

**YouthBuild Philadelphia Charter School
Board of Trustees Meeting
1231 North Broad Street – 5th Floor
June 8, 2018**

MINUTES

Present: Martin Brigham, Khalilah Lawson, Melanie McCottry, James Mergiotti (until 10:58 a.m.), Robert Totaro, David E. Thomas (arrived 9:03 a.m.).

Attending by phone: Jared Farbman (from 8:51 – 9:20 a.m. and from 9:30 – 9:58 a.m.), Scott Lillis, (from 9:05 – 9:20 a.m.), Sai Yerrapathruni (from 9:12 – 9:32 a.m.).

Absent: Alfred Essandoh, Erin McNamara Horvat, Kiley Smith Kelly, James Multari, Nathan Norstrud, Roxanne Tillman.

Guests: Keith Anderson, Chuck Esser, John Gallery, Dan Huber, Tiffanie Talley-Baines.

Staff: Ameen Akbar, Scott Emerick, Adesanya Karade, Brian Leffler, Eva Lexie, Meredith Molloy. Frederick Bader attended for Program report. Robin Walker attended for Safety Committee report.

Staff guests: Nikkia Moss, Annette Ortiz-Molina, Alex Roche.

The meeting was chaired and called to order at 8:43 a.m. by Board Chair M. Brigham.

Welcome and Approval of Minutes: (M. Brigham)

- The minutes of the regular board meeting of March 16, 2018 and the special expulsion meeting of March 29, 2018 were distributed to the board in advance of this meeting. Five board members were present to vote on the following resolution:
- **Motion by J. Mergiotti: To approve the minutes of the March 16, 2018 and March 29, 2018 board meetings as submitted.** R. Totaro second, motion **unanimously approved.**

Safety Committee Report: (R. Walker)

A written report of the staff Safety Committee was distributed in advance of the meeting, and a copy is on file with these minutes.

- R. Walker reviewed the report. The committee meets monthly and has put many improvements into place. They are working to develop a culture of safety, and expect to begin staff training on the new active shooter emergency procedures this summer and fall.
- S. Emerick pointed out that this work overlaps with the Strategic Plan focus area of risk assessment. He added that we are coordinating safety efforts with building management where relevant.
- J. Farbman joined the meeting by phone at this time.

Finance Update: (J. Mergiotti)

YBPCS financial statements as of 4/30/18

Financial statements as of April 30 were distributed to the board in advance of this meeting, and a copy is on file with these minutes.

- The statements show a strong balance sheet and strong cash position. Receivables are all collectable.
- It is looking like a good year for us.

Budget (part 1)

- A proposed budget for FY19 was distributed in advance of this meeting, including comparisons to the budget and forecast for FY18 and the audited results for FY17. In addition, details were distributed showing best case, likely, and worst case budgets based on variations in funding. Both documents are on file with these minutes. J. Mergiotti commended the Finance team for their work on preparing these documents.
- The “likely” budget scenario is the one being presented for approval.
- A. Karade reviewed the proposed budget in comparison to current year projections.
- D. Thomas arrived at the meeting during the budget review.
 - Unrestricted revenue is lower in the coming year due to lower United Way funding as well as the end of some one-time funding in FY18.
 - Some of our funding is still fluid and will be settled by late August or early September. The estimate for School District funding is fairly conservative.
 - Salaries for FY18 are coming in slightly above budget primarily due to additional staff hired for specialized services. The budget for FY19 includes an approximate 2% increase for staff, in part for additional hiring and in part for salary adjustments.
 - We expect an increase in benefits costs of 10-15%, or in the worst case as much as 20%. As these costs continue to increase annually we are looking at ways to manage them. Some initial changes to employee benefits for new hires are being proposed later in this meeting.
 - Budgeted expenses for student incentives and activities are up as we will be spending some new funding related to adjudicated youth.
 - Increased professional services expenses include some of our work on the Learning Exchange.
 - We anticipate being able to add \$50K to the Reserve in FY18, but are budgeting for \$25K in FY19.
- S. Lillis joined the meeting by phone at this time.

Bridge loan agreement for Sheridan Street

A draft agreement for us to provide a loan of \$30K to PVTC to complete a construction project on the Sheridan Street property was distributed to the board in advance of this meeting; a copy is on file with these minutes. R. Totaro assisted in drafting the agreement.

