



AF Rhode Island Board of Directors

85 Garfield Ave, Cranston (for directors)
Zoom Video Conference (for staff and guests)
Monday, October 18, 2021, 5:30 pm

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Discussion and Business
 - a. Principal Reports
 - b. Professional Growth Plan (PGP) Review
 - i. Proposed executive session to discuss the personnel matters related to the AFRI principals' performance
 - c. Treasurer Report
 - i. Review FY21 balance sheet and FY22 budget amendment
 - ii. Board business
 - 1. Budget amendment
 - d. Real estate discussion and possible action
 - i. Stage II application
 - ii. Green requirements
 - iii. Bond financing
 - e. Board Chair Report
 - i. Discussion
 - 1. Board committees
 - 2. Interim principal hiring process
 - ii. Board Business
 - 1. Committees
 - 2. Family Handbook
 - 3. Interim Principals
- V. Additional Business
- VI. Adjourn



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- Draft Minutes -
**Achievement First Rhode Island
Board of Directors**
Monday, October 18, 2021, 5:30 pm
85 Garfield Ave, Cranston (for directors)
Zoom Video Conference (for staff and guests)

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 (Zoom)
Macky McCleary - Yes	Aja Davis, AFRI School Leadership (Zoom)
Reshma Singh - Yes (Zoom)	Andrew Walker, AFRI School Leadership (Zoom)
John Igliozi - Yes	Francheska Dominique, AFRI School Leadership (Zoom)
Ben Smith - Yes (Zoom)	Mindy Rice, AFRI School Leadership (Zoom)
Maryellen Butke - Yes	Nicole Gugliuzza, AFRI School Leadership (Zoom)
James Wiley - Yes	Breonna Hudgins, AFRI School Leadership (Zoom)
Charles Lombardi - No	
Susan Curtis – Yes	

Achievement First staff and guests: Salvador Pellerano, Sarah Blanton, Cassidy McKee, Kevin Lohela, Kiah Hufane. Jillian Fain, Claire Shin, Stephanie Keenoy, Neil Shah, 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 June 25, 2021.

Motion by John Igliozi
Seconded by Maryellen Butke
All in favor

IV. Discussion and Business

A. Principal Reports

The new principals introduced themselves. Francheska Dominique is the founding principal of AF Envision Elementary School, Breonna Hudgins is principal of AF Providence Elementary school and Nicole Gugliuzza is principal of AF Illuminar Elementary School.

Mayor Elorza expressed his interest in understanding the state of the schools and experiences that the school leaders are having. Mindy Rice shared that it feels good to be closing out the first eight weeks.

That said, she expressed the fatigue that everyone is feeling dealing with staffing coverages and other challenges. The adults in the building are working hard.

Andrew Walker reaffirmed the high level of commitment from the staff and partnership with families. At AF Illuminar Middle, they haven't had a school year yet that hasn't been impacted by COVID. He spoke about increased intervention in supporting social emotional learning for students and academic interventions in guided reading and math. That, combined with safety protocol and staff absences, can be challenging.

Francheska Dominique said that the students love being in school but the staff are struggling. She's thinking about how she can best support her staff.

The board discussed the impact of staffing challenges at the different schools. Each principal shared the challenges they face and the impact those challenges have on the day to day operations of the school. All teachers, leaders and operations staff are spending time covering for absences usually taking up lunch and prep periods.

Steph Keenoy, AF's Superintendent, joined the meeting to discuss remedies and various efforts to address the staffing challenges. The board was supportive of granting the schools and AF to make strategic decisions to address these challenges so long as there is proactive communication to families. The board considered the resolution below and decided to vote at the end of the meeting.

WHEREAS, principals and Achievement First (AF) staff have detailed novel challenges and concerns in light of COVID-19, and the board has considered such challenges and concerns;

RESOLVED, the AF Rhode Island Board of Directors hereby authorizes the Superintendent, in collaboration with school principals, to make temporary programmatic and/or structural changes to the instructional model as permitted by law, subject to authorizer approval,

BE IT FURTHER RESOLVED, Achievement First 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.

The board discussed their comfort with this resolution so long as it is subject to AF developing a protocol of what conditions trigger what remedies and a strong communication plan for families.

B. Professional Growth Plan (PGP) Review

The board entered executive session at 6:28 pm to discuss principal performance reviews and invited Sarah Blanton, Kevin Lohela, Kiah Hufane and Claire Shin to join.

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

The board exited executive session at 6:52 pm. Motion by John Igliozi. Seconded by Maryellen Butke. All in favor.

C. Treasurer Report

Mr. Neil Shah gave an overview of the strong finish to FY21 largely due to the PPP loan which was forgiven. He reviewed the options for ESSER funding and the proposed FY22 budget amendment.

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 2021-22 fiscal year.

Motion by Maryellen Butke

Seconded by James Wiley

All in favor

D. Real estate discussion and possible action

Cassidy McKee reviewed the status of the Stage II application which was submitted in September to the RIDE School Building Authority. Ms. McKee reviewed the total cost of the projects included in the application (acquisition and construction of an addition at AF Illuminar and acquisition and renovation of the permanent home for AF Providence high school) and financing options. Term sheets for new debt (\$65MM) have been shared with the board. The total cost of the projects submitted to RIDE came in at \$71.5MM. AF is working on bringing down costs to what we will be able to borrow. The 85 Garfield purchase price is still being finalized.

AF is proceeding with acquiring with the leased parcel and we are negotiating with the property owner on the parcels for the field at Garfield Ave. One of the pieces that will not be completed in this initial set of projects will be the 85 Garfield Street fields.

AF believes the projects are affordable both in the near and far term and still maintain additional borrowing power for future needs. The initial 18 month construction period may be challenging before State reimbursement is received.

There is a resolution to proceed with bond financing for the \$65MM. We received preliminary approval and are moving ahead to finance up to \$75MM (\$65MM of new debt with potentially refinancing existing \$10MM debt). We would only do that if required by the bond counsel.

