

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

Approved by: BRILLA BOARD

Date: AUGUST 18, 2020

Agenda:

Date: July 21, 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 or phone: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Elena Sada, Mary O’Grady, and Stephanie Saroki de Garcia</p> <p>School Staff: Zoranly Burgos, Matthew Larsen, Shingi Mutasa, Molly Rippe, and Meirelys Ruiz</p> <p>CMO Staff: Ruby Amezcuita, Michael Carbone, Brett Chappell, Reyes Claudio, Stephanie Frias, Kelsey LaVigne, David Morales, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo</p> <p>4th Sector Solutions: Joe Keeney, Melissa Fox and Bob Keogh</p>
Apologies:	Rick Ramirez and Darla Romfo

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of June Minutes	Chair	12:00 - 12:01
2	June Financial Update	Keogh	12:02 - 12:12
3	Staff Exit Interview and Gallup Q12 Summary	Chappell/ LaVigne	12:13 – 12:40
4	ED Update	Zurlo	12:41 - 12:50
5	Executive Session	Chair	12:51 - 1:11

Proceedings:

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

Item 1. Approval of June Minutes

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

Item 2. June Financial Update

- Mr. Keogh provided an update of Brilla's financial status as of June.
- Mr. Keogh explained that Brilla closed FY20 with a surplus, due largely to savings on operating costs due to building closures.
- In response to a question, Mr. Salvatierra described some of the additional costs Brilla will incur in FY21 operating in a COVID world. Some of these costs include additional computers, more cleaning supplies, etc.

Item 3. Staff Exit Interview and Gallup Q12 Summary

- Mrs. LaVigne explained that Brilla staff take the Gallup Q12 staff survey each year which assesses the overall health of the organization,
- She highlighted areas of strength and discussed plans to address shortcomings.
- Mr. Chappell shared some metrics on staff retention and summarized feedback from staff exit interviews.
- In response to a question about Brilla's classical curriculum, Mr. Eckholdt suggested that, at the next in-person board meeting, the board have a more in-depth discussion about Brilla's curriculum.

Item 4. ED Update

- Ms. Zurlo told the board about Brilla's onboarding schedule.
- She also shared that construction on the permanent campus of Brilla Veritas Elementary and the building that will house Brilla Pax and Brilla Caritas Elementary Schools are on track and will be ready for use in August.
- Lastly, she informed the board that Brilla will submit reopening plans to the State at the end of the month. At the next meeting, the board will hear more details about these plans.

Item 5. Executive Session

- The Chair motioned to move into Executive Session to discuss the performance of the Chief of Schools. The motion passed unanimously.
- To conclude the meeting, there was a motion to exit Executive Session and resume Public Session
- 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 August 18, 2020 Meeting**

Approved by: BRILLA BOARD

Date: SEPTEMBER 22, 2020

Agenda:

Date: August 18, 2020	
Time:	12:00 – 1:02 PM EST
Location:	Zoom: https://zoom.us/j/6144582011 Call In: 646-558-8656 Pin: 6144582011
Participants:	<p>Board members via video or phone: Charles Bozian, Eric Eckholdt, James Jones, Elena Sada, Mary O’Grady, Rick Ramirez, Darla Romfo and Stephanie Saroki de Garcia</p> <p>School Staff: Zoranly Burgos, Shingi Mutasa, Molly Rippe, and Meirelys Ruiz</p> <p>CMO Staff: Ruby Amezquita, Michael Carbone, Brett Chappell, Reyes Claudio, Dan Faas, Stephanie Frias, Jen Gowers, Kelsey LaVigne, Sarah Meagher, David Morales, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo</p> <p>4th Sector Solutions: Kyle Pellerin and Bob Keogh</p>
Apologies:	Brother Brian Carty

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of July Minutes	Chair	12:00 - 12:01
2	FY20 Financial Update	Keogh	12:02 - 12:11
3	Character Initiatives	Wagner	12:12 – 12:18
4	Reopening Plan	Zurlo et al.	12:19 - 12:49
5	Resolution To Approve Reopening Plan	Chair	12:50 – 12:51
6	Getting Ready for the School Year: Virtual Onboarding and Building Prep	LaVigne	12:52-1:01
7	Adjournment	Chair	1:02

Proceedings:

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

Item 1. Approval of June Minutes

- Ms. O’Grady motioned to approve the minutes from the July board of directors meeting.

