

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

September 11, 2015

Board members present: Raquel J. Webster, Jermaine Myrie, Bill Clark (Phone/Then in person), Tom Olivier, and Josh Johnson

School: Anders Peterson, Sharon Liszanckie, Tyler Martin, and Graham VanderZanden

- I. Real Estate:** Tyler Martin and Sharon Liszanckie provided the Board with updates regarding the following: 1. School's real estate project; 2. Real estate project's appraisal and implications; and 3. Finance Committee's recommendation on the financing structure for the real estate project.

The Board discussed these three items and asked questions. At the conclusion of the discussion, the Board voted and unanimously approved the Finance Committee's recommendation on the financing structure. Specifically, the Board approved the Finance Committee's recommendation that the financing structure be a combination of 10 and 30 year swaps, with a small amount of the loan floating at a variable rate.

The Board also voted and unanimously adopted the following five resolutions:

- 1. Acquisition of the Property:** The Board adopted the resolution that the school be authorized to assign to the Foundation the Purchase Agreement together with all contracts, permits and other tangible and intangible personal property relating to the Property and/or the Project and to execute and deliver all other such certificates and other documents as are necessary or appropriate for such assignments.
- 2. Development of the Projects:** The Board adopted the resolution that the School be authorized to undertake predevelopment activities relating to the Project including, without limitation: (a) executing a Professional Services Agreement with PCSD and assigning any of the School's obligations thereunder to the Foundation; (ii) obtaining all necessary permits and approvals; and (c) executing and delivering contracts with architects, engineers, construction managers, contractors and other consultants and professionals and any other ancillary documents relating thereto.
- 3. Acquisition and Development Financing:** The Board adopted the resolution that the School be and hereby is authorized to obtain, directly and indirectly, all necessary equity, grants and loans to finance the Project, including, without limitation, the Line of Credit and the PCSD Loan, and to grant security interests to secure the repayment of such indebtedness, and to execute, acknowledge and deliver memoranda of understanding, grant agreements, loan agreements, promissory notes, security agreements, financing statements, environmental indemnities, guarantees and such other loan documents and any other applicable certificates, agreements, indemnities and documents as are necessary or appropriate for such financing.
- 4. Property Operations:** The Board adopted the resolution that the School be authorized to execute a lease with the Foundation providing for the operation of a charter school on the Property.
- 5. General: The Board adopted the following general resolutions:**
 - That the School be authorized to take any and all action necessary or appropriate to consummate the above transactions.

- That each of the Executive Director and Director of Finance and Operations of the School be, and hereby is, authorized in the name and on behalf of the School to execute, acknowledge and deliver any of the above documents and any and all other certificates, agreements and documents for such purposes, such documents to be in a form acceptable to such individual.
- That each of the foregoing individuals be and hereby is authorized and directed to take any and all actions necessary or appropriate to comply with and carry out the foregoing votes, and to the extent that any of the actions contemplated by the foregoing votes may already have been taken, the same are hereby ratified, adopted and approved in all respects as if such action had been taken subsequent to and in full accordance with the foregoing votes.

The meeting was called to order at 7:00 a.m. The meeting concluded at 8:00 a.m.

Minutes recorded by Raquel J. Webster

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

September 25, 2015

Trustees Present: Bill Clark, Jermaine Myrie, Hans Ziegler, Josh Johnson, Tom Olivier, Cynthia Paris-Jeffries, Andrew Kaplan, Raquel Webster

Telephone Participants: Greg Henning, Bryce Leutzen, Matt McGinnis, Arivee Vargas

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Tyler Martin, Graham VanderZanden, Stella Dubish

The meeting was called to order by Sharon Liszanckie at 7:05 AM.

