

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from July 23, 2019 Meeting**

Approved by: BRILLA BOARD

Date: August 20, 2019

Agenda:

Date: July 23, 2019	
Time:	12:00 – 12:45 PM EST
Location:	In Person: 441 E 148 th St, Bronx, NY 10451 Call In: 646-558-8656 Pin: 5510778257
Participants:	Board: Charles Bozian, Bro. Brian Carty, Eric Eckholdt, James Jones, Rick Ramirez, and Stephanie Saroki de Garcia School Staff: Kelsey LaVigne, Reyes Claudio CMO Staff: Luanne Zurlo, Matt Salvatierra, Yeime Valle, Michael Carbone, Jolleen Wagner, Navil Acevedo, Isabel Peñafiel, Trevor Sorensen, and Danielle Schirripa 4th Sector Solutions: Bob Keogh and Kyle Pellerin
Apologies:	Mary O’Grady and Elena Sada

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of June Minutes	Chair	12:00-12:01
2	June Finance Update	Keogh	12:01-12:05
3	MAP Results	LaVigne	12:06 - 12:16
4	Culture	LaVigne	12:17 - 12:37
5	Character	LaVigne	12:38-12:39
6	Shine Awards	LaVigne	12:40-12:41
7	Executive Session	Chair	12:42

Proceedings:

- The meeting was called to order by Chair at 12:00 PM.

Item 1. Approval of June Minutes

- Mrs. Saroki de Garcia motioned to approve the minutes from the June meeting.
- After being seconded, the amended minutes from the June meeting were unanimously approved.

Item 2. June Finance Update

- Mr. Keogh provided an update of Brilla's financial status as of June.

Item 3. MAP Results

- Mrs. LaVigne presented the results from MAP.
- Mrs. LaVigne discussed the plans for growth in order to sustain continuous improvement.
- Mr. Carbone mentioned that the third grade literacy curriculum is under revision in order to leverage the transition between second and third grade standards.
- Mr. Carbone indicated that there will be a strategic focus in the next 18 months on increasing the average percentile to the rate which MAP considers to be college and career ready. Based on this year's positive results, he noted the feasibility of this goal.

Item 4. Culture

- Before presenting the results from the Gallup Q12 Survey, Mrs. LaVigne explained that, in line with Brilla's mission, there are non-academic benchmarks that Brilla aims to meet. One of these benchmarks related to culture is for Brilla to score a mean ranking within the 75th percentile among other non-profits on the Gallup Q12 Survey.
- Ms. Zurlo contextualized the presentation of Culture and Character by explaining that this was the first round of presenting the results around two of the four pillars (Academic, Character, Culture, and Classical).
- In an attempt to meet the target goal for the upcoming school year, Mrs. LaVigne discussed strategic action steps that will be taken in order to address weaknesses revealed by the survey.
- Mrs. LaVigne next presented a summary of the exit interview data.

Item 5. Character

- In the interest of time, the Chair proposed to postpone the presentation of Character until next month.

Item 6. Shine Awards

- Mrs. LaVigne explained the importance of the Shine Awards for the Brilla community.

Item 6. Executive Session

- The Chair motioned to move into Executive Session to discuss the performance of Superintendent of Schools. The motion passed unanimously.
- To conclude the meeting, there was a motion to exit Executive Session and resume Public Session.
- The meeting was adjourned at the onset of the Public Session at 12:45 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from August 20, 2019 Meeting**

Approved by: BRILLA BOARD

Date: September 24, 2019

Agenda:

Date: August 20, 2019	
Time:	12:06 – 12:45 PM EST
Location:	In Person: 441 E 148 th St, Bronx, NY 10451, Large Conference Room Call In: 646-558-8656 Pin: 5510778257
Participants:	Board: Charles Bozian, Eric Eckholdt, James Jones, Mary O’Grady, Elena Sada, and Stephanie Saroki de Garcia School Staff: Ali Apfel, Zoranlly Castillo, Reyes Claudio, Matthew Larsen, and Kelsey LaVigne CMO Staff: Michael Carbone, Brett Chappell, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Bob Keogh and Kyle Pellerin
Apologies:	Bro. Brian Carty and Rick Ramirez

Item No.	Agenda Item	Person Responsible	Length (Time)
1	July Financial Update	Keogh	12:07-12:11
2	Executive Update	Zurlo	12:12-12:18
3	Character Initiatives	LaVigne	12:19 - 12:26
4	Strategic Priorities	LaVigne	12:27 - 12:35
5	Onboarding	LaVigne	12:35-12:36
6	Approval of July Minutes	Chair	12:37-12:38
7	Approval of Lease	Salvatierra	12:39-12:44

Proceedings:

- The meeting was called to order by Chair at 12:06 PM.

Item 1. July Financial Update

- Mr. Keogh provided an update of Brilla’s financial status as of July.

Item 2. Executive Update

- Ms. Zurlo told the board that classes began on August 14 after many weeks of planning over the summer.
- After explaining that Brilla has met its target enrollment goals, Ms. Zurlo shared the network's three strategic priorities for the 2019-2020 school year. The strategic priorities for the Network are growth, shared Brilla understanding, and sustainability.

