



The Children's Guild DC Charter School Board

Date: Monday, December 9, 2019
Time: 6 – 8 p.m.
Place: 2146 24th Pl NE, Washington, DC 20018

MINUTES

Attendees

Chris Zimmerman
Imani Samuels (Board Chair)
Melody Giles
Cleopatra Green-Clarke (phone)
Joan Payne (phone)
Leslie Nesbit (phone)
Dana Baughn
Gary Kellner

Staff

Dr. Andy Ross
Bryan Daniels
Nakia Nicholson
Kathy Lane
Josh Sutherland
Amanda Henck

Call to order

Ms. Samuels called the meeting to order at 6:15 pm.

No public comment

Previous Meeting Minutes Approval and Work Meeting Session

Ms. Giles made a motion to approve the minutes, Mr. Zimmerman seconded the motion.
Previous minutes approved.

Management Company and its Responsibilities

The DC Campus, governed by the Board is a sit alone entity and hires the management company of its choice. As per Dr. Ross - The Board does not have any employees, the employees of the school report all concerns to the management company and the management company reports to the Board. There are levels to interest in the organization, long term interest, short interest management company

In the management company agreement, Section 2 – explains the duties: supposed to handle accounting and bookkeeping, management of accounts receivable and collections, human resources recruitment and management, facilities operations, public relations and marketing relations, IT and technical support, purchasing and business operations, training staff, in

service educational learning- anything new has to be reviewed to make sure that is in line with the organizations mission and philosophy. The Charter Board (PCSB) asked The Children's Guild to come into the district to assist with students who require Special Education services and willing to train other charter schools on the same component. The Chief Academic Officer reports to the management company and they discuss changes and what needs to be implemented within the school to meet the needs of the students which will be presented to the Board thereafter.

Imani Samuels (Board Chair) clarified that the management company should be bringing any request for additional personnel concerns to the Board not the school staff and there should be no such communication between the Board and school staff.

The parent board members – Melody and Cleo have three different roles, employees, board members and parents and they have a duty to disclose a conflict of interest if there is one. In the parent role they have a conflict of interest because they consider their children first and as staff member they have a conflict of interest because with staffing issues such as laying off staff may have an issue. Dr. Ross suggest that the parent board members should not participate when there are discussions around the budget because of a possible conflict of interest. Dr. Ross states that if he request a raise, since he is a part of The Children's Guild Board he's not allowed to vote on anything that pertains to his own personal concerns.

Imani Samuels (Board Chair) asked for clarification on the sense of the expectation is that we want parent representatives on the board but for the current parent board members who are on staff, they can be recipients of the presentation but cannot a part of the discussion or the vote?

Dr. Ross- This depends on the discussion when there is a conflict of interest which is listed in point 2. The example used: Mrs. Nicholson requested to hire Roniesha Estep (her sister), the school was in chaos and Mrs. Nicholson expressed that this person does a good job. The request was granted but she cannot evaluate her, Ms. Estep would report to Tim Dodson (Operations Director), which could be looked upon as a conflict of interest. So as the Board, it would have to determine if the issues being presented would be a conflict of interest at the time of presentation, the Board has the final say.

Dr. Ross The Board is for governance, it votes on the budget not on any particular item in the budget; just getting the budget to a certain number. The Management Company will tell the Board what they are doing and the rationale for it but that is what the Board does.

Imani Samuels (Board Chair) Ask if we are not supposed to review the budget and ask questions?

Dr. Ross There are 140 kids with IEP's and it would good if we had two IEP Coordinators or three, whatever we need but we only have one because we have to cut this budget. The management company states that it makes sense to have more than one IEP Coordinator, talked with Mrs. Nicholson and she would rather cut other positions than cut the IEP Coordinator, but there is a need for another. The question is how do we make that work, we are unsure? As the management company when the Board ask questions about certain positions, it requires an answer and it should make sense. The Board doesn't have to take the advice from the management company and can make any decision they want. The Board is not expected to understand Special Education or all of the details but if they make the wrong decision, then the school goes down, there is a trust factor, and my job as the head of the

Children's Guild is to give you the best advice that the organization has that will serve you well and in the end if you decide to overrule this then you can. The final piece is the checks and balance, Chris is on the Board but he also sits on the overhead Board just like you Imani is an automatic member of that Board so at any time if you as the Board Chair were unhappy, you can go back and pull all the necessary information to need to prepare for a separation. This management company has experienced a takeover from another campus because they did not establish said boundaries and the overhead board stepped in and told them that they have to listen and removed the board members and replaced with people that will help them gain control. It is like taking your company, ideas and your money after you put in all this time and money. The TCGDC Board has final say in decisions but the other Boards do not, the Children's Guild Alliance Board has full authority over them.