The term sheets were shared and Ms. McKee quickly highlighted key components. Ms. McKee invited James Wiley to add given that he has been participating in the building committee meetings. Mr. Wiley did not have anything to add.

The board discussed the impact of these resolutions on the debt capacity and the resolutions presented. Mayor Elorza requested that the following three resolutions be approved together.

WHEREAS, Achievement First Rhode Island ("AFRI") has previously submitted a letter of intent, and Stage I application for 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, and

WHEREAS, AFRI has previously authorized 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,

RESOLVED, the AF Rhode Island Board of Directors hereby authorizes the submission of the Stage II application to the School Building Authority, on or before September 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.

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

Motion by James Wiley
Seconded by Susan Curtis
All in favor

WHEREAS, Achievement First Rhode Island (“AFRI”) has previously submitted a letter of intent, and Stage I application for 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 a commitment from AFRI to adopt certain “green” building criteria,

RESOLVED, the AF Rhode Island Board of Directors hereby agrees to adhere to the “Green” standards, as follows:

- *To pursue high performance and green opportunities for design within their facilities*
- *To implement the EPA’s Tools for Schools program*
- *All new equipment will be Energy Star or equivalent rated.*
- *A no idling policy will be standard at all Achievement First Rhode Island school facilities*
- *Use no CFC or HCFC based refrigerants in HVAC&R systems*

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 James Wiley
Seconded by Susan Curtis
All in favor

WHEREAS, Achievement First Rhode Island, Inc., a Rhode Island nonprofit corporation (the “Institution”), proposes to take steps (i) to finance and refinance one or more of the projects of the Institution, including but not limited to those listed on Exhibit A hereto (collectively, the “Projects”), (ii) to finance reimbursement of funds advanced by the Institution for Projects, and (iii) if deemed necessary

and advisable, to refinance all or a portion of the outstanding Rhode Island Health and Educational Building Corporation Educational Institution Revenue Bonds, Achievement First Rhode Island Issue, Series 2019A and Rhode Island Health and Educational Building Corporation Educational Institution Revenue Bonds, Achievement First Rhode Island Issue, Series 2019B (collectively, the “Existing Bond Debt”), in each case through the issue of one or more series of bonds, loans or other indebtedness in an aggregate principal amount not to exceed \$[75] million (the “Indebtedness”), issued together or separately through the Rhode Island Health and Educational Building Corporation (“RIHEBC”), any or all of which may be taxable and/or tax-exempt or any combination thereof, as fixed rate or variable rate debt, pursuant to one or more loan and security agreements (the “Agreements”) to be entered into among the Institution, RIHEBC and/or one or more bond purchasers, as described below; and

WHEREAS, the Indebtedness may be secured by (a) one or more obligations (the “Obligations”) in an aggregate principal amount not to exceed \$[75] million issued under a Master Trust Indenture, as amended, supplemented and/or restated from time to time (the “Master Trust Indenture”) by and between the Institution, as the sole member of the Obligated Group created thereby, and a trustee (the “Master Trustee”) to be named therein, (b) a security interest in the revenues and other assets of the Institution, and/or (c) one or more mortgages and/or leasehold mortgages, as applicable, on certain real property of the Institution;

WHEREAS, Equitable Facilities Fund, Inc. (“EFF”) has agreed to provide financing in an aggregate amount of up to \$40,000,000 through a direct purchase of a portion of the Indebtedness and loan the proceeds thereof to the Institution on the terms and conditions outlined in the Summary of Non-Binding Indicative Terms and Conditions for the Proposed Financing dated August 25, 2021, attached hereto as Exhibit B (as may be amended, the “EFF Term Sheet”);

WHEREAS, The Washington Trust Company of Westerly (“Washington Trust”) has agreed to provide financing in an aggregate amount of up to \$25,000,000 in addition to the amount necessary to refinance the Existing Bond Debt if deemed necessary and advisable through a direct purchase of a portion of the Indebtedness and loan the proceeds thereof to the Institution on the terms and conditions outlined in the letter and term sheet dated September 24, 2021, attached hereto as Exhibit C (as may be amended, the “Washington Trust Term Sheet” and together with the EFF Term Sheet, collectively, the “Term Sheets”); and

WHEREAS, on May 17, 2021, the Board of Directors of the Institution (the “Board”) adopted resolutions declaring the Institution’s official intent to finance all or a portion of the costs of the Projects (or reimburse itself for prior expenditures with respect thereto) with proceeds of a subsequent borrowing in accordance with Section 1.150-2 of the Treasury Regulations.

NOW, THEREFORE, BE IT RESOLVED:

Section 1. Approval of the Indebtedness. That the Board hereby approves the issue of Indebtedness in an aggregate amount not to exceed \$[75] million upon substantially the same terms and conditions as set forth in the Term Sheets (and any amendments thereto), in order to finance the Projects, (b) if deemed necessary and advisable, refinance the Existing Bond Debt, and (c) pay other costs directly associated with such financings.

Section 2. Authority to Approve Terms of the Indebtedness. That the Chair and/or the Treasurer of the Institution (each, an “Authorized Officer” and together the “Authorized Officers”), be, and each of them singly is, hereby authorized to approve any additional terms of the Indebtedness, the

Agreements and the Master Trust Indenture that may not be contained in the Term Sheets, including without limitation, the aggregate principal amount of the Indebtedness not in excess of the aggregate amount approved by this vote, whether taxable or tax-exempt and the allocation between the series, whether to refinance the Existing Bond Debt, the identity of the Master Trustee, the pledge of security as may be provided for in any agreement, the maturity or maturities, such amounts as he/she may in his/her discretion deem necessary and appropriate, to fund capitalized interest, costs of issuance and other related financing costs, the initial rate or rates and times of payment of interest, the prepayment terms and all other terms of the Indebtedness, the Agreements and the Master Trust Indenture.

