

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from July 2022 Meeting**

Approved by: BRILLA BOARD

DATE: AUGUST 16, 2022

Agenda:

Date: July 19, 2022	
Time:	12:00-12:45 PM EST
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom (https://setonpartners-org.zoom.us/j/82472478412?pwd=QWZOeWVpYzJVckRubVhsZWRrZStYOT09)
Participants:	<p>Board members: Mary O’Grady, Darla Romfo, Eric Eckholdt, James Jones, David Ingles, Rick Ramirez, Elena Sada, and Stephanie Saroki de Garcia</p> <p>School Staff: William Scott, Meirelys Ruiz, Patrick McGowan, Shingi Mutasa, Tanicqua Davis</p> <p>CMO Staff: David Morales, Shanelle County, Jen Gowers, Jessica Lovinsky, Kevin Hanratty, Matt Salvatierra, Reyes Claudio, Molly Rippe, Douglas Minson, and Tywone Redmond</p> <p>Other: Joe Keeney, Kyle Pellerin, Robert Keogh, Shahz Rasheed</p>
Apologies:	Charles Bozian and Br. Brian Carty

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	12:00 pm
2	Approval of June Minutes	Eckholdt	12:02 pm
3	Brilla Lease Amendments	Salvatierra	12:04 pm
4	Graduation & Onboarding Update	Zurlo	12:15 pm
5	Executive Session	Eckholdt	12:20 pm
6	Adjournment	Eckholdt	12:45 pm

Proceedings:

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

Item 2. Approval of June Minutes

- Mrs. Saroki de Garcia motioned to approve the minutes from the May meeting. and Mr. Jones seconded the motion. Ms. Sada abstained from voting as she was not present at the May meeting. The minutes from the June meeting were then approved by all other board members.

Item 3. Brilla Lease Amendments

- Mr. Salvatierra provided an overview of the proposed amendments to the lease agreements between Seton Education Partners and Brilla Public Charter Schools.
- Mr. Ingles moved to approve the attached resolution to approve all lease amendments and Ms. O’Grady seconded the motion. Mrs. Saroki de Garcia recused herself from the final discussion and vote as she is an employee of Seton Education Partners. The attached resolution was then approved.

Item 4. Graduation & Onboarding Update

Ms. Zurlo provided the board with an update on the 8th grade graduation as well as preparations for onboarding for teachers which begins in late July.

Item 5. Executive Session

- Mr. Eckholdt asked for a motion for the board to go into executive session to discuss matters related to the performance of leaders of Vertex Partnership Academies. Ms. Sada motioned to move into executive session and after being seconded by Mrs. Saroki de Garcia, the motion was unanimously approved.
- To conclude the session, there was a motion to exit the executive session and resume the public session.

Item 6. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at **12:45 pm**.
- Minutes submitted by Alexandra Cohill on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from August 2022 Meeting**

Approved by: **BRILLA BOARD**

DATE: **SEPTEMBER 20, 2022**

Agenda:

Date: August 16, 2022	
Time:	12:00-12:45 PM EST
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom (https://setonpartners-org.zoom.us/j/82472478412?pwd=QWZOeWVpYzJVckRubVhsZWRrZStYOT09)
Participants:	<p>Board members: Br. Brian Carty, Eric Eckholdt, James Jones, Darla Romfo, Stephanie Saroki de Garcia, Elena Sada, Rick Ramirez, and Charles Bozian</p> <p>School Staff: William Scott, Meirelys Ruiz, and Patrick McGowan</p> <p>CMO Staff: Jolleen Wagner, Andrew Ketchum, Kevin Hanratty, Mariela Gratero, Robert Keogh, Emily Brooks, Luanne Zurlo, Dan Faas, Molly Rippe, Matt Salvatierra, Billy Bludgus, Daniel Palombo, Jen Gowers, Shanelle County, Stephanie Montero, David Morales, Douglas Minson, Brett Chappell, Alexandra Cohill, and Ruby Amezquita</p> <p>Other: Joe Keeney, Kyle Pellerin, and Robert Keogh</p>
Apologies:	David Ingles, Mary O’Grady

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	12:00 pm
2	Approval of July Minutes	Eckholdt	12:02 pm
3	Financial Update	Salvatierra and Keogh	12:04 pm
4	Brilla Charter Renewals Update	Zurlo and Morales	12:10 pm
5	Staff Exit Interview & Retention Data	Chappell	12:20 pm
6	Adjournment	Eckholdt	12:45 pm

Proceedings:

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

Item 2. Approval of July Minutes

- Ms. Romfo motioned to approve the minutes from the May meeting and Mr. Jones seconded the motion. Mr. Bozian and Br. Brian Carty abstained from voting as they were not present at the July meeting. The minutes from the July meeting were then approved by all other board members.