Item 3. Character Initiatives

- Mrs. LaVigne explained that Character Initiatives is the benchmark for which Brilla is receiving the most attention from external stakeholders due to its success.
- Mrs. LaVigne shared the results from an assessment tool that asked parents to evaluate their children on the four core virtues and three related social and emotional competencies.
- After explaining action steps that were implemented in order to improve scores, Mrs. LaVigne expressed optimism in reaching the Network-wide goal of having more than 75% of parents report that their children meet or exceed 5 out of 7 character benchmarks this school year.

Item 4. Strategic Priorities

- Mrs. LaVigne explained that each year, Brilla Schools attempts to target two or three high-impact priorities in order to better embody the mission of the schools. This year, the priorities surround sophisticated collaboration and classical education initiatives.

Item 5. Onboarding

- Mrs. LaVigne shared some highlights from the two weeks of onboarding of Brilla staff.

Item 6. Approval of July Minutes

- Mr. Jones motioned to approve the minutes from the July meeting.
- After being seconded, the amended minutes from the July meeting were unanimously approved.

Item 7. Approval of Lease

- Mr. Salvatierra explained that the lease for 600 E. 156th Street (future home to Brilla Veritas starting in Summer 2020) required additional approval from Civic Builders and Phipps Housing. He reminded the board that Seton and Brilla were updating leases in order to centralize building operation responsibility to Seton as the landlord. He then presented the updated lease for board approval.
- Mrs. Saroki de Garcia recused herself from the discussion and left the meeting at 12:43 PM.
- At 12:44 PM, Mr. Bozian motioned to approve the lease. Upon being seconded, the amended lease was unanimously approved.
- Upon being duly motioned and seconded, the meeting was adjourned at 12:45 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from September 24, 2019 Meeting**

Approved by: **BRILLA BOARD**

Date: **OCTOBER 22, 2019**

Agenda:

Date: September 24, 2019	
Time:	12:03 – 12:45 PM EST
Location:	In Person: 441 E 148 th St, Bronx, NY 10451, Large Conference Room Zoom: https://zoom.us/j/8266126190 Call In: 646-558-8656 Pin: 8266126190
Participants:	Board via video: Charles Bozian, Bro. Brian Carty, Eric Eckholdt, Mary O’Grady, Elena Sada, and Stephanie Saroki de Garcia Board via call-in: Rick Ramirez School Staff: Ali Apfel, Zoranlly Castillo, Reyes Claudio, Matthew Larsen, and Kelsey LaVigne CMO Staff: Michael Carbone, Brett Chappell, Matt Salvatierra, Danielle Schirripa, Trevor Sorensen, Yeime Valle, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Bob Keogh
Apologies:	James Jones

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of August Minutes	Chair	12:03 - 12:06
2	August Finance Update	Keogh	12:07 - 12:12
3	Resolution To Approve Amended By-Laws	Chair / Zurlo	12:13 - 12:17
4	Resolution To Approve Darla Romfo to the Board of Directors	Chair / Zurlo	12:18 - 12:20
5	State Exam Data	Carbone / LaVigne	12:21 - 12:42
6	First Day of School	Zurlo	12:42-12:45

Proceedings:

- The meeting was called to order by Chair at 12:03 PM.

Item 1. Approval of August Minutes

- Mrs. O’Grady motioned to approve the minutes from the August meeting.

- After being seconded, the amended minutes from the August meeting were unanimously approved.
- Additionally, notes from the September Academic Committee meeting and notes from the September Finance Committee meeting were reviewed and filed.

Item 2. August Finance Update

- Mr. Keogh provided an update of Brilla's financial status as of August.

Item 3. Resolution To Approve Amended By-Laws

- Ms. Zurlo walked the board through the proposed amendments to the by-laws.
- Mr. Bozian motioned to approve the amended by-laws.
- After being seconded, the amended by-laws were unanimously approved by Brilla's Board of Directors and subjected to the approval of State University of New York Board of Trustees.

Item 4. Resolution To Approve Darla Romfo to the Board of Directors

- Mr. Eckholdt and Ms. Zurlo shared some biographical information about Ms. Darla Romfo.
- Ms. Sada motioned to approve the installment of Ms. Romfo to the Board of Trustees for Brilla College Preparatory Charter Schools.
- Upon being seconded, the board unanimously appointed Ms. Romfo to a term of three years pending the approval of State University of New York Board of Trustees.

Item 5. State Exam Data

- Mrs. LaVigne reminded the board of Brilla's target goal on the state exam. After sharing that Brilla improved from 51% proficiency to 60% proficiency in ELA and stayed the same at 62% proficiency in Math, she explained how Brilla's performance compares to the performances of other schools.
- Mr. Carbone walked the board through a more in-depth analysis of the results, highlighting the performance of particular sub-populations.
- After sharing that the strategic focus on literacy last year bore fruit in terms of results on the state exam, Mr. Carbone told the board that greater focus on math is warranted across all grade-levels.

Item 6. First Day of School

- Ms. Zurlo shared some highlights from the first day of school.
- Ms. Zurlo also told the board that she will provide a thorough update on the status of fundraising opportunities at the next in-person board meeting in October.

