



AF Rhode Island Board of Directors

Zoom meeting
Wednesday, September 23, 2020
5:30 pm

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Reports and Business
 - a. Principal Reports
 - b. Facilities Discussion
 - i. Asbestos Abatement Resolution
 - c. Treasurer Report
 - i. Amended Budget Resolution
 - d. Board Chair Report
 - i. Expansion Resolution
 - ii. Officers Election
- V. Adjourn



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Achievement First Rhode Island

Board of Directors Retreat

September 23, 2020, 5:30 pm

Zoom Video Conference

I. Call to Order & Attendance

The meeting was unofficially to order at 5:38 pm by Mayor Jorge Elorza. The following board members, constituting a quorum, AF Rhode Island and Achievement First staff were in attendance:

Jorge Elorza - Yes

Macky McCleary - No

Reshma Singh - Yes

John Iglizoi - No

Soraida Morales - Yes

Ben Smith - Yes

Maryellen Butke - Yes

James Wiley - Yes

Jorge Cardenas - Yes

Charles Lombardi - No

Aja Davis, AFRI School Leadership

Andrew Walker, AFRI School Leadership

Kevin Lohela, AFRI School Leadership

Mindy Rice, AFRI School Leadership

Donavan Tracey, AFRI School Leadership

Jennifer Andrade, AFRI School Leadership

Salvador Pellerano, AFRI School Leadership

Breonna Hudgins, AFRI School Leadership

Achievement First staff: Sarah Blanton, Elizabeth Winangun, Cassidy McKee, Ken Paul, Victor De La Paz, Eduardo Del Valle, Jesse Balis-Harris, Kiah Hufane

Public: Dan McGowan, Jillian Fain

II. Public Comment

There was no public comment.

III. Approve Minutes

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from May 19, 2020.

Motion by Maryellen Butke

Second by Ben Smith

All in favor

IV. Reports and Business

A. Principal Reports

Kevin Lohela, AF Illuminar Elementary School principal, shared the major lift of starting the school year and the strong efforts from the entire team. The school has clear priorities and have executed successfully on those priorities. Navigating the complexity of remote learning is challenging but they've focused on grace, optimism and collaboration in working towards solutions.

The kids are ver happy to be back in school. The scholars who are still remote are also happy. 50% of families have opted to have their children learn remotely, 50% come in-person.

Summer training was successful – 6+ weeks – and that training time was critical.

Teacher retention is 90% and leadership team retention is 85%. Attendance is 95% and student attrition is less than 1%.

Mindy Rice, AF Promesa Elementary School Principal, noted her strong leadership team and shared some of the challenges of leading a school remotely. She also shared how proud she is of the teachers and how happy the children are to be in school. Not a single kindergartener or first grader struggled with the drop off procedures. Each one entered the building confidently.

With safety as the top priority, certain systems and COVID procedures are time consuming and take away from learning time. Attendance is 96%. Two kids switched out of AF Promesa because other children in the household did not get in through the lottery and the families wanted to keep the kids together.

Aja Davis, AF Providence Elementary principal, echoed many of what the previous principals shared. The AF support has been tremendous for school start up. She shared photos from the first days of school. The capacity to get scholars to and from school has been a challenge.

The leadership team is doing great and the kids are strong. Ms. Davis compared teaching under this hybrid model to being a first year teacher with lots of ups and downs. 40% in of scholars are coming to school for in-person instruction and 60% are remote. Social distancing means all scholars have their own contained materials, their own lockers with desks six feet apart. The school had 100% teacher retention, and attendance is 96%.

Mayor Elorza noted that there seem to be higher percentages of families who are opting to keep their children home, doing remote learning, compared with Providence Public Schools. Ms. Rice shared that it may be because of the strength of the remote learning program and the efforts to ensure that the scholar experience in remote learning is positive. There is a full day schedule with live lessons and breaks included. The school year is broken up into two month “chapters” and for each chapter families have the option to select remote or in-person learning.

The school leaders spoke about ways they anticipate providing support for scholars, families and staff during what may be a tumultuous time post-election.

Donavan Tracey, principal of AF Providence Middle School, began his discussion around ensuring that everything they do as a school increases equity for the school. He shared some of the challenges, including transportation and shifting systems to ensure safety. Challenges aside, the kids were really

excited to be back in the building.

The leadership team has high energy and is very committed. Summer training for teachers similarly had very high energy. Staff are eager to embrace new challenges, with a deep desire to improve.

69% of scholars are remote. 31% are coming in-person. Of those students coming in-person, 79% come four days per week and 21% come two days per week. He reviewed classroom assignments, classroom set up (staff rotate, kids stay in place). Student attendance is 95%, attrition is 5%, and enrollment is 415. Teacher retention was 68%, leadership team retention was 86%.

Andrew Walker, principal of AF Illuminar Middle School, expressed his gratitude for the entire AFRI team. He shared how the school is living the value of Lead for Racial Equity and ensuring it's at the center of the work. The year, thus far, has been challenging but smooth. He shared a video of instruction from the first day of school and the use of technology integrating in person and remote instruction.

The entire leadership team is back, 100% retention. 75% of teachers returned and the new teachers are very strong. Attrition is less than 1%. Attendance is 97.5%. Enrollment is 208.

B. Facilities Discussion

Cassidy McKee led a discussion about the facilities repairs that are needed at the Hartford Ave building. AF is coming to the board to request use of board reserves for asbestos abatement and waterproofing repairs.