- I. The Board voted unanimously to approve meeting minutes from 6/19/2015 and 9/11/2015.
- II. Finance Update
 - a. Tyler Martin reported on findings and took questions about the school's audit.
 - b. Matt McGinnis from AAF covered comparative ratios produced from the audit.
 - c. The school is in healthy financial status.
 - d. The Board voted unanimously to approve the audit.
- III. Development Update
 - a. Anders Peterson provided an update on the annual fund progress and solicited feedback about the school's roll-out of the public phase of the capital campaign.
 - b. Trustees raised questions about how to ensure the annual fund does not get cannibalized by work on the capital campaign.
- IV. School Update
 - a. Sharon Liszanckie provided a school update. There was discussion about political and advocacy work happening with charter schools.
 - b. There is a push in Boston for a unified enrollment policy across public and public charter schools.
 - c. Charter leaders met to discuss aligning advocacy around lifting the cap.
 - d. Sharon indicated that management would like to establish a 3-5 year strategic plan for Boston Prep.
 - i. How do we measure success of Boston Prep?
 1. Demonstrate success in college, prepared for success in college
 2. Evidence of ethical growth (new measures of it – Duckworth?)
 3. What other measures should be included?
 - a. Is the curriculum diverse enough?
 - b. How should we educate and steer students to colleges that better serve our demographics?
 - c. Do we need additional measures to define success for students who don't persist in college but in other industries/careers?
 - d. Measure for staff satisfaction (TNTP), other?
 - e. What are our long-term aspirations for our graduates over time?
 - ii. How should we evaluate college persistence and the success of our programs?

The meeting was adjourned at 7:35 AM.

Meeting minutes recorded by Anders Peterson, Director of Development and Raquel Webster, Secretary of the Board

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

November 13, 2015

Board members present: Bill Clark, Raquel J. Webster, Tamara Olsen, Josh Johnson, Tom Olivier, Andrew Kaplan, Cynthia Paris Jeffries

Telephone participants: Arivee Vargas

School Staff / Members of the Public Present: Anders Peterson, Sharon Lisanckie, Tyler Martin, Eileen Callahan, and Graham VanderZanden

- I.** **Mission Moment:** Anders Peterson shared an inspiring mission moment with the Board.
- II.** **Approval of Minutes:** The Board voted unanimously to approve the minutes from the 9/25 Board meeting.
- III.** **Approval of Accountability Plan:** Sharon Lisanckie provided the Board with a brief update of the school's Accountability Plan, which was provisionally approved by the Department of Elementary and Secondary Education (DESE). In addition, the Accountability Plan has undergone several rounds of review and feedback from the School's Policy and Planning Team. After being informed, the Board voted unanimously to approve the Accountability Plan.
- IV.** **Development:** Anders Peterson provided the Board with an update on the 2016 Toast event, which will be held on April 8, 2016. Mr. Peterson also reminded the Board that the school's groundbreaking ceremony at the new school site will in Mattapan will be held on December 15, 2015 from 10a.m. to 11a.m. Anders encouraged Board members to contribute to the capital campaign and to spread the news about the campaign.
- V.** **Governance:** Raquel Webster and Graham VanderZanden led the Governance Committee discussion and presented the Governance Committee's goals for 2015-2016. Ms. Webster and Mr. VanderZanden also proposed that the Board move forward with a Board retreat in January 2016 so that the Board could spend time working on goal-setting and strategic planning for 2016. After providing input and discussing the Board goals and retreat, the Board agreed to have a retreat. The Board retreat will be held on January 29, 2016 at 7:00 a.m. in Boston, MA. At the end of the Governance Committee discussion, Mr. VanderZanden informed the Board that there is now an online Board Library, which will enable Board members to review documents such as previous Board meeting minutes, committee lists, and other Board documents.
- VI.** **School Update:** Ms. Lisanckie provided the school update. Ms. Lisanckie's updated focused on the Partnership for Assessment of Readiness for College and Careers (PARCC) test results and the specific moves the School is taking based on these test results.
- VII.** **Strategic Planning:** Josh Johnson and Ms. Lisanckie provided the Board with an update on the Strategic Planning Committee's work, which will focus on what the School will do in terms of strategic planning and how we will achieve the strategic planning goals. Mr. Johnson provided a general overview of the timeline and process for the strategic planning work. The Board provided feedback.

The meeting was called to order at 7:00 a.m. The meeting concluded at 8:30 a.m.

