

**YouthBuild Philadelphia Charter School
Board of Trustees Meeting
1231 North Broad Street – 5th Floor
December 15, 2017**

MINUTES

Present: Martin Brigham, Erin McNamara Horvat (until 10:00 a.m.), Kiley Smith Kelly (until 10:30 a.m.), Khalilah Lawson, Scott Lillis, Melanie McCottry (arrived 8:55 a.m.), Michael McPhilly (arrived 9:22 a.m.), James Mergiotti, Roxanne Tillman, Robert Totaro.

Attending by phone: James Multari (joined at 8:58 a.m.), Nathan Norstrud.

Absent: Alfred Essandoh, Jared Farbman, Shannon Phillips, David E. Thomas.

Guests: Irlam Aragao, Graham Brent, Chuck Esser, Tiffanie Talley-Baines, Sai Yerrapathruni. Alumni Angelique Tisdale and Shawn Tribble attended for the Program presentation.

Staff: Ameen Akbar, Scott Emerick, Adesanya Karade, Brian Leffler, Eva Lexie, Marty Molloy (for Social Enterprise Café report), Meredith Molloy.

Staff guests: Jennifer Carroll, Colleen Counihan, Nikkia Moss, Stephanie Strockis, Ethan Tan, Robin Walker, Stephanie Waller, Nathan Wallis.

The meeting was chaired and called to order at 8:51 a.m. by Board Chair M. Brigham.

Welcome and Opening Business Items: (M. Brigham)

Minutes

The minutes of the regular meeting on 9/29/17 and the expulsion meeting via conference call on 10/9/17 were distributed to the board in advance of this meeting. Nine board members were present to vote on the following resolution:

- **Motion by J. Mergiotti: To approve the minutes of the September 29, 2017 and October 9, 2017 board meetings as submitted.** K. Smith Kelly second, motion **unanimously approved.**

Election

Sai Yerrapathruni has served on our Fundraising Committee since last spring and has been an active supporter of YouthBuild Philly. The Governance Committee notified the Board in advance of this meeting that he would be nominated for election to the board to fill a vacant position. His resume was also distributed in advance. Due to the mid-year election, he would serve a partial term through June and be eligible for re-election to a full term at the June board meeting. Nine board members were present to vote on the following resolution:

- **Motion by K. Lawson: To elect Sai Yerrapathruni to serve a partial term on the Board, effective January 1 through June 30, 2018.** J. Mergiotti second, motion **unanimously approved.**

M. McCottry arrived at the meeting at this time.

Approval of policies

- A draft of the proposed new Domestic Partnership Policy was distributed to the board in advance of this meeting, and a copy is on file with these minutes. S. Emerick provided an overview of the policy. In discussion, there was a question about situations where the couple resides in a state other than Pennsylvania. In that case we would follow any procedures required by that state, but regardless of residence all staff members are eligible under the policy. Ten board members were present to vote on the following resolution:
- **Motion** by J. Mergiotti: **To approve the Domestic Partnership Policy as submitted.** E. McNamara Horvat second, motion **unanimously approved.**
- J. Multari joined the meeting by phone at this time.
- A draft of the proposed amendments to the Admissions Policy was distributed to the board in advance of this meeting, and a copy is on file with these minutes. S. Emerick explained the reasons for adding language regarding a potential wait list and delayed admission date in any year when there is an admissions lottery at the end of Mental Toughness Training.
 - In this situation only, there could be a second point of entry for the school year, if students who have been accepted drop out early in the year and leave vacancies for those who were “lotteried out” but otherwise fully qualified.
 - There was a discussion of the potential effect on our reporting of student outcomes.
 - Those on the wait list would still be counseled to look elsewhere for programs that meet their needs, and not to count on possible admission to our school.

Eleven board members were present to vote on the following resolution:

- **Motion** by K. Smith Kelly: **To approve the amended Admissions Policy as submitted.** S. Lillis second, motion **unanimously approved.**

Expulsion Recommendations: (A. Akbar)

An incident on December 5, 2017 involving three students was the focus of three separate expulsion hearings held on December 14, 2017. M. McPhilly attended the hearings as the board representative. Three memoranda were distributed to board members prior to this meeting, summarizing the hearings for students DT1, DT2, and KJ and the resulting recommendations. To protect student confidentiality they will be identified only by their initials.

- A. Akbar reviewed the circumstances of the incident and explained the reasons for the recommended consequences, including restorative and service components.
- In response to a question, A. Akbar stated that based on statistics compiled a couple of years ago, about 73% of students who have been expelled return to the school and go on to graduate.
- Board members commented on the offensive nature of the behavior, and A. Akbar provided additional background information about the students and the incident.