WHEREAS, the building at 370 Hartford Ave serving AF Providence Elementary School, AF Providence Middle School and AF Promesa Elementary School ("the schools") requires facilities maintenance, and

WHEREAS, this maintenance includes, but is not limited to, asbestos abatement in the glazing on the windows in both gymnasias and roof repairs and the restoration of the building façade in order to resolve water penetration, and

WHEREAS, the schools have, to date, maintained safety from the asbestos by way of containment (keeping windows closed, restriction access and exposure to widows by closed grates), and

WHEREAS, the ventilation plan for re-opening the schools (following the spring 2020 COVID-19 shut down) prioritizes outdoor air which is not possible given the current conditions of the windows, as opening the windows or placing fans in the windows is not safe, and

WHEREAS, the asbestos abatement project is estimated to be \$160K and the water proofing repairs are estimated to be \$100K,

NOW, THEREFORE, BE IT RESOLVED that the AF Rhode Island Board of Directors hereby approves the asbestos abatement project in both gymnasias to address the south facing windows, including

containment, removal and replacement of windows, updates to mechanical systems given the size of the windows as well as the roof and building façade water penetration work, as presented.

RESOLVED FURTHER that the AF Rhode Island Board of Directors approves the use of board designated reserves up to, but not to exceed, \$260K for the purposes of the aforementioned facilities improvement projects.

Motion by Ben Smith
Second by James Wiley
All in favor

Ben Smith made a motion to enter into executive session at 6:45 pm to discuss real estate locations for a future high school. He invited the following AF staff to join: Victor De La Paz, Cassidy McKee, Eduardo Del Valle, Elizabeth Winangun, Sarah Blanton, and Salvador Pellerano. Seconded by James Wiley
The board exited executive session at 7:07 pm. Motion by James Wiley. Seconded by Ben Smith. All in favor.

C. Treasurer Report

Ben Smith gave the treasurer report with revised, balanced budgets which note certain line items that were removed from the budget (largely operational items that are not relevant with COVID). Those savings are offset by additional costs associated with cleaning. At this time, the schools are not operating under austere conditions but that could change in the future.

Mr. Smith reviewed changes to the conditions of the PPP loan.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the amended budget as recommended by the Finance Committee and prepared by Achievement First for the 2020-21 fiscal year.

Motion by Ben Smith
Second by James Wiley
All in favor

D. Board Chair Report

Elizabeth Winangun shared that AF has an opportunity to expand and open two new K-8 schools and a new high school. Mayor Elorza thanked Elizabeth and the AF team for moving this forward. He noted this interesting and hopeful moment for Providence Public Schools with the State takeover. At the same time, there are charter networks that are serving children well. This presents an incredible opportunity to expand these types of high-quality options for our families.

WHEREAS the AF Rhode Island Board of Directors Island proposes to submit an application authorizing it to open three new schools; two serving grades K-8 with students eventually feeding into a new AF high school.

NOW, THEREFORE, BE IT RESOLVED, that the AF Rhode Island Board of Directors approves the submission of an application authorizing it to open three new schools serving grades K-12;

RESOLVED FURTHER, that the AF Rhode Island Board of Directors hereby authorizes and directs Achievement First Network Support to prepare, execute, and deliver such application and to take and carry out any other action required by this resolution.

Motion by Maryellen Butke

Second by Reshma Singh

All in favor

RESOLVED, the AF Rhode Island Academy Board of Directors hereby elects the following leadership slate for the 2020-21 fiscal year:

Mayor Jorge Elorza, Chair

Ben Smith, Treasurer

Reshma Singh, Secretary

Motion by James Wiley

Second by Maryellen Butke

All in favor

V. Adjourn

The meeting was adjourned at 7:27 pm by Mayor Elorza.

Motion by Maryellen Butke

Seconded by Reshma Singh

All in favor



Achievement **First**

Achievement First Rhode Island Board of Directors

Zoom Video Conference
Monday, November 2, 2020
10:00 am

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Discussion and possible action related to the founding principal for AF Rhode Island High School.
 - a. Proposed Executive Session – AF Rhode Island High School Principal Interview
- V. Adjourn



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Achievement First Rhode Island

Board of Directors Retreat

November 2, 2020, 10:00 pm

Zoom Video Conference

I. Call to Order & Attendance

The meeting was unofficially to order at 10:45 am by Mayor Jorge Elorza. The following board members, constituting a quorum, and Achievement First staff were in attendance:

Jorge Elorza - Yes

Macky McCleary - Yes

Reshma Singh - Yes

John Iglizzi - No

Soraida Morales - Yes

Ben Smith - Yes

Maryellen Butke - Yes

James Wiley - Yes

Jorge Cardenas - No

Charles Lombardi - No

Aja Davis, AFRI School Leadership

Claire Shin, AF Network Support

Sarah Blanton, AF Network Support

Public: Jillian Fain

II. Public Comment

There was no public comment.

III. Approve Minutes

The board will approve the prior meeting minutes at the next regular board meeting.

IV. Discussion and possible action related to the founding principal for AF Rhode Island High School.

The board entered executive session to conduct an interview of Aja Davis for the AF Rhode Island High School principal position at 10:47 am. Motion by Maryellen Butke. Seconded by Ben Smith. All in favor. Aja Davis, Claire Shin, Sarah Blanton and Jillian Fain were invited to join the board in executive session.