Section 3. Approval of Related Agreements. That any one or more of the Authorized Officers, be, and each of them singly is, hereby authorized, in the name and on behalf of the Institution, to execute, acknowledge and deliver in the name and on behalf of the Institution, the Term Sheets, the Agreements, the Master Trust Indenture, one or more Supplemental Trust Indentures, one or more Obligations, and/or any other agreements, certificates, instruments and documents that may be advisable, convenient or necessary to carry out the intent of these resolutions, including without limitation, one or more: supplements to existing bond documents, bond purchase agreements, continuing covenants agreements, mortgages and/or leasehold mortgages, security agreements (or such other named documents that are similar in scope and purpose to the aforementioned documents), the execution thereof by such Authorized Officer or Officers shall be conclusive as to such determination, the approval of the terms thereof, and that the same was authorized by these resolutions.

Section 4. Additional Actions. That any one or more of the Authorized Officers be, and each of them singly is, hereby authorized, in the name and on behalf of the Institution, to execute, acknowledge and deliver in the name and on behalf of the Institution, any and all such additional agreements, instruments and documents and to take all actions, including amendments to existing agreements, instruments and documents related to the Indebtedness, necessary or appropriate, in their discretion to consummate the transactions contemplated by the foregoing resolutions, the execution thereof by such Authorized Officer or Officers shall be conclusive as to such determination, the approval of the terms thereof, and that the same was authorized by these resolutions.

Section 5. Approval of Prior Actions. That all actions previously taken by any officer or employee of the Institution on behalf of the Institution with respect to the Indebtedness are hereby approved, ratified and confirmed in all respects.

Section 6. Effective Date. That this resolution shall take effect immediately.

Motion by James Wiley
Seconded by Susan Curtis
All in favor

E. Board Chair Report

Mayor Elorza discussed the option of creating a real estate committee. Because there is so much work that the facilities team at AF is doing and, to the extent that that work doesn't always align with the schedule of board meetings, it can be advantageous for a committee to be authorized to make decisions on behalf of the board.

RESOLVED, the Achievement First Rhode Island (“AF Rhode Island”) Board of Directors hereby creates a special committee for the purpose of securing real property for school purposes (hereinafter, the “Real Estate Committee”) and, pursuant to Article VII, Section 3 of the By-Laws, AF Rhode Island hereby delegates the full authority of the Board of Directors to take necessary and appropriate actions to select and secure real estate including, but not limited to, entering into leases or other agreements, acquiring real or other property, borrowing money, incurring debt, and executing financial documents, and other related and necessary actions; provided further that the Real Estate Committee shall keep the Board of Directors updated as to actions previously taken or to be taken, but provided further that such updates shall not prevent the Real Estate Committee from taking timely action required by its duties and obligations to secure school facilities.

BE IF FURTHER RESOLVED, the AF Rhode Island Board of Directors specifies that the Real Estate Committee shall expire six months from the date of passage (April 18, 2022).

Motion by John Igliozi
Seconded by Maryellen Butke
All in favor

Mayor Elorza will appoint individuals to the committees following this meeting. John Igliozi is interested in the finance committee. Maryellen Butke and Susan Curtis are interested in the personnel committee.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the Family Handbook as presented by Achievement First.

Motion by James Wiley
Seconded by Maryellen Butke
All in favor

Sarah Blanton explained the rationale behind the following resolution to approve short term interim principals.

RESOLVED, the AF Rhode Island Academy Board of Directors hereby approves the following individuals to serve as interim principal, as needed, for a term not to exceed two weeks, between October 19, 2021 and December 2, 2021.

Cynthia Dale and Joseph Fink, co-principals, AF Illuminar Elementary School
Kevin Lohela, AF Envision Elementary School
Jennifer Andrade, AF Promesa Elementary School
Dana Hurley, AF Providence Elementary School
Elizabeth Boyar, AF Providence Middle School
Nikki Souza and Faith Johnson, co-principals. AF Illuminar Middle School
Kimberly Kalenda, AF Providence High School

Motion by John Igliozi
Seconded by James Wiley
All in favor

V. Additional Business

The board voted on the following resolution subject to it being communicated to families and also subject to the development of a protocol of what triggers the actions.

WHEREAS, principals and Achievement First (AF) staff have detailed novel challenges and concerns in light of COVID-19, and the board has considered such challenges and concerns;

RESOLVED, the AF Rhode Island Board of Directors hereby authorizes the Superintendent, in collaboration with school principals, to make temporary programmatic and/or structural changes to the instructional model as permitted by law, subject to authorizer approval,

BE IT FURTHER RESOLVED, Achievement First 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 John Igliozi
Seconded by Maryellen Butke
All in favor

VI. Adjourn

The meeting was adjourned at 7:36 pm by Mayor Elorza.



**AF Rhode Island
Board of Directors**

85 Garfield Ave, Cranston (for directors)
Zoom Video Conference (for staff and guests)
Monday, December 6, 2021, 5:00 pm

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Set number of Directors
- V. Discussion and Possible Action
 - a. AF Rhode Island Principals and Regional Superintendents
 - b. Board Chair Report
 - i. Review board committee appointments
 - ii. Leadership slate
 - iii. Interim principals
 - iv. Board membership and recruitment
 - c. Finance Report
 - d. Real estate Report
 - i. Proposed executive session for a facilities update on a potential future acquisition and 85 Garfield Ave
 - ii. Bridge loan from CSGF
 - iii. Purchase and sale for 85 Garfield Ave
- VI. Additional Business
- VII. Adjourn



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Draft Minutes

Achievement First Rhode Island

Board of Directors

Monday, December 6, 2021

5:00 - 6:30 pm

I. Call to order and attendance

The meeting was called to order at 6:05 pm by Mayor Jorge Elorza. The following board members, constituting a quorum, and AF Rhode Island staff were in attendance:

