Brilla College Preparatory Charter Schools ("Brilla") Board of Director Meeting Minutes from July 18, 2023 Meeting

Approved by: Brilla Board DATE: August 15, 2023

Agenda:	
Date:	July 18, 2023
Time:	12:00-1:00 PM EST
Location:	Brilla Schools Network Office: 441 E. 148TH St, Bronx, NY 10455 and Zoom (<u>https://setonpartners-org.zoom.us/j/9926391850?pwd=VzZwcmRPK1NLcklrN1ZUO</u> <u>UpMRzdMUT09</u>)
Participants:	Board members : Eric Eckholdt, David Ingles, Charles Bozian, Glenny Coats, Stephanie Saroki de Garcia, Mary O'Grady, Elena Sada, and Darla Romfo
	CMO Staff: Jill Limongi, Catherine Birri, Jolleen Wagner, Kevin Hanratty, Reyes Claudio, Matt Salvatierra, Kenneth Burchfiel, Yeime Valle, Daniel Palombo, Trevor Sorensen, Alexandra Burchfiel, Stephanie Frias, Ruby Amezquita, and Michael Carbone
	Other: Sheila Mulcahy, Robert Keogh, Kyle Pellerin and Joe Keeney
Apologies:	James Jones 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	Board Member Resignation and Secretary Election	Eckholdt	12:03pm
4	Fair Market Valuation	Salvatierra & Mulcahy	12:09pm
5	Strategic Priorities, Wision and Goals for 2023-2024 School Year	Valle & Carbone	12:13 pm
6	8th Grade Graduation	Valle	12:37pm
7	Executive Session to decide "designee" to the formal complaint policy (Kevin Hanratty)	Eckholdt	12:42pm
11	Adjournment	Eckholdt	1:00 pm



Proceedings: Item 1. Call to Order:

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

Item 2. Approval of June Minutes

• Glenny Coats motioned to approve the minutes from the June board meeting and David Ingles seconded the motion. The minutes from the June meeting were then unanimously approved. Mary O'Grady abstained.

Item 3. Board Member Resignation and Secretary Election

- Mr. Eckholdt noted that Charles Bozian is stepping down from the board and acknowledged his commitment to the board and his contribution to the finance committee. Mr. Echholdt thanked him for his wisdom and his many hours he has devoted to the board.
- Mr. Eckholdt said his resignation was accepted.
- Mr. Eckholdt noted the need to find a replacement for the finance committee and for treasurer of the Board.

WHEREAS the bylaws of Brilla College Preparatory Charter Schools accepts the board member resignation;

RESOLVED, that the resignation of Charles Bozian as a Trustee, and as the Treasurer and the Chair of the Finance Committee of the Corporation are accepted as of July 16, 2023.

- Mr. Echkholdt shared that David Ingles is the proposed next Secretary of the Coporation.
- Mr. Echkholdt asked for a motion to approve Trustee David Ingles as Secretary of the Coporation for a term of one year. Mary O'Grady motioned to appoint Mr. Ingles as the Secretary of the Corporation and Elena Sada seconded the motion. The resolution was then unanimously approved.

WHEREAS the bylaws of Brilla College Preparatory Charter Schools appoints board members as an officer their terms periodically;

RESOLVED, that the resignation of Richard Ramirez as Secretary of the Corporation was accepted on June 13, 2023; and it is further

RESOLVED, that the Corporation hereby appoints Trustee **David Ingles** as Secretary of the Corporation to serve until the next annual meeting of the Corporation.

Item 4. Fair Market Valuation

- Sheila Mulcahy noted that the last board meeting the Vertex Academies lease for the 1160 Beach Avenue, Bronx, NY building was approved.
- Sheila Mulcahy updated the board that Brilla and Public Prep engaged Matter Real Estate to perform a Fair Market Valuation of the property and Matter Real Estate's analysis concluding that the sublease aligns with market-rate rents and represents a fair market value.
- Mr. Salvatierra noted that SUNY is taking a greater interest in lease agreements for charter schools.