The board exited executive session at 10:56 am. Motion by Ben Smith. Seconded by Reshma Singh. All in favor.

RESOLVED, the AF Rhode Island Board of Trustees hereby accepts Achievement First's nomination of Aja Davis as principal of Achievement First Rhode Island High School effective July 1, 2021.

Motion by Maryellen Butke
Seconded by James Wiley
All in favor

V. Adjourn

The meeting was adjourned at 11:00 am by Mayor Elorza.

Motion by Maryellen Butke
Seconded by Ben Smith
All in favor



AF Rhode Island Board of Directors

Zoom meeting
February 1, 2021
5:30 pm

- I. Call to Order
- II. Public Comment
- III. Reports and Business
 - a. Board Chair Report (10 min)
 - i. Approve Minutes
 - ii. Set number of directors
 - iii. New Principals
 - b. Principal Q&A (15 min)
 - c. Introduction to AF President, Rich Buery (15 min)
 - d. Executive Session – Real Estate Discussion regarding current and future school construction (30 min)
 - e. Facilities Business (10 min)
 - i. Allocation for Garfield Street renovations
 - ii. Authorize lease for AF Promesa
 - iii. Authorize sublease for AFRI High School
 - iv. Allocation for High School incubation space renovations
 - v. Authorize negotiation of purchase and sale for High School permanent space
 - vi. Authorize AF to submit Stage I to Building Authority by 2/15/21
 - vii. Designate director to attend School Building Committee meetings
 - viii. Allocation for preparation of Stage II deliverables
 - f. Treasurer Report (10 min)
 - i. AFRI Financials
 - ii. FY20 Audited Financial Statements
- IV. Adjourn



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**Achievement First Rhode Island
Board of Directors Retreat**
Monday, February 1, 2021, 5:30 pm
Zoom Video Conference

I. Call to Order & Attendance

The meeting was unofficially to order at 5:36 pm by Mayor Jorge Elorza. The following board members, constituting a quorum, AF Rhode Island and Achievement First staff were in attendance:

Jorge Elorza - Yes

Macky McCleary - Yes

Reshma Singh - Yes

John Iglizzi - No

Ben Smith - Yes

Maryellen Butke - Yes

James Wiley - Yes

Charles Lombardi - No

Aja Davis, AFRI School Leadership

Andrew Walker, AFRI School Leadership

Kevin Lohela, AFRI School Leadership

Mindy Rice, AFRI School Leadership

Salvador Pellerano, AFRI School Leadership

Achievement First staff: Sarah Blanton, Elizabeth Winangun, Cassidy McKee, Ken Paul, Victor De La Paz, Eduardo Del Valle, Jesse Balis-Harris, Kiah Hufane

Public: Derek Osterman, Jillian Fain

II. Public Comment

There was no public comment.

III. Reports and Business

A. Board Chair Report

Mayor Elorza spoke about the bill currently on the legislative agenda putting a moratorium for the next three years and effectively rescinding the approvals given in this past year. He asked the principals what they think the board can do to be effective advocates for AF Rhode Island's growth.

B. Principal Q&A

The board discussed advocacy strategies with the principals and ways of elevating the experiences and stories of the AFRI families.

The board also discussed how they are building a strong sense of community to combat issues of

bullying and how they are beginning to plan for the 2021-22 school year.

The board moved to go into executive session at 5:59 to discuss a personnel matter involving the hiring of principal candidates and invited Sarah Blanton and Jesse Balis-Harris to join. Motion by James Wiley. Seconded by Ben Smith. All in favor.

The board exited executive session at 6:18 pm. Motion by Maryellen Butke. Seconded by Reshma Singh. All in favor.

RESOLVED, the AF Rhode Island Board of Directors hereby sets, effective February 1, 2021, the number of members of the Board of Directors at eight (8).

Motion by Macky McCleary

Second by Maryellen Butke

All in favor

Sarah Blanton noted a change (PM to AM) to the minutes for November 2, 2020.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from September 23 and November 2, 2020.

Motion by Reshma Singh

Second by Macky McCleary

All in favor

RESOLVED, the AF Rhode Island Board of Trustees hereby accepts Achievement First's nomination of Ms. Nicole Gugliuzza as principal of Achievement First Illuminar Elementary School effective July 1, 2021.

Motion by Ben Smith

Second by Reshma Singh

All in favor

RESOLVED, the AF Rhode Island Board of Trustees hereby accepts Achievement First's nomination of Ms. Francheska Dominique as principal of Achievement First Elementary School #4 effective July 1, 2021.

Motion by Maryellen Butke

Second by Macky McCleary

All in favor

RESOLVED, the AF Rhode Island Board of Trustees hereby accepts Achievement First's nomination of Ms. Breonna Hudgins as principal of Achievement First Providence Elementary School effective July 1, 2021.

Motion by Ben Smith

Seconded by James Wiley

All in favor

C. Introduction to AF President Rich Buery

Dacia Toll and Rich Buery joined the meeting to discuss Ms. Toll's plans to transition out of her role as CEO. She is convinced that this is healthy and right for the organization and feels very strongly in Rich Buery's leadership as the next CEO.

In her introduction of Mr. Buery, she shared his professional experience founding and leading organizations, including the Children's Aid Society and NYC's Pre-K for All initiative.

Mr. Buery introduced himself by sharing a bit about his background, growing up as the son of a high school teacher in East New York. His history with Achievement First includes serving as a founding board chair of one of the Brooklyn Charters. Mr. Buery has a deep history with charter schools and shared his perspective on what drew him to working at Achievement First, where he will have a deep ability to be part of the infrastructure of the communities we serve.