- Upon being duly motioned and seconded, the meeting was adjourned at 12:45 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from October 22, 2019 Meeting**

Approved by: BRILLA BOARD

Date: November 19, 2019

Agenda:

Date:	October 22, 2019
Time:	5:07 – 6:16 PM EST
Location:	In Person: Brilla Veritas Elementary School, 338 E. 146 th Street Bronx, NY Zoom: https://zoom.us/j/8266126190 Call In: 646-558-8656 Pin: 8266126190
Participants:	Board members in person: , Eric Eckholdt, James Jones, and Stephanie Saroki de Garcia Board members via video: Mary O’Grady and Rick Ramirez School Staff: Ali Apfel, Zoranlly Castillo, Matthew Larsen, and Kelsey LaVigne CMO Staff: Michael Carbone, Matt Salvatierra, Danielle Schirripa, Trevor Sorensen, Yeime Valle, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Bob Keogh Other: Fr. Pablo González, Brooke Lane and Jennifer Lane
Apologies:	Charles Bozian, Brother Brian Carty, Darla Romfo, and Elena Sada

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Special Presentation: How We Improved Middle School Scores	Larsen	5:07—5:26
2	Approval of September Minutes	Chair	5:27—5:28
3	September Financial Update	Keogh	5:29—5:31
4	Superintendent Update: Jeff Rutel School Review	LaVigne	5:32—5:40
5	CMO Evaluation Tool	Salvatierra	5:41—6:13
6	Mott Haven Celebration	Zurlo	6:14—6:15
7	Brief Reminders About Real Estate	Salvatierra	6:15—6:16

Proceedings:

- The meeting was called to order by Chair at 5:07 PM.

Item 1. Special Presentation: How We Improved Middle School Scores

- Principal of Brilla College Prep Middle School, Mr. Matt Larsen, oriented the board to the historic performance of the Class of 2025 (current seventh grade) on the state exam. He then proceeded to explain the programmatic changes that contributed to the Class of 2025's improvement on the state exam last year. These changes included an academic intervention block, increase in content preparation and ownership, and more frequent analysis of student data.
- Mr. Larsen then introduced Brooke Lane, a current seventh grader whose score on the state exam meaningfully improved. He then asked Brooke about her experience with the programmatic changes.

Item 2. Approval of September Minutes

- Mr. Eckholdt noted that the draft of the minutes mistakenly recorded Mr. Jones as present at last meeting.
- Pending the edit Mr. Eckholdt mentioned, Mr. Jones motioned to approve the minutes from the September board of directors meeting.
- After being seconded, the amended minutes from the September meeting were unanimously approved.

Item 3. September Financial Update

- Mr. Keogh provided an update of Brilla's financial status as of September.
- Mr. Salvatierra informed the board that the Finance Committee will vote to approve the audit at their October 30th meeting. At the next board of directors meeting in November, the board will be presented with the audit for review.

Item 4. Superintendent Update: Jeff Rutel School Review

- Mrs. LaVigne explained to the board that, every year since its founding, Brilla has hired an external consultant, Jeff Rutel, to observe the schools for one day a year and to provide feedback.
- Mrs. LaVigne shared that Jeff Rutel noted meaningful improvement in pedagogical technique and staff sustainability since last year. The opportunities for growth he suggested include clarifying the vision for exemplary co-teaching and improving academic instruction.
- After the Chair asked the principals for their input regarding the usefulness of the consultant's feedback, Ms. O'Grady shared that there is value in having new external eyes assess the quality of programs.

Item 5. CMO Evaluation Tool

- Mr. Eckholdt prefaced this item by stating that the board hires Seton Education Partners to manage Brilla Public Charter Schools. The CMO Evaluation Tool was developed a few years ago to assess how well Seton Education Partners is fulfilling this task.
- After explaining that this tool is a self-assessment which measures quantitative deliverables, Mr. Salvatierra walked the board through the evaluation tool.
- Ms. Zurlo shared that Brilla staff fill out a survey on the CMO every winter. Mrs. Saroki recommended there be a criterion on the CMO Evaluation Tool regarding feedback from the Brilla staff surveys.
- Mr. Eckholdt proposed that, in the future, there be a third-party review of the CMO evaluation. Additionally, Mr. Eckholdt proposed that, in the future, the board hold a brief discussion with Seton parties recused, in order to discuss the CMO evaluation.

Item 6. Mott Haven Celebration

- Ms. Zurlo shared some highlights from this year's Mott Haven Celebration, an annual block party for Brilla families and the wider community.
- Ms. Zurlo encouraged board members to attend this event next year.

