

DRAFT

PENDING BOARD APPROVAL ON JANUARY 16, 2014

Meeting Minutes
Meeting of the Board of Directors – Envision Education
111 Myrtle Street #203 Oakland, CA 94607
Thursday, December 5, 2013

I) Preliminary

- (1) Call To Order
 - Jim Wiggett called the meeting to order at 4:02pm
- (2) Roll Call
 - Present: Keysha Bailey, Parker Blackman, Kathi Burke, David Cooper, Marjorie Goux, Gay Hoagland, Phil Johnston, Kristi Kimball, Lawrie Mott (vice chair), Peter Navin, Sherri Pittman, Natalie Walrond, Jim Wiggett (chair), Helen Bulwik
 - Others in Attendance: Mike Barr, Janeen Jackson, Sean McClung, Leslie Nilson, Ben Kornell, Kate Schwass, Gia Truong
 - Absent: Patrick Murray and Bob Lenz (CEO)
- (3) Approval of September 19, 2013 and October 10, 2013 Board Meeting Minutes
 - Motion: Kathi Burke
 - Second: Gay Hoagland
 - Approved by voice vote: 14 yes 0 No

II) Public Comment / Announcements – None

III) Chair Comments

- (1) Review of Brown Act: Board members who choose to dial-in to the meeting must also post the agenda at their location and allow members of the public access to the meeting. The Chairman encouraged all members to attend board meetings in person in order to best meet the requirements of the Brown Act. If members attend by phone, they can participate in discussions but will not be allowed to vote.
- (2) Kristen Weisser has decided to step down as a member of the board as she does not have the time available to commit to this position. She still remains a friend of the board. The governance group will not immediately fill this position and will wait until beginning 2014.
- (3) Bob Lenz will not be in attendance due to a scheduling conflict. Gia Truong will represent Bob.
- (4) Reports from Committees and Working Groups: Update and Goals
 - Peter Navin, Audit Committee: 1st draft of the report went out and will be reviewed with auditor during a meeting on December 11, 2013.
 - Keysha Bailey, Finance Committee: The finance team is new which includes Mike Barr, Ben Kornell and Andrew Wang. The main goal of this working group is transparency. The goals yet to be tackled: Honing in on repayment of debt, a

building resolution for Envision Academy as their lease expires in 2017 and loosening up the tight cash flow.

- Lawrie Mott, Governance Working Group: Two goals of the working group are:
 - adding two to four more board members
 - deciding on the skill set needed for those board members.

Lawrie detailed the skillset they are seeking and solicited feedback from the board:

- real estate experience
- finance experience
- ability to give and get philanthropy
- previous board experience.

Board members offered the following additions:

- A sitting CEO to add credibility
- education experience
- diversity

The working group will reach out to board members for board candidates in 2014

- Kathi Burke, Education Working Group: Goal 1) to have each board member sign up for two engagement with ELP or schools. A hard copy of the board engagement calendar was circulated for sign-ups. Goal 2) Board identifies and focuses its agendas on two educational program areas in which EE excels, and two in which EE faces challenges, to develop a deeper understanding of these areas. The hope is to do this at the January 16th Board Retreat.
- Phil Johnston, Development Update: IDP's (individual development plans) are going well. 86% of board members have participated. The committee will reach out to those who have not participated. Kate Schwass creating a system to track the responses.
- Jim: handed out Bob's goals. Enrollment is ahead. CAT admissions are up.

IV) Superintendent Comments

- (1) Gia Truong: Schools Envision is tracking well in enrollment and attendance. Every school has completed a college trip. Impact has done 4 trips.
- (2) This week ELP is leading the Deeper Learning Community of Practice at Cavallo Point where we bring the 10 partners and their leaders together to scale and codify Deeper Learning, so we can share it with the public. The first day was a site visit and Envision Academy (EA) was one of the sites. The guests were so impressed with EA particularly the students' academic mindset. The focus of the meeting is equity.
- (3) EA has its career fair on February 7, 2014. They are looking for strong and engaging speakers, preferably a professional of color.

V) Impact Academy Principal's Visit / Update

- (1) Gia introduced Sean McClung, principal of Impact Academy. Previous to Envision, he was principal of a Big Picture Learning school, deeper learning school.
- (2) Sean McClung: Sean introduced himself and gave his background to the board. He also discussed Impact Academy. Impact has just under 500 students which allows the Principal to get all teachers in one room and know all of the kids. Working on: 1) Reducing staff turnover 2) Balance: Let go of some things to focus and do deep work 3) Alignment: Everyone working in the same direction
 - The board asked Principal McClung to detail restorative justice and how it is used in his school.

- Sean McClung detailed the principles of restorative justice and gave an example of a case where restorative justice was used at Impact Academy

VI) Education and Envision Learning Partner's Update

- (1) Gia Truong detailed the changes Envision Schools would experience due to Assembly Bill 484 and Senate Bill 1458, which deal with common core standards and changes in the state testing system.
- (2) Envision Education response to the change in testing is that we are creating Common Core-like assessments to prepare our students. Planning to engage the board further in understanding the assessment changes at the January board retreat.
- (3) Kristi Kimball: Discussed the goals for Academic performance, Operation/ Financial Performance, College Going (see slide)
- (4) Kathi Burke attended the ELP Retreat as part of her board engagement and was impressed with the staff's focus, teamwork and alignment in growing services and business. She described the ELP strategies as follows:
 - Develop and deliver district services
 - Focus efforts on limited number of carefully selected geographic regions
 - Engage in both grant funded and client funded work.
 Implementation goals:
 - 1: Strengthen core of ELP
 - 2: Grow ELP.
- (5) Goal # 2 was expounded on: District services are now more intentional and strategic. ELP staff now focuses on cultivating and capitalizing on leveraging relationships more systematically. Keysha asked if there are any new clients or grants. Gia: some local districts are expressing interest. Districts look promising as an area where ELP has an opportunity to expand their reach.