D. Executive Session – Real Estate Discussion regarding current and future school construction

The board entered executive session at 6:54 pm to discuss current and future school construction and invited Sarah Blanton, Derek Osterman, Cassidy McKee and Eduardo del Valle, Victor de la Paz, Jillian Fain and Ken Paul. Motion by Reshma Singh. Second by Maryellen Butke. All in favor. The board exited executive session at 7:13 pm. Motion by Maryellen Butke. Second by Reshma Singh. All in favor.

E. Facilities Business

Following the executive session discussion the board read aloud the following resolutions.

WHEREAS, the AF Rhode Island board previously authorized a facilities improvement project relating to the building located at 85 Garfield Ave. at its May 16, 2018 meeting,

WHEREAS, Phase I (i.e., renovation of the first and second floor at 85 Garfield Ave.) of the facilities improvement project was completed, and the building at 85 Garfield Ave. requires renovation of its third floor to accommodate the growth of AF Illuminar Middle School (Garfield Phase II),

BE IT RESOLVED, the AF Rhode Island Board of Directors authorizes Phase II of the aforementioned facilities improvement project, and approves the use of board designated reserves up to, but not to exceed, \$1.8M for the purposes of completing Phase II of the project, and.

BE IT FURTHER RESOLVED, Achievement First and its designee are, jointly and severally, authorized and directed, in the name of AFRI Board of Trustees, to take any and all actions and/or submit such documents needed to effectuate the foregoing resolution.

Motion by Macky McCleary
Seconded by Maryellen Butke

All in favor

WHEREAS, AFRI desires to lease a portion of a school building located in Providence, Rhode Island to serve as the permanent home of AF Promesa (the "AFRI Promesa Lease");

WHEREAS, AFRI desires to sublease a portion of a school building located in Providence, Rhode Island to serve as the incubation space for AFRI High School (the "AFRI High School Lease");

WHEREAS, AFRI desires to enter into negotiations to purchase a building located in Providence, Rhode Island to serve as the permanent home for AFRI High School (the "AFRI High School Purchase");

NOWTHEREFORE, BE IT RESOLVED, that it is in the best interest of AFRI and AFRI is hereby authorized and directed to enter into the AFRI Promesa Lease and in furtherance thereof, AFRI be, and hereby is, authorized and directed to enter into the AFRI Promesa Lease on the terms presented to AFRI, with such changes, modifications and amendments thereto as any board-authorized officer of AFRI (each an "Authorized Person") may, jointly or severally, in such person's discretion approve, which approval shall be conclusively evidenced by the execution and delivery of the AF Promesa Lease by AFRI;

BE IT FURTHER RESOLVED, that it is in the best interest of AFRI and AFRI is hereby authorized and directed to enter into the AFRI High School Lease and in furtherance thereof, AFRI be, and hereby is, authorized and directed to enter into the AFRI High School Lease on the terms presented to AFRI, with such changes, modifications and amendments thereto as any Authorized Person may, jointly or severally, in such person's discretion approve, which approval shall be conclusively evidenced by the execution and delivery of the AFRI High School Lease by AFRI;

BE IT FURTHER RESOLVED, that it is the best interest of AFRI and AFRI is hereby authorized and directed to negotiate the AFRI High School Purchase and in furtherance thereof, AFRI be, and hereby is, authorized and directed to enter into a purchase agreement regarding the same (the "AFRI HS Purchase Agreement"), with such changes, modifications and amendments thereto as any Authorized Person may, jointly or severally, in such person's discretion approve, which approval shall be conclusively evidenced by the execution and delivery of the AFRI HS Purchase Agreement;

BE IT FURTHER RESOLVED, that each Authorized Person, be, and hereby are, jointly or severally, authorized and directed, at any time and from time to time, to do all such things and acts and to execute and deliver all such applications, documents and instruments in writing and to expend such fees for and on behalf of AFRI as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute and deliver the AFRI Promesa Lease, the AFRI High School Lease and the AFRI HS Purchase Agreement and any other instruments and documents required in connection with the foregoing, in the name and on behalf of AFRI, 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, jointly or severally, in such person's discretion approve, which approval shall be conclusively evidenced by the execution and delivery of such applications, documents and instruments in writing; and

BE IT FURTHER RESOLVED, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.

Motion by Macky McCleary

Second by Maryellen Butke

All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby delegates to the Board Treasurer the authority to execute and deliver the AFRI Promesa Lease, the AFRI High School Lease and the AFRI HS Purchase Agreement and any other instruments and documents required in connection with the foregoing in the name of AFRI.

Motion by Maryellen Butke
Second by James Wiley
All in favor

WHEREAS, AF will project manage the renovation of the incubation space for AFRI High School, covering any contingency related expenses,

RESOLVED the AF Rhode Island Board of Directors approves the use of board designated reserves up to, but not to exceed, \$200K for the purposes of the aforementioned facilities improvement project.

BE IT FURTHER RESOLVED, Achievement First and its designee are, jointly and severally, authorized and directed, in the name of AFRI Board of Trustees, to submit such documents needed to effectuate the foregoing resolution.