- J. Mergiotti explained that the Finance Committee had reviewed it and suggested that we move forward and recommend approval by the board, but also have it reviewed by a lawyer. As of this morning we received that legal review which included some edits and the suggestion that we have PVTC sign a promissory note now. If the board approves the transaction we would make those changes and authorize S. Emerick to execute the documents.
- S. Emerick stated that the risk appears relatively minimal. PVTC is a long-time partner and the sale of the property is likely.

Eight board members were present to vote on the following motion:

- **Motion** by J. Mergiotti: **To approve the transaction to provide a \$30,000 loan to PVTC, and to authorize S. Emerick to execute the loan documents.** R. Totaro second, motion **unanimously approved.**
- S. Yerrapathruni joined the meeting at this time.

Budget (part 2)

Returning to the topic of the budget, J. Mergiotti stated that the Finance Committee had reviewed it and recommended approval of the budget as presented. Nine board members were present to vote on the following motion:

- **Motion** by J. Mergiotti: **To approve the budget for 2018-19 as submitted.** K. Lawson second, motion **unanimously approved.**

Staff salaries

J. Mergiotti stated that salaries are included in the budget, and he was tasked as Treasurer and Chair of the Finance Committee with reviewing individual salaries in detail. He stated that they are reasonable and there are no irregularities. Nine board members were present to vote on the following motion.

- **Motion** by J. Mergiotti: **To approve the staff salaries as included in the budget for 2018-19.** M. McCottry second, motion **unanimously approved.**

Proposed amendments to employee benefits

Proposed amendments to the healthcare plan for employees were distributed to the board in advance of this meeting and a copy is on file with these minutes.

- The amendments would affect only new employees hired after June 11, 2018. All current employees would remain under current coverage arrangements for now.
- For new full-time employees, medical and dental benefits for the employee would still be fully covered, but cost-sharing would apply to any spousal and family benefits they elect to include. The company would pay 70% of those costs and the employee would pay 30%.
- For new part-time employees, the company would cover the same percentage of the cost of their medical and dental benefits as the percentage of full-time hours they work. Part-time employees who opt out of the coverage will be eligible to receive that same percentage of a full-time employee's cash compensation for the opt-out.
- Although no changes are being proposed for current staff at this time, we may well need to consider cost-sharing for all employees further down the road.
- J. Farbman and S. Lillis left the meeting during the discussion about employee benefits. Seven board members were present to vote on the following motion:
- **Motion** by J. Mergiotti: **To approve the amendments to employee benefits as proposed.** D. Thomas second, motion **unanimously approved.**

Governance Update (part 1): (K. Lawson)

- K. Lawson thanked those who are stepping off the board at this time. They all remain strong friends and supporters of YouthBuild Philadelphia.
 - A. Essandoh has completed nine years on the board and is stepping down due to term limits. A thank-you gift will be sent to him. He will continue on the Finance Committee.
 - N. Norstrud is not standing for a new term due to personal commitments, but has served four years and will continue as a committee member. A thank-you certificate will be sent to him.

- M. McPhilmy stepped off the board in May due to his retirement. Flowers were sent to him and to his wife N. Lomakin who served for many years on the Fundraising Committee, to thank them both for all of their service.
- A proposed slate for board elections was distributed in advance of this meeting. Seven board members were present to vote on the following election motions.

Board elections – term renewals:

- **Motion by D. Thomas: To approve the re-election of Martin Brigham, Khalilah Lawson, Melanie McCottry, and Roxanne Tillman each to a three-year term on the Board of Trustees.** R. Totaro second; motion **unanimously approved.**
- **Motion by J. Mergiotti: To approve the re-election of Jared Farbman, Erin McNamara Horvat, and Scott Lillis each to a two-year term on the Board of Trustees.** M. McCottry second; motion **unanimously approved.**

Board elections – new members:

A resume or CV of each of the nominees was distributed to board members in advance of the meeting. Two of the nominees are experienced board members returning after a year off, and three are new to the board but have been serving on committees. K. Lawson expressed her excitement about the group of nominees, and commented that we will be assigning an experienced board member as a mentor for each of the brand new board members. In addition, S. Yerrapathruni is being re-elected to a one-year term after having served the past six months filling a vacancy on the board.

- J. Farbman re-joined the meeting at this time. Eight board members were present to vote on the following motion.
- **Motion by J. Mergiotti: To approve the election of Keith Anderson, Graham Brent, Timothy Daniel, Charles Esser, Tiffanie Talley-Baines and Sai Yerrapathruni each to a one-year term on the Board of Trustees.** D. Thomas second; motion **unanimously approved.**

School Calendar: (D. Thomas)

The proposed calendar for the 2018-19 school year was distributed to the board in advance of this meeting and a copy is on file with these minutes.