Item 3. Financial Update

- Mr. Salvatierra provided an overview of Brilla's finances for fiscal year 2022.
- In response to questions from Mr. Jones and Mr. Eckholdt, respectively, Mr. Salvatierra explained where government stimulus money was recorded and how the size of our population of students with disabilities affects income and expenses.

Item 4. Brilla Charter Renewals Update

- Mr. Morales, Senior Director of Data Analytics, summarized the charter renewal process for the board members. He explained that every five years each charter school must go through an extensive renewal process which includes an accountability plan. He noted that SUNY chose Brilla to test out a 'true-up' process so that going forward, each of our five charters will be renewed in the same year. This means that our most recent renewals were made for less than five years so that in future years, all of Brilla's renewals can all be aligned.

Item 5. Staff Exit Interview & Retention Data

- Mr. Chappell provided an overview of Brilla staff retention which included the number of mid-year quits, staff contract renewals, and summer departures. He then summarized data and feedback from the exit interviews which he conducted with all departing staff during the 2021-2022 school year. Finally, he reviewed the 2021-2022 Gallup Q12 Survey results from Brilla staff, comparing the June 2022 results with the October 2021 results.
- A conversation was had around retention, reasons for staff departures, and goals for the future.

Item 6. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at **12:50 pm**.
- Minutes submitted by Alexandra Cohill on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from September 2022 Meeting**

Approved by: BRILLA BOARD

DATE: OCTOBER 18, 2022

Agenda:

Date:	September 20, 2022
Time:	12:00-1:05 PM EST
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom (https://setonpartners-org.zoom.us/j/82472478412?pwd=QWZOeWVpYzJVckRubVhsZWRrZStYQT09)
Participants:	<p>Board members: Br. Brian Carty, Eric Eckholdt, James Jones, Darla Romfo, Stephanie Saroki de Garcia, Elena Sada, Rick Ramirez, and David Ingles, and Mary O’Grady</p> <p>School Staff: Patrick McGowan, Chris Matesic, Denise McCrummen, Shingi Mutasa, Zoranlly Burgos, and Meirylys Ruiz</p> <p>CMO Staff: Alexandra Cohill, Shanelle County, Molly Rippe, Jen Gowers, Billy Bludgus, Douglas Minson, Andrew Ketchum, Jolleen Wagner, Mariela Gratero, Luanne Zurlo, Kevin Hanratty, Matt Salvatierra, Ruby Amezquita, Daniel Palombo, Kelly O’Brien, Jessica Lovinsky, Trevor Sorensen, Yeime Valle, and Christina Reyes</p> <p>Other: Joe Keeney (4th Sector Solutions) and Joyanet Mangual (Vertex Partnership Academy)</p>
Apologies:	Charles Bozian

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	12:00 pm
2	Approval of August Minutes	Eckholdt	12:03 pm
3	Approval of policy regarding virtual board meeting attendance	Eckholdt	12:05 pm
4	Principal Update: Brilla College Prep Middle	Scott	12:10 pm
5	Vertex Update	Mangual	12:22 pm
6	Enrollment Update	Zurlo	12:38 pm
7	Approval of sublease for St. Pius building	Salvatierra	12:50 pm
8	Adjournment	Eckholdt	1:05 pm

Proceedings:

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

Item 2. Approval of August Minutes

- Mr. Jones motioned to approve the minutes from the August meeting and Br. Brian Carty seconded the motion. Ms. O'Grady abstained from voting as she was not present at the September meeting. The minutes from the September meeting were then approved by all other board members.

Item 3. Approval of policy regarding virtual board meeting attendance

- Mr. Eckholdt overviewed the latest requirements of Open Meetings Law regarding virtual attendance at board meetings. He also reviewed a proposed resolution which would authorize Brilla board members to attend meetings via videoconferencing if they have acceptable reasons for virtual attendance.
- Mrs. Saroki de Garcia motioned to approve the resolution and Br. Brian seconded the motion. The attached videoconferencing resolution then passed unanimously.

Item 5. Principal Update: Brilla College Prep Middle

- Mr. Minson introduced Mr. Will Scott, principal of Brilla College Prep Middle (BCPM).
- Mr. Scott provided an overview of relevant data from BCPM, including the most recent academic and culture data. He overviewed progress toward initiatives on academic achievement and school culture.
- In response to a question from Mrs. Saroki de Garcia, Mr. Scott described the efforts around soliciting more feedback from staff.
- Ms. Romfo asked how the school is addressing learning loss, and Mr. Scott overviewed the use of data, targeted interventions, adaptive blended learning groups, and instructional coaching.
- A conversation was had around state test results and the social-emotional needs of students.