Motion by Reshma Singh
Second by Maryellen Butke
All in favor

WHEREAS, Achievement First, Inc. ("AF") has submitted a letter of intent to enter the Necessity of School Construction Program (NSC) with the Rhode Island Department of Education (RIDE), and

WHEREAS, the NSC application is a multi-stage process requiring submission of (1) a letter of intent, (2) Stage I - Identification of Need on or before February 15, 2021, and (3) Stage II - Development of a Solution by September 15, 2021 prior to approval by the council on Elementary and Secondary Education in November 2021,

RESOLVED, the AF Rhode Island Board of Directors hereby authorizes the submission of the Stage I application to the School Building Authority on or before February 15, 2021.

BE IT FURTHER RESOLVED, Achievement First and its designee are, jointly and severally, authorized and directed, in the name of AFRI Board of Trustees, to submit such documents needed to effectuate the foregoing resolution.

Motion by Maryellen Butke
Second by Macky McCleary
All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby nominates the following Director to serve as a regular attendee at School Building Committee Meetings: James Wiley

Motion by Macky McCleary
Second by Maryellen Butke

All in favor

WHEREAS, Achievement First, Inc. ("AF") has submitted a letter of intent to enter the Necessity of School Construction Program (NSC) with the Rhode Island Department of Education (RIDE), and

WHEREAS, AF seeks to hire the necessary vendors to engage in Stage II work, including architectural and engineering firms to create schematic design documents which form the basis for establishing budget and project descriptions,

BE IT RESOLVED the AF Rhode Island Board of Directors approves the use of board designated reserves up to, but not to exceed, \$600K for the purposes of the preparation of Stage II deliverables as presented.

BE IT FURTHER RESOLVED, Achievement First and its designee are, jointly and severally, authorized and directed, in the name of AFRI Board of Trustees, to submit such documents needed to effectuate the foregoing resolution.

Motion by Maryellen Butke
Seconded by Macky McCleary
All in favor

F. Treasurer Report

Ben Smith gave the Treasurer Report noting the year to date financials and balance sheet is strong. Victor De La Paz noted that the real estate resolutions that the board passed do not put the long term stability at risk.

IV. Adjourn

The meeting was adjourned at 7:25 pm by Ben Smith.

Motion by Maryellen Butke
Seconded by James Wiley
All in favor



AF Rhode Island Board of Directors

Zoom meeting
March 24, 2021
5:30 pm

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Reports and Business
 - a. Principal Q & A
 - b. Proposed Executive Session – Personnel discussion regarding principal renewal offers for 2021-22 school year
 - i. Approve principal renewal offers
 - c. Treasurer Report
 - i. Approve finance report
 - d. Proposed Executive Session – Discussion of real estate updates related to the high school and AF Illuminar
- V. Adjourn



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**Achievement First Rhode Island
Board of Directors**

Wednesday, March 24, 2021, 5:30 pm
Zoom Video Conference

I. Call to Order & Attendance

The meeting was called to order at 5:36 pm by Mayor Jorge Elorza. The following board members, constituting a quorum, AF Rhode Island and Achievement First staff were in attendance:

Jorge Elorza - Yes

Macky McCleary - Yes

Reshma Singh - Yes

John Iglizzi - No

Ben Smith - Yes

Maryellen Butke - Yes

James Wiley - Yes

Charles Lombardi - No

Donavan Tracey, AFRI School Leadership

Aja Davis, AFRI School Leadership

Andrew Walker, AFRI School Leadership

Kevin Lohela, AFRI School Leadership

Mindy Rice, AFRI School Leadership

Salvador Pellerano, AFRI School Leadership

Achievement First staff and guests: Sarah Blanton, Cassidy McKee, Ken Paul, Eduardo Del Valle, Jesse Balis-Harris, Kiah Hufane. Jillian Fain and Derek Osterman

II. Public Comment

There was no public comment.

III. Approve Minutes

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from February 1, 2021.

Motion by Maryellen Butke

Seconded by James Wiley

All in favor

IV. Reports and Business

A. Principal Q & A

Mindy Rice, AF Promesa Elementary School principal, spoke about student attrition and the families who opted for a school with in-person learning when AF wasn't offering it. They are working to ensure strong family partnerships.

Offer letters have gone out to current school leaders so principals are clear on which deans are returning. Teacher offer letters will be sent out by the end of the month.

There will be summer learning opportunities for students at no cost.

Sal Pellerano, Regional Director of Operations, addressed questions about vaccinations and the confidence that a significant percentage of staff are either already vaccinated or are scheduled.

B. Proposed Executive Session – Personnel discussion regarding principal renewal offers for 2021-22 school year

The board entered executive session at 5:52 pm to have a personnel discussion regarding principal renewal offers for the 2021-22 school year and also real estate updates related to the high school and AF Illuminar and invited Sarah Blanton, Ken Paul, Kiah Hufane, Jesse Balis-Harris, Eduardo del Valle, Cassidy McKee, Faisal Jawaid, Derek Osterman, Salvador Pellerano to join.

Motion by Ben Smith

Second by Reshma Singh

All in favor

The board exited executive session at 6:30 pm.

RESOLVED, the AF Rhode Island Board of Directors has discussed the performance of the AF Rhode Island Principals intending to return for the 2021-22 school year and the compensation package as proposed by Achievement First, and hereby approves the renewal of the following principals, with a final compensation package to be incorporated in the FY22 Budget to be reviewed and approved in May 2021:

- Mindy Rice, Principal, AF Promesa Elementary School
- Donovan Tracey, Principal, AF Providence Middle School
- Andrew Walker, Principal, AF Illuminar Middle School

Motion by Maryellen Butke

Seconded by James Wiley

All in favor

C. Treasurer Report

Ben Smith gave the financial report noting that all schools are on budget. The balance sheet is strong. The board discussed federal funding that is available to AFRI. The PPP loan forgiveness application was submitted. AF has responded, with a letter, to the pending legislation related to offsetting the PPP funding with a reduction of per-pupil funding.

