

- Draft Minutes -

**Achievement First Rhode Island
Board of Directors Meeting**

January 17, 2018, 5:30 pm

370 Hartford Avenue, Providence

I. Call to Order & Attendance

The meeting was called to order at 5:45pm by Mayor Jorge Elorza. The following board members, constituting a quorum, and Achievement First Staff were in attendance:

Jorge Elorza, AFRI Board - Yes	Robert Luciano, AFRI Board - Yes
Brian Gallogly, AFRI Board - Yes	Percy Ballah, AFRI Board - Yes (phone)
Macky McCleary, AFRI Board - Yes (phone)	Ken Paul, AF Network Support - Yes (phone)
Reshma Singh, AFRI Board - Yes (phone)	Sarah Blanton, AF Network Support - Yes
John Iglizzi, AFRI Board - No	Elizabeth Winangun, AF Network Support - Yes
Soraida Morales, AFRI Board - Yes	Victor De La Paz, AF Network Support - Yes (phone)
Ben Smith, AFRI Board - Yes	Amy D'Angelo, School Leadership - Yes (phone)
Maryellen Butke, AFRI Board - Yes	Max Koltuv, School Leadership - Yes (phone)
James Wiley, AFRI Board - Yes	

Public: Lily Gutterman, Jillian Scott

II. Open Session for Public Comment

There was no public comment.

III. Approve Minutes

RESOLVED, the Achievement First Rhode Island Board of Directors hereby approves the meeting minutes from 10/11/17 and 12/20/17.

Motion by Ben Smith

Seconded by Maryellen Butke

All in favor

IV. Reports and Discussion

A. Regional Superintendent Report

The board entered executive session to discuss personnel at 5:47 pm. Motion by Ben Smith. Seconded by James Wiley. The board exited executive session at 6:12 pm.

B. Board Chair Report

Mayor Elorza noted that Sandy McCulloch has stepped down from the board and spoke of his long standing service and passion for education. He will be missed.

Mayor Elorza led a discussion about the facilities and Victor De La Paz, AF's Chief Financial Officer, joined the meeting by phone to answer questions about environmental issues and the different scenarios for school location.

RESOLVED, that subject to Achievement First Rhode Island, Inc. (also known as Achievement First Mayoral Academies) ("AFRI") obtaining adequate financing, completing due diligence and receiving all required governmental approvals, including, but not limited to, school siting approval from the Rhode Island Department of Environmental Management, AFRI be, and hereby is, authorized and directed to purchase that certain real property and the improvements thereon commonly known as 870 Westminster Street, Providence, Rhode Island from IA CFG PORTFOLIO, L.L.C. ("IA CFG"), for a sum not to exceed Three Million Two Hundred Fifty Thousand Dollars (\$3,250,000.00);

BE IT FURTHER RESOLVED, that any officer of AFRI, including the Chair, Vice-Chair and Treasurer of AFRI (each an "Authorized Officer"), be, and each of them individually hereby is, authorized and directed to execute that certain Purchase Agreement by and between AFRI and IA CFG, in the name of AFRI, substantially in the form attached hereto as Exhibit A, with such changes thereto as deemed necessary or advisable by such Authorized Officer (such necessity advisability to be conclusively evidenced by the execution thereof);

Motion by Brian Gallogly

Seconded by Macky McCleary

All in favor

RESOLVED, that subject to AFRI completing due diligence and receiving all requirement governmental approvals, including, but not limited to, school siting approval from the Rhode Island Department of Environmental Management, AFRI be, and hereby is, authorized and directed to enter into a lease agreement leasing that certain real property and the improvements thereon commonly known as 85 Garfield Avenue, Cranston, Rhode Island (the "Garfield Property"), from CP Associates, LLC ("CP Associates"), substantially on the terms and subject to the conditions set forth in that certain Letter of Intent (the "Letter of Intent") attached hereto as Exhibit B;

RESOLVED, that any Authorized Officer, be, and each of them individually hereby is, authorized and directed to execute a lease agreement for the Garfield Property by and between CP Associates and AFRI substantially upon the same terms and subject to the same conditions set forth in the Letter of Intent, with such changes thereto as deemed necessary or advisable by such Authorized Officer (such necessity or advisability to be conclusively evidence by the execution thereof); and

RESOLVED, that any Authorized Officer, be, and each of them individually hereby is, authorized and directed to do and perform or cause to be done and performed all such acts, deeds and things, and to make, execute and deliver, or cause to be made, executed and delivered, all such agreements, undertakings, documents, instruments or certificates, in the name of AFRI and to retain such counsel, agents and advisors and to incur and pay such expenses, fees and taxes as shall, in the opinion of such Authorized Officer executing the same, be deemed necessary or advisable (such necessity or advisability to be conclusively evidenced by the execution thereof) to effectuate or carry out fully the purpose and interest of all of the foregoing resolutions; and that any and all such actions heretofore or hereafter taken any Authorized Officer relating to and within the terms of these resolutions be, and they hereby are, adopted, affirmed, approved and ratified in all respects as the act and deed of the AFRI.

Motion by Maryellen Butke
Seconded by James Wiley
All in favor

C. Community Outreach Report

Elizabeth Winangun gave an update on student applications. Nearly 1500 applications have been submitted for the 180 open seats in kindergarten. AF is giving an “intent to return” survey to current families to see if any of them know they will not return. That way, AF can know whether to open up additional seats in the lottery.

Attendance for community events are filling up within minutes of the invitation going out. There are long waiting lists.

Elizabeth discussed changes in the admissions policy. Until now, there was a sibling preference at both schools for each enrolled child. So, if a scholar attended AF Illuminar, his or her sibling had sibling preference at BOTH AF Illuminar and AF Providence Academy. Therefore, students admitted through the sibling preference were holding a seat in two schools when in fact, they were extremely likely to go to the same school as the sibling. The new admissions policy proposed today will change that, so if a child attends AF Illuminar, the sibling preference will be for Illuminar and likewise for AF Providence Academy.

The State Board of Education has seen and approves of the proposed admissions policy.

The board discussed the process of applying. Elizabeth said that working with Manuela at the Providence Public School District has been great and they’ve made positive strides toward helping families. She feels that the registration center encourages families to enter the AF lottery.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the admission policy, attached as Exhibit C, which amends and replaces the existing admission policy in its entirety.

Motion by Ben Smith
Seconded by Brian Gallogly
All in favor

D. Treasurer Report

Ben Smith updated the board noting that not much has changed since the last update the board received in December. He shared that AF Providence Elementary is slightly under budget. AF Illuminar has a surplus. AF Providence Middle has a deficit.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the financial report as presented.

Motion by James Wiley
Seconded by Maryellen Butke
All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby approves the Board Designated Reserve Policy, attached as Exhibit D.

Motion by Ben Smith

Seconded by Maryellen Butke

All in favor

V. Adjourn

The meeting was adjourned at 6:53pm by Brian Gallogly.

Motion by James Wiley

Seconded by Maryellen Butke

All in favor