Item 6. Vertex Update

- Mrs. Mangual, Principal of Vertex Partnership Academy, provided an overview of the first weeks of school at Vertex, including current enrollment levels, academics, and curriculum. She also named enrollment goals and upcoming events.
- The board discussed Vertex's approach to enrollment and ways to strengthen it.
- Mrs. Saroki de Garcia noted that she plans to ask Mr. Ian Rowe to provide the Brilla board with an update on Vertex students' current academic levels in relation to what the administration expected.
- Mr. Eckholdt noted that while Seton handles recruitment for Brilla K-8, the Vertex leadership is responsible for recruitment for Vertex high school.
- Mrs. Saroki de Garcia asked Mrs. Mangual to schedule a 30-60 minute call to strategize around student recruitment.
- Ms. Sada noted that it could be helpful to survey parents to find out why they chose one school rather than another. Mrs. Saroki de Garcia noted that it might make sense for Chris Matesic to create and circulate a survey to parents of our 8th graders.
- Mr. Eckholdt noted that he supports the creation of a joint oversight committee for Vertex that is composed of both Brilla and Vertex staff.

Item 7. Enrollment Update

- Ms. Zurlo provided an overview of Brilla's current enrollment levels in relation to the enrollment budget and capacity. She noted that there are plans to tighten the staffing model at the schools.

- The board discussed factors that may have led to Brilla's current student enrollment, including sector-wide trends. Ms. Sada noted that it may be beneficial to look at the data from different geographies and types of schools.

Item 4. Approval of sublease for St. Pius building

- Mr. Salvatierra provided an overview of a proposed sublease from Seton to Brilla for a portion of the former St. Pius building, which will include a gym, meeting space, and small rooms for individualized instruction.
- Mr. Eckholdt noted that an independent counsel representing Brilla reviewed the sublease. He added that Brilla completed a fair market valuation of the space and determined that the proposed sublease is a favorable deal for Brilla and is below market rate.
- All Seton staff members recused themselves from the meeting, exiting the room in person and logging off of Zoom.
- In response to a question from Ms. Sada, Mr. Eckholdt reiterated that he is pleased with the terms of the lease and believes it is a fair deal for Brilla.
- Mrs. O'Grady motioned to approve the attached resolution for the sublease. Ms. Sada seconded the motion. The resolution was unanimously approved.

Item 9. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at **1:05 pm**.
- Minutes submitted by Alexandra Cohill on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from October 2022 Meeting**

Approved by: BRILLA BOARD

DATE: NOVEMBER, 15, 2022

Agenda:

Date: October 18, 2022	
Time:	5:00-6:00 PM EST
Location:	Brilla Veritas Elementary, 600 E 156th St, Bronx, NY 10455 and Zoom (https://setonpartners-org.zoom.us/j/82472478412?pwd=QWZOeWVpYzJVckRubVhsZWRrZStYQT09)
Participants:	<p>Board members: Eric Eckholdt, Stephanie Saroki de Garcia, James Jones, David Ingles, Mary O’Grady, Darla Romfo, Elena Sada, and Rick Ramirez</p> <p>School Staff: Patrick McGowan, Will Scott, Meirylys Ruiz, Tanicqua Davis, Shingi Mutasa, and Jonathan Paredes</p> <p>CMO Staff: Alexandra Cohill, Shanelle County, Reyes Claudio, Rachelly Crime, Luanne Zurlo, Matt Salvatierra, Dan Faas, Christy Penalo, Molly Rippe, Christina Reyes, Colleen Vaughn, Jessica Lovinsky, and Stephanie Montero</p> <p>Other: Robert Keogh and Joe Keeney (4th Sector Solutions)</p>
Apologies:	Charles Bozian and Br. Brian Carty

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	5:00 pm
2	Approval of September Minutes	Eckholdt	5:02 pm
3	Approval of Resolution for Leasehold Mortgage on St. Pius Property	Salvatierra	5:03 pm
4	Approval of Resolution for Updated Build NYC Agreements	Salvatierra	5:08 pm
5	Finance Update	Salvatierra	5:13 pm
6	Student Enrollment Update	Zurlo	5:20 pm
7	Academic Committee Update	Saroki de Garcia & County	5:35 pm
8	Adjournment	Eckholdt	6:00 pm

Proceedings:

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

Item 2. Approval of September Minutes

- Mr. Ingles motioned to approve the minutes from the September meeting and Mrs. Saroki de Garcia seconded the motion. The minutes from the September meeting were then unanimously approved.