- It is similar to last year’s calendar. “Pathways week” when the students are transitioning between academics and vocation will be shorter this year, down from three days to two, to allow more instructional time.
- Eight board members were present to vote on the following motion:
- **Motion by J. Mergiotti: To approve the school calendar for 2018-19 as distributed.** M. McCottry second; motion **unanimously approved.**
- S. Yerrapathruni left the meeting at this time.

Governance Update (part 2): (K. Lawson)

K. Lawson commented on the strong executive team we have, and expressed gratitude for their thoughtfulness about how others can continue to rise to leadership positions.

Elections – Officers:

- Seven board members were present to vote on the following motions.
- **Motion by M. McCottry: To approve the re-election of Martin Brigham for a one-year term as Board Chair.** D. Thomas second; motion **unanimously approved.**

- **Motion** by M. McCottry: **To approve the re-election of Robert Totaro for a one-year term as Board Vice-Chair.** D. Thomas second; motion **unanimously approved.**
- **Motion** by M. McCottry: **To approve the re-election of Roxanne Tillman for a one-year term as Board Secretary.** D. Thomas second; motion **unanimously approved.**
- **Motion** by M. McCottry: **To approve the re-election of James Mergiotti for a one-year term as Board Treasurer.** D. Thomas second; motion **unanimously approved.**
- M. Brigham stated that it is time to be laying a foundation for the transition to the next board chairperson. He is committed for this year, and term limits would allow one additional year after that. Anyone interested should speak to him or K. Lawson.

Friends Board election

- The board members of the Friends of YouthBuild Philadelphia are elected by the YBPCS board to three-year terms. The term is expiring for one of them, John Gallery. He is eligible and willing to be re-elected.
- Seven board members were present to vote on the following motion.
- **Motion** by R. Totaro: **To approve the re-election of John Gallery to a three-year term on the Board of the Friends of YouthBuild Philadelphia Charter School.** J. Mergiotti second; motion **unanimously approved.**

Update on appointment of committee chairs

- M. Brigham stated that committee chairs for the 2018-19 year will remain unchanged, for as long as their schedules will allow. Chairpersons are J. Mergiotti for Finance; K. Smith Kelly for Fundraising; K. Lawson for Governance; and D. Thomas for Program.

Retreat feedback

A handout with tabulated responses from the retreat evaluation form was distributed to the board in advance of the meeting. E. Lexie summarized the feedback.

- Overall the average evaluation was quite high. There were problems with the acoustics and the seating, but mostly enthusiasm for the content. One person was somewhat disappointed and we will seek more input from that person to see what we can improve.
- K. Lawson commented that we take the feedback seriously in planning the retreat for the following year.
- S. Emerick remarked on how useful it is for staff to get board input on topics like the Mission and Vision Statements in connection with social justice, as well as the four strategic plan focus areas that were addressed by breakout groups.

Board member rubric responses

- E. Lexie stated that J. Multari is working on distilling out useful information from the responses we have received to the individual board member self-assessment rubric. This year we received ten responses out of a potential fifteen. He will look at general trends in the responses without divulging any individual information.
- In addition J. Multari will be working on creating an electronic version of the committee evaluation form. We received a fairly good response rate from the Program Committee but less so from the other committees, and we hope an electronic version would achieve a better response rate.

Level Up mentoring program

- This pilot program for board and committee members to volunteer as a mentor for a YB Philly alum had mixed results. Some established really strong relationships with their mentees; others never even succeeded in making contact; others fell somewhere in between.
- There was not a lot of response to the survey we sent out about the program, either from mentors or mentees. Those who responded favored continuing the program.
- So far, at least four people have committed to being a mentor for next year. We may get more.
- We have learned that we need to begin by selecting alumni who are really eager to participate, making sure that they understand what the relationship is for and that it requires them to be responsive. We will then match them with mentors from the available pool of willing people. We will probably have a smaller but more effective group than last year.
 - It was suggested that the mentees who experienced a successful relationship could speak with the alumni who might be interested, to let them know what to expect.
 - D. Thomas expressed the importance of consistent and persistent outreach in order to develop the organic relationship.

