the event one of the best yet for Freire Wilmington.
  - ii. May Data Packet
    1. Paul Ramirez shares that the final data for average daily attendance is anticipated to reflect the same as last year. Suspensions have declined in comparison to last year. Quarter 4 grades have not yet been finalized. A report will be given at the September Board Meeting.
    2. Felicia Harrington shares that Freire Wilmington is excited to kick-off summer programming. All students are invited to participate in summer school, board game club, soccer camp, and other programming offered in partnership with local business and organizations.
  - iii. Resignation of Felicia Harrington
    1. Clint Walker expresses his overwhelming gratitude to Felicia Harrington for her work and dedication to Freire Network and for undertaking the development and oversight of Freire Wilmington. Clint reads aloud an award presented to Felicia on behalf of the Board of Directors. Felicia

happily accepts the award and shares her appreciation of the Board of Directors and the Freire Network.

- d. College Report
  - i. Paul shares a list of colleges where Freire Wilmington students have received acceptance letters. 98% of Seniors have received an acceptance letter from at least one of colleges listed.
  - ii. Clint suggests placing an ad in the local newspapers to congratulate the first graduating class and to highlight the success of the Freire Wilmington graduates. He also acknowledges that he is impressed with 15 students having been accepted to University of Delaware.
- e. Admissions Update
  - i. Paul shares that admissions is tracking about the same as last year. The school will be working diligently throughout the summer. Open houses and mailing strategies are being implemented.
- f. Staff/Faculty Update
  - i. Paul shares that despite the challenging hiring pool, Freire Wilmington has had a successful recruitment season. Paul explains that there is still a need to fill a few positions and plans are in place to close the gap. Paul praises Teryn Thomas and Maddie Weckle for doing a phenomenal job with recruitment efforts.
  - ii. Staff retention for 2019-2020 school year is high. There are 4 teachers who have resigned due to relocation.

#### IV. Financials

- a. March 2019 Financial Report
  - i. Bill Ray shares that the cash on hand as of May 31, 2019 is \$1,444,083. The School is projected to end the year with approximately \$880k cash on hand, representing approximately 46 days cash on hand. The School's board of director's approved a \$160k discretionary loan payment to fully pay off the interest only loan from Phase 2 of the School's construction. The projected cash flow includes the full \$160k payment. The School has no disputed or significantly past due payables as of May 31, 2019.
  - ii. Nathan Will makes a motion to approve the May 2019 Financials. Marnie Kelly seconds. All in favor.
- b. Approval of 2019-2020 Budget
  - i. Bill Ray shares that the School's preliminary budget nets a \$10k surplus (after debt payments, capital purchases, and the 2% contingency reserve). The surplus is sufficient to meet all financial ratios with the exception of annual margin. The State requires the annual margin to be positive. However, the School's projected annual margin is negative due to depreciation (non-cash) expense. Without this non-cash expense, the School's annual margin would be positive.
  - ii. Food Services Revenues and Expenses are no longer included in the budget. The CEB (the School's food service provider) will fully take over the food program in FY 2020. The CEB will be responsible for incurring all expenses and collecting all revenues.
  - iii. Salaries & wages are budgeted to increase by 11%. This includes staff raises plus increasing the School's FTE from 45 to 47.
  - iv. Health insurance is budgeted to increase by 27%. The School assumes all new staff (new positions or turnover) elect health insurance. This budget item will be updated as new staff are hired and enroll in benefits.

- v. Marnie Kelly makes a motion to approve. Nathan Will seconds. All in favor.
- c. Approval of Unrestricted Donation
  - i. Bill Ray shares that this donation is an annual donation of \$100K to be made from the Freire Foundation to Freire Wilmington.
  - ii. Nathan Moser makes a motion to approve. David Singleton seconds. All in favor.
- d. PCard Policy
  - i. Bill shares that the state suggests using a PCard to be used in place of teacher reimbursements for any vendor orders or payments where the vendor accepts or requires payment by credit card. All purchases are approved by Head of School or other designated school leader processing in the system.
  - ii. Nathan Moser makes a motion to approve. David Singleton seconds. All in favor.
- e. CBOC Update
  - i. Bill shares that Yana Moughan the parent of a soon to be 10<sup>th</sup> grade student who would like to join the CBOC. Bill highlights that she has a strong financial background.
  - ii. Nathan Will makes a motion to approve. Nathan Moser seconds. All in favor.