Minutes recorded by Raquel J. Webster

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

53 State Street, 29th Floor

January 29th, 2016

Board members present: Bill Clark, Raquel J. Webster, Josh Johnson, Andrew Kaplan, Cynthia Paris Jeffries, Arivee Vargas, Hans Ziegler, Mark Culliton (ex officio)

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Tyler Martin, Eileen Callahan, Amy Chen, and Graham VanderZanden

- I. Article Review:** The Board reviewed four articles focused on a set of educational topics, including college readiness, innovation in schools, building character in students, and racial disparities in the STEM professions. Sharon Liszanckie facilitated a conversation in which the Board discussed how the information from the articles might apply to the school.
- II. State of the School:** Ms. Liszanckie presented the school's new dashboard, including a set of measures of success that had been identified in conversation with the Board and with the school's Leadership Team earlier in the school year. She informed the Board that the Board will review the dashboard twice annually moving forward. Ms. Liszanckie then presented data reflecting Boston Prep's performance relative to its mission over the past decade. Analysis focused on the performance of Boston Prep graduates in college, academic preparedness for college as measured by PARCC, SAT, and AP tests, and Boston Prep's track record of serving all students by keeping students enrolled over time and closing achievement gaps between sub-populations. The Board identified key take-aways based on this data, and discussed a set of hypotheses for the factors driving the school's current set of outcomes.
- III. Strategic Planning:** The Board discussed its general tolerance for trying new things in order to improve the school's ability to deliver on its mission. There was general consensus that the school should conduct a targeted redesign of specific aspects of the existing school model. The Board then discussed which elements of the model the school should focus on changing, and which elements of the model should not change.
- IV. Approval of Minutes:** The Board voted unanimously to approve the minutes from the 11/13 Board meeting.
- V. Approval of Expulsion Policy:** Ms. Liszanckie provided the Board with a brief update of the school's Expulsion Policy, which was provisionally approved by the Department of Elementary and Secondary Education (DESE). In addition, the Expulsion Policy has undergone several rounds of review and feedback from the School's legal counsel. After being informed, the Board voted unanimously to approve the Expulsion Policy.

The meeting was called to order at 7:15 a.m. The meeting concluded at 12:00 p.m.

Minutes recorded by Anders Peterson and Graham VanderZanden.

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

March 18, 2016

Trustees Present: Josh Johnson, Jermaine Myrie, Tamara Olsen, Raquel Webster, Hans Ziegler

Telephone Participants: Bill Clark, Andrew Kaplan

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Tyler Martin, Graham VanderZanden, Eileen Callahan, John Grandin

The meeting was called to order by Sharon Liszanckie at 7:02 AM.

- I. **Approval of Minutes:** The Board voted unanimously to approve the minutes from the 1/29/16 board retreat.
- II. **Mission Moment:** The Board watched a video of a Boston Prep student giving a speech about her experience at Boston Prep from the great steps of the State House.
- III. **External Update:** Ms. Liszanckie provided an update on several issues that affect the school's external environment, including proposed charter cap lift legislation, recent media attention focused on suspensions within charter schools, and the ongoing process to unify enrollment between charter schools and BPS.
- IV. **Development:** Tamara Olsen and Anders Peterson provided an update on planning and preparation for the 2016 Toast. Ms. Olsen made several requests of Trustees to take action to promote and support the Toast. Mr. Peterson provided an update on FY16 fundraising to date, as well as the process for planning FY17 fundraising goals.
- V. **Governance:** Raquel Webster and Graham VanderZanden provided an update on board goals for FY16 and FY17. The Board discussed these goals and voiced support for them (no vote was taken).
- VI. **School Update:** Ms. Liszanckie provided an update on the planning process for FY17, including staffing, budgeting, and policy changes that are underway. Ms. Liszanckie also provided an update on progress in the strategic planning process.

The meeting was adjourned at 8:30.

Meeting minutes recorded by Anders Peterson, Director of Development and Raquel Webster, Secretary of the Board.

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

May 20, 2016

Trustees Present: Bill Clark, Josh Johnson, Andrew Kaplan, Jermaine Myrie, Tom Olivier, Raquel Webster, Hans Ziegler

Telephone Participants: Tamara Olsen, Arivee Vargas

School Staff / Members of the Public Present: Anders Peterson, Sharon Liszanckie, Tyler Martin, Graham VanderZanden, Eileen Callahan, Jonathan Talley, Amelia Cheers, Jim Washington, Amy Chen

The meeting was called to order by Sharon Liszanckie at 7:05 AM.

