

Étoile Academy Board Meeting

August 22, 2018

Start: 6:17 p.m. CST End: 8:19 p.m. CST

Present:

Kevin Hardaway (video dial in), Richard Baker (presiding chair), Ja'Milla Lomas, Shiroy Aspandiar, Nicole Morrisey (video dial in), Emmanuel Enriquez, Alim Adatia, Kayleigh Colombero (ex-officio)

Quorum met:

Guests: Controlled Outcome Group – Caleb and Jason

Public comments: None stated

Previous Meeting Minutes

Meeting minutes were read. Minutes were approved.

Moved: Alim A.; Seconded: Rich B.

Vote: 7-0. Approved

Committee Reports:

- **Finance:**

- Cadence Bank account opened. Not in use yet, however, the direct deposit will go in.
- The Loan documents are signed. We do not have to use the loan.
- Update on loan: pull \$50,000 from the line of credit
- Start-up Grant drawdown (\$109,000 coming in the mail – should come on Aug. 22nd; \$59,000 drawdown this week – will be direct deposit)
- Our updated budget projection shows for 64 students
- Our non-profit fiscal year ends August 31, 2018. No real task here except that we must file our 990 within 6 months
- We are looking for a CPA to join our ranks, preferably with charter school experience

Financial Position: As of July, we have spent 9.36% of the Start-up grant, and \$2,347.70 of the Wal-Mart grant based on the Region 20 report. July cash-on-hand as presented by Region 20 bank report - \$80,912.43 (30 days COH).

Next Steps:

- a. Review list of Auditors to recommend one to Board for “pre-audit” (see enclosed)
- b. We need additional committee members. At least 1 additional. Currently only Michelle and Shiroy.
- c. Follow-up on the search for the CPA – preferably someone with charter school experience.
- d. KC to call Cadence Bank on Monday to pull the line of credit
- e. KC emailing Charlotte of Region 20 and Hoffer to make sure we don't need to do anything other than file the 990 for non-profit fiscal year end.

Discussion: Reading Board Reports (no detail and detail)

Recommendations: None

• **Governance:**

- Based on the suggestions from the BES Advisor, Facilities Committee will be meeting less often moving forward. Current members of this committee will be transitioning to assist other committees.
- Continuing our efforts towards:
 - a. Growing the Board to 13 members (Richard has leads on a couple of new prospective members)
 - b. Identifying a Board communication platform
 - c. Ensuring at least 75% participation in Board meetings and Committee calls.
 - We will need to have one-on-ones with people who are not following these guidelines
 - We might need to call a special meeting, due to our lack of quorum and inability to vote on key items today.
- Board Elections will be held during the next board meeting (September). Please inform the Committee of your intent to run as soon as possible.
- The Board Calendar has been drafted. Please review and provide feedback.
- The search for a CPA has been challenging, but three (3) have been identified for us to look at, particularly to benefit the Finance Committee.

Next Steps:

- a. Facilitate On-Board training of new members
- b. Facilitate Board elections
- c. Finalize Board Calendar

Discussion:

Ann Whitlock of Connect Community has been a great resource to us. Reaching out to her would be beneficial for both fundraising (of which we need) and in our search for a CPA (preferably from the Community) and possibly other new Board members.

- **Recommendations:**
 - a. Provide feedback on Board Calendar
 - b. Provide Notice of Intent to run for Committee Chair and Board Officer positions (if applicable)

• **Academic Achievement:**

- Final Board Canvassing completed. We secured an additional student who came to Day 1.
- We have a planned training for later in today's meeting.
- Please see Director's Report for Enrollment update.
- PLEASE ATTEND! Open House: August 30, 2018; 6:00 – 8:00 p.m. We would like the entire Board to attend. The Board is now welcome to visit the school during the school day now that the first week is wrapped.

Next Steps:

- Work with School Director to increase enrollment and/or monitor current budget.
- Refocus to help SD with academic analytics.

Discussion: None

- **Recommendations:** None

- **Resource Development:**

- Progress to Goal
 - a. No more additional progress towards our goal
 - b. Goal - \$30,000. Raised - \$26,479 (88% to goal) FY18
- FY19 Goal: \$30,000
- Upcoming Proposals
 - a. Guill Family Foundation (\$50,000 – Kayleigh connection)
 - b. Brown Foundation (\$40,000 – Smith College alumna connection)
 - c. Powell Foundation (\$25,000 – Smith College alumna connection)
- Meet with new Board members regarding their individual gifts
 - a. Michelle B. met with Michelle He.
 - b. Scheduling a time to meet with Emmanuel and Tabinda.
 - c. Michelle B. will reach out to current members regarding their 2018-2019 gifts/pledges.
- Ribbon Cutting event in October (see Next Steps)

Next Steps:

- a. Execute meetings with new Board members.
- b. Ribbon Cutting Ceremony on Tuesday, October 2, 2018 at 6:00 p.m.
 - Board, funders, families are welcome
 - Would like participants to sign a piece of the ribbon to frame
- c. Update Board member pledges and begin new invoicing
- d. Look for new Foundation application opportunities

Discussion:

- a. We need new members to join the Resource Development Committee.
- b. A press release/ media release will need to go out regarding the RCC in October. Ja'Milla, Kayleigh and Alim will work on it to make certain it goes out to as many contacts in the ethnic and mainstream press as possible.
- c. New pledge amounts

- **Recommendations:** None
 - a. Identify one (1) individual, corporation or foundation who might be a good prospect and send that information to Kayleigh and Michelle
 - None have been provided to date

- **Facilities:**

- The Committee is shifting to a “call to action” resource. Meaning it will be available as needed. As school has started and we are moved in, nothing is needed. It should be understood that the Facilities Committee is not defunct.