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

Motion by Ben Smith

Seconded by Maryellen Butke

All in favor

V. Adjourn

Prior to adjourning, Mayor Elorza opened the floor to a discussion about the moratorium and shared his concerns. Elizabeth Winangun has moved on from AF and is now working on the Governor's team and Cassidy McKee shared how AF hopes to engage on these issues. Jillian Fain is available from the Mayor's team to support the cause. Jillian shared some strategies moving forward to maximize impact.

The meeting was adjourned at 6:54 pm by Mayor Elorza.

Motion by Maryellen Butke

Seconded by James Wiley

All in favor



AF Rhode Island Board of Directors

Zoom Meeting
May 17, 2021
5:30 pm

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Elect New Director
- V. Reports and Business
 - a. Principal Reports
 - i. Proposed Executive Session: Personnel discussion regarding the hiring of an interim principal
 - ii. Approve interim principal at AF Promesa
 - b. Facilities Discussion and Possible Action
 - i. Proposed Executive Session: Real Estate Updates on HS space
 - ii. Financing and Capital Planning
 - c. Treasurer Report
 - i. Approve Financial Report
 - ii. Approve FY22 Budget
 - iii. Re-appoint CohnReznick
 - d. Board Chair Report
 - i. Re-elect Directors
 - ii. Transportation Vendor
- VI. Adjourn



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**Achievement First Rhode
Island Board of Directors**
Monday, May 17, 2021, 5:30
pm Zoom Video Conference

I. Call to Order & Attendance

The meeting was called to order at 5:37 pm by Mayor Jorge Elorza. The following board members, constituting a quorum, AF Rhode Island and Achievement First staff were in attendance:

Jorge Elorza - Yes	Donavan Tracey, AFRI School Leadership
Macky McCleary - No	Aja Davis, AFRI School Leadership
Reshma Singh - Yes	Andrew Walker, AFRI School Leadership
John Iglizzi - No	Kevin Lohela, AFRI School Leadership
Ben Smith - Yes	Mindy Rice, AFRI School Leadership
Maryellen Butke - Yes	Salvador Pellerano, AFRI School Leadership
James Wiley - Yes	Jennifer Andrade, AFRI School Leadership
Charles Lombardi - No	

Achievement First staff and guests: Sarah Blanton, Cassidy McKee, Eduardo Del Valle, Jesse Balis-Harris, Kiah Hufane. Jillian Fain and Derek Osterman

II. Public Comment

There was no public comment.

III. Approve Minutes

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from March 24, 2021.

Motion by Maryellen Butke

Seconded by James Wiley

All in favor

IV. Elect New Director

RESOLVED, the AF Rhode Island Board of Directors elects Ms. Susan Curtis to serve as a Parent Representative with a one year term ending June 30, 2021, and does, pursuant to the bylaws of AF Rhode Island, effective May 17, 2021, set the number of members of the Board of Directors at nine (9).

Motion by Maryellen Butke

Seconded by James Wiley

All in favor

V. Reports and Business

A. Principal Reports

Mayor Elorza requested that the principals to share something they are particularly excited about. Mr. Donovan Tracey shared that the process of administering state testing to all four grades to students in person has been smooth and successful. He attributed the success to abundant planning and working with his leadership team, along with other AFRI principals.

Ms. Mindy Rice is proud of her staff for this founding year. She expressed excitement about opportunities for her students to work collaboratively and with partners, post-pandemic, and have the students interact and experience the curriculum in new ways. They will work next year to serve students social-emotional needs in a trauma informed way.

Ms. Aja Davis shared her excitement about the new principals who will be leading schools next year

Mayor Elorza noted the common thread around collaboration and the strong sense of teamwork.

i. Proposed Executive Session – Personnel discussion regarding the hiring of an interim principal

The board entered executive session at 5:55 pm to have a personnel discussion regarding the hiring of an interim principal and invited Sarah Blanton, Mindy Rice, Jennifer Andrade, Jillian Fain and Jesse Balis-Harris to join.

Motion by James Wiley
Second by Reshma Singh
All in favor

The board exited executive session at 6:01 pm.

Motion by Ben Smith
Seconded by Susan Curtis
All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby approves Ms. Jennifer Andrade to serve as the Interim Principal of AF Promesa Elementary School for the duration of Ms. Mindy Rice's maternity leave.

Motion by Maryellen Butke
Seconded by Ben Smith
All in favor

B. Facilities Discussion

The board entered executive session at 6:05 pm to discuss real estate updates on the high school space and invited Sarah Blanton, Jillian Fain and Eduardo del Valle, Cassidy McKee, Jennifer Curtin, Aja Davis, Derek Osterman and Salvador Pellerano to join.

Motion by Ben Smith

Seconded by Maryellen Butke
All in favor

The board exited executive session at 6:35 pm.

Motion by Maryellen Butke
Seconded by Ben Smith
All in favor

Following discussions held during executive session, the board approved the following resolutions.

