

**January 17, 2019**

**The Board of Education, Third Future Schools, Meeting Minutes**

**Location: The Academy of Advanced Learning, Aurora, CO**

1:00 The acting President, Ms. Rachel Ngola Trice, called the Board to order. The Third Future Schools network CEO, Mr. Mike Miles, welcomed the new board members, Ms. Kimberly Cawthorn, and Mr. Patrick Mills, and thanked outgoing board member Aljean Tucker for her years of service and dedication. Ms. Tucker offered her continued support as needed.

The proposed agenda for the January 17, 2019 meeting and the November 29, 2018 minutes were both approved by the board.

The next order of business was to nominate and approve board positions. Ms Ngola Trice was forwarded as the permanent board president, and was unanimously agreed upon. Then Ms. Cawthorn was nominated as vice president and Mr. Mills as secretary/treasurer, both were unanimously approved.

1:15 Board members toured the Academy of Advanced learning (AAL), which served to illustrate the model of instruction for Third Future Schools.

1:30 Mr. Miles provided feedback on a recent Northwest Evaluation Association (NWEA) assessment of AAL. NWEA is a non-profit organization that provides academic assessments in all 50 states and 3,400 districts. Also, reviewed and discussed were the CDE/CSSI December site visit and report. The report was generally positive and provided valuable feedback and suggestions on Third Future's governance structure.

1:50 Ms. Cheryl Serrano provided the financial status for the AAL, Monarch Classical School of the Arts (A.K.A, Coperni 2), and Coperni 3.

The assessments and financial reviews generated numerous questions from the board members, especially the two new members.

2:25 Ms. Cawthorn departed for a previous scheduled appointment and asked Ms. Ngola Trice to serve as her proxy for voting on budget approvals and resolutions.

2:35 The appropriations resolution for the AAL, was moved for approval by the board president and seconded by Ms. Tucker, all were in favor.

- 2:45 The appropriations resolution for Coperni 2, was moved for approval by Ms. Tucker and seconded by Ms. Ngola Trice, all were in favor.
- 2:50 The appropriations resolution for Coperni 3, was moved for approval by Ms. Tucker and seconded by Mr. Mills, all were in favor.
- 2:55 The appropriations resolution for the Third Future Schools charter network, was moved for approval by the board president and seconded by Mr. Tucker, all were in favor.
- 3:00 The board approved the changing of the 2018-2019 assessment schedule, opting out of on-line testing in favor of paper testing. Ms. Tucker moved for approval, and seconded by Ms. Ngola Trice, all were in favor.
- 3:05 Meeting adjourned.

**February 21, 2019**

## **The Board of Education, Third Future Schools, Meeting Minutes**

### **Location: Virtual, via Zoom**

Board members Rachel Ngola, Patrick Mills, and Kim Sanchez-Cawthorn were present. CEO Mike Miles and finance consultant Sarah Siegrist were also in attendance.

- 4:15 The President, Ms. Rachel Ngola Trice, called the Board to order. The Third Future Schools network CEO, Mr. Mike Miles provided opening remarks regarding the meeting's goals.
- 4:20 The first order of business was to approve the agenda, all approved.
- 4:25 There was a discussion about the Monarch Application for Exemption from audit. The board was concerned that the exemption was based on data compiled during the previous administration and the current board's accountability. The board members now understand the limited risk and liability and voted unanimously to approve.
- 4:40 The TFS CEO, Mr. Miles, provided an update of Coperni 3. The Charter School Development Corporation (CSDC) is buying the Macy's building, and will contract with TFS to lease the facility, with an option to purchase the building. To launch Coperni 3, the Charter School Facility Solution is providing TFS a low interest loan of \$1.5M. The terms and conditions of the loan require TFS to repay approximately \$105,000 per year, except that the first year will be interest only.
- 5:20 After a detailed discussion, the board unanimously voted to approve the terms and conditions of the loan.
- 5:22 The CEO talked about the requirement for the board members to conduct training. All board members committed to accomplish the required training. The Secretary, Mr. Mills, agreed to research the "certification" process.
- 5:35 There was a review and of the CEO's contact and the proposed changes. The contract is a renewal and extension of the CEO's current contract. The President moved to approve the contract, all members voted in favor.
- 5:55 The board reviewed and unanimously approved the CEOs performance evaluation metrics. One of the goals of the CEO and board is to develop performance metrics for the network's school staffs, e.g. principals and teacher.

