



Board Meeting (via Zoom)
DRAFT Board of Trustees Meeting Minutes
December 11, 2024
4:00PM - 6:18PM

Members Present:

Hector Torres, Chair
Robbie Dean, Vice-Chair & Treasurer
Allison R. Kokkoros, CEO & Member
Ana Mejia, Secretary
Alejandra Barrera, Member
Yeshimebeth Belay, Member
John Goodman, Member
Vilma Rosario, Member
Larry Villegas-Pérez, Member (arrived at 5:05pm)

Members Absent:

Giovanni Delfino, Member (due to technical difficulties caused by weather)
Johan Uvin, Member

Staff:

Elani Lawrence, SGC Principal and Chief Academic Officer
Angela Medina, Chief Operations Officer
Robert M. Skelton, General Counsel
Karla Vasconez, Manager, Executive Administration

Other:

Mike Mesterharm, EdOps
Jeri Fleming, RSM
Amanda Smith, RSM

Quorum: Yes

Welcome & Pre-Meeting Announcements

Board Chair Hector Torres provided opening comments and welcomed everyone to the meeting.

The meeting was called to order at 4:00pm.

Review of Agenda

Mr. Torres asked if there were any proposed changes to the agenda previously sent to the Board. Board members did not propose any changes to the agenda.

Public Comment Period by members of school community

Mr. Torres confirmed that no members of the public had signed up to give comments during the Public Comment Period.

Consent Agenda Approval

The following items were brought forward for approval as part of the Consent Agenda:

- Minutes of the Board’s regular meeting held on October 4, 2024.

Mr. Dean moved to approve the Consent Agenda, and Ms. Rosario seconded the motion. Following the invitation for discussion on the motion, a roll call vote was conducted, and the Consent Agenda item was approved unanimously.

Mission Moment

Wanda Martinez, a School alumna, who immigrated from the Dominican Republic in 2013 shared how the Carlos Rosario School has benefited her. She studied English and also studied in the bilingual teaching assistant program. Ms. Martinez now works at Briya PCS helping new immigrants to find resources like the Carlos Rosario School. She is very grateful for the resources and staff at the School. The board members greatly appreciated her inspiring story.

CEO Report

CEO Allison Kokkoros referred to materials shared in advance and noted the following highlights in her report:

- Student testing for the Fall semester is currently in progress. Results will be shared with the Board in February.
- The annual student survey has been completed and the results are being analyzed.
- Strategies are being implemented on student attendance, progress, and persistence.
- The staff climate survey has been completed, and the results are being analyzed. The results will be shared with all staff. Participation exceeded the target of 75%, and there is improvement in several areas.
- Ms. Kokkoros noted the following staff changes: Elani Lawrence has been promoted to Chief Academic Officer and Chelsea Bradford to Chief Schools Officer. Eduardo Aponte was introduced as Vice President of Finance.
- The School has been awarded a grant from Google to support teaching and learning in technology and Artificial Intelligence in education. The School is also pursuing other grants.
- Ms. Lawrence updated the Board on the School’s academic progress this semester. She noted that there has been an increase in student demands for employment services at the Harvard Street Campus, for mental health services at the Sonia Gutierrez Campus, and in general for housing services and legal assistance.
- Ms. Kokkoros and Mr. Torres acknowledged Ms. Belay’s years of service to the school and on the Board.

Financial Report

Mr. Dean, accompanied by Mr. Mesterharm of EdOps, presented the financial report.

