

**Board of Directors Meeting
April 19, 2018 @ 5:30pm
Meeting Minutes**

Directors in Attendance: Eunice Bell, Juana Guerrero, Keith Hargrove, James Holzemer, William Hytche, Rebecca Horton, Jacqueline Mitchell, Fr. John Raphael, and Ahmed White.

Corporate Membership in Attendance: Mark Faulkner and Sister Sandra Smithson

Board Liaison in Attendance: Lekita Stevenson

Conference Call: Mary Ann Dunn

Project Reflect's Board of Directors Meeting was called to order at 5:38PM. Psalms 30 was read as the prayer of reflection rendered by Fr. John Raphael.

Review/Approval of the Minutes from the Previous Board Meetings (February 15, 2018) Minutes should be amended to add Cooperate Member Irene Boyd as being in attendance.

James Holzemer motioned to approve the minutes from the previous Board of Directors Meeting with the noted amendment. This motion was second by Keith Hargrove. The motion carried unanimously.

Interim Director Report/ Corporate Membership Report presented by M. Faulkner

The Corporate Membership meeting to be held on Wednesday, April 25, 2018 will include Catholic Dioceses Report. Once they have been fully informed of the details, a report will be given to the PR Board of Directors.

Financial Report / Budget Update by Mark Faulkner (*Attachments can be provided upon request.*)

- PR Balance Sheet is very solid and strong as it shows a 1:1 ratio of assets to liabilities
- Profit/Loss year-to-date shows positive growth and improvement. Positive revenue and cash flow.
- Great strict budget management has been maintained in order to keep positive cash flows
- 2017 Summer bridge loans have been paid back by 80%
- We will need a positive 990 to secure a new loan from banks per IRS/State regulatory stand point. (Government Banking Laws that are preventing banks from passing out loans to business that are not in good financial standing.) This should take place this fiscal year.

Administrator Evaluation Updates presented by Mark Faulkner

Mr. Faulkner had his mid-year meeting with Mr. Ahmed White. *(A copy of the report can be provided upon request.)* Dr. Jacqueline Mitchell wants to ensure the Board uses the proper academic standards and measurements for the administrator's evaluation. She also suggested that we collect surveys from staff as done in past years.

- Administrator's Interactions with teachers
- Administrator's Interactions with Students
- Administrator's Interactions with Parents
- Evaluations conducted on staff

Two recommendations from Mark Faulkner's Report to be paid at year end:

1. Recommends a \$12,000 bonus to Mr. White per contract terms
2. Recommends a \$6,000 bonus to Mrs. Stevenson

Fr. John Raphael made a point of clarity. He will make sure that the ED Committee of the Board of Directors conducts a thorough evaluation for future administrator evaluations.

Administrators Report presented by Mr. Ahmed White *(Attachments can be provided upon request.)*

Executive Committee Report presented by Fr. John Raphael Executive Director/Administrator Position Merger

A summary of history related to these positions was given by Fr. John to make sure all new BOD's are updated on what we are about to discuss.

- Mr. Faulkner agreed to serve as Interim for 1 year. This was from May 2017 and we are now at the point of fulfilling this position.
- These works are already being done by 90%
- Direct supervision would go to the BOD.
- Dr. Mitchell feels very strongly that we should not proceed with combining of the CEO and Administrators roles. She stated that she did not agree with the recommendation back in May 2017 when it was presented by Sister Sandra and Joan Anderson.

Dr. Mitchell reasons for not merging the two positions:

- One year of employment is not enough time and highly believes we should rethink this vote
- Mr. White is doing a great job but we should allow him more time to focus on the school.
- Feels this merger is not an urgent matter that we should proceed with.

Keith Hargrove's reasons for merging the two positions

- Mr. White has done a great job as the administrator based on past years reports.
- Charters are doing it and there is evidence of serving in dual roles is sufficient and doable.

Fr. John Raphael asked Ahmed White to share his thoughts on serving in a dual capacity. Ahmed White believes he has the ability to make corrections. Rebecca Horton expressed how she knows that this organization cannot have two chiefs. She totally believe that Ahmed can and is already doing both jobs. She just wants for Mark and corporate to be the umbrella of spiritual protection. Ahmed White's response towards merging of these two positions is he feels he has proven to take the school where it needs to be and continue to go.

Fr. John Raphael called for a motion on the discussion; ***"Be it moved that the position of Executive Director and Principal be merged and that Ahmed White be appointed to the merged position subject to the terms of a legal contract to be drawn up by the Interim Executive Director; and that subject to review and approval of the contract by the Board of Directors which is in accordance to out bylaws."*** William Hytche made the motion and it was properly seconded by Keith Hargrove. Motion was opened for discussion:

Ahmed White stated that he sees what was going on in the room. We are circling around the same wagon. Sister Sandra stated that if we are going to change of the structure of the organization it must be done at corporate level. The school was in a bad situation and she stated that it took her lobbying to keep the school open. She didn't see the need for a rush. When she talked to Metro Board it was her impression that this will be a base year. However, if we don't show improvement we will be back at that same table in front of the MNPS Board. She respectfully asked that we table this vote.

Fr. John Raphael pointed out that according the bylaws, Corporate Membership does have the right to veto a decision of the Board if they feel it is not in standing with the mission and vision of the organization; but the Board must entertain the motion on the table.

Sister Sandra wants to see results from the IReady test. Rebecca Horton informed her that we had results presented at the last meeting directly from an IReady representative.

The motion to merge the position of Executive Director and Principal passed with five yes votes. Record of votes:

- | | |
|-------------------------|----------------------------|
| ➤ Fr. John Rapael – Yes | ➤ Juana Guerrero – Yes |
| ➤ Keith Hargrove – Yes | ➤ James Holzmer – No |
| ➤ Rebecca Horton – Yes | ➤ Jacqueline Mitchell – No |
| ➤ William Hytche – Yes | ➤ Eunice Bell – Abstention |

PR Loan Agreement

Letter was sent via certified mail to Allison Driver, Brandon Driver, and Sister Mary Acerbi requesting the money to be reimbursed.

PR Board of Directors Attendance Requirements

ED Kindall has not attended any meetings this year; therefore, he is now considered disqualified as a Board of Director.

Annual Meeting Review

Bylaws state that the PR Board of Directors should be held in June. PR Board of Directors Meetings will remain on the 3rd Thursday at 5:30pm by-monthly.

As a result of time and no reports we are passing on Education Committee Report, Board Development Report, Finance Committee Report, and New Projects Report.

Fundraising Committee Report presented by Keith Hargrove

- SCA Basketball tournament has five teams committed as of today.
- We have raised \$1,500.00 thus far.
- Volunteers are needed for Saturday, April 28, 2018. Please sign up if you area available.

A motion to adjourn was made by Jacqueline Mitchell. The motion was properly seconded by Keith Hargrove. This motion carried unanimously.

The Board of Directors Meeting was adjourned at 7:39pm.

Board of Directors Meeting minutes were taken and presented by Lekita Stevenson, Board Liaison.