Imani Samuels (Board Chair) states she was not aware of the operating standard of the Board and open this to the rest of the Board.

Ms. Giles states that in the full charter agreement it indicates there are to be two parent board member not representatives so where does it indicate that they cannot vote Where is the breakdown of that information and why hasn't it been disclosed prior to now, it appears that this only has presented itself because the last conversation about the budget. As far as governance, fully understanding the process of a governing Board since being on another Board.

Dr. Ross stipulates that one is a governing Board and the other is a community Board and that is the difference, which doesn't match up, the reason for the conflict of interest form (which doesn't apply to this situation)

Ms. Giles states that the community Board does not apply in this situation, understanding and knowing the difference.

Mr. Zimmerman rules of engagement

Dana Baughn What factors led to the different structures of this Board than the others? Operational Law indicates this as an independent board.

Mr. Zimmerman DC Law provides a framework of who is responsible and how they are to operate.

Dana Baughn states that maybe part of what Melody's (Ms. Giles) question is: Do we have any bridge document in place that someone could go to in order to understand the rules of engagement to the difference between the Guild and the governing Board.

Mr. Zimmerman The management agreement

Imani Samuels (Board Chair) stated that it is not necessarily the management agreement though

Mr. Zimmerman states that the management agreement is the agreement that this Board and the organization

Dana Baughns states that the agreement talks about the obligation and what the expectations are of The Children's Guild. I am actually talking about something simpler than that so that

people understand, I felt like Melody feels disenfranchised so I don't want to skip over that. I am one of the founding Board members and I know that it was critically important for the Guild to have active parents and how excited the Board and the Guild were to actually have parents on the Board and participating so I don't take what I pick up from her lightly and want to make sure that on the go forward is there something that we may need to collaboratively develop and create that removes legalese and tells parents the rules of engagement who are going to sit in the Board.

Imani Samuels (Board Chair) yes

Mr. Zimmerman yes, it is our duty by this charter and are required to have parents on our Board

Imani Samuels (Board Chair) which means when they don't have authority on making decisions that are impacting the reason that they are on the Board there are negative consequences sometimes unintentionally and we just have to be mindful.

Dr. Ross Initially parents on the Board actually goes back to a couple of things Do we have a parent organization- are they representing themselves or are they representing all the parents? Melody knows a lot of parents and she helps all of our parents. Who is Melody representing, the parent organization? Melody was on the Board at the other charter school that her son went to and when that disbanded, they came here and I am not sure how that operated.

Dana Baughns How that operates, I don't know if that is relevant as to how it operated and how we all move forward. I think what I am hearing from you Dr. Ross this is the function of the Guild as the advisor in this space and the expert, you bring that information and answer any questions raised by the Board members and perhaps that role of parent board members can come to the table from their perch on the tree and similarly give information to the Board so the Board can be decisive in its movement whether it's in agreement or not but it's really taking the advisory capacity of both functions.

Dr. Ross I agree, but I also pick up from Melody the same thing that she feel disenfranchised and we don't obviously want her to feel like that because she has done such a great job for us in every capacity, it's just trying to get this clear enough so t people can understand what the issues are and that it cannot be discussed to have misunderstandings. This is why we have bylaws which talks about the parent representatives

Josh Sutherland Would that be the bridge document she is looking for?

Imani Samuels (Board Chair) Does it indicate that role of the Parent Board Members don't have voting rights?

Mr. Zimmerman We never considered parent board members would also be an employees because we were having a parent engagement issue and this was the way to solve this.

Imani Samuels (Board Chair) states theoretically the parent Board Member could also be a board chair which means they will also sit on the TranzAlliance Board

Zimmerman Yes but the conflict of interest has to be steady

Josh Sutherland asked if someone who is an employee and a parent can be the board chair

Imani Samuels (Board Chair) There are these biases where someone is always going to be a parent and will never not think as a parent, I think as the kids here are my kids and I do not have a business but I've managed a multi-million dollar business and it's hard to decouple that but to be transparent, I think that optics of the makeup of the management team versus the makeup of the school and the leadership of this school there is a huge discrepancy. When we talk about trust that is where there are some huge red flags, last week when we had the vote on the budget, the two people who are here all the time who sit on the Board voted against the budget, my inclination was to ask what was wrong what don't we feel comfortable or confident about, I say that in this safe space and hopefully it is received with good intentions but that is my personal concern.