Item 3. Approval of Resolution for Leasehold Mortgage on St. Pius Property

- Mr. Salvatierra provided an overview of the leasehold mortgage review of the St. Pius Property. He noted that the agreement has been reviewed by Brilla's local real estate council as well as Brilla's outside legal counsel, both of whom gave it their blessing.
- Ms. Romfo noted that in the future it would be nice to have Brilla's independent counsel join the board meeting to comment on agreements between Seton and Brilla.
- Ms. O'Grady motioned to approve the resolution. Mrs. Saroki de Garcia recused herself from the vote. After being duly seconded, the motion was approved.

Item 5. Approval of Resolution for Updated Build NYC Agreements

- Mr. Salvatierra explained that Brilla recently updated a number of its leases with Seton. In those revisions Brilla restated some responsibilities of Seton as landlord, changed rent amounts, and in certain cases changed the specifications around which schools would be in which buildings and when. Two of these properties were financed by the 2021 bonds issued through Build NYC. The resulting change required their board approval and resulted in a change to the Tax Regulatory Agreement and the Use Agreement that Brilla had previously been a party to as the Charter School tenant in the financed facilities.
- Mr. Salvatierra noted that the resolution to approve the proposed Build NYC agreements has been reviewed by Brilla's independent legal counsel as well as by Seton's legal counsel. It authorizes the updates to those two agreements that are attached below the resolution.
- Ms. Romfo motioned to approve the updated Build NYC Agreements and Mr. Ingles seconded the motion. Mrs. Saroki de Garcia recused herself from the vote. The resolution was then approved.

Item 6. Financial Update

- Mr. Keogh provided an update on Brilla's financial status. He described how enrollment billing affected the revenue forecast, recent savings, and a plan to postpone investment in HVAC upgrades.
- In response to a question from Mr. Eckholdt, Mr. Keogh described how enrollment billing works and is true-ed up over time.
- A discussion was had around use of stimulus funding and HVAC upgrades. Mr. Salvatierra noted that Brilla is compliant with allowable uses of stimulus funds, but at a future board meeting there should be a vote to amend Brilla's ARP stimulus spending plan.

Item 7. Enrollment Update

- Ms. Zurlo provided an overview of Brilla's current enrollment levels in relation to the enrollment budget and capacity.
- A discussion was had around factors that influence enrollment, including demographic shifts, offering bussing, Pre-K programs, and school models.
- The board discussed attrition rates, advertising opportunities, recruitment methods, and Brilla's staffing structure.

- Mr. Eckholdt asked that the enrollment team update the board quarterly on enrollment.

Item 4. Academic Committee Update

- Mrs. Saroki de Garcia provided an overview of Brilla students' New York State Exam results from Spring 2022.
- Ms. County then provided an overview of student achievement and growth data from NWEA MAP.

Item 8. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at **6:00 pm**.
- Minutes submitted by Alexandra Cohill on behalf of Mr. Rick Ramirez, Board Secretary.

**Brilla College Preparatory Charter Schools (“Brilla”)
Board of Director Meeting Minutes from November 2022 Meeting**

Approved by: BRILLA BOARD

DATE: DECEMBER 13, 2022

Agenda:

Date:	November 15, 2022
Time:	12:00-1:00 PM EST
Location:	Brilla Schools Network Office: 441 E. 148TH St, Bronx, NY 10455 and Zoom (https://setonpartners-org.zoom.us/j/82472478412?pwd=QWZOeWVpYzJVckRubVhsZWRrZStYQT09)
Participants:	<p>Board members: Eric Eckholdt, Stephanie Saroki de Garcia, James Jones, David Ingles, Mary O’Grady, Charles Bozian, Br. Brian Carty, and Rick Ramirez</p> <p>School Staff: Calina Fernandez, Ismael Guadalupe, Meirelys Ruiz, Patrick McGowan, Shingi Mutasa, Tanicqua Davis, and William Scott</p> <p>CMO Staff: Dan Faas, David Morales, Jen Gowers, Jolleen Wagner, Kevin Hanratty, Margaret Rippe, Kelly O’Brien, Jessica Lovinsky, Ruby Amezquita, Reyes Claudio, Luanne Zurlo, Colleen Vaughn, Shanelle County, Matt Salvatierra, Vigen Guroian, Mariela Gratero, Christina Reyes, Billy Bludgus, Daniel Palombo, Trever Sorensen, Douglas Minson, Christy Mencia-Penalo, Emily Brooks, Andrew Ketchum, and Stephanie Montero</p> <p>Other: Robert Keogh and Joe Keeney (4th Sector Solutions), Bria Cunningham, Sean Carter, Beverly Madison, Nelson Mar, Shameka Mitchell, Kirsy De La Cruz, Lenard Mullins, and Tommy Satuye</p>
Apologies:	Darla Romfo and Elena Sada