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

Item 2. FY20 Financial Update

- Mr. Keogh provided an update of Brilla's financial status at the end of FY20.
- Mr. Keogh explained that Brilla finished the fiscal year with a surplus against a budgeted deficit.
- Mr. Keogh told the Board that Brilla exceeds SUNY's "excellent" rating for all financial benchmarks/ratios.

Item 3. Character Initiatives

- Ms. Wagner reported on data from the Family Character Survey, which asks parents to answer questions about their child's behavior in line with seven virtue and socio-emotional benchmarks.
- Given the strength of this Spring's data despite challenges the pandemic introduced, Ms. Wagner told the board that she believes it is feasible that, by Spring 2022, Brilla Schools meet the target goal of 75% of parents reporting that their children meet or exceed in 5 out of 7 character benchmarks.

Item 4. Reopening Plan

- Ms. Zurlo introduced the presentation by describing the experts and different groups the team consulted. She reminded the board that the plan was submitted to SUNY on July 31st, and, as a best practice, the board should formally approve it.
- Mrs. LaVigne began the presentation giving a brief overview of the options families have for instruction.
- Mrs. Claudio then spoke about safety measures each campus will implement.
- Mr. Carbone spoke about student schedules, addressing programmatic changes.
- Mrs. LaVigne concluded the presentation speaking about the staffing model.
- The Board then asked questions around space in the buildings and accommodations for staff.

Item 5. Resolution To Approve Reopening Plan

- Mrs. Saroki de Garcia motioned to approve the following resolution:

WHEREAS the 2020-21 Reopening Plan requires board approval;

RESOLVED the Board of Directors of Brilla College Preparatory Charter Schools hereby approves the 2020-21 Reopening Plan.

- After being seconded, the above resolution regarding the Reopening Plan was unanimously approved.

Item 6. Getting Ready for the School Year: Virtual Onboarding and Building Prep

- Mrs. LaVigne spoke briefly about virtual onboarding. She shared that, despite the challenges of doing it over Zoom, the experience was both informative and joy-filled for staff.
- Principals Ms. Burgos and Mr. Mutasa shared that preparations for Brilla Caritas and Brilla Pax were going well and they are eager to welcome kindergartens to the newly renovated building when it is safe to do so.
- Upon being duly motioned and seconded, the meeting was adjourned at 1:02 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 22, 2020 Meeting**

Approved by: BRILLA BOARD

Date: OCTOBER 20, 2020

Agenda:

Date:	September 22, 2020
Time:	12:00 – 12:42 PM EST
Location:	Zoom: https://setonpartners-org.zoom.us/j/6144582011?pwd=d0xDeWRTTnZGaDJpRkdFM2pRbUdYZz09 Call In: 646-558-8656 Pin: 6144582011
Participants:	<p>Board members via video or phone: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Mary O’Grady, Rick Ramirez, Darla Romfo and Stephanie Saroki de Garcia</p> <p>School Staff: Zoranlly Burgos, Matt Larsen, Eulices Mateo, Shingi Mutasa, Juan Rosario, Molly Rippe, and Meirelys Ruiz</p> <p>CMO Staff: Ruby Amezquita, Michael Carbone, Brett Chappell, Reyes Claudio, Dan Faas, Stephanie Frias, Jen Gowers, Kelsey LaVigne, David Morales, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo</p> <p>4th Sector Solutions: Bob Keogh</p>
Apologies:	Elena Sada,

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Teacher Perspective: Teaching Kindergarten Remotely	Chaves	12:01 - 12:10
2	Approval of August Minutes	Chair	12:11 - 12:12
3	August Financial Update	Keogh	12:12 – 12:18
4	ED Update: Returning to In-Person School	Zurlo	12:19 - 12:20
5	Back to School Success Measures	LaVigne	12:20 – 12:41

Proceedings:

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

Item 1. Teacher Perspective: Teaching Kindergarten Remotely

- Brilla Caritas Kindergarten Teacher and Team Lead, Ms. Kiara Chavez, spoke to the board about her experience teaching kindergarteners remotely since August 31st.