Other

- K. Lawson mentioned that the Governance Committee needs more members and any experienced board members who are interested should please contact her.
- S. Emerick mentioned that we are working on ongoing Social Identities training for the board. K. Lawson suggested highlighting some of this work on the website.
- There was a brief discussion about how much work this board does outside of board meetings and how well it functions. It was suggested that we could potentially help other organizations learn about effective board operations, perhaps as part of the Learning Exchange.

Fundraising Update: (M. Molloy)

- J. Farbman left the meeting during the Fundraising update.
- M. Molloy reported that the annual goal was \$150K, and we are only \$1500 shy of that, with an end of fiscal year campaign and scholarship fundraiser still coming up. This goal will remain the same next year.
- The annual event in May had a goal of \$20K net, and achieved approximately \$24K.
- There was a recent subcommittee meeting with some experts from outside the committee for a Communications Retreat. There were good discussions about new goals for the coming years; developing a crisis strategy; how we take a stance on difficult issues; and the committee's branding essence exercise document, which has information that should be considered as we revisit our mission and vision statements.
- The full Fundraising Committee will be holding a retreat in August.
- Annual giving season will begin again in the fall, and T. Molloy will reach out to board members to get updated contacts and a personal note for the mailing.
- S. Emerick mentioned a few upcoming activities that board members might want to be involved with. Anyone with an interest or helpful connections should contact him.

- In the week of July 23, YB International will bring a delegation of young people here from Brazil. That Thursday they will also bring in a group of international funders who want to launch an exchange.
- Prudential will also be visiting us that week.
- We are working on relationships with Comcast (assisted by J. Multari) and William Penn Foundation.
- Our planned spring fundraising event with local Starbucks was put on hold. Our two main local partners no longer work there. We are in conversation with others at the company about how to rebuild the partnership and are hoping they can come in and talk with our young people. We have had good connections with Seattle headquarters and have been invited to apply for a potential new grant.

Program Update: (B. Leffler)

Transgender Students Policy and Name Form

Two draft documents, an amended Transgender Students Policy and a new Transgender Student Name Form, were distributed to the board in advance of this meeting and copies are on file with these minutes. F. Bader assisted with drafting the documents and attended this portion of the meeting.

- F. Bader explained that in previous years we have had one or two transgender students and the issue of how their name appears on their student records came up. This policy attempts to be responsive to that issue.
- In preparing the policy, we obtained information from the Mazzone Center, the University of Pennsylvania, the Educational Law Center, and a School District policy approved by the School Reform Commission.
- The policy allows transgender students to choose their preferred name on school documents except those that are considered legal documents, such as the transcript and (for Special Ed students) the Individual Education Plan.
- The form to request a variation in the name includes a place to consent to allow us to send that form to a future employer or postsecondary institution to explain the discrepancy in names if needed.
- The board was given the option to consider the policy further and vote at a later meeting, or to vote now if ready. No board members felt a need to wait.
- Six board members were present to vote on the following motion.
- **Motion by R. Totaro: To approve the amended Transgender Students Policy and the new Transgender Student Name Form as submitted. J. Mergioti second; motion unanimously approved.**

Program outcomes and specialized services update

B. Leffler distributed and reviewed two handouts, a Program Outcomes Update as of June, and a page on the Specialized Services Group. A copy of each is on file with these minutes. He touched on some highlights.

- Program retention has been going down for the past two years and was especially low in 2017. We are working hard to turn that around this year and so far it is on track to be better than last year.
- Placement and retention data for year 2 participants is still being collected, but should be close to where it has been for the past two years despite fewer graduates in 2017, because we work to place those who did not graduate as well.

- We have received more applications for the incoming class than we had at this point in either of the previous two years. However, many of them still need to visit and complete additional steps in the intake process.
- We are seeing an increase in the number of Special Ed students and students with emotional disturbances. We serve young people from at-risk communities. We are thinking through how best to support the broad range of students we serve. We are moving to create a separate Department of Specialized Services as one way to help meet this need. B. Leffler introduced F. Bader to speak about this.
 - The Special Ed staff, the English Language Learner program, and counseling services are being combined into Specialized Services to support those with special needs.
 - Special Ed staff are in classrooms supporting teachers with best practices, rather than mainly supporting individual students.
 - One third of the June graduates this year will be Special Ed students.
 - Next year we hope to enhance our emotional and behavioral supports in the program.
 - Teachers are adapting training materials that are out of reach for some reading levels to meet the needs of those students.
 - In order to help with literacy development, in July we will be piloting a Driver Ed program that teaches students how to access informational texts.
 - We had four students in our English Language Learner program this year; three of whom are June graduates.
 - Half of the students we enrolled this year were referred for counseling services. Our counselor has piloted an emotional self-management group with students and their mentors, using drama and improv. We are seeking to teach social skills in fun and engaging ways.
 - Most students who are eligible for Special Ed support do accept it.
 - There was a question about undocumented students. By state policy, we are not allowed to ask for any documentation about immigration status. Thinking proactively, do we need to have a written policy with regard to undocumented students?
- There was an extended discussion about why our graduation numbers have been declining, as well as why fewer students are opting into postsecondary education as opposed to employment.
 - It was pointed out that although our graduation percentage is not where we want to be, it is still higher than the average for other schools who are working with opportunity youth.

