



AppleTree Early Learning Public Charter School (AELPCS)
Board of Directors Meeting Minutes
Via Videoconference
December 7, 2021

Call to Order

Board Chair Jack McCarthy called the meeting to order at 5:07 P.M. Present via videoconference were directors Karen Davenport, Matt Downs, Sara Glenn, Bridget Bradley Gray, Celia Martin, Jack McCarthy, Jennifer McKinney, Paula Young Shelton and Emily Sylak-Glassman, constituting a quorum of the Board. Thomas Keane, General Counsel, acted as Secretary.

Approval of Minutes from September 21, 2021, Regular Board Meeting

Upon a motion duly made and seconded, the Board voted on the following resolution:

The minutes from the Regular Board meeting of September 21, 2021, are hereby approved.

Voting in the affirmative were directors Karen Davenport, Matt Downs, Sara Glenn, Bridget Bradley Gray, Celia Martin, Jack McCarthy, Jennifer McKinney, Paula Young Shelton and Emily Sylak-Glassman. There were no votes opposed. The resolution passed unanimously, and the minutes were approved.

Approval of Minutes from November 22, 2021, Special Board Meeting

Upon a motion duly made and seconded, the Board voted on the following resolution:

The minutes from the Special Board meeting of November 22, 2021, are hereby approved.

Voting in the affirmative were directors Karen Davenport, Matt Downs, Sara Glenn, Bridget Bradley Gray, Celia Martin, Jack McCarthy, Jennifer McKinney, Paula Young Shelton and Emily Sylak-Glassman. There were no votes opposed. The resolution passed unanimously, and the minutes were approved.

Welcome to New Director

Mr. McCarthy introduced Ms. Sylak-Glassman, a newly elected member of the Board. Ms. Sylak-Glassman discussed her background and her experiences as a parent at AppleTree's Southwest campus.



Schools Report

Chief Academic Officer Jamie Miles delivered the Schools Report. Months into the new school year, she said, AppleTree's schools are surviving and nearly thriving despite the ongoing pandemic. Enrollment is down from prior years, but she was pleased that enrollment is better than initially expected. Average attendance has been 82.95%, pushed down by quarantines and the pandemic.

Ms. Miles noted that on December 13, 2021, enrollment will begin for School Year 2022-2023. There are three initiatives she hopes will boost enrollment efforts. Kalix Marketing is working with AppleTree to develop a strategic marketing plan that responds to parents' wants and needs. Salesforce is now in place and tracking all interactions with parents and potential parents. Finally, AppleTree is developing a plan to improve the exteriors of its buildings and make them more welcoming to parents and children.

Finance Committee Report

- Finance Committee Chair Bridget Bradley Gray reminded Board members that the Special Board Meeting held November 22, 2021, had already approved the corporation's audit for Fiscal Year 2021.
- Ms. Gray led members through a financial update for the quarter ending September 30, 2021. The schools' final enrollment figures were 472, well below their capacity of 726. As a result, the corporation is projecting a loss of \$621k, which is worse than the budgeted loss of \$253k. Nevertheless, AELPCS should still be in a strong cash position of \$5.3 million at year-end. Based on current operations, the organization will not meet its annual debt-service coverage ratio for loans. The Finance Committee will continue to monitor this and, if need be, management will seek a waiver. Ms. Gray noted that the employee retention tax credits should help with cash flow, with \$1.7 million expected in January 2022. Rita Chapin, Chief Operating Officer, added that expenses were higher than budgeted, notably in terms of providing a cash incentive for employees to get vaccinated and for stipends for July summer school.
- Ms. Gray then outlined the Shared Services Agreement, which provides for an annual allocation of costs between AELPCS and AppleTree Institute for Education Innovation. The allocation is calculated using neutral criteria such as the number of schools, number of students, or time spent. After a motion duly made and seconded, the Board voted upon the following resolution:

The FY2022 cost-sharing allocation between AELPCS and AppleTree Institute for Education Innovation is hereby approved.

Voting in the affirmative were directors Karen Davenport, Matt Downs, Sara Glenn, Bridget



Bradley Gray, Celia Martin, Jack McCarthy, Jennifer McKinney, Paula Young Shelton and Emily Sylak-Glassman. There were no votes opposed. The resolution passed unanimously, and the motion was approved.

- Ms. Gray reviewed contract notification/approvals, as follows:
 - Post-execution notification (zero to under \$10,000):
 - Levine Music for \$6,121 for music instruction at Parklands
 - Narrative X Media for \$7,500 for video/photography at schools
 - RizeUp Technology for up to \$9,000 for Interim Tech Contractor while a replacement is hired
 - Pre-execution notification to Finance Committee (\$10,000 to less than \$25,000): None.
 - Pre-execution approval by Board (\$25,000 and more): None.

Governance Committee Report

Matt Downs, Chair of the Governance Committee, reported that the Committee had reviewed the organization's four Sarbanes-Oxley policies relating to conflict of interest, document retention, travel and whistleblowers. Mr. Keane elaborated on the policies' adoption at its January 23, 2018, meeting. Mr. Downs said that the Committee recommended keeping the existing policies in place without any changes. As a consequence, no new vote was required.

New Business

There was no new business.

Adjournment

There being no further business, and upon a motion duly made and seconded, the Board voted on whether to adjourn. After a motion duly made and seconded, the Board voted on the following resolution:

The December 7, 2021, Board Meeting of AELPCS is hereby adjourned.

Voting in the affirmative were directors Karen Davenport, Matt Downs, Sara Glenn, Bridget Bradley Gray, Celia Martin, Jack McCarthy, Jennifer McKinney, Paula Young Shelton and Emily Sylak-Glassman. There were no votes opposed. The resolution passed unanimously, and the meeting adjourned at 5:35 P.M.