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	12:00 pm
2	Approval of October Minutes	Eckholdt	12:02 pm
3	Brilla Veritas Lease Revision	Salvatierra	12:03 pm
4	Annual Audited Financial Statements	Jones & Salvatierra	12:10 pm
5	Principal Update - BCPE	Fernandez	12:15 pm
6	CMO Evaluation Tool	Zurlo	12:25 pm
7	Character Initiatives and Culture Update	Wagner	12:35 pm
8	Adjournment	Eckholdt	12:45 pm

Proceedings:

Item 1. Call to Order:

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

Item 2. Approval of October Minutes

- Ms. O’Grady motioned to approve the minutes from the October meeting and Mr. Bozian seconded the motion. The minutes from the October meeting were then unanimously approved.

Item 3. Brilla Veritas Lease Revision

- Mr. Salvatierra explained that in July 2022, the Brilla board approved updated leases for multiple Brilla buildings. A clerical error was made in the rent schedule for the Brilla Veritas lease at 600 E 156th Street. Instead of starting the updated rate in year 3 of the rent schedule, it was inserted starting in year 4. The proposed amendment corrects this error and accurately captures the agreed-upon rates. Brilla's board-approved budget already includes the corrected rate for FY2023
- Brilla’s independent legal counsel, Bria Cunningham, was present at the board meeting and noted that she had reviewed the documents and Mr. Salvatierra did a good job summarizing what had happened.
- Mrs. Saroki de Garcia recused herself from the vote and left the meeting room.
- After asking for questions and hearing none, Mr. Eckholdt asked for a motion to approve the attached resolution. Ms. O’Grady moved to approve the resolution. After being duly seconded, the resolution was approved.

Item 4. Annual Audited Financial Statements

- Mr. Salvatierra noted that the audit committee approved Brilla’s annual audited financial statements during its October 27, 2022 meeting, and the minutes from that meeting were shared with the board along with the full audit. The audit, completed by Mengel Metzger Barr & Co. LLP was “clean” with no material findings.
- Mr. Eckholdt thanked the team for another clean opinion. Hearing no questions or comments, he asked for a motion to approve the audited financial statements. Mr. Bozian moved to approve and Mrs. O’Grady seconded the motion. The resolution was then unanimously approved.

Item 5. Principal Update - Brilla College Prep Elementary

- Mrs. Fernandez, principal of Brilla College Prep Elementary (BCPE) provided an update on the school, including progress toward academic and culture targets. She thanked her leadership team who has been leading the school while she has been on maternity leave.
- After a question from Mrs. Saroki de Garcia, Mrs. Fernandez shared that staff wellness is her top concern.
- A discussion was had around student literacy and progress monitoring.

Item 6. CMO Evaluation Tool

- Ms. Zurlo presented the Charter Management Organization (CMO) Evaluation Tool, which includes a number of data points from the Fiscal Year ending June 30, 2022 and evaluates Seton Education Partners’ success at reaching its prescribed goals. She noted the four areas where the CMO fell short of goals, which include NY State test results, NWEA results, target enrollment, and student attrition.
- Mr. Eckholdt shared that this is not a surprise to the board and he is confident in the work that Seton is doing to improve these areas.
- A discussion was then had around how benchmarks and target goals are set.

Item 7. Character Initiatives & Culture Update

- Ms. Wagner provided an overview of Brilla's Character Initiatives and Culture domain, including the results of a recent survey that evaluated student growth in the virtues.
- A discussion was had around ways to update and revise the survey so that it is more accurate and streamlined.

Announcements

- Mr. Scott and Ms. Rippe showed the board pictures of recent field trips that Brilla students participated in.

Public Comments

- Ms. Kirsy De La Cruz, parent of a scholar at Brilla Veritas, asked to address the board and Mr. Eckholt invited her to speak. She shared concerns that she and fellow parents had about their scholars' fourth grade classroom, including teacher turnover and communication with parents.
- Ms. Zurlo thanked Ms. de la Cruz for her feedback and shared that she takes these concerns very seriously, has been aware of them, and is actively working to address them.
- Mr. Eckholdt also thanked Ms. de la Cruz for coming and sharing her thoughts with the board. He strongly encouraged her to meet with Ms. Zurlo and Mr. Minson after the board meeting to further discuss her concerns.

Item 8. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at **1:00 pm**.
- Minutes submitted by Alexandra Cohill on behalf of Mr. Rick Ramirez, Board Secretary.