Learning Exchange

- S. Emerick gave a brief update. R. Walker was hired as the Director of the Learning Exchange in February. The launch event was held in May, led by five of our staff members and some partners. It went well, and some participants have requested ongoing coaching and technical assistance. The first topic was on building partnerships. The next two will be on restorative climate and culture; and competency-based learning. We are working on the business model for the Exchange.

Updates on Ad Hoc Committees: (S. Emerick)

Strategic Planning

The focus has been on two areas:

- Implementation of the existing plan via committees. At the retreat each committee reported out about what is complete, what remains to be done and what should be prioritized. Committees need to determine what (if any) external support they will need for this.
- Four case studies on topics to be addressed in the new plan. We have notes from the breakout groups at the retreat on each of these topics. Of the four, the Learning Exchange is already launched; the Facility issue is being prioritized; and Risk Mitigation and Conditions for Increased Enrollment will be addressed at a later stage. The Strategic Planning committee will meet again soon, and among other things will try to determine whether we need additional consultant support on the Plan or whether we can do most of it internally.

Facilities

The Facilities Committee will meet later today. It considers facility issues on two levels:

- What are the short-term issues that need to be addressed here with our current landlord?
- Longer-term how do we proceed when the current lease ends? Stone Sherick consultants gave a presentation at the retreat and have given us their final report. There was a consensus at the retreat that we should move towards buying or building into the right new space. We will need to look into public funding available, a capital campaign, and how it impacts our annual fundraising and budget.

Government Relations

S. Emerick described recent progress.

- We will have a retreat in late June for a half-day, with a committee of staff and board members and some external government relations experts. We will look at our strengths, weaknesses, opportunities and threats. What are our priorities on the local, state, federal level? Where should this effort be housed?
- A Pennsylvania state coalition with six YouthBuild member programs was launched, and did a state house day in Harrisburg together. Other states (MA, CA, IL) have state budget line item appropriations supporting YouthBuild programs, and this is a long-term goal for us. We are exploring advocacy, resources, and what the coalition could do if it had a full-time staff person.
- C. Esser has been helpful and will take a leadership role in some of this work.
- J. Mergiotti left the meeting at this time.

HR Update:

HR Report (S. Emerick)

- A written HR Report was distributed in advance of this meeting and a copy is on file with these minutes. S. Emerick reviewed some new hires and staff departures. We have two interim directors while the hiring of permanent directors is in progress.
- A new grant we received supporting returning citizens is allowing us to hire a new case manager focused on adjudicated youth.

- We are working on how board committee structure relates to HR. Currently the Program and Finance committees are each handling portions of this responsibility. Longer-term we want to have a standing HR Committee. We need to write up that committee charge and hope to have a draft by September. We need to recruit committee members with this expertise. Please steer potential candidates towards the Governance Committee.
- We have updated the performance management tool and the annual review process is in progress.

ED Review (R. Totaro)

R. Totaro is overseeing the current Executive Director review process. It will be done in a way consistent with performance reviews for all staff, and will begin by using the self-evaluation form, due by July.

- S. Emerick is not seeking a salary adjustment at this time.
- We will obtain feedback from among his seven direct reports and possibly also students, alumni and partners.
- His personal goals will relate to school-wide goals.
- Progress on this will be reported to the board at a later meeting.

Closing and Adjournment:

- J. Gallery commented with appreciation on the high level of engagement and commitment from board members.
- Five board members were present to vote on the adjournment resolution.
- **Motion** by R. Totaro: **To adjourn the meeting.** D. Thomas second, motion **unanimously approved.**

Respectfully submitted,

Eva S. Lexie