VII) Financial Update

- (1) Ben Kornell gave an overview of his work with Envision Education thus far and provided an introduction to Envision's new Controller, Andrew Wang. Going forward Ben will work on the strategic questions while Andrew is responsible for day-to-day with Mike Barr on retainer on an as needed basis for both day-to-day and strategic planning.
- (2) Envision Education is on track to end the year with a 167K surplus. There is a delay in funding from the state of California. Local Control Funding Formula (LCFF) was expected in January and Envision learned it will probably be paid in July 2014. Discussion of the LCFF funding and how when and why Envision Education is paid ensued. The funds are there now the state just needs to figure out how to administer it.
- (3) Enrollment coordinator update: Current enrollment coordinator leaves on December 20th. Interviews with several strong candidates next week at Envision Academy. Students will participate, as student interaction is an important part of the position.
- (4) Operating expenses: spent 25% in 1st quarter in basically every category. Some items are frontloaded like books.
- (5) To alleviate tight cash flow, COO is seeking other finance options.
- (6) Cash Balance: Most business has 3 months of working capital. That would mean 3 million for Envision; some months we have 32k.

- (7) Summary of Debt (see slide) working with the state on a proposed a repayment plan for Prop 55. It may be months until we hear from them.
- (8) The finance department is creating processes and transparencies so anyone can step in and recreate what we are doing. We now have an ability to take a snapshot of our system improving month end close system from two months to two weeks. If anyone wants to deep dive the transparency extends to the board.
- (9) EA Relocation update. Ben detailed the process being used to determine what is the best route for Envision Academy with the lease expiring in 2017. We looked at the following three options.
 - Stay and make it work
 - Acquire a site that is close and add on and split the campus. For educational and financial reasons, this is crossed off the list.
 - New site: we can get a prop 39 property from Oakland Unified. This is our process (see slide) \Leslie Nilson detailed why the split campus idea was crossed off the list. A full presentation with supporting data will be discussed in January. Ben asks for Girls Inc. contact.
- (10) Ben addressed reaching out to Lighthouse and Helen's pending meeting with Gary Rogers. She solicited the board for topics to address in that meeting.

VIII) Development and Communications Update

- (1) Kate Schwass explained that Development department is currently tracking to surpass its goal. It is currently grant-reporting season. The second round of funds will arrive once we turn in the reports.
 - (2) Phil Johnston: In regards to IDP (Individual Development Plans), we have met with 86% of you so far. If you have not met, please see Kate as we want to do this before the retreat for discussion at that time. Feedback has been positive and passionate.
 - Parker can help us work with Southern California foundations.
 - Phil is forming leadership council mostly CEOs who would like to help Envision but don't have the time to be on a board.
 - We have one interested CEO partner, which will help bring in others.
 - Jim has long list of contacts, which he will pursue.
 - Kristi has offered lots of foundation and strategic support.
 - Lawrie has information on family foundations.
- Kate: I appreciate your time. I know it is not the most comfortable thing to talk about. But these are important conversations to discern our low-hanging fruit and long term relationships we can build on.
- (3) Phil: Update on the large event to celebrate our 10-year anniversary: Feedback has been consistent. Rather than a gala what was preferred was something involving students and teachers and sell tickets sometime in the fall. The board chair instructed board members to think on this and informed them this will be part of the January retreat.
 - (4) Natalie invited the entire board for an event at her home on February 7th at 6pm.
 - Boards work better when they know each other.
 - This is an opportunity to understand what a smaller cultivation event would involve.
 - Please bring a significant other or friend.
 - (5) Communication Update: Described how Monica is working in the Development/Communications Department and how board member Parker Blackman is working with her.
 - Board agrees an update of the wallet-sized handout would be great.

IX) 2013-2014 Board Retreat Input

Jim outlined the plans of the board retreat born from the Management Team brainstorming session. He asked the board to review board retreat brainstorming agenda from the board packet. Additionally if members would like to contribute ideas for agenda they were instructed to send details to Jim via email before the end of the year.

X) Action Item: Ratification of actions taken at July 15, 2013 Executive Committee Meeting; Closure of Metropolitan Arts and Technology High School

Jim outlined the action item regarding Metropolitan Arts and Tech High School's closure. He reviewed the decision to consolidate Metro with City Arts and Tech High School that the board had approved at the board meeting held May 6, 2013. Subsequently, the Management Team recommended the board close Metro. On July 15, 2013 at an Executive Committee Meeting, the board took official action to close Metro. Tonight's vote is seeking ratification from the full board on this action.

Ratification of July 15, 2013 Executive Committee decision to close Metro

- Motion: Kathi Burke
- Second: Gay Hoagland
- Approved by voice vote: 14 yes 0 No

XI) Closed Session

- Personnel Per Gov. Code 54957: Management Team Evaluation
- Report out from closed session: Nothing to report

XII) Adjournment

The chairman adjourned the meeting at: 7:35 PM