

Annual Meeting of  
Board of Trustees  
May 23, 2019  
Thurgood Marshall Academy Library  
2427 Martin Luther King, Jr Ave, SE  
Washington, DC 20020

**In attendance:** Jerry Epstein (phone), Ken Jones (phone), Dan Gordon, Andy Rosenberg, Bruce Berman, Rick Roe (phone), Mark Harrison, Regina Foshee (phone), Danielle Bierzynski, Jonathan Stoel

**Also in attendance:** Kia Burnett (phone), Laurence Telson (phone); Richard Pohlman, Executive Director; Giselle Pole, Director of Development & Strategic Partnerships; David Schlossman, Chief Operating Officer.

The annual meeting was called to order at 8:02 am.

Mr. Stoel asked for a motion to approve the minutes from the April 10, 2019, meeting. A motion was made, seconded, and approved unanimously.

The board went into executive session and reconvened at approximately 8:20 am.

Next, Mr. Epstein gave the governance report focusing on Trustee elections. A motion was made to elect Ms. Telson and Ms. Burnett to the Board. The motion was seconded and vote passed unanimously.

A motion was made to reelect the slate of members whose terms are set to expire to additional two-year terms. The motion was seconded and approved unanimously (except that Trustees standing for re-election did not vote for themselves and were not present during any deliberation or discussion of their continued membership).

The Board also discussed continuing recruitment efforts through the summer and the fact that it must bring one additional member on board or appoint a non-voting member at the next meeting.

The list of board members and terms following this election are as follows:

Last	First	Term Ends	DC Resident	Parent	Office	Status
Berman	Bruce	7/1/2020	no	no		voting
Bierzynski	Danielle	7/1/2021	yes	no		voting
Burnett	Kia	7/1/2021	yes	yes		voting
Epstein	Jerome	7/1/2021	yes	no		voting
Foshee	Regina	7/1/2020	yes	no		voting
Gordon	Dan	7/1/2021	yes	no	Secretary	voting
Harrison	Mark	7/1/2021	yes	no	Vice-Chair	voting
Jones	Kenneth	7/1/2020	no	no	Treasurer	voting

<b>Last</b>	<b>First</b>	<b>Term Ends</b>	<b>DC Resident</b>	<b>Parent</b>	<b>Office</b>	<b>Status</b>
Roe	Richard	7/1/2020	no	no		non-voting
Rosenberg	Andrew	7/1/2020	no	no		voting
Stoel	Jonathan	7/1/2020	yes	no	Chair	voting
Telson	Laurence	7/1/2021	yes	yes		voting

The governance committee noted that Ms. Foshee will continue her service on the board as a non-parent board member, and that current officers will continue for the next year.

Next, Mr. Pohlman presented the onboarding plan for the new Executive Director, Raymond Weeden. During a six-week period between mid-June and July 20, onboarding will include knowledge transfers; co-planning for SY2019-20; transitioning the supervision of leadership staff; collaborating on key school documents, and Mr. Pohlman advising on key decisions.

Mr. Pohlman provided an update on the hiring for faculty and staff positions for SY20.

Next, Mr. Gordon presented an update from the Education Mission Committee. Academic Data will be presented at a later date, as the 2<sup>nd</sup> period for the quarter ended yesterday. The committee met and discussed passer rates as well as reactions to initial PARCC testing, which occurred earlier in the month. A second meeting will be held over the summer to review the PMF and final school academic data. Following the meeting, both the policy revisions and school-wide plan will be submitted. Mr. Gordon concluded the report by noting that summer academic programs begin June 24, 2019, for both Summer Prep (for incoming students) and Summer School (for current students).

Next, Mr. Rosenberg provided the Development Committee report, beginning with thanks to the full board for supporting the annual gala through donations, attendance, and sharing the event to friends and colleagues. The development committee discussed what worked well with this year's gala and what items to consider for next year. The floor opened to gather additional feedback from the board, and following comments, Mr. Rosenberg proposed creating a small "gala committee" to help staff and the committee with planning next year's event.

Gala revenue landed at 75% of the \$235,000 goal. The Board materials in LiveBinder contain a report of revenue and expenses for this year's Gala, compared to prior years.