Mayor Jorge Elorza - Yes	Donavan Tracey, AFRI School Leadership (Zoom)
Macky McCleary - Yes	Aja Davis, AFRI School Leadership (Zoom)
Reshma Singh - No	Andrew Walker, AFRI School Leadership (Zoom)
John Igliozi - No	Breonna Hudgins, AFRI School Leadership (Zoom)
James Wiley - Yes	Mindy Rice, AFRI School Leadership (Zoom)
Maryellen Butke - Yes	Cynthia Dale, AFRI School Leadership (Zoom)
Charles Lombardi - No	Joseph Fink, AFRI School Leadership (Zoom)
	Sophie Gibson, AFRI School Leadership (Zoom)
	Sal Pellerano, AFRI School Leadership (Zoom)
	Shawna Melton, AFRI School Leadership (Zoom)
	Christien Laible, AFRI School Leadership (Zoom)

Achievement First Network Support Staff in attendance: Sarah Blanton, Ken Paul, Elise Major, Claire Shin, Kiah Hufane, Kevin Lohela, Cassidy McKee, Ketki Harale, Neil Shah, Beth Cocuzza, Jillian Fain

II. Public Comment

There was no public comment.

III. Approve Minutes

Due to time constraints, Mayor Elorza requested that the board vote for several resolutions in one group. Those resolutions were unanimously approved following a motion by Macky McCleary and a second by Maryellen Butke.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from October 18, 2021.

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

IV. Set Number of Directors

RESOLVED, the AF Rhode Island Board of Directors accepts the resignations of Ms. Susan Curtis and Mr. Ben Smith, and does, pursuant to the bylaws of AF Rhode Island, effective December 6, 2021, set the number of members of the Board of Directors at seven (7).

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

V. Discussion and Possible Action

RESOLVED, the AF Rhode Island Board of Directors hereby elects the following leadership slate for the 2021-22 fiscal year:

Mayor Jorge Elorza, Chair
Maryellen Butke, Vice Chair
James Wiley, Treasurer
Reshma Singh, Secretary

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

RESOLVED, the AF Rhode Island Academy Board of Directors hereby approves the following individuals to serve as interim principal, as needed, for a term not to exceed two weeks, between December 6, 2021 and June 30, 2022.

Cynthia Dale and Joseph Fink, co-principals, AF Illuminar Elementary School
Kevin Lohela, AF Envision Elementary School
Jennifer Andrade, AF Promesa Elementary School
Dana Hurley, AF Providence Elementary School
Elizabeth Boyar, AF Providence Middle School
Nikki Souza and Faith Johnson, co-principals. AF Illuminar Middle School
Kimberly Kalenda, AF Providence High School

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

RESOLVED, the AF Rhode Island Board of Directors hereby approves Cynthia Dale and Joseph Fink, to serve as the co-Interim Principals of AF Illuminar Elementary School for the duration of Ms. Nicole Gugliuzzi's maternity leave.

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

WHEREAS, Achievement First Rhode Island, Inc., a Rhode Island nonprofit corporation (the "Institution"), has been assessing strategies to finance new capital projects and refinance existing indebtedness; and

WHEREAS, on October 18, 2021, the Board of Directors of the Institution (the "Board") adopted resolutions approving the issue of one or more series of bonds, loans or other indebtedness in an aggregate principal amount not to exceed \$75 million (the "Indebtedness") together or separately through the Rhode Island Health and Educational Building Corporation, in order to finance and refinance one or more of the projects of the Institution, as more particularly described therein (collectively, the "Project"), the refinancing of certain outstanding debt if deemed advisable, and the payment of costs associated with such financings; and

WHEREAS, prior to the issuance of the Indebtedness, the Institution desires to enter into a bridge loan in an amount not to exceed \$7,000,000 (the "Bridge Loan") to finance a portion of the Project consisting of the acquisition of real property located at 206 Elmwood Avenue, Providence, Rhode Island, which Bridge Loan will be repaid with proceeds of the Indebtedness once issued.

NOW, THEREFORE, BE IT RESOLVED:

Section 1. Approval of Bridge Loan. That the Board hereby authorizes the Institution to enter into the Bridge Loan in an amount not to exceed \$7,000,000 in order to finance a portion of the Project consisting of the acquisition of real property located at 206 Elmwood Avenue, Providence, Rhode Island, which Bridge Loan will be repaid with proceeds of the Indebtedness once issued.

Section 2. Authority to Approve Terms of the Bridge Loan. That the Chair and/or the Treasurer of the Institution (each, an "Authorized Officer" and together the "Authorized Officers"), be, and each of them singly is, hereby authorized to approve all terms of the Bridge Loan, including without limitation, the identity of the lender, the aggregate principal amount of the Bridge Loan (not in excess of the aggregate amount approved by this vote), the pledge of security as may be provided for in any agreement and all other terms of the Bridge Loan and related documents.

Section 3. Approval of Related Agreements. That any one or more of the Authorized Officers, be, and each of them singly is, hereby authorized, in the name and on behalf of the Institution, to execute, acknowledge and deliver in the name and on behalf of the Institution, any term sheet or commitment letter, loan agreement, promissory note, and/or any other agreements, certificates, instruments and documents that may be advisable, convenient or necessary to carry out the intent of these resolutions, including without limitation, mortgages and/or leasehold mortgages, security agreements (or such other named documents that are similar in scope and purpose to the aforementioned documents), the

execution thereof by such Authorized Officer or Officers shall be conclusive as to such determination, the approval of the terms thereof, and that the same was authorized by these resolutions.

Section 4. Additional Actions. That any one or more of the Authorized Officers be, and each of them singly is, hereby authorized, in the name and on behalf of the Institution, to execute, acknowledge and deliver in the name and on behalf of the Institution, any and all such additional agreements, instruments and documents and to take all actions, including amendments to existing agreements, instruments and documents related to the Bridge Loan, necessary or appropriate, in their discretion to consummate the transactions contemplated by the foregoing resolutions, the execution thereof by such Authorized Officer or Officers shall be conclusive as to such determination, the approval of the terms thereof, and that the same was authorized by these resolutions.