Item 5. Strategic Priorities, Wision and Goals for 2023-2024 School Year

- Mrs. Valle shared highlighted the purpose of reviewing the strategic priorities for the 2023-2024 School Year. She noted taking the board through the strategic process was twofold: first there is a revised leadership structure as a response to the needs of our students and the second is to build coherence.
- Mr. Carbone highlighted the strategic planning overview and priorities.
- Mr. Carbone reviewed the timeline and the long-term targets for the strategic plannin process.
- Mr. Carbone highlighted the three strategic priorities and their respective interim measures.
- Mr. Carbone shared an Action Plan Coherence sample and noted responsibilities of the schools management team and the monitoring cyle that would be implemented for accountability.
- There was a conversation around the use of the word empowerment and the importance of defining it correctly to stakeholders.

Item 6: 8th Grade Graduation

- Mrs. Valle shared highlights from the graduation ceremony and accomplishments of students.
- Stephanie Saroki de Garcia thanked the board for their efforts to support the students.

Item 7. Executive Session to decide "designee" to the formal complaint policy (Kevin Hanratty)

- Mr. Eckholdt made a motion to approve for the board to go into executive session to decide "designee" to the formal complaint policy (Kevin Hanratty).
- After being seconded by Elena Sada, the motion was unanimously approved.
- To conclude the session, there was a motion to exit the executive session and resume the public session.

Item 8. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at 1:00pm.
- Minutes submitted by Catherine Birri on behalf of David Ingles, Board Secretary.



Brilla College Preparatory Charter Schools ("Brilla") Board of Director Meeting Minutes from August 2023 Meeting

Approved by: Brilla Board

DATE: September 19, 2023

Agenda:

Date:	August 15, 2023	
Time:	12:05PM-1:09PM EST	
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom (https://setonpartners-org.zoom.us/j/9762292693?pwd=RVpMY3Z1dDFBckhlclREWktl ckdFdz09)	
Participants:	 Board members: Eric Eckholdt, David Ingles, Stephanie Saroki de Garcia, Mary O'Grady, Elena Sada, and James Jones School Staff: William Scott, Elizabeth Berger, and Joyanet Mangual CMO Staff: Jill Limongi, Catherine Birri, Jolleen Wagner, Kevin Hanratty, Reyes Claudio, Matt Salvatierra, Yeime Valle, Trevor Sorensen, Stephanie Frias, Ruby Amezquita, Margaret Rippe, Maria Valencia, Zoranlly Burgros, Ian Rowe, Danielle Tschirhart, and Michael Carbone Other: Sheila Mulcahy, Robert Keogh, and Joe Keeney 	
Apologies:	Glenny Coats, Br. Brian Carty, and Darla Romfo	

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	12:05 pm
2	Approval of July Minutes	Eckholdt	12:06 pm
3	Board Treasurer Election	Eckholdt	12:07 pm
4	Financial Update	Salvatierra	12:08 pm
5	Staff Exit Interview & Retention Data	Amezquita	12:18 pm
6	Principal Updates	Berger (Caritas) Mangual (Vertex)	12:40 pm
7	Executive Director's Update	Valle	1:04 pm
8	Adjournment	Eckholdt	1:09 pm

Proceedings: Item 1. Call to Order:

• The meeting was called to order by Mr. Eckholdt at 12:05 PM.

Item 2. Approval of July Minutes

• Ms. Saroki de Garcia motioned to approve the minutes from the July meeting, and Ms. O'Grady seconded the motion. There were no abstentions. The minutes from the July meeting were unanimously approved by all other board members.

