

**Conservatory Lab Charter School
Annual Meeting of the Board of Trustees
AGENDA
June 12, 2018 - 6pm-8pm**

*Bruce C. Bolling Municipal Building
2300 Washington Street - Roxbury, MA*

Present: Lynn Cetrulo, Maisha Douyon Cover, Bethany Ford, Bob Grinberg, Gary Gut, Martha Kleinman, Danna Mauch, Kitty Pell, Brad Richardson, Kimberly Nelson, Erika Sanchez, Melanie Sheffield, Kay Sloan, Tyrone Sutton, Lisa Wong, Keree Simmons

Absent: Clay Rives, Rev. Groover, Staverne Miller, Myriah Johnson

Staff: Linda Nathan (CAS), Allison Chow, Nicole Mack, John Chistolini, Bea Abascal (F), Jill Davidson (CAS), Rick Tagliaferri (F)

Guests: Seth Racine, Stephanie Perrin (CAS Board member)

Meeting began at: 6:15pm Gary called the meeting to order

We began with introductions for attendees who arrived for the CLCS Annual Board Meeting, but who were unable to join at the previous joint strategic planning meeting.

- I. Public Comment
 - A. There was no public comment.

- II. Approval of 5.1.18 Board Meeting Minutes
 - A. Gary invited a motion to approve the May Board meeting minutes. Martha made the initial motion.
 - B. Kimberly requested two factual corrections to the May Board meeting minutes. The requested changes were made.
 - C. Gary put forth a new motion to approve the May meeting minutes as amended. Kay seconded the motion. The motion to approve the May meeting minutes as amended passed unanimously.

- III. Annual Review of CAS - 5 minutes
 - A. As part of the annual review of the service agreement with CAS, Kay gave an overview of the evaluation of the CAS Executive Director based on feedback from stakeholders (e.g. a survey of CLCS, Cas and Foundation Board members and interviews of CLCS staff) and the ED's self-evaluation.

1. Stakeholders noted the year has brought a sense of stability and optimism to stakeholders.
 2. Noteworthy areas of work this year: Task Force for Recruitment and Retention, leading the strategic planning process, continuing the growth and development of CAS, and continuing to create an awareness of CLCS and CAS through close consultation with CLCS's Principal and COO, numerous collaborations with partner organizations , presentations of the school and the "When Grit Isn't Enough" book tour and other speaking engagements, strong working relationship with CLCS Board of Trustees, and strong commitment to fundraising initiatives of the school
 3. Areas for continued work include: re-engaging of the Education Committee of the Board of Trustees, continuing to clarify the relationship between CLCS, CAS, FDN, strengthening both the middle school culture and student performance. The last two items have already been identified as areas for growth by CLCS staff.
 4. Recommendations: CAS ED should take a personal leadership role of capital campaign as a major part of the role, continue to build the external and community-based identity of the school, continue to keep CLCS Board informed of school improvement plan progress, and strengthen communication between CLCS Board and CAS
- B. Kay commended the contributions of the CAS ED's leadership, and the work of CAS on behalf of the school
- C. As a legacy document, the usage of "CASE" continues to be used in the service agreement and will not be changed within the service agreement. However, the name-change to CAS is properly documented with the state.
- D. Gary invited a motion to endorse the evaluation of CAS and its Executive Director and to confirm CLC's continued participation in the service agreement. Danna made the following motion. Lisa seconded the motion. The motion passed unanimously:
1. Resolved, the Board of Trustees hereby endorses the evaluation presented today of CAS and its Executive Director pursuant to the Service Agreement among CLCS, the CLCS Foundation and the Center for Artistry and Scholarship, and further, confirms CLCS's continuing participation in the Service Agreement

IV. Summary of COO and Principal annual evaluations - 10 minutes

- A. On behalf of the Board, CAS Executive Director communicated the evaluations of the CLCS COO and Principal. The evaluations were based on feedback from the COO's and Principal's direct reports and self-evaluations, and included solicited feedback on the co-leadership model and entity structure. The evaluations have been presented to and ratified by the Executive Committee.
- B. Chief Operating Officer
1. Considered calm, fair, trustworthy and a problem solver. Commended for issuing offer letters this year earlier than any date in recent memory at CLCS,

keeping health insurance costs low, and working with the Recruitment and Retention Task Force.

