

## Integration Charter Schools

### Board of Trustees Meeting

#### Minutes

June 28, 2018 @ 6:00PM

<b>Trustees Present</b>	Richard Fragiacom, David Lehr, Jill Patel, Sheldon Blackman, Tom Scarangelo, Jonathan Lipschitz, Robin Lefkowitz, Joseph Carroll Via Video Conference Dirk Tillotson, Bonnie Fritz, Martin Krongold
<b>Trustees Absent</b>	Deborah Miller, Michael Caridi, Nelly Tournaki, Doris Schueler, Brian Laline
<b>Staff Present</b>	Kenneth Byalin, Chris Zilinski, Mary Cottingham, Joe Zaza, Anthony Faiella
<b>Parents Present</b>	None
<b>Others Present</b>	None
<b>Adoption of Agenda</b>	<p>A resolution to adopt the Lois &amp; Richard Nicotra Student and Family Handbook was added to the agenda after the meeting documents were distributed electronically.</p> <p>A motion was made by Thomas Scarangelo seconded by Jill Patel and unanimously approved to accept the agenda for the June 28, 2018 meeting date.</p>
<b>Approval of Minutes</b>	<p>A motion was made by Jill Patel seconded by Robin Lefkowitz and unanimously approved to accept the minutes from the May 24, 2018 meeting.</p>
<b>Executive Compensation</b>	<p>The Board went into Executive session and only the Trustees remained in the room. After a short while staff was asked to return to the meeting. The Board was unable to come to a decision and will need additional information and time to discuss.</p>
<b>Resolutions</b>	<p>A motion was made by Richard Fragiacom seconded by Martin Krongold and unanimously approved by all to accept the following resolution. BE IT RESOLVED, that the Third Amended and Restated By-Laws of Integration Charter Schools (“ICS”), reviewed by the Board of Trustees of ICS and attached hereto as <u>Exhibit A</u>, are hereby adopted and approved.</p>

	<p>A motion was made by Dirk Tillotson seconded by Jill Patel and unanimously approved by all to adopt the Lois &amp; Richard Nicotra Student and Family Handbook.</p> <p>10 out of the 11 Trustees voted in favor of adopting the SFH in time for the July 9<sup>th</sup> school opening of the Lois &amp; Richard Nicotra Early College Charter school. One trustee, Martin Krongold abstained from voting.</p> <p>A motion was made by Sheldon Blackman seconded by Robin Lefkowitz unanimously approved by all to accept the Lavelle Prep, New Ventures and the Lois &amp; Richard Nicotra 2018-2019 School Calendars</p> <p>A motion was made by Richard Fragiacommo seconded by Thomas Scrangello and unanimously approved by all to request a planning year for Richmond Preparatory Charter School. The school is scheduled to open in 2020.</p>
<p><b>Committee Meetings/Reports</b></p>	<ul style="list-style-type: none"> <li>• <b>Finance &amp; Audit Committee Report:</b> The Committee met on June 21, 2018 and reviewed operating statement as of June 13, 2018 – preliminary year end.</li> </ul> <p>Enrollment for the year was 809 vs. the budgeted 857. Most of the shortfall was in Gen Ed rather than Special Ed. Students.</p> <p>June 13, 2018 Operating Financials</p> <p><u>Income Year to Date</u> Total income was \$19.9M, about \$400,000 less than budgeted, spread equally over New Ventures, Lavelle Upper and Lavelle Lower.</p> <p><u>Expense Year to Date</u> Total expense was \$18.9M or about \$600,000 less than budgeted. Looks like we'll end the year with an operating surplus of about \$1M, above the projected \$650,000.</p> <p>Cash flow: ICS closing cash balance will be about \$1.5M and we'll need every bit of that for the renovation costs we'll incur in the 2018 – 2019 school year.</p> <p>A motion was made by Joseph Carroll seconded by David Lehr unanimously approved by all to accept the Finance &amp; Audit Committee Report</p>

- **Executive Committee Report**

Sheldon Blackman spoke about the current structure with K, 1,2 grades based on Lavelle Prep having 1/3 of students with IEPs . The rational was to get the students in earlier so we can address issues quicker.