Item 3. Board Treasurer Election

• Mr. Eckholdt advised that the Board that they had received on July 16, 2023 notice from the corporate Treasurer, Charles Bozian, of his intent to resign from that officer position. Mr. Eckholdt reccomended a replacement for this officer position had been identified, namely James Jones, for consideration by the Board. Accordingly, Mr. Eckholdt moved for a motion, and subsequently, the motion duly made by Ms. O'Grady, seconded by Ms. Sada and unanimously carried, the following Resolutions were adopted:

WHEREAS, the resignation of Charles Bozian as Treasurer of Brilla College Preparatory Charter Schools (the "Corporation") was accepted as of July 16, 2023; and

WHEREAS, the bylaws of the Corporation provide that a vacancy in any office shall be filled by the Board

NOW, THEREFORE, the following resolution is hereby adopted:

RESOLVED, the Corporation hereby appoints Trustee James Jones as Treasurer of the Corporation to serve until the next annual meeting of the Corporation.

Item 4. Financial Update

- Mr. Salvatierra introduced the quarterly financial update focusing on the 4th quarter of the previous year ending in June 2023, which represents pre-audit financials.
- Mr. Keogh shared a summary of the end of 2022-2023 year. He highlighted the positives in regards to savings, revenue, and cash on hand.
- In response to questions, respectively, Mr. Salvatierra explained the OPT expense savings and the multifactored causes, such as strategic budget cuts due to enrollment shortfalls.
- Mr. Salvatierra went on to give further context around the DOE's hold on paying rental reimbursements.

Item 5. Staff Exit Interview & Retention Data

- Ms. Amezquita provided an overview of Gallup Q12 Survey results, Brilla staff retention data, and a high level view of exit interview data.
- In response to a question around results for Q11 from the survey, there was a conversation around factors that contributed to those results.
- Mr. Carbone overviewed next steps that will include increasing capacity for development, the implementation of a teacher advisory group, etc.
- In response to a question around the retention data, there was a conversation of the many ways the data could be disaggregated including separating teachers and nonteachers metrics.

Item 6. Principal Updates

- Ms. Berger the new principal of Brilla Caritas introduced herself and detailed the vision for Brilla Caritas for the next school year.
- In response to a question, Ms. Berger explained the slimming down of admin meetings, prioritization of being in classrooms, and her coaching one person per grade will maximize her ability to be in classroom communities as much as needed.
- Ms. Mangual the Principal from Vertex Partnership Academies presented an update to the Brilla Board. She shared highlights from the SUNY first year report.
- Ms. Mangual overviewed the June 2023 Data from the Algebra Regents.
- Ms. Mangual detailed next steps for Vertex Partnership Academies.

Item 7. Executive Director's Update

- Mrs. Valle shared school started for Kindergaten, 1st grade, and 5th grade on Monday, August, 14th. The remaining grades will begin school on Friday, August 18th. Mrs. Valle stated that once all grades are back in school, an in-depth enrollment update will be compiled and shared with the board.
- Mrs. Valle highlighted that one of the Brilla schools is behind in their enrollment and there are conversations happening with SUNY about next steps. Mrs. Valle noted, once the next steps are finalized for that school, they will be shared with the Brilla board.

Item 8. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at 1:09pm.
- Minutes submitted by Catherine Birri on behalf of Mr. David Ingles, Board Secretary.

Brilla College Preparatory Charter Schools ("Brilla") Board of Director Meeting Minutes from the September 2023 Meeting

Approved by: Brilla Board

DATE: October 17, 2023

Agenda:	
Date:	September 19, 2023
Time:	12:00PM-1:00PM EST
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom
	(<u>https://setonpartners-</u> org.zoom.us/j/9762292693?pwd=RVpMY3Z1dDFBckhlclREWktlckdFdz09)
Participants: Board members: Eric Eckholdt, David Ingles, Stephanie Saroki de Garcia,	
	O'Grady, Darla Romfo, and James Jones
	School Staff: Elizabeth Berger, Patrick McGowan, & Shingi Mutasa
	CMO Staff: Jill Limongi, Catherine Birri, Reyes Claudio, Matt Salvatierra, Yeime
	Valle, Trevor Sorensen, Maria Valencia, Jessica Lovinsky, Daniel Palombo, Charles
	Bozian, and Michael Carbone
	Other: Sheila Mulcahy and Joe Keeney
Apologies:	Elena Sada, Br. Brian Carty, & Glenny Coats

