Date and Time
Tuesday June 4, 2019 at 6:00 PM

Location
4055 Prescott Road, Baton Rouge, LA

Directors Present
A. d'Aquin, C. Lamond, E. Campbell, E. Martin, J. Richey, M. Walters

Directors Absent
L. Grover

Guests Present
G. Chassee, Kent Anker, L. Jones Easton, M. Gieg, N. Trivers, Raj Thakkar

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order
   E. Martin called a meeting of the board of directors of Democracy Prep Baton Rouge to order on Tuesday Jun 4, 2019 @ 6:06 PM at 4055 Prescott Road, Baton Rouge, LA.

C. Approve Minutes
   M. Walters made a motion to approve minutes from the Board Meeting on 05-14-19.
   J. Richey seconded the motion.
   The board VOTED unanimously to approve the motion.

D. Public Comments
E. Amend Minutes
M. Walters made a motion to amend minutes.
C. Lamond seconded the motion.
The board VOTED unanimously to approve the motion.

II. School Update

A. School Update
Ms. Michelle Gieg, Executive Director of Democracy Prep Baton Rouge, said last day of school will be June 5th. The last day with staff is June 7th, and June 5th and 6th will be Parent Teacher Conferences. Summer school will begin June 20th and commence July 3rd. Summer school at Democracy Prep Baton Rouge is strictly used for scholars who are on the line for promotion to the next grade.

Ms. Gieg stated that in lieu of end of term academic data for this meeting, she will share LEAP scores with the board once that data comes in since that is a more accurate example of where the children are against their peers. Ms. Gieg feels very good about making great strides in the scores from last year and that the school should be getting those scores back hopefully in time for the July meeting.

Democracy Prep Baton Rouge has fewer kids on track for summer school than ever before. Last year the school was looking to retain approximately 85%, this year that number has dropped to 46% in elementary and 62% in middle school.

III. Network Update

A. Network Update
Mr. Eddrick Martin, Democracy Prep Baton Rouge Board Chair, introduced Raj Thakkar, Interim CFO of Democracy Prep Public Schools. Mr. Thakkar began a presentation for Charter School Business Management (CSBM) and their financial management strategy. He stated that Democracy Prep Public Schools elicited the help of CSBM to fix the accounting systems and urgent matters for post finance staff turnover and prepare audits for schools in all 5 cities. By December, CSBM should be implementing the new financial practices.

Mr. Thakkar went into detail regarding board finance committee planning and how his company can play a role in doing that well. He ended by saying that he will be meeting with each of the school leaders to get their input as to how to make the process better.

IV. Finance Committee Update

A. Finance Committee Update
Ms. Gieg started to talk about the cash close document. Since cash flow is restrictive, Ms. Gieg is meeting with finance often and closely to make sure that everything is going smoothly for the close of the fiscal year 2018-2019. Ms. Melanie Hok, Senior Director of Finance for Democracy Prep Public Schools, confirmed the debt to Bronx Prep has been paid in full.

Ms. Allyson d'Aquin asked Ms. Gieg how comfortable she is with the close of 2019. Ms. Gieg stated that she is confident DPBR took a strong line in getting costs down. She went on to say that the goal is that these cuts will not continue to cut programatic items that decrease the cultural pieces that make DPBR great.
Ms. Gieg explained the SuperAPP money in the budget and the $83,000 will go towards supplementing instruction. She explained that in the FY2021 budget, DPBR probably will not get such a large chunk from the state. So that money is all being put into making instructors better. In addition, the school was able to get the standard raises to the 1-2 year teachers and 2-3 year teachers. There were also $1,000 increases for every teacher and $500 increase for non-instructional.

Mrs. Marketa Walters, Democracy Prep Baton Rouge Board Member complimented the team that worked on the budget and that it looks incredible given the news DPBR was given just a few months ago. She said that this budget is much more friendly for the board to help raise monies.

B. Approve FY1920 Operating Budget
   A. d'Aquin made a motion to approve the budget.
   C. Lamond seconded the motion.
   The board VOTED unanimously to approve the motion.

V. Governance and Material Items

A. Reappointment of Michelle Gieg as School Leader
   A. d'Aquin made a motion to reappoint Michelle Gieg as school leader and Executive Director of Democracy Prep Baton Rouge.
   J. Richey seconded the motion.
   The board VOTED unanimously to approve the motion.

B. Discussion of Management Agreement
   Mr. Martin asked Mr. Anker to speak on the Charter Management Organization (CMO) agreement. Mr. Anker spoke about the section pertaining to the CMO payment and fee. This document outlines more clearly a schedule to be paid to the CMO. He added that this is a 2 year agreement. There are a couple of housecleaning edits throughout the document. Mr. Anker added that "CMO" has been replaced with "DPPS".

