AF Rhode Island, Inc. Board of Directors Meeting Minutes

Achievement First
Tuesday, October 13, 2026 at 5:00 PM to 8:00 PM EDT
Envision Middle School, St. Bart's Campus, 315 Laurel Hill Avenue Providence, RI 02909
Zoom: https://achievementfirst.zoom.us/j/81796895825

Attendees:

Members: Maryellen Butke (Vice Chair), Victor Capellan, Janelle Clarke-Holley, Nicole Pollock, James Wiley; Kevin Gallagher and Sal Pellerano (upon election)

Members present via Zoom: Brett Smiley (Chair)

Absentees: Charles Lombardi

AF Staff: Katie Ballah, Mitch Johnson, Kevin Lohela, Lisa Margosian, Tom McDermott, Michael Rabin

Guests: Carrie Irvin, Governance Lead, Bellwether

I. Call to Order

Board Vice Chair Maryellen Butke called the Achievement First Rhode Island, Inc. Board of Directors into session at 5:03 p.m. A quorum was present, with 5 directors present in person. and Mayor Brett Smiley participated remotely.

II. Welcome and Agenda Overview

Dr. Butke welcomed all attendees and gave an overview of the agenda, noting that the meeting would serve as the Board's SY26-27 retreat and the first meeting of the board term. She introduced new staff member Mitch Johnson, Managing Director, Board Relations and Governance; Carrie Irvin, Governance Lead at Bellwether; and board candidates Kevin Gallagher and Sal Pellerano.

III. Public Comment

There were no members of the public present for public comment.

IV. **Board Business**

Dr. Butke moved into board business and noted for the minutes the resignations of Macky McCleary and Michael Broschart from the Board since its last meeting. The Board recognized both for their service.

Election of Directors. Mr. Gallagher and Mr. Pellerano stepped out of the room while the Board took up the resolution. The Board reviewed the candidates' backgrounds and qualifications, which had been shared in advance.

> WHEREAS, the Board of Directors of Achievement First Rhode Island, Inc. (the "Corporation") is responsible for the governance of the Corporation and for maintaining a Board of Directors of appropriate size and composition;
>
> WHEREAS, the Board has reviewed the qualifications and experience of Kevin Gallagher and Salvador "Sal" Pellerano and has determined that each is well suited to serve as a Director of the Corporation;
>
> NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby elects Kevin Gallagher and Salvador Pellerano as Directors of the Corporation, effective October 13, 2026, each to hold office for a term expiring June 30, 2027 and until the director's successor is duly elected and qualified, or until the director's earlier resignation or removal.

ACTION: Upon a motion duly made by Victor Capellan and seconded by Nicole Pollock, the Board approved the resolution electing Kevin Gallagher and Sal Pellerano to the Board of Directors for one term, effective immediately. No objections or abstentions were noted. The resolution passed unanimously.

Mr. Gallagher and Mr. Pellerano returned to the meeting and joined the Board as directors.

Dr. Butke then presented the resolutions before the board on the consent agenda.

<u>Consent Agenda</u>

1. **BE IT RESOLVED**, that the Achievement First Rhode Island Board of Directors hereby renews the following members to an additional term through June 30, 2027 and until the director's successor is duly elected and qualified, or until the director's earlier resignation or removal.
    - Maryellen Butke
    - Victor Capellan

- Janelle Clarke-Holley
- Charles Lombardi
- Nicole Pollock
- Brett Smiley
- James Wiley

2. **BE IT RESOLVED**, that the Achievement First Rhode Island Board of Directors hereby elects the following leadership slate for the 2026-2027 fiscal year:
    - Mayor Britt Smiley, Chair
    - Maryellen Butke, Vice Chair
    - James Wiley, Treasurer
3. **BE IT RESOLVED**, the Achievement First Rhode Island Board of Directors hereby approves the meeting minutes from June 4, 2026.
4. **BE IT RESOLVED**, that the Achievement First Rhode Island Board of Directors hereby approves the 2026-2027 Rhode Island Cell Phone Policy.
5. **BE IT RESOLVED**, that the Achievement First Rhode Island Board of Directors hereby approves the 2026-2027 AF Family Handbook.
6. **WHEREAS**, Achievement First Rhode Island ("AFRI") is a party to that certain Academic and Business Services Agreement made and entered into as of November 29, 2012 (the "Agreement"), by and between Achievement First, Inc. ("Achievement First"), a Connecticut not for profit corporation, and AFRI; and