Item No.	Agenda Item	Person Responsible	Length (Time)
1	Call to Order	Eckholdt	12:00 pm
2	Approval of August Minutes	Eckholdt	12:00 pm
3	Brilla Pax Charter Changes Vote	Eckholdt	12:01 pm
4	Vertex Dashboard Update	Mulcahy	12:11 pm
5	Students with Disabilities Update	Carbone & Lovinsky	12:17 pm
6	Brilla Schools Upcoming Events	Valle	12:45 pm
7	Adjournment	Eckholdt	12:58 pm

Proceedings: Item 1. Call to Order: • The meeting was called to order by Mr. Eckholdt at 12:00 PM.

Item 2. Approval of August Minutes

• James Jones motioned to approve the minutes from the August meeting, and David Ingles seconded the motion. Darla Romfo abstained. The minutes from the August meeting were unanimously approved by all other board members.

Item 3. Brilla Pax Charter Changes Vote

- Mrs. Valle detailed the context for Brilla Pax's proposed charter revision.
- There was a conversation about Brilla Pax's permanent building and its construction progress.
- There were questions about Brilla Pax's enrollment and the enrollment plan for Brilla Pax.
- Mr. Echkholdt asked for a motion to approve the charter revision to Brilla Pax. Mrs. Saroki De Garcia motioned to approve the charter revision to Brilla Pax and Mr. Jones seconded the motion. The resolution was then unanimously approved.

Item 4. Vertex Dashboard Update

- Ms. Mulcahy highlighted the progress towards having a good streamline of communication with Vertex Partnership Academies.
- Ms. Mulcahy shared Vertex's enrollment and other pertinent updates.

Item 5. Students with Disabilities Update

- Mr. Carbone shared three reasons for sharing with the Brilla Board an update on students with disabilities.
- Mr. Carbone highlighted Brilla is considered an exemplar of systemization of compliance for students with disabilities.
- Ms. Lovinsky detailed the Brilla Student Services Network Team and Campus Structure.
- Ms. Lovinsky shared the Brilla SPED numbers throughout the years and the 2023-2024 SPED student numbers at Brilla. Ms. Lovinsky broke down the percentage of SPED students per Brilla school and the SPED categories across the network.
- Mr. Carbone shared the Student Services Team functions on the school level and the strategic priorities for the next year.

Item 6: Review of Brilla Events

• Mrs. Valle detailed upcoming Brilla Public Charter Schools Events and invited the board to attend.

Item 7. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at 12:58 pm.
- Minutes submitted by Catherine Birri on behalf of Mr. David Ingles, Board Secretary.

Brilla College Preparatory Charter Schools ("Brilla") Board of Director Meeting Minutes from the September 2023 Meeting

Approved by: Brilla Board

DATE: November 14, 2023

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Date:	October 17, 2023	
Time:	5:00 PM-6:00 PM EST	
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom (<u>https://setonpartners-org.zoom.us/j/9762292693?pwd=RVpMY3Z1dDFBckhlclREWktl</u> ckdFdz09)	
Participants:	Board members : Eric Eckholdt, David Ingles, Stephanie Saroki de Garcia, Mary O'Grady, Darla Romfo, Elena Sada, and James Jones	
	School Staff: Elizabeth Berger, Patrick McGowan, Patricia Sanchez, Solange Perez Christina Endanattu, Denise McGrumman, Will Scott, & Mayra Torres	
	CMO Staff: Jill Limongi, Catherine Birri, Reyes Claudio, Michael Carbone, Matt Salvatierra, Yeime Valle, Maria Valencia, Jollen Wagner, Molly Rippe, Rachelly Crime, Michael Carbone, Alexandra Apfel, Kevin Hanratty,	
	Other: Bob Keogh, and Joe Keeney	
Apologies:	Glenny Coats & 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	Academic Data Presentation	Valle & Carbone	5:03 pm
4	Board Support	Valle	5:29 pm
5	Student Enrollment Update	Valle & Claudio	5:36 pm
6	Upcoming Events	Eckholdt	6:00 pm
7	Adjournment	Eckholdt	6:05 pm

Proceedings:

Item 1. Call to Order:

• The meeting was called to order by Mr. Eckholdt at 5:00 PM.