Ms. d'Aquin asked Mr. Martin to talk about his talks with the DPBR counsel. Mr. Martin says he has discussed this with counsel and counsel has not yet returned the agreement with thoughts and opinions. The only question so far was regarding specific payment schedules during a surplus.

Ms. d'Aquin asked about the difference between the 13.5% in the budget and 13% in the agreement. Ms. Gieg stated that change was made today.

Mrs. Walters stated her dislike for agreeing to pay against a debt that the board doesn't fully agree is 100% liable to DPBR, and hasn't had a discussion about.

Mrs. Trivers, Chief Executive Officer of Democracy Prep Public Schools, asked if it would make sense to add another phone conversation to discuss this further in greater detail. She asked if there could be a finance committee meeting with senior leadership meeting to discuss.

Mrs. Walters made it clear that her main concern is about putting a 1/2 million dollar debt on the school and not on DPPS.

C. Re-election of Officers and Directors
   Mr. Kent Anker, Executive Vice President and General Counsel of Democracy Prep Public Schools, talked to the board about the bylaws regarding the terms of the board. He suggested that DPBR reelect board members but to elect them into 1 of 2 classes. Class 1 would expire in 2020. He added that since Ms. Leslie Grover has been absent for more than 3 consecutive meetings, DPBR can effectively remove her from the board.

Mr. Martin summarized that the board needs to formalize classes and look at recruiting new members for the board retreat.
Mr. Martin asked if a formal document needed to be put together or create a resolution. Kent replied a resolution would do.

The Democracy Prep Baton Rouge Board recognized unanimously that Leslie Grover has functionally resigned by her absences.
E. Campbell made a motion to elect Mr. Eddrick Martin as Board Chair of Democracy Prep Baton Rouge.
J. Richey seconded the motion.
The board VOTED unanimously to approve the motion.
C. Lamond made a motion to elect Mrs. Campbell as Vice Chair of Democracy Prep Baton Rouge.
J. Richey seconded the motion.
The board VOTED unanimously to approve the motion.
M. Walters made a motion to elect Ms. Camille Lamond as Treasurer of Democracy Prep Baton Rouge.
A. d'Aquin seconded the motion.
The board VOTED unanimously to approve the motion.
E. Martin made a motion to reappoint all other non-officer board members.
E. Campbell seconded the motion.
The board VOTED unanimously to approve the motion.
C. Lamond made a motion to adopt the board as classes as follows: Mr. Eddrick Martin, Mrs. Marketa Walters, Ms. Allyson d'Aquin - expiring class of 2020 Ms. Camille Lamond, Mrs. Jenny Richey, Mrs. Emily Campbell - expiring class of 2021 with option to reelect.
E. Campbell seconded the motion.
The board VOTED unanimously to approve the motion.

D. Approval of 2019-20 Instructional and Board Calendars
Mr. Martin opened the floor. Ms. Gieg talked about how DPPS adds more days than other schools in order to maximize time with children to achieve a full 185 days of instructions.

Ms. Gieg asked the board to allow to allow the Executive Director the privilege to make any non-material changes as necessary.
E. Campbell made a motion to accept calendar with provision for Michelle.
A. d'Aquin seconded the motion.
The board VOTED unanimously to approve the motion.

E. Approval of Board Calendar
Ms. Campbell stated that the board should meet monthly, Mrs. Walters agreed stating that we can go back to bi-monthly whenever. The Board discussed when it would be likely that financials would be available. Ms. Gieg asked Mr. Thakkar what would be typical. Mr. Thakkar stated that by the 21st of each month it should be sent to the school ED. Therefore for each meeting, the Budget vs. Actual seen would be for 2 calendar months prior. Ms. Gieg suggested that Board meetings move to the 1st Tuesday on the month to review the most current data.
The board outlined the following as Board Meeting dates for the 2019-2020 year:
July 9, 2019
Aug 6, 2019
Sept 3, 2019
Oct 1, 2019
Nov 5, 2019
Dec 3, 2019
Jan 7, 2020
Feb 4, 2020
Mar 3, 2020
April 7, 2020
May 5, 2020
June 2, 2020

Mr. Martin asked for a motion to accept board meeting as listed. Ms. Walters entertained the motion, Mrs. Rickey seconded the motion. Motion passed unanimously.

E. Martin made a motion to approve the Board Calendar for the 2019-2020 Fiscal Year. C. Lamond seconded the motion. The board VOTED unanimously to approve the motion.

VI. Closing Items

A. Adjourn Meeting
   A. d’Aquin made a motion to adjourn the meeting.
   C. Lamond seconded the motion.
   The board VOTED unanimously to approve the motion.
   There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:30 PM.

   Respectfully Submitted,
   E. Martin