

The Bronx Charter School for Children Board Meeting Minutes June 15, 2023

A meeting of the Board of Trustees (the "Board") of The Bronx Charter School of Children ("TBCSC") was held on June 15, 2023, at 4:30pm.

The following members of the Board were present: Denise Alexander (Executive Director), Paul Libretta (acting President), Bruce Greenwald (Treasurer), Hayden Chan (Secretary), Maria Aveledo, Jane Ehrenberg Rosen, Mark A. Samuel, Michele Smith, and Ken Blomster.

Absent were: Sydney Blair, Nicole Schmidt and Joanne Carris,

Guests included: Tina Maiuolo (Elementary School Principal), Candice Manzano (Director of Operations), Shaquana Willis (First Grade Teacher), Catherine Stuttgart (Kindergarten Grade Teacher), Tara Cox, Jennifer Santos (Kindergarten Teacher - SpEd), Yanet Garcia (Kindergarten Resident Teacher), Monica Johnson (Kindergarten Teacher) and Emily Conrath (Director of Development).

The meeting was called to order at 4:50pm.

Meet New Executive Leadership Team Member: Tara Cox

Tara's role will be working with both Principals on all things academic including scholar data analysis, assessments and layouts. This is not a new position, but the responsibilities have been expanded. A thorough search was conducted for the ideal candidate with management, instruction and curriculum experience. Her experience covers a wide area as teacher for PreK, 1st through 8th grade, coach, assistant principal and work in higher education in the private, public and charter schools. In the first 30 days, she plans to observe the Principals and teachers by shadowing them and assessing each person. July 10, 2023 is her start date.

Minutes of Previous Meeting

The Board **VOTED**:

To approve the minutes of the Board meeting held on May 18, 2023 at 5:01 pm.

Principal Report: Tina Maiuolo

As we approach the end of the year we are preparing for August, planning scheduling for next fiscal year and child center learning. Kindergarten – 2nd grade and 3rd – 5th grade field day was held at St. Mary's Park and was a huge success. There was an award ceremony for Kindergarten, 5th grade and 8th grade. 1st – 4th grade were presented with community and academic awards.

Field day for Middle School and 8th grade Prom to be held tomorrow. We are also preparing for NWEA for the end of the year.

Bonnie Halloran is not able to join today's meeting as she is grading the 8th grade Science Performance exam.

Executive Director Report: Denise Alexander

Charter renewal is covered under the Governance Committee. Regarding key design elements, we are combining two and consolidating to four which are Material changes with charter application renewal.

We are in the process of reviewing data from surveys of teachers, parents and the Executive Leadership Team to focus on further improving academics and school culture. The goal of the review is to provide a framework for our Principals to review over the summer.

Branding - we were focused on the School name during the discussion with the Board. What is the Board's comfort level on changing school names? We are considering school names that start with the letter "A" as it is the first letter in the alphabet. Does the Board feel we are moving in the right direction? The three names that we are suggesting are Apogee, Access and Anchor. We feel these choices reflect who we are and what we are as a school. "A" words have a connection to grades and education. Are we happy with Group C Inc.'s strategy and collaboration? Yes, I feel their process has brought a lot of insight. They are very accommodating with questions and meetings.

Will follow up with a deck about school colors - looking for bright accent colors. The next deck will provide a deeper dive in the color scheme.

If we get the approval from the Board, we will send out Staffing Letters ASAP.

The Board Chair is the main contact for school policies and receives feedback by NY State and SED.

Our Charter School Grievance policy was enacted last year by Jane Ehrenberg Rosen. As per the SED, we are required to have an informal and formal process. The SED prefers the idea of weights versus set asides for special populations with additional times. Once outside counsel provides their input, we will submit final to the Board for review. Set aside and weight would make a difference with scholars. If the Board is satisfied with revisions of the policy, Pasek would like our greenlight, send it to outside counsel for review and come back to Board for final vote in conjunction with renewal. Pasek has reviewed all our policies - the only two outstanding items: Enrollment, Grievance policies and part of the hand book.

The Board provided a greenlight to the revision and to forward to outside counsel.

We plan vote for renewal on July 31, 2023.

Code of Ethics for the Board - we do not have a separate policy; it may need to be drafted.

Academic Committee: Maria Aveledo

Academic improvement plan going through the goals - what we have we learned from the past year's data? We were focused on two goals. 1st Goal - supporting teachers on reviewing the data and how to use the data (to see how scholars are doing). 2nd Goal - focused around tier 2 vocabulary being taught with different methods of teaching and a multiplication goal of 85% efficiency across all grades.

Our retention consists of 17 Elementary and 5 Middle School scholars.

We will be piloting a new curriculum for Social Studies and Science due to NYS requirements.

The Board **VOTED**:

Academic Committee's recommendation to approve the Pilot curriculum for Social Studies and Science at 5:40 pm.

Development Committee: Emily Conrath

We expect to hear responses by the end of August as we applied to SED for charter school grants of \$322k. We have received \$342k in donations to date. An "End of School Year" newsletter will be distributed, highlighting the past year accomplishments. We had our first 8th grade graduating class and successful high school entrance for scholars. Will transition our Customer Relationship Management software platform from Tapestry to Salesforce to help automate our processes in the long run to support more robust reporting. There is a pipeline of over 100 qualified prospects.