Item 2. Approval of September Minutes

• Mr. Ingles motioned to approve the minutes from the September meeting, and Mr. Jones seconded the motion. Elena Sada abstained. All other board members unanimously approved the minutes from the September meeting.

Item 3. Academic Data Presentation

- Mrs. Valle detailed the context for Brilla Pax's proposed charter revision.
- Mr. Carbone shared key highlights from the ELA State Exam data and four next steps for the literacy program.
- Mr. Carbone summarized critical highlights from the Math State Exam data and an academic vision for the Brilla Public Charter Schools mathematics program.

Item 4. Board Support

- Mrs. Valle elaborated on the areas for continued board support, including fundraising, developing Brilla's external communications campaign, and advocacy and awareness.
- Mrs. Valle shared the fundraising plans are to expand organizational fundraising capability for the High School Placement & Success office and for the Newcomer Support Center for our new-to-country families and MLL learners.
- There was a conversation about what the fundraising plan would mean for staffing.

Item 5. Student Enrollment Update

- Ms. Claudio shared that the enrollment team has expanded from 2 full-time employees to 4 full-time people. Ms. Claudio shared that expanding the staff has allowed the network to centralize enrollment.
- Ms. Claudio highlighted the enrollment numbers and the top challenges in reaching enrollment targets.
- There was a conversation about why students move to other charter schools.

Item 6. Review of Brilla Events

• Mrs. Valle detailed upcoming Brilla Public Charter Schools Events and invited the board to attend.

Item 7. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at 6:05 pm.
- Minutes submitted by Catherine Birri on behalf of Mr. David Ingles, Board Secretary.

Brilla College Preparatory Charter Schools ("Brilla") Board of Director Meeting Minutes from the November 2023 Meeting

Approved by: Brilla Board

DATE: December 12, 2023

Agenda:

Date:	November 14, 2023		
Time:	12:00 PM-1:00 PM EST		
Location:	Brilla Schools Network, 441 E. 148th St, Bronx, NY 10455 and Zoom (<u>https://setonpartners-org.zoom.us/j/9762292693?pwd=RVpMY3Z1dDFBckhlclREWktl</u> ckdFdz09)		
Participants:	Board members : Eric Eckholdt, Stephanie Saroki de Garcia, Mary O'Grady, Darla Romfo, Elena Sada, Br. Brian Carty, and James Jones		
	School Staff: Patrick McGowan		
	CMO Staff: Yeime Valle, Jill Limongi, Catherine Birri, Reyes Claudio, Jolleen Wagner, Michael Carbone, Emily Brooks, Stephanie Montero, Jessica Lovinsky, Kevin Hanratty, Matt Salvatierra, Ruby Amezquita, Trevor Sorensen, and Matt Salvatierra		
	Other: Bob Keogh, Bria Cunningham, and Joe Keeney		
Apologies:	Glenny Coats and David Ingles		

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	Revision of Brilla's Bylaws and Code of Ethics	Cunningham	12:03 pm
4	Approval of Audited Financial Statements	Jones	12:12 pm
5	Upcoming Events	Eckholdt	12:20 pm
6	Adjournment	Eckholdt	12:24 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. Jones seconded the motion. No one abstained. All other board members unanimously approved the minutes from the October meeting.

