**Approved Minutes**

**Board of Governors Meeting**

**Washington Latin Public Charter School**

**5200 2nd Street, NW Washington, DC**

**Thursday, September 24, 2015**

**6:00pm**

**Governors Present:** M. Cave; C. Culver; R. Dalal (phone); J. Davis (phone); A. Economou; R. Greiff; M. Levasseur; A. Lovett; P. Mara; J. Olchefske; A. Wilkins

**Absent**: J. Olchefske; T. Tuck

**Head of School**: M. Cutts

**Guests**: Kate Cromwell, WLPCS Director of Development

 Geovanna Izurieta, WLPCS Director of Finance

 Diana Smith, WLPCS Principal

 Ryan Benjamin, WLPCS Vice Principal

 Eric Harter, Shanahan Law Firm

 Hunter Rawlings, Board Candidate

 Sarah Manes, Charter Board Partners

 Barry Rowland, Senior Search Consultant, Carney, Sandoe & Associates

 Bob Awrey, former Supervising Adult Education Principal City of York

 Toronto

1. **Call to Order:** Mr. Ejiasa called the meeting to order at 6:10pm and welcomed the group, noting guests and initiating a round of introductions.
2. **Approval of Minutes:** Ms. Economou then presented the general board minutes of August 26, 2015. They were approved unanimously and with no changes after a motion made by Mr. Ejiasa and seconded by Mr. Cave.
3. **Report of Contracts over $25,000:** Ms. Izurieta reviewed nine vendors with whom WLPCS had new or continuing contracts for services over $25,000. She also confirmed that there was no conflict of interest.
4. **Head of School Report:** Ms. Cutts made note of a fast approaching development goal of $200,000. She and Ms. Cromwell expressed a desire to purchase wish-list items and then focus fully on raising faculty funds. She also noted that this spring, instead of fundraising through Bacchanalia dinners as had been done the last two years, WLPCS would be hosting a gala on April 16th.
5. **Search Committee:** Ms. Lovett introduced Barry Rowland of the search firm Carney, Sandoe & Associates and his assistant, Bob Awrey. Mr. Rowland explained the objective of his visit and described his itinerary and impressions to date. He shared an incredibly positive overall sense of the school, highlighting that in conversations with faculty, staff, and students, almost everybody was motivated, positive, and felt recognized as individuals. He clarified the process of how he and the Search Committee would work to whittle down the candidate pool and then concluded by entertaining a number of questions from board members.
6. **Finance Committee**: In Mr. Olchefske’s absence, Ms. Izurieta spoke on behalf of the committee. She reviewed financial statements and noted a final student enrollment of 681 students, providing $45,000 more than initially expected. She also noted an increase in the facilities allotment.
7. **Academic Committee:** Dr. Smith and Mr. Benjamin presented the most recent results from SAT, PSAT, and AP tests. Providing an in-depth analysis for nearly an hour, they reviewed scores by subject matter and demographic sub-group, noting areas of growth and also areas for improvement. They demonstrated how results compared to progress against goals outlined in the Strategic plan and discussed strategies addressing areas of concern. Dr. Smith expressed her belief that recent changes to standard testing, both with the adoption of the PARCC and revisions to the SAT, were ultimately more consistent with WLPCS’s educational ideology, but she also requested patience as leadership transitioned to these news tests. She also asked that board members invest some time in attending the school so as to better understand the less tangible, qualitative dimensions of WLPCS’s academics.
8. **Gym Update:** Eric Harter, a lawyer from Shanahan Law Firm, explained the need to pass three resolutions regarding gym financing. The first resolution stated that as Sole Member of the QALICB, WLPCS named Mr. Ejiasa, Mr. Davis, Ms. Economou, and Mr. Olchefske as officers of the QALICB as President, VP, Secretary, and Treasurer respectively. Ms. Economou made a motion, Ms. Lovett seconded it, and it passed unanimously. The second resolution stated that as Sole Member of the QALICB, WLPCS (a) authorized the QALICB to obtain the Loan in an amount not to exceed $1.7 Million and (b) authorized the Chair of WL and the Head of School of WL to execute any documents necessary for QALICB to obtain the Loan and complete the transaction on the QALICB’s behalf. Mr. Cave made a motion to pass this resolution, Mr. Ejiasa seconded it, and it passed unanimously. The third resolution stated that the Board of WLPCS (a) authorized the QALICB to obtain the Loan in an amount not to exceed $1.7 Million (since WL is the sole Member of the QALICB); (b) authorized WL to guarantee the QALICB Loan in an amount not to exceed $1.7 Million; and (c) authorized the Chair of WL and the Head of School of WL to execute any documents necessary for WL to guarantee the Loan and complete the transaction on WL’s behalf. Mr. Ejiasa made a motion to pass this resolution, Ms. Economou seconded it, and it passed unanimously. Ms. Cutts then noted that how close the school was to getting a building permit, and that she was beginning to make necessary accommodations for the construction and disturbance to students and neighbors. She did not anticipate any hiccups.
9. **Governance Committee:** Mr. Mara made note of the two candidates, Hunter Rawlings and Tim Morgan, to be voted on this evening. He summarized their skillsets and performance through the vetting process, and committee members voiced their support. Mr. Cave made a motion to accept the slate of candidates, Mr. Ejiasa seconded the motion, and it passed unanimously. Mr. Ejiasa articulated his concern that the recruitment process did not currently provide the board-at-large with sufficient opportunity to interact with candidates. He requested that the committee modify the recruitment process to remedy that and asked Sarah Manes of Charter Board Partners to make her recommendations. Mr. Mara thanked Mr. Ejiasa for the feedback and said that he and committee members would discuss that at their next meeting.
10. **Old/New Business:** Mr. Ejiasa noted that there had been some concern around goal alignment as a result of the August board meeting and that he would work with committee chairs to address this in advance of the October meeting.
11. **Adjournment:** Mr. Ejiasa made a motion to adjourn the meeting, Ms. Wilkins seconded the motion, and it was approved unanimously. The meeting adjourned at 8:32 pm.