Finance Committee: Bruce Greenwald

Bruce reported on the state of our finances. He indicated that the final budget for the next school year (2023-2024) will be distributed in the next two days. The budget is due before we have another Board meeting; hence the Board approved a motion to give authority to the Finance and Executive Committees to approve the budget (after possible alterations) and submit it to the State Department of Education. This budget shows a deficit, but in past years the deficit has disappeared as a result of unhired positions.

Bruce indicated that the next year will be comfortable financially – after that, it is not clear. Our enrollment and the state formula will determine our financial situation. Bruce indicated that we should not begin to cut at this point but to keep this in mind.

Governance Committee: Mark Samuel

Mark reported that we have a candidate for Board membership – Gustavo Garcia. He has been recommended by Board Assist. Mark, as Governance Chair, will take over the recruitment of new Board members.

Denise talked briefly about the change in core values. The Board adopted the new set of core values which mirrors the previous ones without the: Ensure a Safe Environment. Core values are:

- Fostering Academic Excellence by Developing Critical Thinkers
- Nurturing the Whole Child
- Building Partnerships through Wrap-Around Services

As mentioned above, Denise explained the Renewal process and where we are at this point. Pasek Consulting, who is managing our Renewal, will have a draft for us by the end of June. It will be important for Board members to read it promptly and submit any revisions by mid-July. The July Board meeting will be on July 31 (Monday) at which time it will be necessary for the Board to approve the Renewal application.

Facilities Committee: Bruce Greenwald

Bruce talked about the work at 629 Courtlandt. The permits required have been received, and we are not aware of any meaningful change in the timetable, but little construction has started.

The Board approved a resolution (attached) that gives Denise Alexander authority to sign documents with respect to the lease hold for 629 Courtlandt. This resolution will need to be signed/certified by Hayden Chan, Secretary.

Bruce has had a very recent conversation with Oren Sendowski, our landlord about the 388 Willis building lease (which ends in 2028).

The meeting was adjourned at 6:44p.

Respectfully submitted,

Hayden Chan, Secretary of the Board

**RESOLUTIONS ADOPTED BY THE BOARD OF TRUSTEES OF
BRONX CHARTER SCHOOL FOR CHILDREN**

June 14, 2023

The Board of Trustees (the “Board”) of Bronx Charter School for Children, a New York not-for-profit education corporation (the “School”), does hereby adopt the following resolutions at a duly held and noticed meeting on the date set forth above:

WHEREAS, the School has subleased space located at 629 Courtlandt Avenue, Bronx, New York 10451 (the “Leased Property”) pursuant to a certain lease dated August 3, 2022 (the “Lease”) by and between the School and BM Courtlandt LLC, as assigned or to be assigned to BM Courtlandt Developer LLC (the “Landlord”), as previously approved by the Board; and

WHEREAS, the Landlord has determined that it is in its best interest to pursue financing with Low Income Investment Fund, a California nonprofit public benefit corporation (the “Lender”), to finance the costs of a building loan and project loan with respect to the Leased Property, from which the School shall derive a direct benefit.

NOW, THEREFORE, the following resolutions are hereby adopted:

BE IT RESOLVED, that the School be, and hereby is, authorized and directed to enter into a certain Leasehold and Sub-Leasehold Building Loan Mortgage, Assignment of Leases and Rents and Security Agreement (the “Building Loan Subleasehold Mortgage”) and a certain Leasehold and Sub-Leasehold Project Loan Mortgage, Assignment of Leases and Rents and Security Agreement (the “Project Loan Leasehold Mortgage”) and, together with the Building Loan Subleasehold Mortgage, the “Subleasehold Mortgages”), each in favor of the Lender, in substantially the form presented to the Board, with such changes, modifications and amendments as Denise Alexander, Executive Director, or any other duly authorized director or officer of the School (each, an “Authorized Person”) may, individually or together with another Authorized Person, in such Authorized Person’s reasonable discretion, approve, which approval shall be conclusively evidenced by the execution and delivery of the Subleasehold Mortgages by the School;

BE IT FURTHER RESOLVED, that each Authorized Person be, and hereby is, authorized and directed, individually or together with another Authorized Person, to execute and deliver the Subleasehold Mortgages and such further agreements, instruments and documents ancillary to the Subleasehold Mortgages that are deemed necessary and appropriate by any Authorized Person in connection with the foregoing resolutions;

BE IT FURTHER RESOLVED, that each Authorized Person be, and hereby is, authorized and directed, at any time and from time to time, individually or together with another Authorized Person, to do all such things and acts and to execute and deliver all such agreements, instruments and documents in writing and to expend such fees for and on behalf of the School as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute and deliver any agreements, instruments and documents required in connection with the foregoing, in the name and on behalf of the School, on such terms and conditions and in such form deemed necessary or desirable and approved by such Authorized Person with such changes, modifications and amendments thereto as such Authorized Person may, in his or her discretion, approve, which approval shall be conclusively evidenced by the execution and delivery of such agreements, instruments and documents in writing; and

BE IT FURTHER RESOLVED, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.