Item 7. Brief Reminders About Real Estate

- Mr. Salvatierra explained that Brilla Veritas Elementary School's current building is not its permanent home. The school will move to its permanent home at 600 E. 156th Street in Summer 2020.
- Mr. Salvatierra reminded the board that the Finance Committee will review the lease and financing of the St. Nicholas of Tolentine building at their October 30th meeting. At the next board of directors meeting in November, the board will vote to approve the lease.
- Upon being duly motioned and seconded, the meeting was adjourned at 6:16 PM.
- After the adjournment of the meeting, the board members went on a tour of Brilla Veritas Elementary School led by Principal Zoranly Castillo. Following the tour, they enjoyed dinner before departing at 7 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from November 19, 2019 Meeting**

Approved by: BRILLA BOARD

Date: December 17, 2019

Agenda:

Date: November 19, 2019	
Time:	12:00 – 1:23 PM EST
Location:	In Person: 441 East 148 th Street Bronx, NY 10455 Zoom: https://zoom.us/j/8266126190 Call In: 646-558-8656 Pin: 8266126190
Participants:	Board members in person or via video: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Mary O’Grady, Rick Ramirez, and Stephanie Saroki de Garcia Board members via call-in: Darla Romfo and Elena Sada School Staff: Ali Apfel, Zoranly Castillo, Reyes Claudio, Matthew Larsen, Kelsey LaVigne, Christopher Matesic, Carmen Santos CMO Staff: Ruby Amezquita, Aaron Brenner, Michael Carbone, Brett Chappell, Matt Salvatierra, Danielle Schirripa, Trevor Sorensen, Yeime Valle, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Bob Keogh Other: Chip Gordon, Eric Grannis, Danielle Tschirhart, Ian Rowe, William Stroud
Apologies:	None

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of October minutes	Chair	12:01 - 12:02
2	October Financial Update	Keogh	12:02 - 12:03
3	FY 2019 Audit	Salvatierra	12:03 - 12:04
4	High School Partnership Discussion	Rowe	12:05 – 12:59
5	Lease and Financing of 2336 Andrews Ave Discussion	Salvatierra	1:00-1:18
6	Resolution To Approve Academic and Business Services Agreement for High School Partnership	Chair	1:18-1:19

7	Resolution To Appoint Stephanie Saroki de Garcia as the Brilla Representative on the Ventoux Board of Directors	Chair	1:20-1:21
8	Resolution To Approve Lease and Financing of 2336 Andrews Ave	Chair	1:22-1:23

Proceedings:

- The meeting was called to order by Chair at 12:00 PM.

Item 1. Approval of September Minutes

- Mrs. Saroki de Garcia motioned to approve the minutes from the October board of directors meeting.
- After being seconded, the minutes from the October meeting were unanimously approved.
- Notes from the October 30th and November 15th Finance Committee meetings were filed.

Item 2. October Financial Update

- Mr. Keogh provided an update of Brilla’s financial status as of October

Item 3. FY 2019 Audit

- Mr. Salvatierra informed the board that the audit of Brilla’s financials for the fiscal year ending June 30, 2019 was clean with no findings or recommendations. He reminded the board that the finance committee approved the audit at their October 30th meeting.

Item 4. High School Partnership Discussion

- Mr. Rowe, CEO of Public Preparatory Network, provided the board with some background information on Public Preparatory Network. Introducing the Ventoux Partnership High School initiative, he highlighted points of similarity between the Brilla and Public Prep models that make them compatible networks to have a partnership high school. Without requiring Brilla to send a preset number of students to the school each year, Ventoux Partnership High School would provide graduating 8th grade students from both networks a guaranteed seat.
- Mr. Rowe then introduced Eric Grannis, founding board member of the Ventoux Partnership Network, and William Stroud who will be the founding principal.
- Mr. Stroud then described the programmatic elements of the high school. Graduating seniors will complete the requirements to receive an international baccalaureate or an industry credential.
- In response to a question from Ms. Romfo, Mr. Rowe told the board that, by entering into this partnership, Brilla takes on no financial commitment other than the per pupil funding of enrolled high school students and can pull out of the partnership anytime with a two year notice.
- It was noted that the proposed CMO agreement sets a target of each participating school sending 80% of their students. While there is no penalty if this number is not hit, Mr. Grannis stressed the importance of each participating school viewing this high school as a strong option for all of its students.

Item 5. Lease and Financing of 2336 Andrews Ave

- Mr. Salvatierra walked the board through the lease and financing of the 2336 Andrews Ave building in which Brilla Pax and Brilla Caritas will open in August 2020.
- Mr. Salvatierra reminded the board that Mr. Jones, with the involvement of the finance committee as well as the independent legal counsel of Chip Gordon, has led the effort to ensure that the lease is fair and appropriate for the school. Mr. Salvatierra told that board that Brilla engaged Matter Real Estate to conduct a detailed market analysis which confirmed that this deal is fair-market

value and that the negotiation of this lease has taken place at arms length between Seton and Brilla. He also informed the board that the lease will be submitted to SUNY for their review and approval.

- Mr. Salvatierra then described the financing for the building. Brilla will be guaranteeing the loan and co-issuing the mortgage with Seton. These accommodations were ultimately recommended by the finance committee due to the benefits that they afford to Brilla – notably a favorable interest rate that allows Seton to charge below-market lease rates in the early years while the school is growing in enrollment, as well as assure an on-time delivery of the building on a very tight construction schedule. Mr. Salvatierra informed the board that Seton will be refinancing this loan within 5 years, thus nullifying Brilla’s guarantee going forward.