2. As with any organization, communication is a challenge surfaced through the evaluations of the COO and Principal. Areas for improved communication for the COO to address include the organizational structure (co-leader model and who to go to for what) as well as data and analysis structures.

C. Principal

1. Nearly all respondents noted respect and admiration for the Principal's instructional leadership and expertise. Many also commented on the excellent work on bringing together an instructional leadership team – an important component common culture and vision. There is enormous gratitude for what the Principal has brought to the school.
2. Areas of continued work include keeping an eye on expanding CLCS's best practices as an EL and El Sistema school and utilizing CAS as a dissemination vehicle for such work, as well as increasing the percentage of time the Principal spends focused on instruction.
3. Areas of communication for the Principal to address and improve include regular calendar reviews so that all stakeholders know what to expect and when.

D. Clarifying CAS and CLCS is an area of work for the COO, Principal, and CAS ED together.

E. Acknowledgement of the professional preparation work by the COO and Principal have done together prior to the DESE Site Visit. As they begin to work also on the charter renewal and the ensuing site visit, there is an optimism around the improved trajectory of the school.

V. Review of and vote on Charter Renewal application

A. Seth gave a recap of the charter renewal process and an overview of the charter renewal application. The draft has already been reviewed by both the senior management team and the Executive Committee, and has been circulated to all Trustees prior to today's vote, which is required before submission to the state on August 1, 2018. Additional technical documents will be added to the appendix.

B. Discussion of the Charter Renewal Application

1. In describing the relationship between CAS and CLCS, the application uses similar language as used during the December DESE site visit to CLCS.
2. Proficiency is an important measure in the review process, though not the only measure evaluated, and the state looks at the trends across the charter term (5 years); student growth percentile results are a valid basis for expectations of future increases in proficiency scores.
3. The state will be resetting its accountability system in the near future and it is not currently known how this will factor into the charter renewal process.

- C. Gary invited a motion to approve the charter renewal application. Kitty made the following motion. Martha seconded the motion. There was no further discussion. The motion passed unanimously:
 - 1. Resolved, we hereby approve the proposed charter renewal application and authorize the school to take all measures necessary to renew the CLCS charter.

VI. Review of annual report

- A. Allison gave an overview of the 2018 Annual Report draft
 - 1. The report will be submitted to DESE by August 1st.
 - 2. Compared to the charter renewal application, the annual report focuses specifically on this school year.
 - 3. New this year to the application format is a section regarding school suspension data.
 - 4. Year-end financial statements will be added to the annual report once available.
 - 5. Gary invited a motion to approve the 2018 annual report draft, with the additional financial statements to be added once available. Kay made the following motion. Danna seconded the motion. There was no further discussion and the motion passed unanimously.
 - a) Resolved, to hereby approve for submission to DESE the CLCS Annual Report presented to the Board today with the further addition of fiscal year end financial statements.

VII. Acknowledgement of outgoing trustees

- A. Acknowledgement of contributions and presentation of gifts Trustees who will not be returning to the Board next year
 - 1. Maisha Douyon Cover – Gary commended the deep experience and knowledge about how schools, non-profits, and service organizations work that Maisha has brought to the CLCS Board.
 - 2. Staverne Miller – unable to be present, but Gary commended Staverne’s contributions as a parent at the school, a parent rep, and an elected member of the Board, who understood both the family and trustee perspectives.
 - 3. Clay Rives – unable to be present, but Gary commended Clay’s eagerness to be involved with the community, and the important role Clay played as part of the school’s fundraising initiatives during his time on the Board.
 - 4. Danna Mauch – Gary acknowledged that Danna will remain connected to CLCS in her role as Board Chair of the CAS Board, despite leaving the CLCS Board. Gary commended Danna as a critical member of the CLCS Board during discussions around adding PreK to CLCS, the negotiation of a union contract and in helping the Board to understand the role of social emotional learning for children and schools.

5. Gary Gut – Linda acknowledged that Gary will remain on the CLCS Board but will step down as Board Chair, and that Gary will continue to work on the capital campaign. Linda and Bob both commended Gary as a dedicated Board chair who worked tirelessly on the needs of the school, and both noted that the school has been fortunate to have him in the role of Board chair .

