

**Amistad Academy
Board of Directors**

Zoom Video Conference

Thursday, April 23, 2020, 4:45 pm

I. Call to Order and Attendance

The meeting was called to order at 4:47 pm by Carolyn Greenspan. The following board members and Achievement First Staff were in attendance:

Carolyn Greenspan - Yes

Lorraine Gibbons - No

Tim Pavlis - Yes

Jane Levin - Yes

Pat Sweet - Yes

Jennifer Alexander - Yes

Albert Maldonado - No

Ethan Tyminski - Yes

Tyra Smallwood - Yes

Sarah Blanton, AF Network Support - Yes

Dacia Toll, AF Network Support – Yes

Shannon Garfield, AF Network Support – Yes

Christi George, AF Network Support – Yes

Melika Forbes, AF Network Support - Yes

II. Open Session for Public Comment

There was no public comment.

III. Approve Minutes

RESOLVED, the Amistad Academy Board of Directors hereby approves the meeting minutes from March 11, 2020.

Motion by Jane Levin

Seconded by Tim Pavlis

All in favor

IV. Authorize Acceptance of SBA Backed Payroll Protection Program Loan

Victor De La Paz, AF's CFO, gave an overview of the federal PPP loan for which Amistad Academy has been approved.

The CARES stimulus package authorized support on a first come first served basis and Amistad Academy received an award in the amount of \$2.7MM (2.5 times the average monthly payroll). At best, this will be a fully forgivable loan. At worst, it will be a 1% interest loan.

- The loan is based on employment (211 employed at the Amistad Charter).

- 75% of that loan must be for payroll costs and the first payment would be due in six months.

The board asked questions of Mr. De La Paz about some of the specifics of the loan.

Dacia Toll joined the meeting and applauded the work Mr. De La Paz did to apply for the loan in a very timely fashion. She also stated the intention of getting the exact specifics of the loan right. AF is confident that the loan will be forgiven but it is not guaranteed.

Having no further discussion, the board unanimously passed the following resolution:

We, the undersigned, being the directors of Amistad Academy, a Connecticut non-profit corporation with a principal office located in New Haven, Connecticut (“the Board”), in accordance with the amended bylaws and laws of the State of Connecticut hereby adopted the following:

WHEREAS: As a result of the COVID-19 pandemic, the Board has been required to seek financial assistance through the SBA backed Payroll Protection Program. Said funds will be used to ensure the continued operation of schools under its supervision.

RESOLVED, that effective immediately, the Board has begun the process of completing the required documentation necessary to apply for the above referenced financial assistance,

RESOLVED, that the Board is authorized to take all reasonable steps necessary to complete the loan application(s) related to the Paycheck Protection Program including, but not limited to, the submission of financial records, tax returns and payroll records.

RESOLVED, that the Board is hereby authorizing its Board Chair, Carolyn Greenspan, to sign any and all documents ancillary to the completion of the above referenced loan application.

FURTHER RESOLVED, that any officer of Achievement First, Inc. and their designees (each an “*Authorized Person*”) is, jointly or severally, authorized and directed, at any time and from time to time, to do such things and acts for and on behalf of the Board as may be necessary or advisable in order to give effect to and, generally, carry out the intent of the foregoing resolution in the name and on behalf of Amistad Academy, 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 such person’s discretion approve, which approval shall be conclusively evidenced by the execution and delivery of such documents and instruments in writing.

BE IT FURTHER RESOLVED, that the Board Chair is hereby authorized to certify that these resolutions have been duly adopted and that they are in conformity with the amended Bylaws of this Board.

Motion by Tim Pavlis
Seconded by Jen Alexander
All in favor

V. Discussion and Possible Action relating to Amistad High School principal performance and contract renewal for 2020-21 school year

Pat Sweet, Shannon Garfield, Christi George and Melika Forbes joined the meeting.

The board entered into executive session at 5:05 pm to discuss a personnel matter involving the principal's performance at Amistad High School. Motion by Carolyn Greenspan. Seconded by Pat Sweet. Ms. Greenspan invited the following staff members to participate in executive session: Sarah Blanton, Shannon Garfield, Christi George, Melika Forbes and Dacia Toll.

The board exited executive session at 5:44 pm. Motion by Pat Sweet. Second by Jane Levin.

RESOLVED, the Amistad Academy Board of Directors reviewed the recommendation of the Amistad High School Committee and discussed the performance of the Amistad High School Principal, Simon Obas, and the compensation package as proposed by Achievement First, and hereby approves the renewal of the principal, with a final compensation package to be incorporated in the FY21 Budget to be reviewed and approved in May.

Motion by Jen Alexander
Seconded by Ethan Tyminski
All in favor

Pat Sweet requested language in the minutes about how Simon Obas has done a good job restoring strength to the high school. Jen Alexander affirmed the strong plan in place to address issues that were raised.

VI. Adjourn

The meeting was adjourned at 5:49 pm.

Motion by Jen Alexander
Seconded by Tim Pavlis
All in favor