Item 6. Resolution To Approve Academic and Business Services Agreement for High School Partnership

- Mrs. Saroki de Garcia motioned to approve the Academic and Business Services Agreement for high school partnership.
- Upon being seconded, the board unanimously approved the Academic and Business Services Agreement by and between Ventoux Partnership Network, LLC, and Brilla College Preparatory Charter Schools and authorized an application to the Charter Schools Institute by Brilla College Preparatory Charter Schools, which currently is authorized to serve grades K to 8, to amend its charter to serve grades K through 12.

Item 7. Resolution To Appoint Stephanie Saroki de García as the Brilla Representative on the Ventoux Board of Directors

- Mrs. Saroki de García recused herself from the vote, left the meeting, and did not return.
- Mr. Bozian motioned to appoint Stephanie Saroki de García as the Brilla Representative on the Ventoux Board of Directors.
- After being duly seconded, the board unanimously appointed Stephanie Saroki de García to represent the interests of Brilla College Preparatory Charter Schools on the Ventoux Board of Directors.

Item 8. Resolution To Approve Lease and Financing of 2336 Andrews Ave

- All parties affiliated with Seton Education Partners left the meeting to allow for further discussion and a vote on the proposed lease a financing for 2336 Andrews Ave.
 - Mr. Bozian motioned to approve the lease and financing of the 2336 Andrews Ave building.
 - After being duly seconded, the board unanimously approved the lease and financing, approved by Civic Builders, for the 2336 Andrews Ave building.
 - The signed resolution is attached.
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- Upon being duly motioned and seconded, the meeting was adjourned at 1:23 PM.
 - Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from December 17, 2019 Meeting**

Approved by: BRILLA BOARD Date: January 21, 2020

Agenda:

Date: December 17, 2019	
Time:	12:00 – 12:30 PM EST
Location:	In Person: 441 East 148 th Street Bronx, NY 10455 Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	Board members via video: Charles Bozian, Eric Eckholdt, James Jones, Mary O’Grady, Rick Ramirez, Elena Sada, and Stephanie Saroki de Garcia Board members via call-in: Brother Brian Carty, Darla Romfo School Staff: Ali Apfel, Zoranly Castillo, Reyes Claudio, Matthew Larsen, and Kelsey LaVigne CMO Staff: Michael Carbone, Matt Salvatierra, Danielle Schirripa, Trevor Sorensen, Yeime Valle, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Bob Keogh
Apologies:	None

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of November minutes	Chair	12:01 - 12:02
2	November Financial Update	Keogh	12:02 - 12:03
3	Brilla Admissions Policy Discussion	Salvatierra	12:03 - 12:04
4	Resolution To Approve Amended Brilla Admissions Policy	Chair	12:05 – 12:59
5	ED Update	Salvatierra	1:00-1:18

Proceedings:

- The meeting was called to order by Chair at 12:01 PM.

Item 1. Approval of November Minutes

- Mr. Bozian motioned to approve the minutes from the November board of directors meeting.

- After being seconded, the minutes from the November meeting were unanimously approved.

Item 2. November Financial Update

- Mr. Keogh provided an update of Brilla's financial status as of November.

Item 3. Brilla Admissions Policy Discussion

- Mr. Salvatierra oriented the board to the proposed changes.
- Ms. Zurlo framed the proposal to eliminate the weighted lottery generator for schools receiving CSP funding by sharing that, according to a session at the New York Charter Center, few other charter networks in the city currently use the weighed lottery generator for schools receiving CSP funding.

Item 4. Resolution To Approve Amended Brilla Admissions Policy

- Mr. Bozian motioned to approve the following resolution:

WHEREAS Brilla College Preparatory Charter Schools wishes to amend its current admissions policy by adding two additional schools (Brilla Pax and Brilla Caritas) and by removing the use of the weighted lottery generator for schools receiving CSP funding;

RESOLVED the Board of Directors of Brilla College Preparatory Charter Schools hereby approved he amended changes to the Brilla Admissions Policy.

- Upon being seconded the amended Brilla Admissions policy was unanimously approved.

Item 5. ED Update

- Ms. Zurlo encouraged all board members to spend a day at Brilla observing classes. She then invited Mr. Eckholdt to share some insights he gleaned from his visit on November 21.
- Mrs. LaVigne shared some updates on school leadership and personnel.
- Mrs. Claudio then gave some updates on student recruitment efforts.
- Before adjourning the meeting, Dr. Sada asked a question around staff development and leadership cultivation to which Mrs. LaVigne and Ms. Zurlo shared some efforts to address current challenges.
- Upon being duly motioned and seconded, the meeting was adjourned at 12:30 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from January 21, 2020 Meeting**

Approved by: BRILLA BOARD

Date: February 25, 2020

Agenda:

Date: January 21, 2020	
Time:	5:03-7:21 PM EST
Location:	In Person: 11 Madison Avenue, Floor 2B Berlin Room, New York, NY 10010 Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	Board members in person: Charles Bozian, Eric Eckholdt, James Jones, Mary O’Grady, Darla Romfo Board members via video: Brother Brian Carty, Elena Sada, and Stephanie Saroki de García School Staff: Ali Apfel, Zoranlly Castillo, Matthew Larsen, and Kelsey LaVigne CMO Staff: Michael Carbone, Brett Chappell, Matt Salvatierra, Danielle Schirripa, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Kyle Pellerin
Apologies:	Rick Ramirez