- I. **Mission Moment:** Students Daniel Adedeji and Christelle Laboissiere presented to the Board about Social Justice Week.
- II. **Approval of Minutes:** The Board voted unanimously to approve the minutes from the March 18th board meeting.
- III. **Water Testing Update:** The Board was updated about ongoing water testing at the school.
- IV. **Planning for FY17:**
 - a. Tyler Martin provided a draft of the FY17 budget.
 - i. Information was shared about the school's tuition rate.
 - ii. Tyler Martin discussed the school's EBIDA covenant to the bank for the school's loan.
 - iii. Management discussed budget reduction options with the Board.
 - b. Anders Peterson provided a draft of FY17 development goal.
 - i. The goal will increase, based upon the strength of multi-year gift increases, event proceeds, and foundation yield.
- V. **Governance:**
 - a. Graham VanderZanden presented new trustee candidates to the Board.
 - b. Graham VanderZanden presented a change in bylaws to the Board. An annual meeting will be held in June.
- VI. **External Issues and School Update:**
 - a. Sharon Liszanckie presented information about potential seats that will be available to add.
 - b. Sharon Liszanckie provided an update on legislative advocacy around lifting the cap, as well as on unified enrollment in Boston. The Boston Charter Alliance is considering using a common application for enrollment.
 - c. Sharon Liszanckie provided information on school policies and strategic planning.

VII. Executive Director Performance Review:

- a. Bill Clark led a discussion of Executive Director Sharon Liszanckie's performance.

The meeting was adjourned at 9:00 AM.

Meeting minutes recorded by Anders Peterson, Director of Development and Raquel Webster, Secretary of the Board.

BOSTON PREP BOARD OF TRUSTEES MEETING MINUTES

1286 Hyde Park Ave., Hyde Park, MA 02136

June 17, 2016

Trustees Present: Bill Clark, Andrew Kaplan, Cynthia Paris-Jeffries, Raquel Webster, Hans Ziegler

Telephone Participants: Tamara Olsen, Tom Olivier

School Staff / Members of the Public Present: Anders Peterson, Sharon Lisanckie, Tyler Martin, Graham VanderZanden, Eileen Callahan, Jonathan Talley, Amelia Cheers, Jim Washington, Amy Chen, John Grandin

The meeting was called to order by Sharon Lisanckie at 7:09 AM.

- I. **Mission Moment** – Sharon Lisanckie shared a slide show from the progress in the building project.
- II. **Approval of Minutes:** Minutes from May 20th were approved.
- III. **Finance**
 - a. Tyler Martin informed the board about a conversation on covenants in the bank loan that the school had with the bank.
 - b. Tyler Martin and Tom Olivier presented on the FY17 budget.
 - c. Tyler Martin presented the importance of the school continuing to iterate on designing a prudent financial model.
 - d. Tyler Martin provided an update about capital expenditures on additional laptop computers.
 - e. The Board voted to approve the FY17 budget.
- IV. **Development**
 - a. Anders Peterson provided an update on the FY16 development results and the FY17 development goal.
 - b. The Board voted to approve the FY17 development plan.
- V. **Governance**
 - a. Graham VanderZanden presented new trustees for re-election, new trustees for election, the slate of officers for FY17, and updates on bylaw changes.
 - b. The Board voted to re-elect Jermaine Myrie, Tom Olivier, and Raquel Webster as Trustees.
 - c. The Board voted to elect Amelia Cheers, Jonathan Talley, and Jim Washington to the Board.
 - d. The Board voted to approve the FY17 leadership slate: Bill Clark and Raquel Webster are Co-Chairs, Tom Olivier is Treasurer, and Amelia Cheers is Secretary.
 - e. The Board voted to approve updated bylaws.
- VI. **Growth Planning and Strategic Planning**
 - a. Sharon Lisanckie presented an update on universal charter and district school enrollment. The Boston charters are hoping to align their applications into a charter common application.
 - b. Sharon Lisanckie presented context for leadership challenges at the school leading into the possible growth work.

- c. Sharon Liszanckie and the board discussed growth planning for Boston Prep. The school hopes to seek additional seats. Currently, the Department estimates that 225 seats will be available.
- d. The Board voted to approve a plan to apply for additional seats aligned to the existing plan to become a school serving 920 students in grades 5-12.

The meeting was adjourned at 8:45AM.

Meeting minutes recorded by Anders Peterson, Director of Development and Raquel Webster, Secretary of the Board.