    WHEREAS, AFRI on July 7, 2025 approved a resolution providing for an increase in the management fee (the "Service Fee") paid to Achievement First; and authorized it to take all necessary steps to implement the fee adjustment, including notifying relevant stakeholders and updating contractual agreements as needed;

    WHEREAS, there is also a need to amend section 7.4 and 7.6 of the Agreement to reflect the increase in the Service Fee and the removal of the ancillary fee in accordance with the approved resolution ("the Amendment");

    NOW, THEREFORE, BE IT:

    RESOLVED, that the Board hereby approves, authorizes and directs the Treasurer of AFRI (an "Authorized Officer"), in the name and on behalf of AFRI, to sign the Amendment consistent with the fee adjustment approved on July 7, 2025 and any related certificates, consents, notices, and ancillary documents deemed necessary or advisable by such Authorized Officer to carry out the foregoing resolutions, with such changes, additions,

or deletions as the Authorized Officer approves, such approval to be conclusively evidenced by execution and delivery thereof.

FURTHER RESOLVED, that the Treasurer is authorized and directed to take any and all further actions and to execute and deliver any and all further documents as such Authorized Officer deems necessary or advisable to effectuate the intent of the foregoing resolutions.

RESOLVED, that all actions heretofore taken by the Treasurer, any other authorized officer, employee, or agent of AFRI in connection with the matters contemplated by the foregoing resolutions are hereby approved, adopted, ratified, and confirmed in all respects.

7. **BE IT RESOLVED,** that the Achievement First Rhode Island Board of Directors hereby approves the following individuals to serve as interim principal, as needed through October 30, 2027, for a period of time not to exceed sixteen weeks, based on the recommendations by Achievement First.

School Name	Interim Principal #1	Interim Principal #2
AF Envision ES	Emily Travers	Amanda Wild
AF Iluminar ES	Steph McSweeney	Des Halaka
AF Promesa K-5	Colleen Flaherty	Cristina Rosario
AF Providence ES	Dana Hurley	Chris Cruz
AF Iluminar MS	Elizabeth Boyar	Libby Short
AF Providence MS	Menalisa Mendes	Monalisa Mendes
AF Envision MS	Nikki Souza	Namoi Melo
AF Providence HS	Tyler Simard	Kimberly Kalenda

ACTION: Dr. Butke called for a motion to approve the consent agenda. The motion was made by Mr. Pellerano and seconded by Mr. Gallagher. No objections or abstentions were noted. The consent agenda passed unanimously.

V. Executive Session

Dr. Butke stated that the board would go into an executive session for a board retreat. The vice chair asked for a motion for the board to enter executive session. Upon a motion duly made by Ms. Pollock and seconded by Mr. Capellan, the Board approved the motion to enter executive session by the following roll call vote:

- Brett Smiley: Yes
- Maryellen Butke: Yes
- Victor Capellan: Yes
- Janelle Clarke-Holley: Yes
- Nicole Pollock: Yes
- Kevin Gallagher: Yes
- Sal Pellerano: Yes
- James Wiley: Yes

The motion carried by the required vote, with no objections or abstentions.

The Board entered executive session at 5:18 p.m. Mayor Smiley departed the meeting at 5:20 p.m.; a quorum remained present. The Board exited executive session and reconvened in open session at 7:55 p.m.

No votes were taken in the executive session.

VI. **Adjourn**

Dr. Butke reminded the Board that its next meeting will be held on November 2, 2026.

There being no further business, Dr. Butke asked for a motion to adjourn the meeting. Upon a motion duly made by Mr. Capellan and seconded by Ms. Pollock, the Board approved the motion, and the meeting adjourned at 7:57 p.m.

Certification of Minutes

Upon a motion duly made and seconded on November 2, 2026, the Achievement First Rhode Island Board of Directors approved the October 13, 2026 meeting minutes.

In witness whereof,

MButke
Maryellen Butke (Nov 9, 2026 21:18:22 EST)

Maryellen Butke, Vice Chair

11/09/2026

Date