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Introductions	Zurlo	5:03 – 5:11
2	Approval of December Minutes	Chair	5:12 – 5:14
3	December Financial Update	Pellerin	5:15 – 5:18
4	Superintendent Update	LaVigne	5:19 – 5:42
5	Amended Seton-Brilla CMO Services Agreement Discussion	Salvatierra	5:43 – 6:00
6	Brilla Pax and Caritas Elementary Schools Facility Update	Salvatierra	6:01 – 6:06
7	Executive Session	Saroki de García	6:07 – 7:12
8	Resolution To Approve Amended Ventoux-Brilla Academic and Business Services Agreement	Chair	7:13 – 7:15

9	Resolution To Approve Related Party Transaction with Seton Education Partners	Chair	7:16 – 7:18
10	Resolution To Approve Amended Seton-Brilla CMO Services Agreement	Chair	7:18 – 7:21

Proceedings:

- The meeting was called to order by Chair at 5:03 PM.

Item 1. Introductions

- All who were present introduced themselves and shared how long they have been involved with Brilla.

Item 2. Approval of December Minutes

- Ms. Romfo motioned to approve the minutes from the December board of directors meeting.
- After being seconded, the minutes from the November meeting were unanimously approved.
- Notes from the January 10th finance committee meeting were filed.

Item 3. December Financial Update

- Mr. Pellerin provided an update of Brilla’s financial status as of December.

Item 4. Superintendent Update

- Mrs. LaVigne shared some updates from various mid-year data points that illustrate the overall health of the organization.
- Mrs. LaVigne shared that there remains meaningful interest in daycare options. After listening to input from several directors, Ms. Zurlo shared that she will continue to investigate this matter.

Item 5. Amended Seton-Brilla CMO Services Agreement Discussion

- Mr. Salvatierra walked the board through some proposed changes to the CMO contract.

Item 6. Brilla Pax and Caritas Elementary Schools Facility Update

- Mr. Salvatierra shared that construction is underway to renovate a former archdiocesan building that will house Brilla Pax and Brilla Caritas Elementary Schools starting in August.
- He informed the board that SUNY’s General Council asked the board to clarify some matters in the related party transaction with Seton Education Partners.

Item 7. Executive Session

- The Chair motioned to move into Executive Session to discuss the Ventoux-Brilla Academic and Business Services Agreement during which matters related to the employment history of a corporation and individuals would be discussed. The motion passed unanimously.
- At the end of the discussion, there was a motion to exit Executive Session and resume Public Session.

Item 8. Resolution To Approve Amended Ventoux-Brilla Academic and Business Services Agreement

- Mrs. Saroki de García recused herself from the vote, left the meeting, and did not return.
- Ms. O’Grady motioned to approve the following resolution:

WHEREAS Brilla College Preparatory Charter Schools wishes to enter into an agreement with Ventoux Partnership Network, LLC, a New York not-for-profit corporation to manage a high school serving Brilla's students;

RESOLVED the Board of Directors of Brilla College Preparatory Charter Schools hereby approves the terms and conditions of partnership as described in the amended Academic and Business Services Agreement.

- After being duly seconded, the board unanimously approved the Amended Academic and Business Services Agreement by and between Ventoux Partnership Network, LLC, and Brilla College Preparatory Charter Schools.

Item 9. Resolution To Approve Related Party Transaction with Seton Education Partners

- All parties affiliated with Seton Education Partners recused themselves, left the meeting, and did not return to allow for further discussion and a vote.
- Mr. Jones motioned to approve the following resolution:

That the minutes shall reflect that in authorizing the School to enter into the Sublease for Andrews Avenue and the Guaranty, Environmental Indemnity Agreement and Mortgage in connection with Seton's financing of the project, the Board has found this related party transaction with Seton to be fair, reasonable and in the School's best interest because no other alternatives were feasible or able to offer the financial benefits of this transaction. Specifically:

1) As confirmed by the Matter Realty Analysis, the Sublease rent is reduced and substantially below market in lease years 1-9, with effective savings of approximately \$10 million, and, in lease years 10-35 base rent will be approximately 10% below market. It is therefore unlikely that such favorable rent rates can be found within the geographic area that Pax and Caritas will be serving;

2) Financing from Seton is critical in order to carry out the extensive renovations necessary to fit up any facility into an operational charter school, and the School does not have the resources to independently afford or finance the leasing (or purchase) and renovation of property without its unique partnership with Seton, whose mission is so directly aligned with that of the School; and

3) The Board has been advised that Seton cannot procure the necessary financing for this transaction unless the School executes a Guaranty and co-signs an Environmental Indemnity Agreement, as well as co-signing the Mortgage for the limited purpose of procuring an exemption from the applicable mortgage tax.

- After being duly seconded, the board unanimously approved the related party transaction with Seton Education Partners.

Item 10. Resolution To Approve Amended Seton-Brilla CMO Services Agreement

- Ms. O'Grady motioned to approve the following resolution:

WHEREAS Brilla College Preparatory Charter Schools wishes to amend its current CMO Services Agreement with Seton Education Partners to reflect an increase of services delivered as well as an increase in centralized staff in exchange for an increased fee;

RESOLVED the Board of Directors of Brilla College Preparatory Charter Schools hereby approves the amended changes to the CMO Services Agreement.