Eleven board members were present to vote on the following resolution:

- **Motion** by J. Mergiotti: **To approve the recommendations to expel student DT1, DT2, and KJ for the remainder of Session 3 and all of Session 4, from Friday, December 15, 2017 through Tuesday, February 13, 2018; and to approve the individual assignments and requirements recommended for each student.** K. Smith Kelly second, motion **unanimously approved.**

Finance Update: (J. Mergiotti)

YBPCS Financial Statements as of 10/31/17

M. McPhilmy arrived at the meeting during the discussion of financial statements.

- Financial statements as of October 31 were distributed to the board in advance of this meeting, and a copy is on file with these minutes.
- J. Mergiotti reviewed the financial statements and commented that there were no surprises. The cash position is stronger than it was at this time a year ago, and receivables are down a bit, although there are still delays on one of our contracts. We expect all receivables to be collectable.

Review and Approve Annual Audit

The audited financial statements for fiscal year 2017 were distributed to the board in advance of this meeting, and a copy is on file with these minutes. It was a good year financially and we had a very clean audit with no findings and no adjustments. Our unrestricted net assets grew compared to the previous year. The auditors and the Finance Committee gave kudos to the Finance Team for their excellent preparation for the audit.

- A. Karade commented that the Finance Committee will discuss at a retreat how to build the reserves further. We are at about 80 days of reserves and would like to be at 100 days.
- J. Mergiotti stated that we have kept to a ratio of 80% program expenses and 20% administrative despite our recent efforts to build infrastructure.
- M. Brigham added his thanks to the Finance Committee for their great work.

Twelve board members were present to vote on the following resolution:

- **Motion by J. Mergiotti: To approve the fiscal year 2017 audited financial statements as presented.** S. Lillis second, motion **unanimously approved.**

Other

- A. Karade noted that the auditors are working on our form 990, and it will need to be approved by the board when complete.
- Our annual report to the School District of Philadelphia was filed in November.

Strategic Planning Update: (S. Emerick)

S. Emerick thanked the Strategic Planning Committee and the Senior Management Team for their work on the plan so far, as well as J. Mergiotti for talking to the committee about the rolling process used at Peirce College. He gave an overview of plans to date.

- There would be less focus this time on operational areas and more focus on major issue areas. We would still have a shorter list of implementation goals, but would do a “deep dive” on four crucial questions that matter for the school’s future.
- In the first quarter of 2018 we would begin to gather stakeholder input on key questions.
- A large portion of the board retreat will be used to focus on the strategic plan.
- The ambitious goal is to have a first draft of the plan by the third quarter of 2018.
- We are looking at potential consultants, both paid and pro bono. We hope to talk to all of them by January 2018. We are considering using a paid consultant to manage

the overall process and pro bono consultants to manage each of the “deep dive” case studies, on the following topics:

- Impact beyond enrollment: the Learning Exchange
- Define the conditions under which we would consider expanding enrollment
- Assess the risk factors facing the school
- Our facility: consider building ownership after the current lease expires.
- The subcommittee will continue to meet, most likely on a monthly basis.
- In discussion:
 - S. Emerick stated that minority participation in the consulting process will be a factor to consider.
 - J. Mergiotti stated that Peirce has a risk management template that may be helpful.
 - We may use committees to work on implementation as was done last time.
 - We are leaning towards using an annual refresh process for the plan.
 - It was recommended to get feedback from staff about the previous planning process and the workload it created.

Fundraising Update: (K. Smith Kelly)

M. Molloy announced that we have secured a \$344,675 grant to serve adjudicated youth, which starts on January 1. This will allow us to add another case manager to staff.

2017 Annual Giving Campaign Update

- The annual giving mailing went out, and the communications team has also been developing videos.
- K. Smith Kelly showed a student-produced video to the board.
- We are off to a good start. Board members are encouraged to follow up with all contacts before the end of the year.

2018 Fundraising Event Update

- Board giving is a requirement and the pledge form is due by mid-February. We are making good progress on this.
- The fundraising event will be on May 3 from 6:00 to 9:00 p.m. at the HIVE at Spring Point. Tickets will cost \$75. The committee is talking about the best way to incorporate students. We are accepting auction and raffle items.
- A subcommittee headed by S. Yerrapathruni and N. Lomakin is also working on some smaller events.
- Another subcommittee headed by M. McCottry and K. Smith Kelly is working on board cultivation and how to tap into connections and networks within the city. They will follow up with board members individually to discuss.

Governance Update: (K. Lawson)

Board Retreat

The Governance Committee discussed spending about 60-70% of the retreat on our Strategic Planning process, and the rest on student/alumni leadership. We hope to use one or more external facilitators. The venue has not been decided, but we do have the option of holding the retreat at the HIVE next to City Hall.

