



BOARD OF DIRECTORS MEETING

January 28, 2016 – 201 W. 14th Street, Wilmington, DE 19801

Minutes

Directors Present: John Pierson, Julia Li, Hal Real, Mia Davenport-Chaney, Clint Walker

Directors Absent: Henry Smith, Christian Willauer, Mike Cattermole

Others Present: Felicia Wenell, Paul Ramirez, Bill Ray, Penny Marshall, Robert Goff, Melanie Reiser, Kelly Davenport

- I. **Roll Call and Determination of Quorum** – The Meeting was called to order at 8:04 a.m. The President noted the presence of a quorum, and the meeting commenced.
- II. **Approval of Minutes** – Clint Walker moved that the minutes of the December 17, 2015 meeting be approved as read, and Julia Li seconded this motion. The Board was polled, and the motion passed unanimously.
- III. **School Report** – Paul Ramirez reported on the second semester initiatives at the school, which concentrate on growth in student academic achievement, growth in the development of staff through professional development and coaching, and promoting joy in the school through positive behavior system, incentive programs, more assemblies, poster campaigns, and morning announcements, etc. Paul noted that through the Delaware Leadership Project we now have Jacqui Adam working in the Dean's Office on a one-year commitment helping to advance these initiatives. Kelly Davenport commended Paul and Felicia Wenell, noting that the job that they face is so great and they face it with courage and fierceness.
- IV. **Enrollment/Recruitment 2016-17** – Paul Ramirez reported on the recruitment efforts for the 112 8th graders for next year. The online Department of Education Choice Application closed on January 13, 2016, and we did not need to hold a lottery. We are now in the process of converting applications into enrollment. The deadline to be 80% enrolled in April 1, 2016. We are inviting everyone who applied to attend an open house, holding open houses for further recruitment purposes, and conducting a major mailing campaign over the next month to reach out to families.
- V. **Phase 2 Construction Update** – Kelly Davenport presented an update on the Phase 2 construction, indicating that the project is over our initial budget due to increased cost of labor and materials and new requirements for fireproofing the basement and fifth floor. We are working every angle to make the budget work. Kelly said she would loop the Board back in a week or so on our current position.

- VI. Finance Report** – Bill Ray presented the financials for the month ending December 31, 2015. The line of credit was paid down in full on January 14, 2016, because we have received 100% of our local/school district funding. We are expecting to receive the remainder of our state funding on February 1, 2016. We are worried about the losses in the food service program, but Bill and Melanie Reiser evaluated the program, and believe that the loss can be mitigated through revising our ordering procedures to minimize waste. The financial packet includes a list of all disbursements, which was requested by our CBOC.

Bill Ray reviewed the IRS 990 for fiscal year 2014-15, which was required since the school formed prior to June 30, 2015. Clint Walker made a motion that we approve the IRS form 990 for 2014-15, and Hal Real seconded it. The Board was polled and the motion was approved unanimously.

- VII. Fundraising Update** – To date we have raised \$21,850 in donations and a \$75,000 grant from the Welfare Foundation toward furniture, fixtures, and equipment, for a total of \$96,850 toward our \$300,000 fundraising goal. We have three new fundraising initiatives, including a request to a local foundation, having an event in Flyers box, and holding an Advisory Breakfast on February 23, 2016 with students leading the dialogue. We discussed holding an annual event similar to Freire Philadelphia's Bridge to Wisdom award, and the Board consented to having such an event, ideally in the fall when we can showcase student achievement results.
- VIII. Change of Registered Agent and Office** – Bill Ray indicated that now that the school is fully operational, we need to change our registered office address to the school address and our registered agent to the Board president. Clint Walker motioned that we change our State of Delaware Registered Agent to John Pierson and our Registered Office to 201 W. 14th Street. Julia Li seconded this motion. The Board was polled and motion was approved unanimously.
- IX. Governance Update** –
- Clint Walker motioned that the Board elect John Kane and Penny Marshall to its membership, and Hal Real seconded it. The Board was polled and the motion was approved unanimously.
 - John Pierson introduced the Board to potential member and Midtown Brandywine resident Bob Goff.
- X. Midtown Brandywine Committee Update** – Paul Ramirez attended a committee of City Council to update Freire's progress as well as to address neighborhood concerns.
- XI. Adjournment** – The meeting adjourned at 9:09 am.

The next Board meeting is scheduled for February 25, 2016 at 8:00 a.m. at 201 W. 14th Street, Wilmington, DE.