

3/12/20

Upon determining the presence of a quorum, Dr. David Molina called the meeting to order at 6:00 PM.

Name	Office	Present	Absent	Arrived Late	Departed Early
<b>Board Members</b>					
Dr. David Molina	Board Chair	✓			
Alyssa Moore	Community member	✓			
Natalie Elliott	Secretary	✓			
Donida Garcia	Elementary Teacher		✓		
Shawn Bliss	Secondary Teacher	✓			
Matt Embry	Secondary Parent	✓			
Chris Juraska	Elementary Teacher	✓			
George Gentile	Community member	✓			
Kari Honea	Parliamentarian	✓			
Vibha Monteiro	Secondary Parent	✓			
Priscilla Cavazos	Elementary Parent	✓			
Frankie Shanks '20	Student Rep (non-voting)		✓		
<b>Staff Members</b>					
Kathleen Zimmermann	Executive Director	✓			
Joey Thompson	Director of Operations	✓			
Julie Atchley	Director of Academics	✓			
Terry Berkenhoff	Elementary Principal	✓			
Samantha Gladwell	Elementary Assistant Principal		✓		
Hweilu Chen	Director of Finance	✓			
Amy Elms	Community Outreach		✓		
Will Jaramillo	Secondary Principal		✓		
Megan Podd	Secondary Asst. Prin.		✓		
Jennifer Obenshain	HRS/Academic Support Coordinator		✓		

### Other Business/Public Comment

The Board discussed the agenda. Vibha Monteiro moved to accept the agenda. Priscilla Cavazos seconded. The motion passed unanimously.

The Board reviewed the minutes from the February 13th meeting. Vibha Monteiro moved to approve the minutes. Alyssa Moore seconded the motion. The motion passed unanimously.

### Public Comment

There was no public comment.

## New Business

The Board was presented with a brief history of the school expansion plan from the Property Development Committee. Kathleen Zimmermann introduced Financial Advisor Drew Masterson who also introduced bond counsel Darren McHugh from Hunton Andrews Kurth. Drew Masterson discussed the Plan of Finance including team members, credit highlights (for the S&P presentation), current financing and line of credit, and the 2020 Plan of Finance with the Equitable Facilities Fund. He also discussed the Projected Debt Service Coverage and compared the coverage with and without KLE contributions. Kathleen Zimmermann reviewed the Enrollment Projections. Then Darren McHugh spoke about the Collateral and Security Disclosure, particularly the Master Trust Indenture, which will be the governing document for any debt existing and forthcoming, provided with Frost Bank. There will also be a Deed of Trust on the Lamar Campus. Darren McHugh also reviewed the Key Covenants, including the previously mentioned Debt Service Coverage Ratio, Liquidity, and Additional Bonds Test. Drew Masterson reviewed the planned Timeline and discussed how construction and then locking the loan rate will be the next big steps.

Darren McHugh discussed the resolution authorizing a Master Trust Indenture and a Taxable Loan as master debt, and the delivery of documents in connection and delegating certain matters. This resolution describes how the Master Trust is composed of various aspects of the debt--including the EFF loan and Frost Bank loan under the Master Trust Indenture. Alyssa Moore moved to approve the resolution authorizing a Master Trust Indenture and a Taxable Loan as master debt, and the delivery of documents in connection and delegating certain matters related thereto to vote to approve the loan from the Equitable Facilities Fund. Matt Embry seconded. The motion passed unanimously.

Joey Thompson presented the Board with Student policy 400.100-400.140. Policy 400.100 concerns IDEA Policies and Procedures. 400.110 covers Section 504. Policy 400.120 concerns Health. There are no changes to these policies at this time. Policy 400.140 concerning Student Safety is updated to reflect a campus Behavioral Threat Assessment Team per recent legislature. This committee has already formed and met, following state guidelines. Vibha Monteiro motioned to approve the policies 400.100-400.140 as presented. Chris Juraska seconded. The motion passed unanimously.

Kathleen Zimmermann presented the Board with a Non-Expansion Amendment which pertains to the Campus IDs changing and the grades associated with the different Campus ID numbers. This summer, the grades associated with the campus IDs will change and next summer (with new construction) the location associated with the IDs will be changed. Vibha Monteiro moved to approve the resolution to amend the charter to change the location of one campus effective at the start of the 2021-2022 school year. Priscilla Cavazos seconded. The motion passed unanimously.

Additionally, Alyssa Moore moved to approve the resolution seeking to amend the charter to modify the grade levels included at each campus effective at the start of the 2020-2021 school year. Chris Juraska seconded. The motion passed unanimously.

Kathleen Zimmermann discussed that NYOS has engaged the custodial services of PBS of Texas, LLC. The Board was presented with a resolution to approve the contract with PBS for Janitorial

Services and Authorizing the Executive Director to Execute. Vibha Monteiro moved to accept the resolution. Priscilla Cavazos seconded. The motion passed unanimously.