- For the current fiscal year 2024-25, the audited enrollment of 2160 students is greater than the budgeted enrollment of 2100, which will have a positive impact on revenue for the fiscal year. In addition, expenses through October 31 are on budget.
- The Finance & Development Committee is recommending that the Investment Policy be amended to create a Special Projects Reserve. The primary objectives of the reserve are to preserve and grow capital that will be spent specifically on special projects identified by management that will advance the strategic goals of the School including ensuring the facilities are well maintained and best accommodating the programmatic needs of the School.
- The Finance & Development Committee is paying close attention to the political situation and the macro environment and how such factors could affect the financial picture of the School.
- Jeri Fleming and Amanda Smith of RSM, the School's auditors, then presented the audit report for fiscal year 2023-24. Ms. Fleming and Ms. Smith noted that the School had corrected the issues identified in the management letter in last year's audit report, and that the auditors were pleased with the cooperation and documentation provided by the School for this year's audit. The audit report for fiscal year 2023-24 does not identify any issues of concern, and there were no audit adjustments.

Mr. Torres then requested a motion to accept the audit report. Mr. Goodman made the motion, and Mr. Dean seconded the motion. All board members present voted in favor of the motion.

Mr. Torres then requested a motion to amend the Investment Policy to create the Special Project Reserve. Mr. Goodman made the motion, and Mr. Dean seconded the motion. All board members present voted in favor of the motion.

The Board then took a short break and returned at 5:19pm.

Strategic Planning and Oversight Committee

Mr. Dean noted the following:

- The enrollment projections are positive, and the Committee is starting to incorporate the ASPIRE criteria into its work.
- The Committee is focusing on the development of the new strategic plan, since the current plan ends on June 30, 2025. The Committee will solicit students' voices as well as input from faculty and staff. The Committee also intends to integrate the findings from the AIR and Compass reports into the strategic plan.

Governance and Nominating Committee

Ms. Rosario noted the following:

Board self-assessment: The Committee approached the board self-assessment results differently this year. Instead of focusing on the year-to-year trends, the Executive Summary looked at those questions in which two or more board members expressed concerns. The Executive Summary also provided recommendations for addressing those concerns.

The Committee recognized that several questions in this assessment are more relevant to K-12 charter schools and should be updated to better align with the School's mission and with adult charter school accountability and expectations. That work will be undertaken prior to the next assessment.

Potential new board members: The Committee is pleased to recommend Ingrid Toledo and Cesar Lopez Morales as members of the Board. The Committee recently interviewed Ingrid and Cesar and was very impressed with their enthusiasm and qualifications. Their bios/resumes were included with the board materials, as well as a draft board resolution which includes appointing them to the board for a three-year term beginning on January 1, 2025.

Closed Session

Mr. Torres noted the next item on the agenda is slated for closed session, citing the DC Code provision for doing so:

- Discussion in closed session pursuant to DC Code § 2-575(b)(10) – personnel matters and DC Code § 2-2-575(b)(11) – trade secrets and commercial or financial information.

Mr. Dean made a motion to approve entering the closed session for the stated purposes. Mr. Goodman seconded the motion. A roll call vote was conducted to approve entering the closed session as proposed. The Board voted unanimously to enter closed session. Following the vote, the Board entered closed session.

Following the closed session, the Board returned to the open meeting at about 6:13pm.

Open Session

Mr. Torres thanked everyone for a robust discussion during the closed session. The Board discussed the report from the auditors, the proposed board members, the officer and committee appointments for 2025 and the board self-assessment summary.

Mr. Torres then requested a motion to approve the slate of board officers for 2025, which are Hector Torres as Chair, Robbie Dean as Vice Chair and Treasurer, and Ana Mejia as Secretary. Ms. Rosario made the motion, and Mr. Torres seconded the motion. All board members present voted in favor of the motion.

Mr. Torres then requested a motion to approve the draft resolution which included appointing Ingrid Toledo and Cesar Lopez-Morales as members of the Board beginning January 1, 2025 and ending December 31, 2027. Ms. Rosario made the motion, and Mr. Torres seconded the motion. All board members present voted in favor of the motion.

New Business

There was no new business.

Adjourn

Mr. Torres adjourned the meeting at 6:18pm.

Respectfully submitted by Ana Mejia, Board Secretary

DRAFT