BE IT RESOLVED, that AFRI be, and hereby is, authorized and directed to purchase that certain real property and the improvements thereon commonly known as One Jakes Way, Providence, Rhode Island (the "Property") from One Jakes Way, LLC, a Rhode Island limited liability company ("Seller") for a sum not to exceed Ten Million Five Hundred Thousand Dollars (\$10,500,000.00), subject to completion of due diligence to the reasonable satisfaction of the Board;

BE IT FURTHER RESOLVED, that AFRI be, and hereby is, authorized and directed, to execute and deliver that certain Purchase Agreement by and between AFRI and Seller, substantially in the form previously delivered to the Board, with such changes thereto as deemed necessary or advisable by any officer of the Board (each an "Authorized Person") (such necessity advisability to be conclusively evidenced by the execution thereof);

BE IT FURTHER RESOLVED, that each Authorized Person, be, and hereby is, jointly or severally, authorized and directed, at any time and from time to time, to do all such things and acts and to execute and deliver all such applications, documents and instruments in writing and to expend such fees for and on behalf of AFRI as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute and deliver any instruments and documents required in connection with the foregoing, in the name and on behalf of AFRI, 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 applications, documents and instruments in writing; and

BE IT FURTHER RESOLVED, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.

Motion by James Wiley
Seconded by Ben Smith
All in favor

VOTED: That this Board hereby approves the Institution financing property acquisition and various capital renovations and improvements to the Institution's facilities and equipment (collectively, the "Project") through the issuance of revenue bonds by Rhode Island Health

and Educational Building Corporation on behalf of the Institution in an aggregate principal amount not to exceed \$60,000,000 (the “Bonds”).

VOTED: That this Board approves the Institution making expenditures with respect to the Project prior to the issuance of the Bonds, in an amount of up to \$3,000,000 and reimbursing itself for such expenditures from the proceeds of the Bonds.

VOTED: That the Institution intends to reimburse itself with the proceeds of the Bonds for expenditures made within the period beginning 60 days prior hereto and on or after the date hereof with respect to the Project, and this shall constitute a declaration of official intent under Treasury Regulation Section 1.150-2.

VOTED: That the foregoing resolutions shall take effect immediately.

Motion by Ben Smith
Seconded by Reshma Singh
All in favor

WHEREAS, the Achievement First Rhode Island Board of Directors has previously approved spending on the due diligence portion of the AF Rhode Island High School expansion project, as presented, for a cost not to exceed \$130,000,

WHEREAS, the Achievement First Rhode Island Board of Directors has previously approved the use of board designated reserves up to, but not to exceed, \$1.8M for the purposes of completing Phase II Renovation Project at 85 Garfield Avenue to accommodate the growth of AF Illuminar Middle School (Garfield Phase II),

WHEREAS, the Achievement First Rhode Island Board of Directors has previously approved the use of board designated reserves up to, but not to exceed \$200k, for the renovation of the incubation space for AFRI High School, covering any contingency related expenses,

WHEREAS, the Achievement First Rhode Island Board of Directors has previously approved the use of board designated reserves up to \$600K for the purposes of the preparation of RI department of Education Necessity of School Construction Stage II – Developing a Solution deliverables by September 15, 2021,

BE IT RESOLVED the AF Rhode Island Board of Directors approves allocating \$2.73M of cash assets to a board designated reserves to be used in FY21 for the projects as presented.

Motion by Maryellen Butke
Seconded by Ben Smith
All in favor

WHEREAS, Achievement First, Rhode Island. (“AFRI”) has received preliminary approval for its Stage I Application to the Necessity of School Construction Program (NSC) with the Rhode Island Department of Education (RIDE), and

WHEREAS, AFRI seeks to continue work with the necessary vendors related to completion of Stage II submission, including architectural and engineering firms creating schematic design documents which form the basis for establishing budget and project descriptions,

WHEREAS, AFRI seeks to proceed to developing construction documents towards the on time initiation of construction activities related to the projects covered in the Necessity of School Construction application,

WHEREAS, the AF Rhode Island Board of Directors has previously approved expenditures up to, but not to exceed \$600k for the purposes of the preparation of Stage II deliverables,

BE IT RESOLVED the AF Rhode Island Board of Directors approves the remaining activities related to Stage II submission and additionally activities related to the preparation of documents for construction, for a total cost not to exceed \$2.4M.

BE IT FURTHER RESOLVED, AF Rhode Island Board of Directors allocates an additional 1.8M of cash assets to a board designated reserve to be used in FY22 for the aforementioned projects,

BE IT FURTHER RESOLVED, Achievement First and its designee are, jointly and severally, authorized and directed, in the name of AFRI Board of Trustees, to submit such documents needed to effectuate the foregoing resolution

Motion by Ben Smith
Seconded by Maryellen Butke
All in favor

C. Treasurer Report

Ben Smith gave the treasurer report. Following a discussion of the current year financials, the board discussed the proposed budget for FY22 which is built off the core AF model, projecting a higher level of normalcy that the schools experienced this past year. Nonetheless, there are still accommodations for the pandemic. The board discussed federal stimulus money (ESSER) which is allocated based on federal guidelines to build upon the core operating budget.

A revised budget will be presented to the board when there is more information about ESSER.

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

Motion by James Wiley

Seconded by Reshma Singh
All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby approves the financial budget as recommended by the Finance Committee and prepared by Achievement First for the 2021-22 fiscal year.