Pipeline Strategy

- Grads on Board is our new board prep program for YB alumni who graduated 3-7 years ago. Jahi Davis from our class of 1996 initiated the idea and helped with the launch meeting in November. Six alumni are interested in participating. For this first meeting three of the alumni were able to be there and three more couldn't attend. The board was represented by K. Lawson, K. Smith Kelly, and D. Thomas, who each talked about their experience on the board and what their committees do. We will schedule another meeting early in 2018. After a year or so, we hope to have a couple of alumni ready to step onto our board.
- We have a pipeline document that helps us keep track of all potential board and committee members. We have several good candidates in mind for June board elections. We use the United Way Volunteer Helpline, our membership in the LEADERSHIP Philadelphia Collaborative, various board agency fairs, and our site visits as ways of outreach, along with recommendations from board members. We warmly welcome suggestions from board members about good candidates to consider as we continue to build the pipeline for the future.

Social Identities Training Update

We held part 1 of the training in October with our external trainers, as well as a make-up session in November for those who missed it. Thirteen board and committee members completed one of those (along with S. Emerick and E. Lexie). Those who completed part 1 have been invited to part 2 of the training in February.

Level Up Mentoring Initiative Update

Thirteen board and committee members signed up to be a mentor and were paired with a mentee, mostly from the class of 2016. There was a launch event in October. Continuing feedback from mentors is helpful – please direct it to S. Emerick, E. Lexie, or R. Walker.

- E. Horvat left the meeting during the Governance update.

Program Update: (B. Leffler)

Learning Exchange Initiative Update

S. Emerick stated we are on schedule to launch the learning exchange initiative in the second quarter of 2018 with content focused on partnerships. Capstone Academia is the consultant helping us with this effort. We will post the position for a Learning Exchange Director starting next week, seeking both internal and external candidates. As part of the Strategic Plan we will be thinking about the business model for the learning exchange.

Social Enterprise Café Opportunity

Marty Molloy described a potential opportunity that is in the discussion stage. A property in West Philadelphia would be developed and we would serve the public in a café there based on a social enterprise model. We are working on the necessary partnerships to make it happen. It could lead to our Business Administration Scholars vocational track moving to that location. A few details need to be resolved. We are being offered a great price for the location, and there is already funding available to outfit the space to our needs. We need to develop a business plan so that it will be profitable; board members are invited to assist us with this.

Program Outcomes

B. Leffler distributed and reviewed a handout, a copy of which is on file with these minutes. One side showed historical outcomes data on student retention (which has improved this year over last year); as well as comparison data about year 2 placement and

retention. The other side listed staff committees for the current year and described the work being done in these groups. The board's Program Committee will discuss how they can support this work.

Restorative Practice Presentation

- A. Akbar, Director of Student Life, gave an overview of how restorative practices have evolved at the school. 80% of the work is proactive "below the line work," creating a positive climate and culture; 20% is "above the line," responding to specific behavior with a traditional restorative model. We seek to make it collaborative with students, and there is always a continuum of growth. We also are working on it at the staff-to-staff level.
- He introduced two alumni, Angelique Tisdale and Shawn Tribble, who both described their experiences with the climate and culture of the school, and responded to questions from board members.
- In discussion:
 - Board members who have attended expulsion hearings observed that the students recognize that they have let others down, and that they can self-develop further.
 - There is room for "below the line work" at the board level as well. It has everything to do with our social identities training, how we relate to mentees and to staff, how we talk to funders, etc.
- S. Emerick described efforts this year to work on a staff-to-staff restorative culture.
- We expect future learning exchanges will focus on restorative practices.
- K. Smith Kelly left the meeting during the restorative practices discussion.

Closing and Adjournment:

- M. Brigham commented that the meeting agenda had been structured with procedural items clustered at the beginning to allow time for meaningful content at the end. Please share feedback on this with M. Brigham, S. Emerick or E. Lexie.
- He spoke about the November graduation. It is a smaller event than in August but a wonderful experience and worth attending.
- He invited the guests and visiting staff to introduce themselves.
- E. Lexie announced that holiday gifts for the board were delayed and would be distributed at the next meeting.

Ten board members were present to vote on the adjournment resolution at 10:45 am:

- **Motion** by R. Totaro: **To adjourn the meeting.** R. Tillman second, motion **unanimously approved.**

Executive Session re: ED Review

Following adjournment of the regular board meeting, the board met in executive session to hear a brief update regarding the Executive Director's review process.

Respectfully submitted,

Eva S. Lexie