Item 3. Revision of Brilla's Bylaws and Code of Ethics

- Bria Cunningham summarized the proposed changes to Brilla's Bylaws.
- Ms. Cunningham then reviewed the summary of proposed changes to the Code of Ethics and Conflict of Interest Policy.
- Accordingly, following discussion on the proposed changes to the Bylaws and Code of Ethics, Ms. O'Grady motioned to approve the amended Bylaws and Code of Ethics, Ms. Romfo seconded, and unanimously carried, the following Resolutions were adopted:

WHEREAS, the bylaws of the School (the "<u>Bylaws</u>") provide that the Bylaws may be amended by the Board, with the understanding that material amendments, as determined by the State University of New York Board of Trustees (the "<u>Authorizer</u>"), must be approved by the Authorizer or its designee;

WHEREAS, the School's charter (the "<u>Charter</u>") provides that all requested modifications to the School's code of ethics (the "<u>Code of Ethics</u>") shall require the prior written approval of the Authorizer;

WHEREAS, the Board deems it advisable and in the best interests of the School to: (i) adopt amended Bylaws, in substantially the form attached hereto as <u>Exhibit A</u> (the "<u>Amended Bylaws</u>"); and (ii) adopt an amended Code of Ethics, in substantially the form attached hereto as <u>Exhibit B</u> (the "<u>Amended Code of Ethics</u>"); and

WHEREAS, subject to the Authorizer's or its designee's approval, as required, the School intends to adopt the Amended Bylaws and the Amended Code of Ethics.

NOW, THEREFORE, the following resolutions are hereby adopted:

BE IT RESOLVED, that the School be, and hereby is, authorized and directed, subject to the Authorizer's or its designee's approval, as required, to adopt the Amended Bylaws with such changes, modifications and amendments as Eric Eckholdt, as Chair of the Board, or any other duly authorized officer of the School (each, an "<u>Authorized Person</u>") may, individually or together with another Authorized Person, in such Authorized Person's reasonable discretion, approve, which approval shall be conclusively evidenced by the certification and delivery of the Amended Bylaws by the School to the Authorizer or its designee;

BE IT FURTHER RESOLVED, that the School be, and hereby is, authorized and directed, subject to the Authorizer's or its designee's approval, as required, to adopt the Amended Code of Ethics with such changes, modifications and amendments as an Authorized Person may, individually or together with another Authorized Person, in such Authorized Person's reasonable discretion, approve, which approval shall be conclusively evidenced by the delivery of the Amended Code of Ethics by the School to the Authorizer or its designee;

BE IT FURTHER RESOLVED, that each Authorized Person be, and hereby is, authorized and directed, at any time and from time to time, individually or together with another Authorized Person, to do all such things and acts and to execute and deliver all such agreements, instruments and documents in writing and to expend such fees for and on behalf of the School as may be necessary or advisable in order to give effect to and, generally, carry out the intent of these resolutions including, without limitation, to execute

and deliver any agreements, instruments and documents required in connection with the foregoing, including any required revisions to the Charter, in the name and on behalf of the School, on such terms and conditions and in such form deemed necessary or desirable and approved by such Authorized Person with such changes, modifications and amendments thereto as such Authorized Person may, in his or her discretion, approve, which approval shall be conclusively evidenced by the execution and delivery of such agreements, instruments and documents in writing; and

BE IT FURTHER RESOLVED, that all actions previously taken by any Authorized Person in furtherance of the foregoing resolutions are hereby ratified and confirmed.

Item 4. Approval of Audited Financial Statements

- Mr. Salvatierra and Mr. Jones reported another clean audit. Mr. Salvatierra highlighted that no further action is needed.
- There was a discussion about the audit process at Brilla Public Charter Schools.

Item 5. Review of Brilla Events

- Mrs. Valle shared the details for the Thanksgiving Drive at the Elementary Schools and the toy drive at the Middle Schools.
- Mrs. Valle highlighted that the next board meeting is on December 12th.

Item 6. Adjournment

- Upon being duly motioned and seconded, the meeting was adjourned at 12:24 pm.
- Minutes submitted by Catherine Birri on behalf of Mr. David Ingles, Board Secretary.