

BPCPS BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

September 19, 2014

Trustees Present: Bill Clark, Alan Ghelberg, Josh Johnson

Telephone Participants: Tamara Olsen

School Staff / Members of the Public Present: Anders Peterson, Sharon Lisanckie, Sara Staats, Marta Luczynska, Adam Dobberfuhl

The meeting was called to order by Bill Clark at 7:03 AM.

- I. School Update
 - a. Sharon Lisanckie provided updates on the start of the school year, enrollment and staffing, areas of focus for the year, and achievement data for FY14.
- II. Strategic Planning Committee Update
 - a. Sara Staats and Sharon Lisanckie discussed data trends and implications for BPCPS.
 - b. The Board illuminated and refined emerging strategic priorities, and identified open outstanding questions.
- III. Finance Update
 - a. Tyler Martin and the Finance Committee provided recommendations re: school's 2013-2014 audit to the Board. The Board will vote in October.
- IV. Real Estate Update
 - a. Sharon Lisanckie discussed site acquisition options and reviewed current financing options.
- V. Governance Update
 - a. Bill Clark and Anders Peterson led discussion re: Board composition, and reviewed and provided input on possible candidates.

The meeting was adjourned at 8:30AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.

BPCPS BOARD OF TRUSTEES MEETING MINUTES

Berkshire Partners, Boston, MA 02116

October 3, 2014

Trustees Present: Bill Clark, Hans Ziegler, Jermaine Myrie, Jeremy Benedict, Tom Olivier, Alan Ghelberg, Tamara Olsen, Josh Johnson

Telephone Participants: Mark Culliton

School Staff / Members of the Public Present: Anders Peterson, Sharon Lisanckie, Tyler Martin

The meeting was called to order by Bill Clark at 7:05 AM.

- I. Real Estate update
 - a. Sharon Lisanckie provided an update on the school's facilities project, including fundraising, financing, the school's relationship with partner developer PCSD, and a new site update
 - b. The Board voted unanimously to pursue a parcel of land for sale in Mattapan/Hyde Park.
- II. The Board voted to accept the school's FY14 audit.
- III. Executive Session
- IV. Other Business
 - a. Next Meeting: November 21, 2014

The meeting was adjourned at 8:07AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.

BPCPS BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

November 14, 2014

7:00AM-8:30AM

Trustees Present: Bill Clark, Hans Ziegler, Josh Johnson, Mark Culliton, Raquel Webster, Alan Gehlberg

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Tyler Martin, Cynthia Paris-Jeffries

The meeting was called to order by Bill Clark at 7:05 AM.

- I. Approval of Minutes
 - a. Minutes from the 10/3/14 meeting were approved.
- II. School update
 - a. Sharon Liszanckie provided an update on Q1 academic progress, as well as an update on staff recruitment.
- III. Real Estate and Development Update
 - a. Sharon Liszanckie and Anders Peterson led a conversation about the support required to bring in \$90K by calendar-year end, Toast corporate sponsorship.
 - b. Sharon Liszanckie and Anders Peterson led a conversation highlighting the plans for Annual Fund and Capital Campaign goals.
- IV. Governance Update
 - a. Sharon Liszanckie described work underway to expand the Board.
- V. Strategic Planning
 - a. Sharon Liszanckie led a substantive conversation on discussion questions related to Boston Prep's future, including potential expansion in Boston or gateway cities, replication, and strategic partnerships.

The meeting was adjourned at 8:30 AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.

BPCPS BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

January 23, 2015

Trustees Present: Bill Clark, Hans Ziegler, Jermaine Myrie, Josh Johnson, Raquel Webster
Telephone Participants: Jeremy Benedict, Alan Ghelberg, Greg Henning, Tamara Olsen
School Staff / Members of the Public Present: Anders Peterson, Sharon Lisanckie, Adam Dobberfuhr, Mike Lester, Tyler Martin, Cynthia Paris-Jeffries, Arivee Vargas, Akeel Rangwala, Rashad Cope

The meeting was called to order by Bill Clark at 7:05 AM.

I. School Update

- a. Sharon Lisanckie provided an update on staffing and HR, including a note that a higher number of staff have departed during the 14-15 school year than in prior years.
- b. Sharon Lisanckie provided an update about the school's work to visit other schools as part of the strategic planning process, with a specific eye toward how to improve teacher job satisfaction.
- c. Sharon Lisanckie provided an update on the school's partnership with PEAR, a joint program between McLean Hospital and the Harvard Med. School.

II. Real Estate Update

- a. Sharon Lisanckie provided an update on the school's facilities project, including capital fundraising, financing, the school's relationship with partner developer PCSD, and the Hyde Park site.