- In response to some questions from the board, Ms. Chavez said she has been focusing primarily on two areas: ensuring her students can manage the technology and setting clear expectations.

Item 2. Approval of August Minutes

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

Item 3. August Financial Update

- Mr. Keogh provided an update on Brilla’s financials as of August.
- Mr. Salvatierra informed that board that he is monitoring the governor’s indication that state education funding could be cut by 20% in light of COVID-19.

Item 4. ED Update: Returning to In-Person School

- Ms. Zurlo updated the board that Brilla began school remotely on August 31st. She shared that in-person learning will begin on Monday, September 28 given that all the necessary components (including securing Personal Protective Equipment, guaranteeing a nurse is at each building, and having priority testing available for staff) are in place.
- She shared that Brilla made available optional COVID testing to all staff who wished to be tested before returning to school in-person.

Item 5. Back to School Success Measures

- Mrs. LaVigne presented on a variety of data points used to measure the holistic success of remote learning that begin on August 31st. The data included attendance rates, passing rates on assessments, and minutes spent on assignments.
- She shared that Brilla will continue to track a variety of metrics on remote learning.
- Upon being duly motioned and seconded, the meeting was adjourned at 12:42 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 20, 2020 Meeting**

Approved by: BRILLA BOARD

Date: NOVEMBER 17, 2020

Agenda:

Date: October 20, 2020	
Time:	6:09 – 7:26 PM EST
Location:	441 E. 148 th Street Bronx, NY 10454 Zoom: https://setonpartners-org.zoom.us/j/6144582011?pwd=d0xDeWRTTnZGaDJpRkdFM2pRbUdYZz09 Call In: 646-558-8656 Pin: 6144582011
Participants:	Board members via video: Charles Bozian, Brother Brian Carty, Eric Eckholdt, James Jones, Mary O’Grady, Darla Romfo and Stephanie Saroki de Garcia School Staff: Zoranly Burgos, Matt Larsen, Shingi Mutasa, Molly Rippe, Meirelys Ruiz, Milan Flynnch, Alexadnra Casado, Robin Williams, and Husein Yatabarry CMO Staff: Ruby Amezquita, Michael Carbone, Reyes Claudio, Jen Gowers, Kelsey LaVigne, Matt Salvatierra, Danielle Schirripa, Yeime Valle, Jolleen Wagner, and Luanne Zurlo Other: Bob Keogh, David Ingles
Apologies:	Rick Ramirez, Elena Sada,

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Approval of September Minutes	Chair	6:09 - 6:10
2	Resolution To Approve Amended Bylaws	Chair	6:10 – 6:12
3	Resolution To Approve David Ingles to the Board of Directors	Chair	6:12 – 6:14
4	September Financial Update	Keogh	6:15 - 6:20
5	COVID Spending Breakdown	Salvatierra	6:21 – 6:26
6	Meet the Network Team: Senior Director of Elementary Schools	Gowers	6:27 – 6:32
7	Resolution To Approve Line of Credit at East West Bank	Salvatierra	6:33 – 6:37
8	CMO Evaluation Tool	Salvatierra	6:38 – 6:58
9	Executive Session To Discuss CMO Evaluation Tool	Chair	6:58 – 7:26

Proceedings:

- The meeting was called to order by Chair at 6:09 PM.

Item 1. Approval of September Minutes

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

Item 2. Resolution To Approve Amended Bylaws

- Mr. Ingles recused himself from the meeting to allow for discussion and a vote. He returned to the meeting at 6:15, after the board had discussed his election and voted on the resolution to approve him to the board of directors.
- Ms. Zurlo explained the intent to amend Section 4.3 of the bylaws which previously stated:

The authorized number of trustees shall be nine (9). The Board may modify this number by a majority vote of the full board, but in no case shall the number of trustees be fewer than five (5).

- She explained that the proposed amendment would set a range for the number of trustees. That is, Section 4.2 would state:

The authorized number of trustees shall in no case be more than eleven (11) or fewer than five (5). The Board may modify this number by a majority vote of the full board.

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

WHEREAS the by-laws of Brilla College Preparatory Charter Schools require the approval of the Board of Directors for the amendment of by-laws;

RESOLVED the Board hereby approves the amended by-laws.

- After being seconded, the resolution to amend the bylaws was unanimously approved.