David Molina presented the Board with a charter themes document that will be included in the School Board Handbook. This discussion was tabled after the last meeting, with additional time to review the charter. Shawn Bliss mentioned that Service Learning was omitted from the Charter Themes document, yet has a significant presence in the charter. The revision suggested would reflect "Service Learning and Responsibility to Community" to be added to the document. Vibha Monteiro moved to accept the themes as proposed to the Board as a way to show due diligence to the charter. Alyssa Moore seconded. The motion passed unanimously.

Kathleen Zimmermann discussed the instructional materials certification for the 20-21 school year. Kari Honea asked about which instructional materials are used and Kathleen Zimmermann answered that NYOS does use state recommended materials but also supplemental curriculum.

The Board was presented with the Certificate Liability Insurance that addressed general liability, automobile liability, worker's compensation, officer's insurance, professional liability insurance, cybersecurity, terrorism, business interruption insurance, among others. The policy was renewed in February.

Kathleen Zimmermann discussed the date for the May meeting. She explained that the scheduling for construction bids will not come in until late April, so the Board needs to be involved in the process of approving the contractor as quickly as possible. This would move the meeting date up one week to May 7, 2020.

Kathleen Zimmermann presented an update to the Board regarding the incident that threatened harm. Austin Police Department was involved and investigated but there was no conclusion about who wrote the threat. The Tamil School did cancel school that day as a safety precaution. Amplify Austin was a success, funds were raised over the goal. Starting tomorrow, development consultants will be interviewed to assist with the Charter Schools Growth Fund (they are funding the position). NYOS also won a Safety and Security grant of \$25,000. The lottery was run last week to fill 85 openings, including Pre-K 3s up through twelfth grade. April 3rd is the Kinder Roundup to register, evaluate, and bring documents to register kids. Regarding COVID-19, NYOS' spring break is well timed with the uncertainty of the virus threat. Kathleen Zimmermann clarified that NYOS will make its own determination about schooling after the break concludes, regardless of other potential school closings. The school hasn't yet received the guidance to develop response protocols, other than a potential preparation to be out of school for 14 days. Maintenance is working to deep clean both campuses and the bus. Food services is looking at ways to distribute food during any time the school might be closed to students who qualify for Free and Reduced Lunch. There is also discussion of a way to loan out chromebooks to students who do not have computer use available, but IT is discussing ways to offer internet connectivity. There will likely be an addendum to the Emergency Operations Plan regarding communicable disease forthcoming.

## **Committees**

Kari Honea provided Board Development training concerning the TAPR Performance Levels. She discussed that students receive a scale score associated with different performance levels on the STAAR tests: Masters, Meets, Approaches, and Did Not Meet grade level standards. She also

presented on charter governance principles from Dr. Brian Carpenter regarding management, financial controls, and risk management.

Natalie Elliott presented on behalf of the Academic Oversight Committee. She mentioned that the Board will be presented with draft goals at the April meeting. Terry Berkenhoff spoke to the action steps used to improve instruction in Math and Reading--particularly using instructional rounds, mentoring new-to-NYOS and novice teachers, providing more opportunities for academic intervention, and Social Emotional Learning. She spoke to the competency-based grouping for Math instruction and seeing rewards. Samantha Gladwell discussed how the 5th grade tests are a Student Success Initiative year where students take the exam multiple times, however Terry Berkenhoff mentioned that they are seeing a decrease in students needing to take the exam more than once. Will Jaramillo will be invited to share about the 6th grade Math and Reading performance data at the next meeting.

Matt Embry presented on behalf of the Financial Oversight Committee. There was a separate meeting to go over EFF funding. There was a meeting yesterday to discuss the quarterly review process. Enrollment is at 1,063. Attendance is at 96%. Cash flow is steady.

Chris Juraska presented on behalf of the Nominations Committee. He discussed that communications have gone out, with assistance from Amy Elms. Nominations have started to come in. He asked that secondary teachers reach out to others to encourage nominations.

Matt Embry presented the update for the Property Development Committee. The rate for the loan is not locked in yet. There is some contingency planning in case of construction delays, that will be finalized and presented at a later date. The building behind the Lamar property is up for sale.

Alyssa Moore presented an update on behalf of the Executive Director Review committee. She described the structure of the report and disclosed that much of the document is Kathleen Zimmermann's own self-assessment with additional notes from the committee. On the first indicator, Domain I, Indicator 3, pertaining to meeting district goals, the ED was rated as Innovating, on the second, Domain IV, Indicator 4, regarding developing and sharing leadership responsibilities, she was rated as Applying, on the last indicator, Domain VI, Indicator 2, pertaining to technological resource allocation and instruction, she was rated Applying → Innovating. Vibha Monteiro moved to accept this ED review as proposed. Kari Honea seconded. The motion passed unanimously.

Agenda items for the March Board meeting were discussed:

- HB3 Draft Goals.
- Update on loan rates.
- Update on COVID-19 impact.
- Fundraising report.
- Contingency reports from Property Development Committee.

The Board Chair invited a motion to adjourn. Chris Juraska moved to adjourn. Matt Embry seconded. The motion passed unanimously.

**Adjournment time: 8:32**

**Certification**

These minutes represent a true and accurate account of the regular Board Meeting of NYOS Charter School held on 3/12/20.

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Natalie Elliott