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| **DATE/Time:** | October 21, 2020 6:00 PM | **LOCATION:** Virtual Meeting |
| **CHAIR:** | Tycely Williams | **RECORDER:** Emily Bloomfield |

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| **ATTENDEES:** | | | | | | | |
| “**X**” In attendance; ”**E**” Excused; “**A**” Absent; “\*” Via Phone | | | | | | | |
| **Members: Staff / Guests:** | | | | | | | |
| Tycely Williams | | X |  |  |  |  | |
| Tameria Lewis | | X |  |  | Ashley DeCruise | X | |
| Neela Rathinasamy | | X |  |  | Anna Scudiero | X | |
| Donna Anthony | | X |  |  | Greg Gaskins | X | |
| Emily Bloomfield | | X |  |  | Kristina Sammy | X | |
| James Waller | | X |  |  | Mayank Palod | X | |
| Carla Watson | | A |  |  | Alan Wilson | X | |
| Sharisse Baltimore | | X |  |  | Nathanial Custer | X | |
| Dale Jones | | A |  |  | Brandon Scott | X | |
| Matthew Biel | | A |  |  | Paris Gasque | X | |
| Dr. Jeffrey Grant | | X |  |  | Danielle Nelson | X | |
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| **Item** | **Main Points** | **Action/Next Step** |
| 1. **Call to Order and Chair’s Remarks** | Meeting opened at 6:10 pm  Tameria Lewis moved, Neela Rathinasamy seconded the call to order. All in favor. |  |
| **Approval of the Agenda** | Moved by James Waller, Seconded by Tameria Lewis. Unanimous approval. |  |
| 1. **Governance Committee** | Monument Academy Public Charter School (Monument) has revised its bylaws to comply with the D.C. Open Meetings Act (OMA). Upon approval, the amended bylaws will be submitted to PCSB and will be included with Monument’s previously submitted charter amendment application, which is scheduled to be voted on by PCSB at its November meeting.  Counsel reviewed prior changes in bylaws that removed the membership class. Once bylaws are approved and Foundation consent is obtained, conforming Articles of Amendment to Monument’s Articles of Incorporation will be submitted to the D.C. Department of Consumer and Regulatory Affairs (DCRA). | Approval of motion to amend bylaws for OMA compliance, execute all filings that may be required by DCRA to amend the corporate Articles of Incorporation (including to reflect that Monument is a non-member nonprofit corporation), and designate Emily Bloomfield and Monument officers to execute any necessary documents, certificates and instruments in accordance with the purposes and intent of this motion. (full text of motion below)  Moved by Neela Rathinasamy, and seconded by Tameria Lewis. The motion passed unanimously. |
| 1. **Finance Committee** | Review of Monument Monthly Finance Update. No significant changes. Reviewed progress on operational fundraising and capital campaign.  Update on loan with Building Pathways and next steps. | Approval of motion to delegate power to the Finance Committee to negotiate and authorize loan extension documents (full text of motion below) Moved by James Waller, and Seconded by Tameria Lewis. The motion passed unanimously. Approval of motion to authorize Emily Bloomfield, in role as corporate secretary, to provide assistance with supporting documentation (full text of motion below).  Moved by Neela Rathinasamy, and seconded by Tameria Lewis. The motion passed unanimously. |
| **IV. Academics and Accountability Committee** | Tameria Lewis provided an update on the October 19th PCSB public hearing on Monument’s charter amendment application to revise goals, update bylaws and amend Monument’s mission statement. | PCSB vote on the charter amendment application is on the PCSB agenda for their November meeting. |
| **V. Head of School Report** | Dr. Grant updated the Board on key performance metrics and the return of a select number of students for in person learning and boarding and safety procedures.  Dr. Grant made the Board aware of the PCSB quality site review that is being conducted virtually in the coming weeks. |  |
| Motion to Adjourn | Moved to adjourn at 7:17 by Tameria Lewis, and seconded by James Waller. Unanimous approval. |  |
| Executive Session |  |  |

**Summary of Votes:**

“**Y**” Vote in Favor; ”**N**” Vote Against; “**A**” Abstain; “**NP**” No Vote/Not Present

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| **Motion: Approval of Minutes from 9/26/2020 Board Meeting** | | |
| Motion: Tameria Lewis Second: Neela Rathinasamy | | |
| Tycely Williams | | Y |
| Tameria Lewis | | Y |
| Neela Rathinasamy | | Y |
| Donna Anthony | | Y |
| Emily Bloomfield | | Y |
| James Waller | | Y |
| Carla Watson | | NP |
| Sharisse Baltimore | | Y |
| Dale Jones | | NP |
| Matthew Biel | | NP |

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| **Motion: Approval of Bylaw Amendment**  That Monument Academy Public Charter School’s Amended and Restated Bylaws be amended in the form previously shared with the Board, including revisions to reflect applicable requirements of the District of Columbia Open Meetings Act, and that all further action be taken to give effect to the changes, including but not limited to obtaining any necessary consents, amending Monument Academy Public Charter School’s Articles of Incorporation in the form previously shared with the Board, and executing and filing any necessary documents, certificates and instruments as may be required by the District of Columbia Department of Consumer and Regulatory Affairs or other regulatory agencies. For these purposes, Emily Bloomfield and any officer of Monument Academy Public Charter School may execute any and all such documents, certificates and instruments and take such actions as they individually deem necessary to carry out the purposes and intent of the foregoing. | | |
| Motion: Neela Rathinasamy Second: Tameria Lewis | | |
| Tycely Williams | | Y |
| Tameria Lewis | | Y |
| Neela Rathinasamy | | Y |
| Donna Anthony | | Y |
| Emily Bloomfield | | Y |
| James Waller | | Y |
| Carla Watson | | NP |
| Sharisse Baltimore | | Y |
| Dale Jones | | NP |
| Matthew Biel | | NP |

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| **Motion Part 1: That authority be delegated to the Finance Committee to negotiate and authorize the loan extension documents related to Monument’s loan guaranty.** Motion: James Waller Second: Tameria Lewis  **Motion Part 2: That Emily Bloomfield be authorized, in her role as Corporate Secretary, to execute and deliver any necessary incumbency certificate or other corporate documentation for purposes of carrying out the purposes and intent of the preceding resolution.**  Motion: Neela Rathinasamy  Second: Tameria Lewis | | |
|  | | Motion Part 1 / Motion Part 2 |
| Tycely Williams | | Y Y |
| Tameria Lewis | | Y Y |
| Neela Rathinasamy | | Y Y |
| Donna Anthony | | Y Y |
| Emily Bloomfield | | Y Y |
| James Waller | | Y Y |
| Carla Watson | | NP NP |
| Sharisse Baltimore | | Y Y |
| Dale Jones | | NP NP |
| Matthew Biel | | NP NP |

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**Director of Board Relations Secretary**