Next Steps:

- a. The committee will be convened in a few months, or if called upon.

Discussion: None

- ***Recommendations:*** None

- a. It has been recommended that we “switch on” every 6 months or quarterly to see if any decisions about take-downs, future builds, etc. are needed.

- **School Director Update:**

- Hiring:

- Operations Manager Update provided
 - Our previous Ops Mgr has transitioned into her new role as Community and Culture Manager. Our new Ops Mgr is fitting right in.
- Math Teacher Update
 - We lost 2 math teachers just before the Professional Development. However, we worked with Compass Rose’s education recruiter and found a Prairie View A&M double graduate who more than qualified to fill the immediate role as math teacher.
- Staff Totals: 9
- Leadership: 3 (SD, CCM, OM)
- Office Manager 1
- Teachers: 5

- Facility:

- Certificate of Occupancy is obtained
- All furniture was delivered and all signs were placed
- We are continuing with our SDNA discussion with the landlord.
 - It is still not in place and there is no replacement. Negotiations have stalled.
 - Initial plan was to serve a default letter; however, we have a strong relationship with our landlord. They respect us as a tenant who has improved their property substantially.
 - SD would like to make a concerted attempt to lean on this relationship, meeting with the landlord one-on-one, without putting him at odds with his attorney.
 - An additional Board recommendation is for mediation.
 - Board will await the outcome of the next meeting.

- Preparation for Opening:

- 60 Student Contingency Budget – already operationalized
- Main reasons for students not showing up –

- Too far/ previous school much closer
- No bus stop directly in front of home
- Moved out of Houston
- Several other children/ siblings attending local school (hard for parents to juggle children going to multiple schools in multiple grades) (i.e. 2 children, one is in 5th grade and goes to school A, one is in 6th grade and goes to school B. Parent doesn't want to split them up if they don't have to).
 - We lost 2 children (1) moved, 2) due to transportation); gained 2 students, will gain 2 more during the second week of school.
 - Seventy or Seventy-five students is a good number to strive for enrollment. However, we do need to increase our attendance for 2019-2020 to remain operational.
- Enrollment:
 - Please see chart in Report
- Other:
 - Powell Foundation application – submitted
 - Guill Family Foundation application – submitted
 - Brown Foundation application – submitted
- We did assessments today (Aug. 22) on Reading and Math. The data comes back within 24 hours.

OLD BUSINESS

- BES Evaluation: previously discussed in AAC committee report

NEW BUSINESS

- GUESTS: Controlled Outcome Group (Caleb and Jason) – Veteran operated company
 - COG works with Legacy Charter School. They will speak with us briefly about what they have already done for us in terms of security and how we can be even more secure.
 - They work with DOD, DOS, government contracts, US Embassies, etc.
 - Discussed security issues and what they can do.
 - Will interview our neighbors to see if there are problems (i.e. break-ins).
 - Would set-up a schedule of mock-up trials for active shooter trainings

- Vote to Approve Wellness Policy
 - Motion: Shiroy
 - Second: Alim

Approved: 7 – 0 (Abstentions: 0)

- By-Laws
 - Updates: School address, Year (2018) Fiscal Year to now end at the same time as the school year to make it more sensible.

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- Board members may still serve a 3-year term and renew for a 1 year term, rolling off afterwards. Members may come back after that point.
- Vote to Approve By-Laws
 - Motion: Emmanuel
 - Second: Shiroy

Approved: 7 – 0 (Abstentions: 0)

- Grading
 - We must have 9-week grading cycles and 6-week attendance cycles. We cannot vary.
 - *Question:* How often do we send grade reports? *Answer:* Weekly, but parents have access to them online.
- Vote to Approve Grading/ Attendance Cycles
 - Motion: Alim
 - Second: Emmanuel

Approved: 7 – 0 (Abstentions: 0)

- Academic Achievement Committee Training

Discussion:

- Do we still implement our original plan to look at academic achievement of students regularly, and hold the School Director accountable? *Yes*
- The AAC is the group to re-evaluate the plan and other active plans for SD to execute and then bring to the Board. AAC makes sure that we're not crossing over into Management minutiae.
- Would we involve families at all in our decisions or plans? *We will have Family Nights where we explain student academic performance, expectations, etc. Parent Committees for involvement to decrease possible deficiencies.*
- We are aiming for our students to be in high growth/ high achievement or low achievement/ high growth areas.
- Conflict of Interest forms
 - We will receive these to review, sign and return to SD
- Nominations for Officers
 - Chair:
 - Richard (by Shiroy) – *does not accept*
 - Shiroy (by Nicole) – *accepts*
 - Vice Chair:
 - Richard (by Ja'Milla) – *accepts*
 - Treasurer:
 - Michelle He (by Alim) – *in abstentia*
 - Alim (by Shiroy) – *taken under consideration, will advise of decision*

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Discussion:

- Should Treasurer be default Chair of Finance Committee? There seems to be an inherent lack of a check and balance this way. However, it has been working, and there is a check to the Treasurer/ Finance Committee Chair with other roles that work adjacent with that position.
 - Should we have nominations for Committee Chairs now? Will add that to the Governance Agenda.
- Secretary:
 - Emmanuel (by Ja'Milla) – *accepts*
 - Ja'Milla (by Kayleigh) – *taken under consideration, will advise of decision*

Adjourn

Adjourned at 8:19 p.m. CST.