Section 5. Approval of Prior Actions. That all actions previously taken by any officer or employee of the Institution on behalf of the Institution with respect to the Bridge Loan are hereby approved, ratified and confirmed in all respects.

Section 6. Effective Date. That this resolution shall take effect immediately.

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

RESOLVED, that AF Rhode Island (AFRI) be, and hereby is, authorized and directed to purchase that certain real property and the improvements thereon commonly known as 85 Garfield Avenue, Cranston, Rhode Island (the "Property") from CP Associates, LLC, a Rhode Island limited liability company ("Seller") for a sum not to exceed Sixteen Million Dollars (\$16,000,000.00), 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, under terms substantially similar to those discussed with 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 Macky McCleary
Seconded by Maryellen Butke
All in favor

WHEREAS, Achievement First Rhode Island Inc., a Rhode Island nonprofit corporation (the "Institution"), has been assessing strategies to finance certain projects, including, but not limited to, those listed on Exhibit A hereto, and to refinance certain existing indebtedness, as more particularly described on Exhibit A hereto (collectively, the "Project"); and

WHEREAS, on May 17, 2021, the Board of Directors of the Institution (the "Board") adopted resolutions approving the Project and declaring the Institution's official intent to finance all or a portion of the costs of the Project (or reimburse itself for prior expenditures in an amount of up to \$3,000,000 with respect thereto) with proceeds of a subsequent borrowing in accordance with Section 1.150-2 of the Treasury Regulations (the "Reimbursement Resolution"); and

WHEREAS, on October 18, 2021, the Board adopted resolutions approving the issue of one or more series of bonds, loans or other indebtedness in an aggregate principal amount not to exceed \$75 million (the "Indebtedness") together or separately through the Rhode Island Health and Educational Building Corporation, in order to finance and refinance the Project, the refinancing of certain outstanding debt if deemed advisable, and the payment of costs associated with such financings; and

WHEREAS, concurrently at this meeting, the Board is reviewing a resolution that would authorize the Institution to purchase certain real property located at 206 Elmwood Avenue, Providence, Rhode Island with funds comprised of an equity contribution on behalf of the Institution in an amount equal to approximately \$3 million (the "Equity Contribution") and a bridge loan in an amount not to exceed \$7,000,000 (the "Bridge Loan"); and

WHEREAS, the Institution intends to reimburse itself for the Equity Contribution and repay the Bridge Loan with proceeds of the Indebtedness once issued; and

WHEREAS, the Board wishes to amend and restate the Reimbursement Resolution to provide for an increase in the amount of expenditures expected to be paid in connection with the Project prior to the issuance of the Indebtedness for the purpose of financing costs associated with the Project.

NOW, THEREFORE, BE IT

VOTED: That this Board hereby approves the Project through the issuance of the Indebtedness in an aggregate principal amount not to exceed \$75,000,000.

VOTED: That this Board approves the Institution making expenditures with respect to the Project, including, but not limited to, the Equity Contribution, prior to the issuance of the Indebtedness, in an aggregate amount of up to \$10,000,000 and reimbursing itself for such expenditures from the proceeds of the Indebtedness.

VOTED: This Resolution constitutes the Institution's declaration of official intent pursuant to the Treasury Regulation Section 1.150-2 to reimburse itself with the proceeds of the Indebtedness for certain capital expenditures for the Project paid on or after the date which is sixty (60) days prior to (a) May 17, 2021 (in an amount up to \$3,000,000) and (b) the date hereof (in an amount up to \$7,000,000), but prior to the issuance of the Indebtedness. Such amounts to be reimbursed shall not exceed \$10,000,000 and shall be reimbursed not later than eighteen (18) months after the later of (a) the date on which the expenditure is paid, or (b) the date the Project is placed in service or abandoned but in no event later than three (3) years after the date the expenditure is paid.

VOTED: All actions previously taken by the Institution to arrange the issuance of the Indebtedness and in connection with the financing are ratified, approved and confirmed.

VOTED: This Resolution amends and restates the Institution's resolution adopted on May 17, 2021 and shall take effect immediately.

Motion by Macky McCleary
Seconded by Maryellen Butke
All in favor

VI. Adjourn

The meeting was adjourned by Mayor Jorge Elorza at 6:08 pm.



**AF Rhode Island
Board of Directors**

Zoom Meeting

Monday, February 7, 2022

5:30 p.m.

<https://achievementfirst.zoom.us/j/3375928878>

- I. Call to Order
- II. Public Comment
- III. Approve Minutes
- IV. Reports and Business
 - A. Board Chair Report
 - 1. Elect New Member
 - 2. Set number of directors
 - 3. Discuss Board Member Recruitment
 - 4. Proposed executive session to discuss the personnel matters related to the AFRI principals' performance
 - B. Treasurer Report
 - 1. AFRI Financials
 - 2. Board business
 - a) Year to date financials
 - b) FY21 Audited Financial Statements
 - c) Procurement Policy
 - C. Development Report
 - 1. City Fund/Charter School Growth Fund
 - 2. Naming of Garfield Ave.
 - D. Facilities Report
 - 1. Bond approval
- V. Adjourn

**AF Rhode Island
Board of Directors**
Zoom Meeting
Monday, February 7, 2022
5:30 p.m.

I. Call to Order

The meeting was unofficially to order at 5:31 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 Igliozi - No

Maryellen Butke - Yes

James Wiley - Yes

Charles Lombardi – No

Natasha Tamba-Yes

Achievement First Staff: Jillian Fain, Cassidy McKee, Ketki Harale, Neil Shah, Kevin Lohela, Beth Cocuzza, Ken Paul

II. 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 December 6, 2021 and January 18, 2022.

Motion by Macky McCleary

Second by Reshma Singh

All in Favor

III. Reports and Business

A. Board Chair Report

1. Elect new member

Mayor Elorza welcomed Board prospect, Natasha Tamba. Ms. Tamba introduced herself as a parent of 2 AF scholars in 3rd and 7th grade, and believe that she can provide input and insight as a parent, be part of the team to make things better for parents and students.