Motion by James Wiley
Seconded by Reshma Singh
All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby ratifies the re-appointment of CohnReznick to perform the financial audit of the 2020-21 fiscal year.

Motion by James Wiley
Seconded by Reshma Singh
All in favor

D. Board Chair Report

Mayor Elorza reviewed the opportunity for reelection of all board members.

RESOLVED, the AF Rhode Island Board of Directors hereby ratifies the re-election of the following directors with a one year term ending June 30, 2022.

- Mayor Jorge Elorza
- Ben Smith
- Reshma Singh
- Maryellen Butke
- James Wiley
- Macky McCleary
- Mayor Charles Lombardi
- John Iglizzi
- Susan Curtis

Motion by Ben Smith
Seconded by Maryellen Butke
All in favor

Sal Pellerano gave a brief update on the RFP process for a new bus vendor and the projecting timeline.

Ms. Xanthe Jory, AF's new Chief Operating Officer, joined the meeting to introduce herself and share her background and areas of work.

VI. Adjourn

The meeting was adjourned at 7:18 pm by Mayor Elorza.

Motion by
Seconded by Mayor Elorza
All in favor



Achievement **First**

Achievement First Rhode Island Board of Directors

Zoom Video Conference

Friday, June 25, 2021

7:30 am

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Discussion and possible action related to the sublease terms for AF Providence High School incubation space.
 - a. Proposed Executive Session – real estate discussion regarding sublease terms for AF Providence High School incubation space
- V. Discussion and possible action related to the AFRI transportation vendor.
- VI. Adjourn



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- Draft Minutes -

Achievement First Rhode Island

Board of Directors Retreat

June 25, 2021, 7:30 am

Zoom Video Conference

I. Call to Order and Attendance

The meeting was unofficially to order at 7:36 am by Ben Smith. The following board members, constituting a quorum, and Achievement First staff were in attendance:

Mayor Jorge Elorza - No

Macky McCleary - No

Reshma Singh - Yes

John Iglizoi - No

Susan Curtis - Yes

Ben Smith - Yes

Maryellen Butke - Yes

James Wiley - Yes

Mayor Charles Lombardi - No

Ketki Harale, AF Network Support

Cassidy McKee, AF Network Support

Salvador Pellerano, AF Network Support

Tsehaia Brown, AF Network Support

Sarah Blanton, AF Network Support

Public: Jillian Fain

II. Public Comment

There was no public comment.

III. Approve Minutes

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from May 17, 2021.

Motion by James Wiley

Second by Reshma Singh

All in favor

IV. Discussion and possible action related to the sublease terms for AF Providence High School incubation space.

The board entered executive session to discuss the sublease terms for the AF Providence High School incubation space at 7:38 am. Motion by Maryellen Butke. Seconded by Reshma Singh. All in favor. Tsehaia Brown, Cassidy McKee, Ketki Harale, Salvador Pellerano, Sarah Blanton and Jillian Fain were invited to join the board in executive session.

The board exited executive session at 7:45 am. Motion by Maryellen Butke. Seconded by Reshma Singh. All in favor.

BE IT RESOLVED, that AFRI be, and hereby is, authorized and directed to sublease a certain school building and surrounding areas located at 305 Laurel Hill Avenue, Providence, Rhode Island 02909 (AP 109, Lot 369) Providence, Rhode Island, from Hope Development Corporation, a Rhode Island non-profit corporation (the "Sublandlord"), as more particularly described in that certain Sublease Agreement by and between AFRI and Sublandlord previously delivered to the Board for review;

BE IT FURTHER RESOLVED, that AFRI be, and hereby is, authorized and directed, to execute and deliver the Sublease Agreement substantially in the form previously delivered to the Board, with such changes thereto as deemed necessary or advisable by any officer of the Board (each an "Authorized Person") (such necessity advisability to be conclusively evidenced by the execution thereof);

BE IT FURTHER RESOLVED, that each Authorized Person, be, and hereby is, jointly or severally, authorized and directed, at any time and from time to time, to do all such things and acts and to execute and deliver all such applications, documents and instruments in writing and to expend such fees for and on behalf of AFRI as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute and deliver any instruments and documents required in connection with the foregoing, in the name and on behalf of AFRI, 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 applications, documents and instruments in writing; and

BE IT FURTHER RESOLVED, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.

Motion by Maryellen Butke

Seconded by Susan Curtis

All in favor

V. Discussion and possible action related to the AFRI transportation vendor

Sal Pellerano updated the board on the status of the RFP process for a new transportation vendor. The board discussed the importance of having a plan to get students to school but did name that they will need to pay attention to the impact on the budget.

WHEREAS, Achievement First Inc. ("AF"), on behalf of the Achievement First Rhode Island Inc. Board of Directors, issued an RFP for proposals for a new school bus transportation vendor for the AF Rhode Island schools and has reviewed submissions,

RESOLVED, the Achievement First Rhode Island Board of Directors has reviewed the submitted proposal responses, as presented, and hereby approves the Ocean State Transit proposal as the winning bid based on the criteria outlined in the RFP,

BE IT FURTHER RESOLVED, AF and its designee are, jointly and severally, authorized and directed, in the name of AF Rhode Island, to take any and all actions and/or submit such documents needed to effectuate the foregoing resolution.

Motion by James Wiley
Seconded by Maryellen Butke
All in favor

VI. Adjourn

The meeting was adjourned at 8:05 am by Ben Smith.

Motion by Maryellen Butke
Seconded by Reshma Singh
All in favor