III. Development Update

- a. Anders Peterson provided an update on FY15 development progress, including information about individuals and foundations.

IV. Executive Session

- a. Addition of new trustees. The Board voted unanimously to elect Cynthia Paris-Jeffries and Arivee Vargas to the school's Board.

V. Board of Visitors

- a. Anders Peterson and Bill Clark presented a draft agenda for the upcoming spring meeting for the Board of Visitors.

VI. Conversation on Current Events

- a. Sharon Lisanckie led a conversation about how students and staff encounter and hold difficult discussions on issues of race, class, and identity in the school context.

VII. Other Business

- a. Next Meeting: March 20, 2015

The meeting was adjourned at 8:30 AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.

BPCPS BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

March 20, 2015

Trustees Present: Bill Clark, Josh Johnson, Alan Ghelberg, Tamara Olsen, Cynthia Paris-Jeffries, Tom Olivier, Raquel Webster

Telephone Participants:

School Staff / Members of the Public Present: Anders Peterson, Sharon Lisanckie, Adam Dobberfuhr, Mike Lester, Tyler Martin, Stella Dubish

The meeting was called to order by Bill Clark at 7:05 AM.

I. School Update

- a. Sharon Lisanckie provided a school update:
 - i. Minutes approved from January meeting.
 - ii. College acceptance update
 - iii. Basketball championship won by boys' team
 - iv. Curricular changes, and more diversity of offerings continue to evolve
 - v. Hiring – 86% of contracts signed; every middle school teacher has signed back on
 - vi. Creating 9th grade academy to address challenges in promotion rates and culture
 - vii. Strategic planning committee working on scorecard, additional data to share with school; solicited feedback from Board on ways to improve our reporting
 - viii. May and June Board meetings will include development plan, FY16 budget

II. Real Estate Update

- a. Sharon Lisanckie provided an update on the school's facilities project
 - i. Strong community meeting; strong support from city
 - ii. 50% design development and cost estimating is nearing
 - iii. Commitment letter has come through
 - iv. Made some progress with capital campaign but there remains substantial need
 - v. Have had a project manager change with PCSD, and we remain uncertain about PCSD's commitment to us
- b. Tyler Martin provided an update on design bid build versus construction manager at risk. Real estate committee recommended CM@R process for a guaranteed maximum price and based upon charter peers' selections
 - i. The Board voted unanimously to accept the CM@R method (see attached document below)
- c. Tyler Martin presented the commitment letter from Citizens Bank
 - i. Board voted unanimously to accept the commitment letter from Citizens Bank
 - ii. Board voted unanimously to approve recommend committee's avoidance of interest rate swap for the current time

III. Strategic Priorities

- a. Sharon Lisanckie presented a plan to increase enrollment

- i. Board provided clear guidance about not taking additional financial or management risk during this time
- ii. Board allowed for exploration of the next steps required to add a grade, add enrollment, consider potential growth

IV. Board of Visitors

- a. Anders Peterson and Bill Clark presented a date for the upcoming spring meeting for the Board of Visitors – May 29th

V. Executive Session

VI. Other Business

- a. Next Meeting: May 15, 2015

The meeting was adjourned at 8:32 AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.

BOSTON PREPARATORY CHARTER PUBLIC SCHOOL

**Resolutions of the Board of Trustees
Adopted 3/20/2015**

On 3/20/2015, at a meeting of the Board of Trustees of the Boston Preparatory Charter Public School (“BPCPS”) held in compliance with the open meeting laws, at which a quorum of the Board of Trustees was present:

CONSTRUCTION MANAGEMENT AT RISK METHOD

WHEREAS, BPCPS expects to engage in the acquisition of, and the design, development of and performance of repairs and renovations to, an approximately 48,000 square foot building and adjacent site, located at 875 River Street, Boston, Massachusetts (the “Property”) to make it suitable for educational use (the “Acquisition and Renovations”).

WHEREAS, the construction contract for the development of and construction of repairs and renovations to the Property to make it suitable for educational use (the “Project”) is estimated to cost \$17.5 million or more;

WHEREAS, BPCPS plans to use the Construction Management at Risk (“CM at Risk”) method, pursuant to Mass. Gen. Laws, Chapter 149A, §1-13, to construct the Project;

WHEREAS, BPCPS has previously retained the services of Pinck and Co., Inc. as its Owner’s Project Manager for the Project and Studio G Architects as the Designer for the Project;

NOW IT IS THEREFORE:

VOTED: That BPCPS determine that the use of CM at Risk services is appropriate for the Project because of required construction phasing, occupancies, and complicated renovation.

VOTED: That BPCPS approve the plan and procedures, attached hereto as Exhibit A, to effectively procure and manage CM at Risk services for the Project.