6:00 The board and CEO agreed to tentative schedule for future board meetings through June 2019. [In-person Board meeting at Coperni 3 on March 21; Zoom meeting April 18; in-person Board meeting at Castle Pines Library May 16]

6:05 The meeting was adjourned.

- 10:08 – 10:10 Call to order and welcome:  
Attendees: TFS CEO, Mike Miles, TFS Board President Rachel Ngola, TFS Board Vice President, Kimberly Cawthorn, and TFS Board Secretary, Patrick Mills
- Approval of agenda – Approved
  - Approval of 21 Feb 2019 minutes - Approved
- 10:10 – 10:55 Board policy review and adoption
- TFS Board Policy, Grievances and Complaints:
    - The board moved to table the discussion until the next board meeting 16 May.
  - TFS Board Policy, Student Discipline
    - The board moved to table the discussion until the next board meeting 16 May.
  - Review by Council
    - Changes to policy must be approved by the council.
- 10:55 – 11:10 Approval of Supplemental Budget for Coperni 2
- CDE has agreed to continue to provide funding for the remaining two years of the CDE Grant. Improved accountability procedures are now in place. The funds will provide Chrome Books for students and lap-tops for the teachers.
  - The reading curriculum are Wilson Foundation (K-1) and Wonders (grades 2-5).
  - The supplemental budget was unanimously approved by the board.
- 11:10 – 11:20 Board training requirements
- Board Training Modules
    - Mills will find out how to get credit for the board.
  - Board fundamentals
    - Cawthorn and Mills will attend 26 April at Westminster.
- 11:20 – 11:35 Update
- AAL
    - Although DPS closed 17 April for a reported possible threat, AAL remained open. Of note, neither local law enforcement nor the FBI recommended closure.
    - AAL has 220 newly registered students for the 2019/2020 school year. The return count is estimated to be 80%.

- The building at 431 N. Sable Blvd is nearing capacity. The CEO is working to establish a “satellite” facility under the umbrella of the AAL, with an administrator reporting to the AAL principal and staff. This initiative is in work and will be discussed further in upcoming board meetings.
- Coperni 2
  - The enrollment is slow, estimating 120 students are returning. The goal is 320 students.
- Coperni 3
  - Renovations are ongoing and on-schedule.
  - Funding: the CEO estimates that the New Venture Fund Grant will be approved by the end of April and the Charter Growth School Grant is on-track to approved in the summer.
  - Enrollment is at 140, the goal is to have 200 committed by May. The 2019 enrolment goal is 450 committed students.
- Personnel:
  - A new TFS finance administrator has been hired and will start next week.
  - The AAL principal, Nicky Niewinski, is moving to North Carolina and is not returning to AAL. One of the AAL assistant principals has been offered the position and accepted.
  - Anticipate 10 new AAL staff personnel to begin the 2019/2020 school year.

11:40 – 11:45

June retreat

- Saturday, 15 June, 9:00AM to 1:00PM, in Castle Rock
- The next board meeting is scheduled for 16 May at 10:30am at Castle Pines Library.

11:50

Adjourn

### 10:30 – 12:00 – in person meeting

#### Castle Pines Library

In attendance: Rachel Ngola, TFSs Board President; Mike Miles, TFSs CEO, Angela Perea, TFSs Director of Finance, Kimberly Cawthorn, TFSs Board VP; and Patrick Mills, TFSs Secretary