Moving to the overall development fundraising, the school is at 94% of goal; that amounts to \$64,000 to secure by June 30th. The board materials also include a report of overall fundraising to date, comparative to last year.

Next steps through June 30 include the development staff contacting all donors who donated last year who have not made a gift either this year and some that did not make a gift over the last two years. These "LYBUNTs" will receive a letter asking for support along with a copy of the gala program book, and then staff will follow up by email and phone. Board members are encouraged to assist with contacting previous and current donors; please email Ms. Pole directly if interested.

Next, Mr. Jones introduced and Mr. Schlossman presented the Finance Committee report, consisting of general items (financial and policy updates) as well as the FY20 budget, which requires a board vote.

Beginning with general items, Mr. Schlossman noted that due diligence procurement reports appear in the board materials on LiveBinder but require no action.

Next, Mr. Schlossman noted that at the last board meeting a resolution was proposed that would have established a policy regarding management of board-restricted funds. At the April meeting, rather than vote on the resolution, the Board asked the Finance Committee to explore the matter further. The Finance Committee consulted with outside partners and learned that there is no legal or accounting requirement to establish a policy now or at any time until the Thurgood Marshall Academy board chooses to restrict funds. The Finance Committee discussed the matter and determined that a resolution is not needed.

Moving to a review of the current year financials, the expectation is that the school will perform well against the budget.

Next, Mr. Schlossman described the process and context of revisions to the Thurgood Marshall Academy Internal Controls & Financial Procedures Manual. He worked with experts throughout the year to bring written policies in line with federal Uniform Guidance, DC OSSE standards, and best practices. Policies memorialized in the Internal Controls manual were observed since the beginning of the 2018-19 fiscal year (or earlier where applicable), but the manual captured guidance released through Spring 2019. The final document is provided in the board materials.

Next Mr. Schlossman presented the proposed budget for FY20 (July 2019-June 2020). The Finance Committee has reviewed and discussed it in detail, and recommends full-board approval.

Mr. Schlossman noted that the most significant change is that the budget no longer relies on the debt service coverage ratio as its benchmark target (as the school no longer has debt covenants). Instead, three central targets will be used to assess budget-vs-actual performance in an effort to balance the needs of annual programming and long-term needs (such as building renovation): (1) change in net assets, (2) days of cash on hand, and (3) annual savings equal to roughly 2.5% of annual income. These targets are subject to change in future years, particularly given new executive leadership and expectations of a strategic planning process.

Mr. Schlossman touched on budget assumptions detailed in the budget executive summary included in board materials. Overall, the Finance Committee believes the FY20 budget as presented is balanced and plans for financial support to school programming during the fiscal year and long-term sustainability for the school.

A motion was made to approve the budget for FY20. The motion was made, seconded, and approved unanimously.

Next, Mr. Pohlman gave the Executive Director's report.

Construction work on the entryway will resume over the summer.

There are several End of Year of Activities, in which the board is invited to participate:

May 21 – Annual school-wide College Acceptance Ceremony, held in the school gym at 3pm.

May 30 – Final Parent Meeting of the school year.

June 4-13 – All students present their Portfolios to a panel of faculty and staff.

June 14 – Commencement for the Class of 2019, held at Cramton Auditorium at 10am.

In concluding his report Mr. Pohlman reflected on his four-year journey at the school and his work with the board.

Major Accomplishments include the work with Mr. Harrison and the Replication committee around school replication. The board made the right choice together using an inclusive and robust planning process.

There is also pride in the work to diversify TMA's employees and our Board. The leadership team has also transitioned into a team in which the people both reflect and reside in communities the school serves.

Other accomplishments include meeting or exceeding fundraising goals, transitioning to online state assessments, and transitioning TMA to become its own LEA for SPED. While the school has not met targeted levels for attrition, the numbers are moving to single digit figures.

Finally, it is important to note that during the transitions, the school maintained its Tier 1 status.

Mr. Stoel expressed appreciation to Mr. Pohlman for his years of service to the school, and individual members echoed their thanks.

The meeting adjourned 10:04am.