## **V. Advancement**

- a. Advancement Update
  - i. Leigh Botwinik reviews the fundraising report with the Board of Directors. Leigh shares that network-wide goal was \$475K, Freire has raised over \$458,000 to date. 89% of the Freire Wilmington Board of Directors have pledged or given a donation.
  - ii. Two grants have been awarded totaling \$120K. Funding will be used to fund the innovation lab and emotion supports. Two additional instructional grants have been awarded from the state Department of Education.
  - iii. Clint praises Melanie Reiser and her countless efforts in closing the fundraising gap after the departure of the recent Director of Advancement.
  - iv. This year, the network hosted a non-event, JOMO, where people were invited to stay at home and spend time doing something they love while donating to the Freire Network. JOMO was a huge success. Leigh gives special recognition to Regan Fanelli who designed the marketing materials for JOMO.
  - v. Leigh shares that the cultivation event held in May was a success. Clint Walker expresses his happiness with the students who participate and will miss those who have graduated.

## **VI. Policies and Agreements**

- a. Freire Wilmington 2019-2020 School Calendar
  - i. Max Matthews shares that in the previous board meeting, Felicia Harrington was given board approval to create and approve a calendar that is in line with state and regulatory requirements.
  - ii. David Singleton makes a motion to approve the 2019-2020 school calendar. Robert Blanchard seconds. All in favor.
- b. Schoolwide Plan
  - i. Max shares that the schoolwide plan is an annual Title I requirement. The plan has been updated to reflect what the school has been doing to support students during the last school year.
  - ii. Nathan Will makes a motion to approve. Nathan Moser seconds. All in favor
- c. Student Handbook Amendments

- i. Max share that there is a network-wide change to the student code of conducts where the Non-Violence policy has been retitled Non-Violence and Commitment to Peace. Support services offered have been updated.
    - ii. Nathan Will makes a motion to approve. Nathan Moser seconds. All in favor
  - d. Policy #523 – Adoption of Contract Reviewing and Monitoring
    - i. Max shares how contract review and monitoring ensures that the objectives of purchased services or goods are accomplished and vendors/contractors meet their responsibilities.
    - ii. David Singleton makes a motion to approve. Nathan Will seconds. All in favor.

## **VII. Governance**

- a. Renewal of Board Member Terms and Officers
  - i. Max Matthews shares that the Board of Directors has the obligation of electing officers annually. Proposed motion is to re-elect Clint Walker as President, Marnie Kelly as VP, Christian Willauer as Secretary, and John Kane as Treasurer.
  - ii. In addition, a proposed motion is made to renew the terms of Mia Davenport and John Kane.
  - iii. Bob Blanchard makes a motion to approve the proposed terms and officers. Nathan Moser seconds. All in favor.
- b. Election of Sylvia Rodriguez
  - i. Election suspended due unsuccessful efforts in contacting Sylvia.
- c. 2019-2020 Board Meeting Schedule
  - i. The board reviews the proposed 2019-20 meeting schedule.
  - ii. Nathan Will makes a motion to approve. Nathan Moser seconds. All in favor.
- d. Board of Directors Self Evaluation
  - i. Max thanks everyone who made time to complete the evaluation. Clint charges the board to review the evaluation results and prepare to discuss in the September meeting.
- e. 2019 Build the Future Survey Report
  - i. Leigh shares that the results were strong and informative. Clint charges the board to reflect on how Build the Future (BtF) has been supportive and the corresponding survey results. Clint expresses the need for clarification on the background work that BtF does to support the Board of Directors.
- f. Election of Bob Blanchard to the Board of Directors
  - i. Marnie Kelly makes a motion to elect Robert Blanchard to the Board of Directors. Nathan Will seconds. All in favor.

## **VIII. Midtown Brandywine Committee Update**

- a. There is no update at this time.

8:49 AM, meeting adjourned.