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|  | **Board Meeting**  **February 7, 2018**  **6:45 PM - 8:15 PM** |

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| **Board Members in Attendance:** | **Absent Board Members:** | **Other Attendees:** |
| Geraldo Vasquez, Board Chair  Rosann Santos, Vice Chair  Harini Mittal, Treasurer  Tameka Beckford-Young, Secretary  Marlin Jenkins  Shelly Evans  Matthew Kirby-Smith | Daniela Cuevas  Margaret Marrer | Kristen Shroff, Head of School  Erienne Rojas, Director of Operations  Andrew Elliott, EdTec  Nicole Tufts  Raghav Thapar |

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| **Agenda Item** |
| The meeting was called to order at 6:45pm by Geraldo Vasquez. |
| **MOTION** to approve of prior meeting minutes  **VOTE**  Gerry - yes  Marlin-yes  Tameka-yes  Rosann-yes  Shelly- yes  Harini - yes  Matt-yes  **RESOLUTION:** January meeting minutes approved |
| Lease   * The Board discussed the financial viability of the proposed rent structure, free rent, tenant improvement allowance; and distribution of funds for rental assistance, per pupil funding, and TI. Andrew Elliott from EdTec presented pro forma budget. * The Board discussed the timeline of renovations, including Phase 1 (Summer 2018) and Phase 2 (Summer 2020) of building upfit. * The Board discussed business terms and legal terms that have been negotiated through lawyers. * The Board discussed the long term potential of the site.   **MOTION** to approve the signing of the lease.  **VOTE**  Gerry - yes  Marlin-yes  Tameka-yes  Rosann-yes  Shelley- yes  Harini - yes  Matt-yes  **RESOLUTION:** Lease is approved by the Board |
| Letter of Credit   * The Board discussed Building Hope, an organization that provides nonprofit financing and letters of credit for charter schools nationally. * The Board reviewed the terms of the Letter of Credit as laid out in the lease   **MOTION** to secure a Letter of Credit from Building Hope  **VOTE**  Gerry - yes  Marlin-yes  Tameka-yes  Rosann-yes  Shelly- yes  Harini - yes  Matt-yes  **RESOLUTION:** Emblaze Academy will secure a Letter of Credit from Building Hope |
| Project Management   * The Board reviewed three bids for Project Managers from Schoolhouse Project, JLL, and WPA. The Board considered familiarity with the project, familiarity with the Bronx, familiarity with charter school projects, and pricing.   **MOTION:** To approve Schoolhouse Project as the Project Manager  **VOTE**  Gerry - yes  Marlin-yes  Tameka-yes  Rosann-yes  Shelley- yes  Harini - yes  Matt-yes  **RESOLUTION:** Schoolhouse Project will be the Project Manager |
| Architect Contract   * The Board reviewed an updated contract from Kahn Architecture and Design, LLC for their architectural services for Phase 1 of the facility project. * The Board considered Kahn’s request to be paid directly by the school and not reimbursed through the landlord and reviewed this provision in the lease as well as the school’s ability to pay the retainer. * The Board considered Kahn’s request for an ACB5 form from the landlord.   **MOTION** to approve the contract with KAD  **VOTE**  Gerry - yes  Marlin-yes  Tameka-yes  Rosann-yes  Shelley- yes  Harini - yes  Matt-yes  **RESOLUTION:** KAD contract approved. |
| Management Report   * Kristen provided updates on the facility, lease, architecture, and project management contracts and noted that the board will next approve a general contractor. * The school currently has 118 applications from families, so now we will conduct a lottery as we’ve exceeded the number of students. The rest will go into a waitlist. * Community Engagement: Working with BronxNet and ThisisthebronX for student internship opportunities * Curriculum and Planning: Reworking Math, drafting student and family handbook. details every single policy. Planning professional development before the school year. * Fundraising: First event went very well- working on ResoA Funding, grant opportunities, and donations. * Staffing – Hired History teacher and Dean of Curriculum and Instruction/Math Teacher |
| Governance Committee Report   * Succession planning discussion * Board meetings: New start time and location: The Spark Group - 6:45pm? |
| Finance and Facilities Committee Report   * Financial activity from inception to December 31, 2017 * Nothing to be concerned about. * New revenue is coming in with the CSP * No cash flow issue * nothing unusual coming up * Getting the lease pushed through and getting the line of credit was primary goal * Auditor will come soon.   + fiscal year ends in June |
| Enrollment and Development Committee Report   * 1st Fundraiser: Lessons Learned * Should we bring on a director of development who can handle fundraising at the school level so it’s not all on the board? |
| **MOTION** to adjourn  **VOTE**  Gerry - yes  Marlin-yes  Tameka-yes  Rosann-yes  Shelley- yes  Harini - yes  Matt-yes  **RESOLUTION:** Meeting adjourned at 8:15pm |