Joan Payne states she was glad that Imani brought up the topic of the budget, when we were asked to review the budget, I felt rushed and that I had incomplete information and I did not understand the relationship of the budget to the philosophy of the school as I would have like to have. I felt when I made suggestions I was hesitant although I have worked in schools where they did have special needs children and one of my suggestions was we could not cut out the role of the Coordinator for Special Education, simply could not but I felt reluctant to say it because I wasn't sure how it would be received. I don't know who generates the request for the budget but it can be pressed upon that we receive it early and that we need to have more time to view the budget. I have managed budgets before but this was a real push and I don't think it was fair to what we are doing to be rushed and pushed like this.

Josh Sutherland as an observer I cannot agree more that any stakeholder should have an advanced notice of the particulars of the budget to be able to raise issues and ask questions. The Board needs to understand, Dr. Ross told you earlier that the TranzEd Alliance management team, is contracted with the Ivy Group to work on this concept of cultural confidence cultural diversity in leveraging differences within the organization to increase the diversity of our Board. I really appreciate your candid because it can be perceived as kind of a challenging discussion when the primarily white Board is asking you to consider x,y and z when you are worried about the kids we're serving and I hear that loud and clear and what Joan just said is probably true with advance notice we can have them talk about having a discussion what the resources are and how we can provide the best education resources to our kids. Unless we're open and candid in our discussions that's the only bridge I see a doable operation. The program is a year or two journey, in fact a life long journey, there is no way you are ever done with building diversity within your program.

Imani Samuels I know that the Ivy Group came in and spoke to the TranzEd Alliance Board months ago, I don't know what the status is, I don't know what the final deliverables are, what the recommendations are, it sounds like there have been improvements on the Board side but not necessarily on the staff side, so there is still a gap.

Dr. Ross The Ivy Group will start in January with the staff and the executive management staff and department leaders and then the same thing with the Board, the outcomes are not predetermined as they are different with every group creating a plan that is agreed upon.

Josh Sutherland The budget process generally starts in February and then the Board receives it in April for it to be approved in May or June with a submission date in DC is June 15th.

Imani Samuels (Board Chair) The Board did ask for a timeline to understand the steps that were needed to get to the hearing for the charter renewal.

Kathy Lane Report*(see attached documentation)*

Ms. Lane states that after five years the DC Charter Board conducts a review to recommend to the Public Charter School Board whether it should continue that charter. Our review was this year and we are pleased to announce that the DC Charter Board is making the recommendation to the Board to renew our charter with two conditions. The conditions are that we agree to not to expand to a high school which was in our original charter application and we aren't doing that, readjusting our enrollment capacity from 850 to 450 which we have no concern in doing too. The DC Charter Board is well regarded as an authorizer nationally and I think they are trying their honest effort to expand charter options in their portfolio to include alternative schools. We will be meeting with PCSB on Monday, December 16, 2019 along with three other alternative schools. The Guild has been meeting with the DC Charter Board monthly to talk about authorizing strategies for alternative schools since they realized that the metrics they have basically required us to meet PARRC and none of the alternative schools met their goals and they have come to accept this is not an appropriate metric to hold alternative schools to. In working with them on the process of goals for an appropriate accountability metric for an alternative school, doing research and best practices across the country so they really demonstrated by way of their investment with us along with the other schools that they are interested in engaging in trailblazing authorizing how we can do this right. Although we didn't meet our goals which was the expectation, we've shown enough progress with the culture and climate at the school which is reflected in the data. In our academic goals, we've made significant progress with I-Ready scores. A lot of credit goes to Nakia and Bryan in getting us to the next five years.

Gary Kellner

The Kid First program has been initiated and launched, which creates grounds for effective staff to be fully implemented in the next three years. This is about innovation and transformation, please mark the date.

Steve Howe

The EMO's job and responsibilities is to provide Human Resources to recruit and screen candidates for positions at the school, our job is that of the program leader is to offer them the position verbally and then in writing and then to begin the onboarding process to track that onboarding process because there are a number of compliance legal issues onboarding background checks and drug screening and child abuse checks, management of benefits, leave, workman's comp, FMLA, short term disability, long term disability, we work to finance around position control that we aren't hiring more folks than we can afford in our budget or if we are we have a good reason for doing so. The process is paper driven right now called the hiring request process it goes to a defined list of folks for sign off, it's only going to be papered for about three months because we are switching over to a new system, ADP didn't service well and so everything we did job offer letters and docuSigns are one thing off here. With Paycom, we are going to load the information which will be a much smoother process.

Meeting Adjourn – Ms. Samuel