

Board of Directors of Wayside Schools
Meeting Minutes
January 26, 2018

Suzanne Kho, acting as Board President in the absence of John Troy (arrived at 10:15 am) at the start of the meeting, called the meeting to order at 9:06 AM.

Board members present: Suzanne Kho, Glenda Ballard, David Shelly, Lillian Diaz Gray, Matthew Childs, John Troy

Staff present: Meghan Jones, Crystal Goolsby, Matt Abbott, Kelly Mullin, Mary Ann Spracher, Deroald Hopkins

Guests present: Johnny Abney, Bradshaw Construction Project manager; Mike Tibbetts, Wayside Construction liaison

Public Comments – None

October 18, 2017 and November 15, 2017 board meeting minutes were presented and reviewed. Matthew Childs motioned to approve the minutes. David Shelly seconded the motion. Motion passed unanimously.

Chief Executive Officer Report

Matt Abbott presented the board with four actionable items for consideration in a single vote. He presented Russel Louis' resignation letter, and asked the board to formally accept Russel's resignation from the board. He then asked the board to make the motion for Wyatt Harper to be the new treasurer. Thirdly, he requested the board approve an 2017/18 academic calendar modification to change the second bad weather makeup day from the day currently set before Memorial Day weekend and move it to March 2nd, the Friday before Spring Break. Matt Abbott explained this would add an extra day of instruction before STAAR Testing. Lastly, Matt Abbott requested the board to give him permission to work with TEA to submit any and all required resolutions and amendments to move the Sixth Grade Center from Wayside: Eden Park Academy back to Wayside: Sci-Tech Preparatory; to keep grades 6-8 at the 6405 S. IH-35 campus; to move grades 9-12 to the new Bradshaw Road campus, upon completion; and to move Wayside: Altamira Academy from a rented space to the new Bradshaw Road campus, upon completion.

Glenda Ballard made the motion to accept Russel Louis' resignation, accept Wyatt Harper as the new treasurer, approve the Academic Calendar modification, and permit Matt Abbott to pen and submit the proper resolution for charter amendments. David Shelly seconded the motion. The motion passed unanimously.

The Monthly Board Dashboard was provided as an informational item. The board members did not have any questions or comments.

Meghan Jones then provided a fundraising update. Wayside has officially entered talks with KaBOOM! for a playground at the new Bradshaw campus. A full committee call will occur in the next few weeks, but there are several more steps in the process.

Wayside recently received three declines for grant applications--Girls Giving Grants, Impact Austin and Glimmer of Hope. Glimmer of Hope informed Meghan Jones Wayside should apply again in May.

Meghan Jones then informed the board the Wayside Schools Foundation formation is nearly complete concerning the setup of banking and other financial transactions; she is just waiting for the merchant services account to process credit card donations.

Meghan Jones also told the board she expects all board members to recruit silent auction items for this year's gala. She will soon be sharing a master auction list, as well as an informational packet with information to properly request auction items.

The Superintendent's Q2 reflection and evaluation were tabled until February meeting.

Chief Academic Officer Report

Matt Abbott presented amended Wayside Schools high school graduation requirements for the 2018-19 school year and beyond to the board for consideration. Matthew Childs made the motion to approve the proposed changes to the high school graduation requirements. Lillian Diaz Gray seconded the motion. The motion passed unanimously.

Kelly Mullin presented the Middle of the Year Academic Performance data report. The report aligns with how students will do on state assessments, and it shows to what extent scholars are on-track with grade-level objectives. Wayside: Altamira Academy has the most areas of concern, but all campuses are on track, overall. Writing and social studies are improving by way of our focus on literacy. Reading data as of the middle of the year had not moved as much as planned, but there have been significant gains in math across the network. Wayside: Eden Park Academy improved in every area. Wayside: REAL Learning Academy is not improving as much as hoped, but some bilingual classrooms at that campus are outperforming monolingual classrooms. Wayside: Altamira Academy is the most at-risk campus, but former principal Dan Horn left January 12th, and the new interim principal, Francisco Garcia, is already meeting with campus teams to figure out a plan for improvement.