VOTED: That BPCPS authorize the submission of an application to proceed to use the CM at Risk alternative delivery method to the Massachusetts Office of Inspector General.

VOTED: That, upon receipt of a notice to proceed from the Massachusetts Office of Inspector General, BPCPS authorize the procurement of a CM at Risk firm or construction manager to manage the Project, and the negotiation and

execution of a contract with such CM at Risk firm, pursuant to Mass. Gen. Laws Ch. 149A.

VOTED: That BPCPS establish a prequalification committee and a selection committee in connection with procurement of a CM at Risk firm or construction manager for the Project, pursuant to Mass. Gen. Laws Ch. 149A, §5(b) and §6(a). That BPCPS authorize the prequalification committee to review and evaluate responses submitted to an request for qualifications and to take any other actions as required pursuant to Mass. Gen. Laws Ch. 149A, §5. That BPCPS authorize the selection committee to review and evaluate responses submitted to a request for proposals and to take any other actions as required pursuant to Mass. Gen. Laws ch. 149A, §6 and §7.

VOTED: That any and all previous actions taken in connection with the foregoing votes by any officer or Trustee of BPCPS are hereby ratified and confirmed.

IN WITNESS WHEREOF, the undersigned Clerk of BPCPS has hereunto set his signature as such officer as of this 30th day of March, 2015.

Name:
Title: Clerk

BPCPS BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

May 15, 2015

Trustees Present: Bill Clark, Josh Johnson, Cynthia Paris-Jeffries, Hans Ziegler, Jermaine Myrie, Jeremy Benedict

Telephone Participants: Raquel Webster, Tamara Olsen, Greg Henning

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Mike Lester, Tyler Martin, Stella Dubish, Andrew Kaplan

The meeting was called to order by Bill Clark at 7:02 AM.

- I. Approval of Minutes
- II. Real Estate Update
 - a. An update was provided an update on the school's facilities project
 - i. BRA meeting was incredibly positive; project on track for BRA approval on June 11th.
 - ii. School has gone through process to select a construction manager for the project – W.T. Rich.
 - iii. Sharon Liszanckie outlined the variables involved in the delivery date of the project.
 - iv. Kurt James, longtime school counsel, will be the school's attorney for the project.
 - v. Anders Peterson provided an update on the school's capital campaign.
- III. Development Update
 - a. Anders Peterson provided an update on development and the school's proposed goal for FY16.
- IV. Finance Update
 - a. Sharon and Tyler provided an update on the school's budget proposal for FY16. The school and the board are working through options to ensure a fiscally responsible budget is met.
- V. Executive Session
- VI. Other Business
 - a. Next Meeting: June 19, 2015

The meeting was adjourned at 8:35 AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.

BPCPS BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

June 19, 2015

Trustees Present: Bill Clark, Hans Ziegler, Mark Culliton, Jermaine Myrie, Tom Olivier, Raquel Webster, Josh Johnson, Tamara Olsen

Telephone Participants: Greg Henning

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Adam Dobberfuhr, John Grandin, Mike Lester, Andrew Kaplan, Annie Cervin, Scott McCue, Tyler Martin

The meeting was called to order by Bill Clark at 7:03 AM.

- I. Approval of Minutes
 - a. Minutes from the 5/15/15 meeting were approved.
- II. Real Estate Update
 - a. The project was voted on for approval by the BRA on June 11th. That step represents significant progress in the project.
 - b. The school has engaged W.T. Rich as its construction manager.
 - c. Sharon Liszanckie and Anders Peterson provided an update on the capital raised for the project and work remaining to meet the \$6m goal.
- III. Development Update
 - a. Because the school's finances will require it going forward, the school is setting a higher annual fund goal. Fundraising is more of a requirement and less a luxury currently.
 - b. The Board voted on the FY16 annual fund plan, based on recommendation from the development committee.
- IV. Finance
 - a. The Board voted to approve the FY16 budget, based on recommendation from the finance committee.
- V. Governance
 - a. The governance committee shared initial plans for board development and leadership.
 - b. The Board voted to add Andrew Kaplan to the Board.
- VI. School Update
 - a. Sharon Liszanckie informed the Board about additional charter seats coming online over the next year.
 - b. The Board raised questions about long-term growth strategy and timing, programmatic considerations, real estate considerations, and management's time.
 - c. The Board voted to give management discretion to apply for new seats, with the caveats that there not be more than 60 students in first year of growth, and to target an optimal school size of around 800 students.
- VII. Other Business
 - a. Next Meeting: September or October, pending management's finalization of calendar.

The meeting was adjourned at 8:37AM by Bill Clark.

Meeting minutes recorded by Anders Peterson, Director of Development.