RESOLVED, the AF Rhode Island Board of Directors elects Ms. Natasha Tamba to serve as a Parent Representative with a one year term ending June 30, 2022.

Motion by Maryellen Butke

Second by James Wiley

All in Favor

2. Set number of directors

Reshma Singh shared that she would be stepping down as Board Members, as she would no longer be living in Rhode Island.

RESOLVED, the AF Rhode Island Board of Directors accepts the resignation of Ms. Reshma Singh, and

does, pursuant to the bylaws of AF Rhode Island, effective at the end of the February 7, 2022 meeting, set the number of members of the Board of Directors at seven (7).

Motion by Maryellen Butke
Second by James Wiley
All in Favor

It was agreed that Ms. Singh's vote during the meeting would still count, and that her resignation would take effect after the meeting ended.

3. Board Member Recruitment

Board Members spoke about the need for thoughtful recruitment to ensure that members are engaged. Some ideas were to recruit from the development world, university world, perhaps someone from the medical world. Macky McCleary suggested that Ms. Butke be part of the nominating committee.

Two members that are not present are President Igliozi and Mayor Lombardi.

4. Proposed executive session to discuss personnel matters related to AFRI principal performance

Motion by Maryellen Butke
Second by James Wiley
All in favor.

B. Treasurer Report

1. AFRI financials

Neil Shah, AF CFO, presented YTD financial statements as discussed with James Wiley, Board Treasurer.

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

Motion by James Wiley
Second by Macky McCleary
All in Favor.

2. FY21 Audited Financial Statements

Mr. Shah then presented for the Board's approval fiscal year 2021 audited stated conducted by outside firm, also reviewed with Mr. Wiley. All in all, Mr. Shah noted this was a very clean audit in a strong financial year.

RESOLVED, the AF Rhode Island Board of Directors hereby accepts the report of the independent auditors CohnReznick prepared in relation to the fiscal year ending 6/30/21.

Motion by Macky McCleary
Second by Maryellen Butke
All in Favor

3. Procurement Policy

This is a policy that is already in effect at AFRI, reflecting clearer language around gifts for students and teachers, and credit card policies. Policies themselves were not changed.

Mayor Elorza asked about what types of charges there are for parents. (Mainly just uniforms for students.)

RESOLVED, the Achievement First Rhode Island Board of Directors hereby approves the updated Procurement Policy as presented.

Motion by Macky McCleary
Second by James Wiley
All in Favor

C. Development Report

1. City Fund/Charter School Growth Fund

Ken Paul, AF VP of Development, reported that things are going quite well. In addition to operating gap, the team secured capital funds to do work at Hartford Ave, including replacing the boiler. The Team is looking for a matching gift. Mr. Ken underscored the importance of securing 100% participation by board members.

2. Naming of Garfield Ave.

The Board discussed work being done at AF Illuminar, and parameters of the sale having to do with the name recognition from the seller. AF is working on related details. The Board discussed that no approval is needed here.

The AF team entertained questions and concerns from the Board, particularly around if AF was giving away naming rights. The AF team committed to doing more background work on this, to determine if this makes sense.

IV. Adjourn

There being no other business, the meeting was adjourned.

**Achievement First
Rhode Island Board of Trustees**

June 1, 2022, 5:30-6:15 PM

In-person: AF Illuminar, room TBC

Zoom: <https://achievementfirst.zoom.us/j/8959180848>

- I. Call to Order**
- II. Public Comment**
- III. Board business and Discussion**
 - a. Proposed Executive Session to discuss principal performances, AF Envision Elementary School Principal candidate, and lease under negotiation
 - b. Facilities Report
 - c. Treasurer Report
 - d. Re-approve auditors
 - e. Re-elect directors
 - f. Approve minutes
- IV. Adjourn**

**Achievement First
Rhode Island Board of Trustees**

June 1, 2022, 5:30-6:15 PM

In-person: AF Illuminar

Zoom: <https://achievementfirst.zoom.us/j/8959180848>

I. Call to Order

The meeting was called to order at 5:43pm by Maryellen Butke. The following board members, constituting a quorum of the board, and AF staff were present:

Board members: Maryellen Butke, James Wiley, Natasha Tamba, John Igliozi

AF Staff: Fatimah Barker, Beth Cocuzza, Lisa Margosian, Stephanie Keenoy, Neil Shah, Xanthe Jory, De-Lea Deanne Allen, Ken Paul, Jillian Fain, Cassidy McKee, Ketki Harale, Isabel Tañedo, Claire Shin, Kevin Loehla, Kiah Hufane

II. Public Comment

There was no public comment.

III. Board business and Discussion

- A.** Executive Session to discuss principal performances, AF Envision Elementary School Principal candidate, and lease under negotiation.

The Board entered into executive session to discuss above matters, inviting Stephanie Keenoy, Ken Paul, Neil Shah, Kevin Loehla, Kiah Hufane, Claire Shin, Isabel Tañedo, Jillian Fain, Cassidy McKee and Ketki Harale to join.

Motion by James Wiley
Seconded by John Igliozi
All in favor.

The Board exited out of executive session at 6:22pm.

Motion by John Igliozi
Seconded by James Wiley
All in favor.

There were audio recording problems during the vote, but it was later noted for the record that the following resolutions were voted on and passed unanimously.

It was

RESOLVED, that the AF Rhode Island Board of Directors hereby approves Cynthia Louis-Dale to serve as AF Envision Elementary School Principal for school year 2022-2023.