- 10:30 – 10:40      Call to order and welcome, Rachel Ngola,
- Approval of agenda
  - Motion to approve the 18 April 2019 board minutes, all approved
- 10:40 – 11:30      Finance items
- Introduction of Angela Perea
    - Ms. Perea provided a synopsis of her background
  - Adoption of engagement letter – John Cutler (auditor)
    - The new auditor, John Cutler & Associates, LLC, is more cost effective than the previous firm
    - Motion to approve John Cutler & Associates, LLC, all approved
  - Approval of CCSP grant managers (Miles and Perea)
    - Mr. Miles provided a review of the CCSP budgeting process
    - Motion to approve Ms. Perea as the CCSP grant manager, all approved
  - Review of FY20 Budgets
    - Ms. Perea provided a top-level overview of the TFSs budgets and accounting system
    - The full budget will be reviewed, with a goal to approve during the June off-site/board meeting
- 11:30 – 11:00      Board policy review and adoption
- The board discussed the opportunity to purposefully link TFSs' policy documents to the networks Vision and Mission statements
  - Staff Grievances and Complaints
    - Motion to approve Staff Grievances and Complaints policies with the change to Ms. Ngola's email address.
    - The motion was unanimously approved.
  - Student Discipline
    - Motion to approve Student Discipline policies with the change to Ms. Ngola's email address.

- The motion was unanimously approved.

11:30 – 11:50

TFSs update:

- AAL
  - NWA testing takes place next week
  - APS suggests that TFS would open a 2nd school in Aurora (Coperni 4) within the existing Roca Fuerte facility. Another option discussed is to build an AAL middle school in proximity to the current building.
- Coperni 2
  - Is currently at 160 students
  - The enrollment goal for 2019/2020 school year is 300+
- Coperni 3
  - Renovations and build-out are on track
  - Funding
    - Received a planning grant for \$100K
    - A New Schools Venture Launch grant for is in work for \$300K for over the next three years
  - The enrollment goal for 2019/2020 school year is 300+.
  - There was an in-depth discussion about worst-case enrollment scenarios.
- Personnel
  - Staffing for the AAL and Coperni 2 is nearing 100%
  - Coperni 3 is fully staffed

11:50 – 12:00

There were no questions

12:00

Moved to adjourn



**9:00 a.m. to 1:00 p.m. – in person meeting**

**Philip S. Miller Library, Castle Rock, 100 S. Wilcox St.**

## **TFS Combined Council/Board Meeting**

- 9:15 – 9:30            Welcome and introductions by Mike Miles, CEO, TFS
- Board attendees: Rachel Ngola-Trice, President; Patrick Mills, Secretary - Treasurer; Kimberly Sanchez-Cawthorn, Kenyetta Clark, Parent Director, Jennifer Sward-Miller, Parent Director
  - Council attendees: Tammy Clementi, Vice President; Jeani Frickey-Saito, Secretary-Treasurer
  - Getting to know you exercise
- 9:30 – 10:00        Review of TFS Governance System
- Key aspects of the bylaws
  - Overview of roles and responsibilities (Keith Ouweneel)
  - Roles of Board and Council
  - Discussion
- 10:00 – 10:45      Vision and Strategic Plan
- Key aspects of a strategic plan (Keith Ouweneel)
  - Review and discussion of TFS Strategic Plan
- 10:45 – 11:00      Break
- 11:00 – 11:45      Unified Improvement Plan
- Review TFS Action Plan
- 11:45 – 12:30      Working Lunch
- Update
    - Budgets
      - Consolidated
      - Grants
    - AAL
      - NWEA
      - Enrollment
      - Staff
      - Future plans
    - Coperni 2

- NWEA
- Enrollment
- Staff
- Coperni 3
  - Enrollment
  - Staff
  - Renovations

## **TFS Board of Directors Meeting**

- 12:55 – 1:20      Open the TFS Board meeting, in attendance were: Mike Miles, CEO; Rachel Ngola-Trice, President; Patrick Mills, Secretary - Treasurer; Kimberly Sanchez-Cawthorn, Kenyetta Clark, Parent Director, Jennifer Sward-Miller, Parent Director
- Call to order
  - Approval of Agenda
    - Motion to approve the agenda, all were in favor
  - Approval of 15 May meeting minutes
    - Motion to approve the May minutes, all were in favor
  - Approval of Budget revisions,
    - Motion to approve appropriation resolutions (three schools), all were in favor
- 1:20 – 1:45      Executive session to discuss legal matters
- Motion to move to executive session, all were in favor
- 1:45 – 1:50      Reconvene board meeting
- Motion to approve CEO performance evaluation, all were in favor
- 1:50              Motion to nominate Dr. Mary Lindiman to the TFS Board of Directors
- All were in favor
- 1:55              Meeting adjourns