The Committee discussed the problem of including students in K-2 in the school. The concern is whether there are sufficient students with IEPs at that level who are appropriate for our college prep program. Some solutions discussed were: to admit fewer students to each grade or to admit students into K only.

Administration will prepare a fiscal analysis examining the effects of various options and, after Committee reviews, discuss the options again with the Board.

A motion was made by Thomas Scarangelo seconded by Robin Lefkowitz unanimously approved by all to accept the Executive Committee Report

- **Governance and Nominating Committee:**

The Committee discussed having a set meeting date each month. Ken provided the committee with updates on the schools. The fourth charter for the Richmond Preparatory Charter School has been approved however we will hold off until 9/2020 to open. We are going to need more campus space for Richmond Prep and we could think to build space for another school, possibly for a School of Design.

The Committee discussed by-laws and some concerns. The merger of the schools and the co-chairs was discussed. Switching back to one chair an vice chair as well as the need to have at least three board members on all committees was discussed. The Board's role is to oversee and yet keep out of the day to day issues. Additional topics discussed were:

- Bringing on board members with a giving capacity and professional experience in areas such as construction and architecture.
- Reviewing bylaws and discussing governance challenges, having a quorum, entertaining term limits etc.
- When committees are unable to fulfill their responsibilities, because there are not enough members or meetings do not meet quorum, issues will come directly to the full board
- A motion is needed to amend the bylaws to have one education and accountability committee, to discuss all educational issues (all other committees have been consolidated).
- The Education Committee needs to meet each month, or at least have a date on the calendar so that principals should know they have a sounding board, should they need to bring something to

the table.

A motion was made by Jill Patel seconded by Sheldon Blackman to unanimously approve the Governance & Nominating Committee report

*The Integration Charter Schools Board of Trustees, having conducted a thorough background check via a fingerprint scan as required and having discovered no State or federal criminal history, or having provided such history to SED if found, has voted to select Denise Henick as a final candidate to its Board of Trustees, with a term expiring November 2020 pending approval by SED. The resolution approving Denise Henick is formally adopted upon SED's approval.*

A motion was made by Robin Lefkowitz seconded by Richard Fragiaco and unanimously approved by all to approve Denise Henick as an ICS Trustee

- **Lavelle Prep Education and Accountability Committee:**

Dirk Tillotson reported that the graduation rates are solid. Although year-to-year regents scores are up & down, overall progress is strong when compared to district & state. SpEd students are doing as well as GenEd students.

Ken Byalin suggested that all current members of Education & Accountability committees be considered members of the newly combined ICS Education and Accountability Committee. Mary Cottingham will survey the group for a new meeting day/time that will work for the majority of the new committee. Current members are: Bonnie Fritz, Deborah Miller, Doris Schueler, Dirk Tillotson, Nelly Tournaki, Martin Krongold and Richard Fragiaco.

A motion was made by Thomas Scarangelo seconded by Joseph Carroll to unanimously approve the Lavelle Prep Education & Accountability Committee report

- **New Ventures Education and Accountability Committee:**

No Report.

- **Development Task Force**

The focus is on identified potential donors. The plan over the summer is to schedule "school tours" with the three foundations on SI and others. Generate a buzz and educate folks on the work ICS is doing.

- **Research Task Force**

Sheldon Blackman reported that the team was still gathering data and

	<p>moving along.</p> <ul style="list-style-type: none"> <li>• <b>Mental Health Task Force</b></li> </ul> <p>Board members were polled to see who would be interested in joining the committee and the following replied: Doris, Martin, Richard &amp; Shelly. The Committee met on June 18 the following people attended: Richard Fragacom, Bill Henri, Sheldon Blackman, Diane DiSalvo, and Ken Byalin . Discussions focused on options for improving psychiatric supports for our counseling team. Options considered included:</p> <ul style="list-style-type: none"> <li>• Staying with status quo</li> <li>• Have an outside agency do a clinic onsite</li> <li>• Have an outside agency do a clinic off site</li> </ul> <p>We are unable to do a clinic ourselves because we are an education organization. The Task force will start small and will talk with organizations who provide these services and which utilizes evidence-based practices. We would like to do a program that provides the best services.</p>
<p><b>Adjournment</b></p>	<p>The meeting adjourned @ 7:36PM. The next Board of Trustees meeting is scheduled for July 26, 2018.</p>