- After being duly seconded, the board unanimously approved the amended CMO Services Agreement with Seton Education Partners.
- Upon being duly motioned and seconded, the meeting was adjourned at 7:21 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from February 25, 2020 Meeting**

Approved by: BRILLA BOARD Date: March 24, 2020

Agenda:

Date:	February 25, 2020
Time:	12:00 – 12:55 PM EST
Location:	In Person: 441 East 148 th Street Bronx, NY 10455 Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	Board members via video: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Mary O’Grady, Rick Ramirez, and Stephanie Saroki de Garcia School Staff: Ali Apfel, Zoranlly Burgos, Kelsey LaVigne, Shingi Mutasa, Molly Rippe, Meirelys Ruiz CMO Staff: Michael Carbone, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo 4th Sector Solutions: Bob Keogh
Apologies:	Elena Sada and Darla Romfo

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of January minutes	Chair	12:01 - 12:02
2	January Financial Update	Keogh	12:02 - 12:03
3	Introduction of New Principals	LaVigne	12:03 - 12:18
4	El Camino Presentation	Valle	12:19 - 12:27
5	ED Update	Zurlo	12:28 - 12:55

Proceedings:

- The meeting was called to order by Chair at 12:01 PM.

Item 1. Approval of January Minutes

- Brother Brian motioned to approve the minutes from the January board of directors meeting.
- After being seconded, the minutes from the January meeting were unanimously approved.

Item 2. January Financial Update

- Mr. Keogh provided an update of Brilla's financial status as of January

Item 3. Introduction of New Principals

- Mrs. LaVigne introduced Ms. Rippe who will be the new principal of Brilla College Preparatory Elementary School, Mr. Mutasa who will be the principal of Brilla Pax Elementary School, and Mrs. Ruiz who will be the principal of Brilla Veritas Elementary.
- Ms. Zurlo then shared some biographical information about the board members with the new principals.

Item 4. El Camino Presentation

- Mrs. Valle then shared some information on El Camino, Brilla's partnership after school program.

Item 5. ED Update

- Ms. Zurlo gave a brief update on the political environment as it relates to charter schools.
- Ms. Zurlo then shared Brilla College Prep's SUNY accountability report.
- Mrs. Saroki de García then gave a brief update about the Ventoux Partnership High School.

- Upon being duly motioned and seconded, the meeting was adjourned at 12:55 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from March 24, 2020 Meeting**

Approved by: BRILLA BOARD Date: APRIL 21, 2020

Agenda:

Date: March 24, 2020	
Time:	12:00 – 1:12 PM EST
Location:	Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	<p>Board members via video: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Mary O’Grady, Elena Sada, and Darla Romfo</p> <p>Board members via phone: Stephanie Saroki de Garcia</p> <p>School Staff: Ali Apfel, Zoranly Burgos, Matthew Larsen, Kelsey LaVigne, Shingi Mutasa, Molly Rippe, Meirelys Ruiz</p> <p>CMO Staff: Michael Carbone, Brett Chappell, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo</p> <p>4th Sector Solutions: Bob Keogh</p>
Apologies:	Rick Ramirez

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of February minutes	Chair	12:01 - 12:02
2	February Financial Update	Keogh	12:02 - 12:06
3	Initial Statement Letter Resolution	Salvatierra	12:07 - 12:08
4	Winter MAP Results	Carbone	12:09 - 12:23
5	COVID-19 Closure Plan	Zurlo	12:24 - 1:17

Proceedings:

- The meeting was called to order by Chair at 12:00 PM.

Item 1. Approval of February Minutes

- Ms. O’Grady motioned to approve the minutes from the January board of directors meeting.
- After being seconded, the minutes from the February meeting were unanimously approved.

- Minutes from the March 10 Academic Committee Meeting were filed.

Item 2. February Financial Update

- Mr. Keogh provided an update of Brilla's financial status as of February

Item 3. Initial Statement Letter

- Ms. O'Grady motioned to approve the initial statement letter.
- After being seconded, the initial statement letter was unanimously approved.

Item 4. Winter MAP Results

- Mr. Carbone shared the results from the NWEA Winter Exam. He then spoke about some of the measures in place to improve performance.

Item 5. COVID-19 Closure Plan

- Ms. Zurlo then walked the board through the COVID-19 Closure Plan. She discussed the plan for remote learning and the distribution of technology and emergency supplies.
- Mr. Salvatierra then discussed some of the potential long-term effects of the closure on facilities.
- Mr. Chappell then spoke about the how the closure has affected talent acquisition and some of the plans in place to ensure that Brilla is fully hired for the next school year.
- Mrs. Claudio provided on update about how the closure affects student enrollment and the lottery.