### 1:00 to 2:30 p.m. – in person meeting

### Coperni 3 – 755 Citadel Dr. West, Colorado Springs

- |             |   |
|-------------|---|
| 1:00 – 1:50 | Welcome and introductions <ul style="list-style-type: none"><li>• Tour of School</li></ul>  |
| 1:50 – 2:00 | Meeting called to order <ul style="list-style-type: none"><li>• Move to approve the August agenda and June 15<sup>th</sup> meeting minutes, all were in favor</li></ul>   |
| 2:00        | Schools update <ul style="list-style-type: none"><li>• Enrollment (ALL=740, C2=203, C3~240)</li><li>• Budget:<ul style="list-style-type: none"><li>○ Breakeven for C3 enrolment is 250, for C2 it is not anticipated that breakeven will occur for the 2019/2020 school year. TFS is anticipating the need to loan C2 \$300K if enrollment is below 215. The Academy of Advanced Learning is self-sustaining.</li></ul></li><li>• Personnel:<ul style="list-style-type: none"><li>○ The C3 principal was removed for cause and a requisition will be opened in the near future. Ms. Stephanie Bradshaw is the interim principal.</li></ul></li><li>• Instruction, all three schools are working toward proficient</li></ul> |
| 1:30 – 2:20 | Annual Performance Review <ul style="list-style-type: none"><li>• Regarding financial information, there is reasonable expectation that all deficiencies will be rectified prior to the next Annual Performance Review.</li></ul>   |
| 2:25 – 2:45 | TFS Action Plan <ul style="list-style-type: none"><li>• Reviewed the initial NWEA results</li></ul>   |
| 2:50 – 2:55 | Draft Policies <ul style="list-style-type: none"><li>○ Board members are encouraged to conduct a first reading prior to the September meeting</li></ul>   |
| 2:55 – 3:20 | CEO Contract <ul style="list-style-type: none"><li>• Base salary increase (3% per contract)</li></ul>   |

- Move to approve the CEO's base salary of 3% and other minor adjustments to the contract, the board unanimously voted to approve
- Reviewed the CEOs performance metrics
  - Motion to approve the CEO performance evaluation metrics as modified, the board voted unanimously to approve

3:20 – 3:30

Other items

- Board members are invited to Colorado Succeeds Prize, 19 September
- The dates and times for the next three Board meetings:
  - 1:00 PM, 19 September (Zoom)
  - 1:00 PM, 17 October (Zoom)
  - 1:00, 21 November at AAL

3:30

Meeting adjourned.

- 1:10 – 1:15            Welcome
- Motion to approve the meeting's agenda, all approved.
  - Motion to approve the Aug 22 meeting minutes, all approved.
- 1:15 – 1:25            Update on the schools
- Enrollment (AAL-755, C2-201, C3-235)
  - Budget:
    - Budget shortfalls for TFS are projected to approximately \$500K (\$300K at C2 and \$200K at C3)
    - This year, C2 and C3 will borrow from AAL
  - Personnel
    - Staff has stabilized at all three schools
    - The Network is considering hiring an executive director of schools, Zach Cradock is a strong candidate.
  - Facilities
    - C3 is nearing completion of punch list items. TFS had to fund fire systems on the first floor of C3, which is not occupied by the school.
    - Additional HVAC capability is being installed at AAL to account for the additional student throughput.
  - Instruction
    - CEO assesses the overall instruction as low-proficient (S2)
- 1:25 – 1:30            Initial achievement data
- NWEA and DIBELS data was reviewed, there was some concern and discussion regarding the percentage of students at AAL who scored Below Benchmark.
- 1:30 – 2:00            Draft policies – second reading and discussion
- The CEO will forward to the board members the TFS Strategic Plan and Action Plan.
  - Motion to approve the presented (15) board policies, all approved.
- 2:00 – 2:05            Other items
- Colorado Succeeds Prize
  - Next Board Meeting, October 17<sup>th</sup>, it will be an online Zoom meeting.
- 2:00 – 2:05            The CEO provided an update on the possibility of expanding TFS Network to Texas
- 2:00 PM                TFS board meeting adjourned