

Amistad Academy
Board of Directors Meeting
Wednesday, January 27, 2016
AF Amistad High School, 580 Dixwell Ave, New Haven

I. Call to Order & Attendance

The meeting was called to order by Carolyn at 7:16 p.m.

The following directors and staff were in attendance:

Carolyn Greenspan, AA Board - Yes	Pat Sweet, AA Board - Yes
Caroline Williams, AA Board - Yes	Reginald Simmons, AA Board - Yes
Mike Griffin, AA Board - Yes (Phone)	Jennifer Connell, AA Board - Yes
Lorraine Gibbons, AA Board - Yes	Katrin Czinger, AA Board - Yes (Phone)
Andrew Lachman, AA Board - Yes	
Cassie Crockett, AA Board - Yes (Phone)	Ken Paul, AF Network Support - No
Daisy Gonzales, AA Board - No	Laurie Bussmann, AF Network Support - Yes
David Katzman, AA Board - Yes	Megan Tokarski, AF Network Support - Yes
Dorsey Kendrick, AA Board - No	
Jane Levin, AA Board - Yes	

II. Open Session For Public Comment

No public comment.

III. Reports and Discussion

A. Joint High School Committee Report (Caroline Williams)

Ms. Caroline Williams shared some of the highlights of Claire Polcrack's presentation at the prior Amistad Joint High School Committee meeting.

- AF Amistad High has hired a much-needed math teacher who has joined an already strong team.
- The school has really been pushing students to take their GPAs seriously and to take steps to improve them. Celebrating increases in GPAs has become a big, public part of the school's culture.
- AF Amistad High has facilitated a reduction in the number and length of student removals.
- The school finally has the facility space to gather the students/school community more often.

Ms. Claire Polcrack had shared that the school is still struggling with the overall pass rates of the scholars

and they are taking an individualized approach to remedy this. Teachers are working with their coaches/school leaders to identify whether it's a "will" or "skill" challenge for each student who is failing a class and then creating an individualized plan for each student. Staff sustainability remains a concern, and school leaders have been speaking one-on-one with teachers to find out what's working vs. what's not working with regard to job sustainability.

Ms. Polcrack shared with the Committee that every grade, 9-12, has a college success course and the school has three college success counselors, who are located in the building and teach the 12th-grade college success course. 80% of AF Amistad High alumni are still enrolled in college. When alumni stop out, it tends to be sometime during the first three semesters of college. To support college persistence, AF Amistad High's college success counselors have implemented a mentoring structure that includes peer-to-peer campus champions (AF students at the same college) and campus champions (adults on campus).

Ms. Jane Levin remarked that Claire is so impressive in her clarity of mind, her grasp of the issues facing her school and her action plans. She is an excellent successor to Chris Bostock, and AF Amistad High is so lucky to have her.

B. Governance Committee (Pat Sweet and Bill Bouton)

Bill Bouton highlighted the following significant changes to the bylaws:

1. AF has been removed as a "member" non-profit.
2. The Fried Frank pro-bono attorneys made several technical changes (such as to definitions), which are throughout the new bylaws.
3. The minimum and maximum number of directors has been changed from 12-25 to 6-20.
4. Board terms have been simplified by giving every board member a three-year term.
5. The ex-officio positions, such as teacher and parent representative, have been formalized to make them equal to other board members.
6. Any references to the charter management organization (CMO) have been updated to comply with new state laws governing CMOs.
7. While the board still has the power to create any committee deemed necessary and appropriate, there are now only two standing committees: finance and governance.
8. Language has been added to say that the board may purchase indemnity insurance.
9. Language has been added to adopt a nepotism policy.

Andrew Lachman asked why the new bylaws don't include term limits for board members. Bill Bouton explained that the Governance Committee chose not to mandate term limits in the bylaws. However, the board could still choose to adopt term limits as a policy outside of the bylaws.

C. School Leader Appreciation (Carolyn Greenspan)

Carolyn explained that there is a week in March designated for School Leader Appreciation and proposed the board do something for the whole school that the principals would also appreciate. The board was generally supportive of the idea of providing a meal for the school and needs to figure out how to implement it.

D. AF Workshop Series (Carolyn Greenspan)

Carolyn shared that the AF Bridgeport Board of Directors had a great idea to offer a series of deep dives on topics of interest, led by the AF expert on the subject. The first workshop will be on February 10. All workshops will be held on Wednesdays at James Street, lunch will be provided. One of the most important is the Advocacy Workshop scheduled for March 2, to be led by Lenny Speiller.

E. Finance Committee Report (Mike Griffin)

Mike Griffin reported that the forecast through end of December is consistent with the last forecast and is in good shape.

Mr. Griffin reported that after the Amistad Academy FY15 audit was almost complete, and that the teacher certification issue is beginning to impact the financial statements. Jane has asked Team Finance to project the impact of certification on the FY16 financial statement.

Mr. Griffin updated the board on AF's search for a Chief Financial Officer because Max is departing at the end of June. AF has hired Spencer Stuart, an executive recruiting firm, to find someone with: 1) deep financial experience, 2) experience at a large, complex, rapidly growing organization, and 3) a commitment to AF's mission. The search is underway and seems to be headed in the right direction.

IV. Board Business

RESOLVED, the Amistad Academy Board of Directors hereby approves the meeting minutes from September 16 and November 18, 2015.

Moved (with amendments) by Jennifer Connell
Seconded by Reginald Simmons
All in favor

RESOLVED, the Amistad Academy Board of Directors hereby approves the financial report as presented.

Moved by Caroline Williams
Seconded by Reginald Simmons
All in favor

RESOLVED, the Amistad Academy Board of Directors hereby approves an amendment to the Fiscal

Policies and Procedures requiring that any expenditures equal to or exceeding \$10,000 must be approved by the Principal and Board's Treasurer or Chair.

Carolyn explained that due to changes in state law, any school expenditure over \$10,000 now has to be approved by either the Board's Treasurer and Chair, which formerly did not require board approval.

Moved by Lorraine Gibbons
Seconded by David Katzman
All in favor

FURTHER RESOLVED, Achievement First and its designees are hereby, jointly and severally, authorized and directed, at the name of Amistad Academy, to update the Fiscal Policies and Procedures as needed in order to effectuate the foregoing resolution.

Moved by Lorraine Gibbons
Seconded by David Katzman
All in favor

RESOLVED, the Amistad Academy Board of Directors hereby approves the Conflict of Interest Policy as presented.

Carolyn explained that the Conflict of Interest Policy has language approved by the state.

Moved by Caroline Williams
Seconded by Jane Levin
All in favor

RESOLVED, the Amistad Academy Board of Directors hereby approves the the updated Bylaws as presented.

Moved by Pat Sweet
Seconded by Caroline Williams
All in favor

The Board made a motion to go into Executive Session at 8:02pm.

Moved by Jennifer Connell
Seconded by Jane Levin

Motion to exit Executive Session at 8:28pm.

Moved by Caroline Williams
Seconded by Reginald Simmons

Adjourned at 8:30 pm.