- Upon being duly motioned and seconded, the meeting was adjourned at 1:12 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from April 7, 2020 Meeting**

APPROVED BY: BRILLA BAORD

DATE: APRIL 21, 2020

Agenda:

Date:	April 7, 2020
Time:	1:34 – 1:51 PM EST
Location:	Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	<p>Board members via video: Charles Bozian, Brother Brian Carty, James Jones, Mary O’Grady, Elena Sada, and Darla Romfo</p> <p>Board members via phone: Stephanie Saroki de Garcia, Eric Eckholdt</p> <p>CMO Staff: Matt Salvatierra, Danielle Schirripa, and Luanne Zurlo</p>
Apologies:	Rick Ramirez

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Paycheck Protection Program Loan Discussion	Salvatierra	1:34 – 1:49
2	Resolution To Approve Paycheck Protection Program	Chair	1:50 - 1:51

Proceedings:

- The meeting was called to order by Chair at 1:34 PM.

Item 1. Paycheck Protection Program Loan Discussion

- Mr. Salvatierra discussed Brilla’s application for the paycheck protection program loan.
- The board members then asked questions about the loan.

Item 2. Resolution to Approve Paycheck Protection Program

- Ms. O’Grady motioned to approve the below resolution:

Incurrence of indebtedness under the Paycheck Protection Program under Title I of the CARES Act of 2020

WHEREAS, the Board has determined that current economic uncertainty makes a loan request under the Paycheck Protection Program under Title I of the Coronavirus Aid, Relief and Economic Stimulus Act of 2020 (the “CARES Act”) necessary to support the ongoing operations of the Organization.

WHEREAS, the Board deems it necessary, desirable, and in the best interests of the Organization, for the Organization to incur indebtedness under the CARES Act in an amount not to exceed One Million Seven Hundred Ninety Five Thousand Two Hundred Fourty-One Dollars (\$1,795,241) (the “PPP Loan”).

RESOLVED, that Board of the Organization does, and hereby approves of the incurrence by the Company of the PPP Loan in accordance with the CARES Act and all applicable laws; provided that the proceeds thereof are used for the purposes expressly set forth in, and permitted under, the CARES Act and the regulations issued in connection therewith.

General Authorization

RESOLVED, that the Board of the Organization hereby authorizes and directs the Chief Financial Officer/Chief Operating Officer and/or the Chair of the Board of Trustees of the Organization (each an “Authorized Person”), jointly and severally, in the name and on behalf of the Organization, to execute and deliver all such notes, agreements, certificates, documents, instruments and notices and to take all other actions and pay any such fees as either Authorized Person, in his sole discretion, may deem necessary or appropriate in order to carry out and effect the foregoing resolutions and actions, and hereby ratifies and confirms any and all such actions.

- After being seconded, the resolution was unanimously approved.
- Upon being duly motioned and seconded, the meeting was adjourned at 1:51 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from April 21, 2020 Meeting**

Approved by: BRILLA BOARD Date: MAY 19, 2020

Agenda:

Date: April 21, 2020	
Time:	12:00 – 12:53 PM EST
Location:	Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	<p>Board members via video: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Mary O’Grady, Rick Ramirez, Elena Sada, and Darla Romfo</p> <p>Board members via phone: Stephanie Saroki de Garcia</p> <p>School Staff: Ali Apfel, Zoranlly Burgos, Reyes Claudio, Stephanie Frias, Matthew Larsen, Shingi Mutasa, Molly Rippe, Meirelys Ruiz</p> <p>CMO Staff: Michael Carbone, Brett Chappell, Isabella Gadapee, David Morales, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo</p> <p>4th Sector Solutions: Bob Keogh</p>
Apologies:	None

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of March minutes	Chair	12:01 - 12:02
2	Approval of April 7 th Emergency Meeting Minutes	Chair	12:02 - 12:03
3	March Financial Update	Keogh	12:04 - 12:08
4	Lottery Update	Carbone	12:09 - 12:23
5	COVID-19 Updates	Zurlo et. al	12:24 - 12:48
6	Partnership High School Update	Saroki de García	!2:48 – 12:53

Proceedings:

- The meeting was called to order by Chair at 12:00 PM.

Item 1. Approval of March Minutes

- Ms. O'Grady motioned to approve the minutes from the March board of directors meeting.
- After being seconded, the minutes from the March meeting were unanimously approved.
- Minutes from the April 7th Finance Committee Meeting were filed.

Item 2. Approval of April 7th Emergency Meeting Minutes

- Mr. Bozian motioned to approve the minutes from the April 7th Emergency Meeting.
- After being seconded, the minutes were unanimously approved.

Item 3. March Financial Update

- Mr. Keogh provided an update of Brilla's financial status as of March.

Item 4. Lottery Update

- Mrs. Claudio provided an update on Brilla's enrollment following the annual lottery.

Item 5. COVID-19 Update

- Mr. Salvatierra detailed some of the implications of COVID-19 on Brilla's financials.
- Mr. Carbone then gave an update on academics and student services.
- Ms. Wagner described the efforts of the Character Initiatives Team to support students and staff during the closure.
- Mrs. Valle gave an update on the Seton Family Support Fund and other efforts to support Brilla families.

Item 6. Partnership High School Update

- Mrs. Saroki de García shared an updated timeline on the Partnership High School initiative in light of COVID-19.
- Upon being duly motioned and seconded, the meeting was adjourned at 12:53 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.