VIII. Vote on officers, incoming Trustees, and re-election of returning Trustees

- A. Kay gave an overview of the Governance Report to the Board, that included recommendations for Trustee Appointments for FY18-19. Per these recommendations:
 1. Kay invited the motion to approve the re-appointments for 3-year terms for Bob Grinberg, Keree Simmons, and Marth Kleinman. Kitty made the motion. Danna seconded the motion. The motion passed unanimously.
 2. Kay invited the motion to approve the re-appointment to a two-year term as Parent Representative for Bethany Ford, pending ratification by the CLCS Family Action Network (FAN). Martha made the motion. Kimberly seconded the motion. The motion passed unanimously.
 - a) FAN meets Wednesday June 13th, 2018-06-13
 3. Kay invited the motion to approve the recommendation to appoint Elaine Chow to an initial 3-year term. Martha made the motion. Kimberly seconded the motion. The motion passed unanimously.
 4. Kay made a special announcement that Julaine McInnis will join the Finance Committee, but will not be a full Board member. This is allowable by the current by-laws.
 5. Kay invited the motion to approve the following recommendation for officers of the Board for one-year terms: Chair – Kay Sloan, Vice Chair – Martha Kleinman (as Chair of Governance Committee), Treasurer/Clerk – Bob Grinberg. Kitty made the motion. Martha seconded the motion. The motion passed unanimously.
 6. Kay announced the appointments for the standing committee and Task Force chairs.
 7. Kay shared the Proposed CLCS Board Committee Membership for FY18-19 and Special Committees. The proposed committee membership assignments are provided for Board members to review and to request changes over the summer. They will be finalized in September 2018.
 - a) The Facility Advisory group that includes family representatives will be added to the list of special committees.
 8. In FY18-19, the Executive Committee will include the chairs of standing committees, as well as a representative from the Foundation. A representative from the CAS Board will also be regularly invited. This will create better coordination and strengthened communication amongst the Boards and committees.

IX. Committee Updates

A. Development Update

1. Melanie provided the development update. We are currently approximately 100K short of reaching our fundraising goal. While we are expected to narrow the gap before 6/30, we expect we may fall short. The gap is attributable to just a few non-renewals of major gifts.
2. Board members are reminded that reaching 100% Board participation in the annual fund is an important factor in securing foundation grants for the school.

B. Campaign Update/Introduction of Rick Tagliaferri

1. Rick Tagliaferri has been hired to lead the capital campaign and has an extensive background with fundraising. Rick believes CLCS is a school that truly makes a difference and is looking forward to working with CLCS.

C. Facilities Update

1. Work to secure financing of the building is ongoing.
2. Work to plan and launch the capital campaign has begun.
3. Bob Baldwin has met with the architects, engineers, and others to agree on a timeline for the remaining design, permitting and bidding processes required for the closing on purchase of the land and the commencement of construction..
4. The design and architectural team will finish design development and move soon into construction documentation.

D. Strategic Planning Update

1. No further discussion due to extensive prior discussion at this afternoon's joint meeting among the Board's of CLCS, CAS and Foundation to review progress; the goal is to complete the plan during the Fall of 2018.

X. School Reports and CAS Report

- A. It was noted, once again, that the written reports from school leaders and CAS were very detailed and thoughtful. Trustees are encouraged to regularly read them in their entirety prior to Board meetings.

XI. Other business.

- A. No other business was discussed.

Danna moved to adjourn the meeting. Gary seconded the motion. The motion passed unanimously.

The meeting concluded at 8:00pm.

Documents/Exhibits Used During Meeting

1. June 12, 2018 CLCS Annual Board Meeting Agenda
2. May 1, 2018 Meeting Minutes
3. CAS Service Agreement
4. Charter Renewal Application
5. Resolution to approve the Charter Renewal Application

6. Annual Report Summary and resolution to approve
7. Vote on new Trustees, re-election of Trustees
 - a. Elaine Chow resume
 - b. Julaine McLinnis resume
8. School Reports, Gr. 8 High School Destinations, Development and Communications Report, CAS Report
9. Board meeting dates FY18-FY19