Kelly Mullin then gave a graduate update. Many graduating scholars have multiple college acceptances already, and are narrowing their options based on funding packages.

The 2017 TAPR Public Hearing and Annual Performance Report was tabled due to the February Meeting due to the new state requirement to publish an announcement in the newspaper for a hearing on this report.

Special Education services concerning a specific student were tabled until the next board meeting.

Chief Operations Officer Report

Deroald Hopkins presented the IRS form 990 for review and approval for submission. Per the request of the board, he changed the voting numbers to 9 instead of 5 because there were nine voting members of Wayside's governing body in 2017. He added two board members' names to the report. He changed two answers regarding sponsorship compliance to "yes." Lillian Diaz Gray made the motion to approve Deroald's submission of the 990, with changes. David Shelly seconded the motion. The motion passed unanimously.

Deroald Hopkins then presented the financial statements as of November 30, 2017. The revenue is less on this report because of fewer reporting days in the first and second reporting cycles. Revenue is trending over \$20 million.

Discussion concerning specific personnel issues was tabled for discussion at the February board meeting.

John Troy arrived and took over presiding the meeting as board president as of 10:15am and was not available to vote on any of the items listed above.

Special Topic--Construction and Procurement--Matt Abbott and Deroald Hopkins

Matt Abbott introduced Bradshaw construction project manager, Johnny Abney, and Wayside's owners representative, Mike Tibbetts, to present updates to the board regarding the Bradshaw construction project.

Johnny Abney presented the current status of the site. Deroald Hopkins explained the demographics around the new campus, and John Troy noted the demographic is closer to the demographic served at Wayside; Eden Park Academy. Matt Abbott presented a map showing which land on the Bradshaw site belongs to Wayside.

Johnny Abney then presented the changes that have been made to the construction project over the course of the last year due to budget constraints. A contingency budget was originally accounted for, but, because of unexpected city fees and costly site changes as required by the City of Austin, the contingency budget has been depleted.

Johnny Abney also informed the board the delivery date for the completed building changed from May 4th to July 1st do to a number of construction issues and delays. We are now, however, past most obstacles that could shut down construction completely, besides weather. The construction superintendent met with the city inspector, and the inspector said Wayside could get temporary permits of occupancy as each portion of the building is completed.

Deroald Hopkins and Matt Abbott requested that the board consider authorizing obtaining additional financing to purchase or lease portable school buildings from Palomar Portable Buildings, have the portables delivered and all required site work completed, provide additional funds for the Bradshaw construction project, and obtain additional school equipment required to open the buildings. Wayside is seeking to secure funding up to \$2 million from Horizon Bank.

Matthew Childs made the motion to approve up to \$600,000 in expenses as a change order for John King Construction to move forward with the upfront portable infrastructure and setup costs. Glenda Ballard seconded the motion. The motion passed unanimously.

David Shelly made the motion to authorize Matt Abbott, Wayside Schools Superintendent to negotiate and authorize John King Construction to execute portable building lease /OR FINANCING on terms and conditions discussed with Palomar or to in the alternative, negotiate and execute lease /OR FINANCING with other recommended providers on similar terms and conditions as discussed, subject to legal review. David Shelly further motioned to authorize Matt Abbott, Wayside Schools Superintendent to negotiate and execute additional financing up to \$2,000,000 on terms and conditions discussed with Horizon Bank or to in the alternative, negotiate and execute additional financing up to \$2,000,000 with other recommended providers on similar terms and conditions as discussed, subject to legal review. Lillian Diaz Gray seconded the motions. The motions passed unanimously.

DISCUSSION: The superintendent will proceed with negotiating and executing a contract with Palomar Potable Buildings, as approved based on terms and conditions presented. If those contract negotiations are unsuccessful, the superintendent is authorized to proceed with the next recommended providers on similar terms and conditions, subject to legal review. The Superintendent will provide the negotiated contract to the Board prior to execution and the Board may call for a special board meeting if there are any questions or concerns. Otherwise the Superintendent may proceed.

The board did not enter into executive session.

At 12:15 PM, Suzanne Kho moved to adjourn the meeting. Lillian Diaz Gray seconded the motion. Motion passed unanimously.