

BOARD OF DIRECTORS MEETING

April 24, 2014 – 300 W. 9th Street, Wilmington, DE

Minutes

Directors Present: Gerald Escovitz, John Pierson, Hal Real, Felicia Wenell

Directors Absent: Henry Smith

Others Present: Kelly Davenport, Bill Porter, Paul Ramirez, Melanie Reiser, Ann Pagano

The meeting was called to order at 2:38 p.m. The president noted the presence of a quorum, and the meeting commenced.

- I. **Why We are Here** – Gerry Escovitz discussed the importance of Freire Charter School Wilmington, indicated how proud Freire Charter School Philadelphia was of the work that was done to gain the charter approval, and provided a brief history of Freire Charter School Philadelphia.
- II. **Non-Violence Policy** – Kelly Davenport provided a brief overview of the non-violence policy including its student-driven origins and the difference between disciplinary rules in PA and DE.
- III. **DE Charter School Law Review** – Melanie provided a brief overview of the Freedom of Information Act, to which this public Board must comply. This included requirements for public meetings, publicizing meetings, taking minutes, etc.
- IV. **Authorization of individual to take minutes** – Hal Real motioned that Melanie Reiser be authorized to take minutes for the Board of Directors, and Felicia Wenell seconded this motion. The Board was polled and the motion passed unanimously.
- V. **FCS Wilmington Update** – Bill Porter provided an update on Freire Charter School Wilmington including the approval, the search for a suitable facility, student enrollment, and next steps. We must have a certificate of occupancy by June 1, 2015, so identification and acquisition of a site quickly is important.

John Pierson recommended that a budget be developed for the school's transitional year (2014-15). Kelly indicated that this would be developed by the June meeting.

- VI. **Ratification of all prior actions by the Incorporator** – John Pierson made a motion to ratify all prior actions by the incorporator including election of Board members and election of Board President. Hal Real seconded the motion. The Board was polled and the motion passed unanimously.

Hal Real made a motion to accept and enter into the permanent record the charter application and all subsequent application materials. Felicia Wenell seconded the motion. The Board was polled and the motion passed unanimously.

- VII. Election of Vice President, Secretary, and Treasurer** – Pursuant to the school’s by-laws, officer elections were held. Hal Real made a motion to elect John Pierson to serve as vice-president, which was seconded by Felicia Wenell. The motion passed with “yea” votes from Hal Real, Felicia Wenell, and Gerry Escovitz. John Pierson abstained.

John Pierson made a motion to elect Felicia Wenell to serve as secretary and treasurer, which was seconded by Hal Real. The Board was polled and the motion was approved unanimously.

Gerry Escovitz requested that Melanie Reiser prepare a contact list for all Board members that could be distributed to all members.

- VIII. Adoption of amended By-laws** – Melanie Reiser indicated that the by-laws were amended during the application process to reflect Delaware Department of Education requirements. Felicia Wenell made a motion to accept the amended by-laws as read, and Hal Real seconded this motion. The Board was polled and the motion was approved unanimously.

- IX. CMO Update** – Kelly Davenport gave an update on the status of the Charter Management Organization, indicating that we are in the process of consulting with our attorney to organize the CMO. The attorney will speak to the full Board prior to a contract being adopted.

- X. Board of Directors Recruitment** – Kelly indicated that we need to begin recruiting additional Board members. Specific skills and traits that would be useful for the Board include a commitment to Freire Charter School, financial expertise, and fundraising experience. Board members are to recommend individuals who would be a good fit for the school, and a formal review process will commence.

- XI. Fundraising Update** – Ann Pagano updated the Board on fundraising, including up to \$300,000 in matching funds to be donated by the Longwood Foundation and the Bridge to Wisdom event scheduled for June 5, 2014. Fundraising can begin now that a charter has been awarded.

- XII. Board-led Outreach** – Melanie Reiser indicated that in addition to recruiting Board members, the Board needs to recruit educational and financial partnerships from the Wilmington community.

- XIII. Acknowledgment of Jennifer Nagourney and Kendall Massett** – John Pierson made a motion to accept the commendations and resolutions acknowledging the support Jennifer Nagourney and Kendall Massett gave Freire during the Wilmington charter application process. The motion was seconded by Felicia. The Board was polled and motion was approved unanimously (Hal Real was not present for the vote).

- XIV. Adoption of meeting schedule** – The next Board meeting is to be held in June with a Doodle survey to be used to select the date.

- XV. Adjournment** – The meeting adjourned at 4:15.