Motion by James Wiley
Seconded by John Iglioizzi
All in favor

BE IT FURTHER RESOLVED, that the Board hereby approves the renewal of the following principals, with final compensation packages as incorporated in the FY22-23 budget:

- Nicole Gugliuzza, AF Illuminar Mayoral Academy Elementary School
- Andrew Walker, AF Illuminar Mayoral Academy Middle School
- Breonna Hudgins, AF Providence Mayoral Academy Elementary School
- Donovan Tracey, AF Providence Mayoral Academy Elementary School
- Aja Davis, AF Providence High School
- Mindy Rice, AF Promesa Mayoral Academy Elementary School

Motion by John Iglioizzi
Seconded by James Wiley
All in favor.

B. Facilities Report

The Board then entered into discussions on large scale repair projects for the summer and ongoing facilities needs, talking through options available.

On matters for AF Promesa Elementary:

WHEREAS, Achievement First Rhode Island, Inc. ("AFRI"), specifically AF Promesa Elementary School, currently occupies certain premises located at the Charles N. Fortes School located at 234 Daboll Street in Providence, Rhode Island (the "Property") pursuant to a License Agreement effective July 1, 2021 by and between AFRI and the City of Providence (the "License Agreement");

WHEREAS, the Property consists of approximately 2.36 acres of land identified as Building 1, Lot 570 on Assessor's Plat 43 of the City of Providence, consisting of one building totaling approximately 61,730 rentable square feet, as well as certain parking areas, exterior play space and other miscellaneous improvements (collectively the "Premises");

WHEREAS, AFRI desires to extend the License Agreement on such terms and subject to such conditions set forth in the License Agreement Extension by and between the City of Providence and AFRI, attached hereto as Exhibit A (the "License Agreement Extension");

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NOW THEREFORE BE IT RESOLVED, that AFRI be, and hereby is, authorized and directed to extend the License Agreement with the City of Providence;

BE IT FURTHER RESOLVED, that any officer of AFRI (each an “Authorized Officer”), be, and each of them, jointly or severally, hereby is, authorized and directed to execute and deliver the License Agreement Extension 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 or advisability to be conclusively evidenced by the execution thereof;

BE IT FURTHER RESOLVED, that any Authorized Officer, be, and each of them, jointly or severally, 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 to effectuate or carry out fully the purpose and interest of the foregoing resolutions, such necessity or advisability to be conclusively evidenced by the execution or performance thereof; and

BE IT FURTHER RESOLVED, 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 AFRI.

Motion by James Wiley
Seconded by John Iglioizzi
All in favor.

C. Treasurer Report

i. Financial Report and FY22-23 Budget

Mr. Wiley and Neil Shah, AF Chief Financial Officer, reported on financial statements through March 31, and draft budgets for 2022-2023 school year.

It was

RESOLVED, that the AF Rhode Island Board of Directors hereby approves the financial report and financial budget for the 2022-23 fiscal year as presented.

Motion by James Wiley
Seconded by John Iglioizzi
All in favor.

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ii. Re-approve auditors

BE IT RESOLVED, that the AF Rhode Island Board of Directors hereby ratifies the re-appointment of CohnReznick to perform the financial audit of the 2021-22 fiscal year and prepare the IRS Form 990s.

Motion by John Igliozi
Seconded by James Wiley
All in favor.

iii. Re-elect directors

BE IT RESOLVED, that the AF Rhode Island Board of Directors hereby ratifies the re-election of Mayor Jorge Elorza as Director until December 31, 2022.

Motion by John Igliozi
Seconded by James Wiley
All in favor.

BE IT RESOLVED, that the AF Rhode Island Board of Directors hereby ratifies the re-election of the following directors with a one-year term ending June 30, 2023:

- Mayor Charles Lombardi
- Maryellen Butke
- James Wiley
- Macky McCleary
- John Igliozi
- Natasha Tamba

Motion by John Igliozi
Seconded by James Wiley
All in favor.

iv. Approve minutes

BE IT RESOLVED, that the AF Rhode Island Board of Directors hereby approves the meeting minutes from February 7, 2022, January 18, 2022 and December 6, 2021.

Motion by Natsha Tamba
Seconded by James Wiley
All in favor.

IV. Adjourn



Before adjourning, Fatimah Barker, outgoing CEO, thanked the Board for their leadership and being huge supporters of Achievement First. Ms. Barker also introduced Lisa Margosian, incoming CEO starting July 1. Ms. Margosian introduced herself, sharing her vision in this interim role.

Without no other business, the meeting was adjourned.

Motion by James Wiley
Seconded by John Iglizzi
All in favor.



DRAFT AGENDA
AF Rhode Island
Board of Directors Meeting

Venue: Sprout Coworking Space (Annex Training Room)
166 Valley St Building 6M Suite 103, Providence, RI 02909

Zoom: <https://achievementfirst.zoom.us/j/84915704163>

Monday, April 10, 2023, 5:30-7:00 pm

- I. Call to Order**
- II. Public Comment**
- III. Approval of Minutes**
- IV. Board Discussion with Achievement First**
 - A. Proposed Executive Session
 - 1. Principal Reviews and Renewal Recommendations
 - 2. Personnel Matter at Providence MS
 - 3. Principal Hiring Process and New Principal Appointments
 - B. Academic Update
 - C. Teacher Recruitment Update
- V. Committee Reports**
 - A. Treasurer's Report
- VI. Adjourn**

Next Meeting Date: June 5, 2023, 5:30 - 7:00 pm



**Draft Minutes
AF Rhode Island
Board of Directors Meeting**

Venue: Sprout Coworking Space (Annex Training Room)
166 Valley St Building 6M Suite 103, Providence, RI 02909
Zoom: <https://achievementfirst.zoom.us/j/84915704163>
Monday, April 10, 2023, 5:30-7:00 pm

I. Call to Order

The meeting was called to order by Mayor Brett Smiley at 5:35 pm.

Board Members in Attendance: Maryellen Butke, James Wiley, Mayor Brett Smiley, Jo-Ann Schofield

Staff in Attendance: Karolyn Belcher, Beth Cocuzza, Blakely Simoneau, Christi George, Jillian Fain, Sulafa Bashir, Kevin Lohela, Caleb Dolan, Neil Shah, Cassidy McKee, Ken Paul

Guests in Attendance: Courtney Hawkins

II. Public Comment

There was no public comment.