Item 3. Resolution To Approve David Ingles to the Board of Directors

- Mr. Eckholdt read Mr. Ingles's bio, noting Mr. Ingles' experience as an attorney.
- The board then discussed Mr. Ingles's election.
- Brother Brian Carty motioned to approve the following resolution:

WHEREAS the by-laws of Brilla College Preparatory Charter Schools require approval of the Board of Directors for the installment of new Board Members;

RESOLVED the Board hereby installs the following individual(s) to join the Board of Directors of Brilla College Preparatory Charter Schools:

David Ingles

FURTHER RESOLVED the Board appoints Mr. Ingles to a term of three years pending the approval of the State University of New York Board of Trustees.

- After being duly seconded, the resolution to approve David Ingles to the Board of Directors was unanimously approved.
- At 6:15, after the resolution had passed, Mr. Ingles returned to the meeting.

Item 4. September Financial Update

- Mr. Keogh provided an update on Brilla's financial status as of September.
- Mr. Keogh explained that Brilla's audit concluded last week with no findings and will be presented to the Finance Committee at the end of the month.
- Mr. Salvatierra shared that he is closely monitoring the status of per pupil and special education funding. He shared that Brilla's projected surplus for FY21 will help Brilla should there be drastic funding changes.

Item 5. COVID Spending Breakdown

- Mr. Salvatierra provided a breakdown of costs Brilla incurred due to COVID-19. These costs included computers and internet connectivity devices for remote learning, personal protective equipment, private COVID testing for staff, and food and household items for families in need. He then described funding sources that offset these costs.

Item 6. Meet the Network Team: Senior Director of Elementary Schools

- Ms. Jen Gowers, Senior Director of Elementary Schools, introduced herself to the Board and described her role as developmental coach to Brilla elementary principals. She described a tool she is working on with principals to hone their development.

Item 7. Resolution To Approve Line of Credit at East West Bank

- Mr. Salvatierra explained that, in consultation with the Finance Committee, he has investigated securing a line of credit. He explained that this line of credit is intended as a protection for working capital to be sure Brilla has the liquidity it needs if there are delays to funding or serious and sudden cuts.
- Mr. Salvatierra reminded the Board that Brilla had a positive experience working with East West Bank to secure a PPP Loan.
- Mr. Salvatierra explained that the final terms of the agreements are being negotiated to ensure that this loan does not violate covenants with any of Brilla's other lenders.
- Mr. Eckholdt shared that the Finance Committee recommends securing a line of credit with East West Bank.
- Mr. Jones motioned to approve the following resolution:

WHEREAS Brilla College Preparatory Charter Schools desires to secure a line of credit;

RESOLVED the Board of Directors of Brilla College Preparatory Charter Schools hereby approves securing a line of credit at East West Bank as described in the Terms Sheet attached.

- Upon being duly seconded, the resolution to approve a line of credit at East West Bank was approved unanimously.

Item 8. 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.
- Mr. Salvatierra presented the CMO Evaluation Tool, explaining that this tool is a self-assessment which measures quantifiable deliverables. He walked the board through the major categories of the tool: CMO Agreement Compliance, Academic Performance, and Other Metrics.
- When presenting on the Academic Performance portion of the tool, Mr. Salvatierra reminded the board that, ordinarily, the Academics Committee would review the portion on State Exam results

prior to this presentation to the full board. However, due to COVID, State Exams were cancelled this year. Due to State Exams being cancelled and NWEA not being administered in the Spring due to COVID, metrics on internal end-of-year assessments were included on the tool.

- Mr. Eckholdt recommended that a third party review the CMO. He also recommended that the finding of the review be presented to a committee before being presented to the full board.

Item 9. Executive Session To Discuss CMO Evaluation Tool

- In order to allow for further discussion, Mrs. Saroki de García recused, left the meeting, and did not return.
- The Chair motioned to enter into Executive Session to discuss the performance of the Charter Management Organization and its employees. The motion passed unanimously.
- To conclude the meeting, there was a motion to exit Executive Session and resume Public Session.
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- Upon being duly motioned and seconded, the meeting was adjourned at 7:26 PM.
- Minutes submitted by Ms. Danielle Schirripa on behalf of Mr. Rick Ramirez, Board Secretary.