III. Approval of Minutes

Mayor Smiley took the board through the approval of the meeting minutes from the previous board meeting.

It was:

RESOLVED, the AF Rhode Island Board of Directors hereby approves the meeting minutes from February 15, 2023.

Motion by: James Wiley

Second by: Maryellen Butke

All in favor.

IV. Board Discussion with Achievement First

A. Proposed Executive Session

1. Principal Mid-year Reviews and Renewals

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2. Personnel Matter at Providence MS

Mayor Smiley took the board through a motion to enter into executive session to discuss the topics of Principal Reviews, Renewals and a Personnel matter at Providence MS, inviting the following AF staff to join: Karolyn Belcher, Kevin Lohela, Caleb Dolan and Christi George.

Motion by: Mayor Smiley
Second by: Jo-Ann Schofield
All in favor.

The board entered executive session at 5:38 pm and exited at 5:56 pm.

Mayor Smiley took the board through a motion to approve principal renewals and appointments as recommended by Achievement First and per the board package as detailed below:

It was

- RESOLVED, the AF Rhode Island Board of Directors hereby approves the renewal of the following principals, with a final compensation package to be incorporated in the FY24 Budget to be reviewed and approved in June 2023:
 - Cynthia Louis-Dale, Envision Elementary School
 - Bre Hudgins, Providence Elementary School
 - Andrew Walker, Illuminar Middle School
 - Donovan Tracy, Providence Middle School
 - Aja Davis, Providence High School
- RESOLVED, the AF Rhode Island Board of Directors hereby appoints the individuals listed below as principals of the following Achievement First schools effective July 1, 2023:
 - Jennifer Andrade, Promesa Elementary School
 - Joseph Fink, Illuminar Elementary School

Motion by: Maryellen Butke
Second by: James Wiley
All in favor.



B. Academic Update

Ms. Carolyn Belcher gave an update on academic performance against overall network goals, sharing the RI results by academy for ELA and Math. In Elementary school, she discussed the areas where results were not on track, citing a lack of coherence in the instructional program and describing the new curriculum that will be adopted next year. In Middle school, she stated that results were showing improvement and mentioned the curricular updates taking place there. Finally in High School, she spoke of the challenges with assessment and noted that new external curriculum for 9th and 10th grade would include assessments which will help address the gap.

Board members asked questions about the accuracy, consistency and reliability of assessment data across the academies.

Ms. Belcher also discussed the preparation for state assessments via mock tests and gave an overview of the curricular decisions. She emphasized the importance of and focus on change management for teachers related to curriculum adoption. Mr. Calen Dolan also flagged that the greenfield schools have an additional layer of change to manage.

Board members asked about the alignment of curriculum to actual lesson plans and fidelity of implementation.

C. Teacher Recruitment Update

Ms. Christi George gave an update on teacher recruitment, highlighting a change that shifts away from the central, online process that occurred during COVID, responding to principal feedback to bring screened candidates to the schools earlier in the interview process.

Ms. George also presented the latest data from the "Intent to Return" survey for teachers and school staff.

Ms. George also mentioned some changes being made to shore up teacher sourcing amidst the on-going teacher shortage, including new partnerships with local education organizations, and colleges and universities.

There were questions from board members about existing partnerships with different universities as well as BSW and MSW programs.



V. Committee Reports

A. Treasurer's Report

Mr. Neil Shah presented Q2 financials, focused on the balance sheet and P&L. Mr. Shah and Mr. James Wiley stated that the balance sheet was strong but was leveraged to fund building improvements.

VI. Adjourn

The meeting was adjourned by Mayor Smiley at 6:24 pm.

Motion by James Wiley

Second by Maryellen Butke

All in favor.



**AF Rhode Island
Board of Directors**

Zoom Meeting

Tuesday, January 18, 2022

9:00 a.m.

<https://achievementfirst.zoom.us/j/89737774645>

- I. Call to Order

- II. Public Comment

- III. Reports and Business
 - A. Approve the Terms and Conditions of the Rhode Island Department of Education Memorandum of Agreement for School Construction

- IV. Adjourn



**AF Rhode Island
Board of Directors**

Zoom Meeting

Tuesday, January 18, 2022

9:00 a.m.

<https://achievementfirst.zoom.us/j/89737774645>

- I. Call to Order

- II. Public Comment

- III. Reports and Business
 - A. Approve the Terms and Conditions of the Rhode Island Department of Education Memorandum of Agreement for School Construction

- IV. Adjourn



**AF Rhode Island
Board of Directors**
Zoom Meeting
Tuesday, January 18, 2022
9:00 a.m.

<https://achievementfirst.zoom.us/j/89737774645>

I. Call to Order

The meeting was unofficially to order at 9:13 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 Igliozzi - No
Maryellen Butke - Yes
James Wiley - Yes
Charles Lombardi – No

Achievement First Staff: Jillian Fain, Cassidy McKee, Ketki Harale
General Public: Matt Haus

II. Public Comment

There was no public Comment

III. Reports and Business

- A. Approve the Terms and Conditions of the Rhode Island Department of Education Memorandum of Agreement for School Construction

Cassidy speaks of approval for housing aid on December 16th. These are the standard terms of agreement for anyone accepting aid. We agree to work with RIDE on all documents, 5 year window to complete project, seek all permits, utilize capable vendors. Agree building will remain in service for 50 years. Comply with prevailing wage laws. Award 10% of bid to minority owned business. Share projections, payment schedule and all listed within.

RESOLVED, the AF Rhode Island Board of Directors hereby approves the Rhode Island Department of Education Memorandum of Agreement for School Construction, and agrees to the terms and conditions set forth in the agreement.

Motion by Macky McCleary
Second by Maryellen Butke
All in favor

IV. Adjourn