



Frederick Classical Charter School, Inc.

Board of Trustees Meeting Minutes

July 10, 2023

*Meeting held by video conference
Minutes submitted by Lei Sun*

Present: Debbie Shoffner - Chair
Debbie Nnameka
Lei Sun
Salimeh Khaleeli
Robert Wells
Danielle Tracey

Other Participants: Collin Kenny

Called to order and Welcome at 7:03pm.

1. Agenda

Dr. Sun motioned to approve the agenda by adding probation strategic review under “Discussion”. The motion passed unanimously. Amended agenda was approved.

2. Public Comments

- Ms. Allison Rizzo submitted a public comment via email in advance and read it during the meeting.

“Hi All,

Thank you for continuing your work on behalf of the students at FCCS. I'm thrilled to welcome and congratulate Mr. Collin Kenny on his new role! I look forward to welcoming all new staff members to the team in August.

I appreciated the time Ms. Shoffner and Ms. Nnameka took to respond in writing to my correspondences on a few topics. I have comments in a few areas.

First, regarding the Board's decision to contract with the former Board President for her time to transition out of her role. I request you reconsider spending precious funds in this manner. Unfortunately, the justification you shared with me was not sufficient to gain my support on this decision. Most of your advisors and every community member I have talked to so far are also concerned about this decision. Instead, please move forward with hiring an Executive Director. Find someone who adds value by contributing ideas and sustainable practices, who can connect you with resources, and who understands charter school law, educational best practices, FCCS's mission, non-profit management, and the Frederick community.

Second, regarding the recent interpretation of the bylaws that concluded that only parents can serve on the Board of Trustees. This is not an accurate reflection of the intent of membership when the vote occurred. The language referenced in the bylaws that is direct is being disregarded and the decision is only based on a brief phrase that created a false inference due to a simple editing flaw. Could you please explain if you have reviewed the membership meeting minutes and taken member comments back to Mr. Balch for a discussion? This cannot wait, as it significantly impacts the guidance to be given the new Nominating Committee. I had the pleasure of serving with the one person in the history of the Board who did not have a family member enrolled at the school. The value of his independent perspective was tremendous. The school and organization needs to expand governing participation from non-parent community members, not exclude it. It is critical for everyone to understand the importance of this action. I urgently request that the Board return to Mr. Balch for reconsideration of his interpretation - he was not present in the room at the meeting and perhaps additional insight and context would be helpful to get this right.

Third, given that July 1 has passed, it will be difficult to finalize a permanent Head of School. Please share your search committee report with the school community tonight. Has a discussion taken place regarding the possibility of hiring an executive search firm?

Finally, probation. In my opinion, there is significant overreach by the authorizer in many of the demands they are placing on an independent non-profit partner. It brings out my fight instincts. However, the imbalance of power in Maryland is real. So as a school community, we can do little but comply, work together and speak in unison to end probation. There are things in the report that I do not understand without the entire context and there are a few things I agree with. Simple enhancements can be made to make a difference within the first 90 days. Board members need to make strong decisions, delegate, and share more information than they have been willing to do under the leadership of the former Board President. Parents and staff need to show up positively for the school in every way and courageously ask the BOE to end probation after 90 days. Charter schools have a hard time surviving. We have big things we can do

for the education of our children, let's work in unity to achieve the founder's vision of FCCS!

Thank you,
Allison Rizzo”

3. President’s Report

Ms. Shoffner presented a report including the followings:

- BOT Secretary position is vacant. Mr. Olivero was going to assume the Secretary role, but resigned before it took effect. The Nominating Committee will start soliciting candidates soon. Other than the Secretary, 6 Trustee positions are open.
- The BOT and the FCPS charter school liaison Dr. Daniel Lippy sent out a joint statement to the community on 06/29/2023. The BOT informed Drs. Lippy and Aliveto of an error in that statement. Condition #1 should have read “post meeting minutes and video recordings of their public meetings with a specific time frame.”

4. Accounting Report

Ms. Nnameka, the BOT Treasurer, presented the below report on financials and investments through 05/31/2023.

“Frederick Classical Charter School Finance Report

Debbie Nnameka, Preparer

7/10/23

“Financial Report as of 5/31/2023: For the eleven months ending May 31, 2023, Frederick Classical had a net surplus from operations of \$228,874. The period ended with working Capital of \$2.13M and Net Assets of \$2.21M. Working Capital measures the amount of funds available for expenditure that is not invested in an asset such as facilities. Net Assets is a running total of all surpluses (deficits) since inception where the value is not necessarily liquid. The result is consistent with normal operations with surplus running slightly ahead of budget by the end of the school year.

On a year-to-date basis, the results are consistent with normal operations and surplus is tracking ahead of budget. The year-end forecast is roughly \$196,000, which is \$116,000 more than the originally budgeted. May’s operations did not change the projection from April.

Overall, the additional surplus as compared to the budget is largely due to the use of long-term substitutes for two part-time positions, the delay in filling the IA position and this year’s vacancy for a Math Specialist. Offsetting some of these gains are increased utility rates, new accounting treatment for leases, and higher legal costs from unanticipated disputes.

Fiscal Year 2024 Budget: There are no new updates currently because we are still waiting for updates from FCPS. The preliminary budget as approved at May’s public meeting is available on the school’s website for membership review.

Audit Update: There are no new updates from the previous report. K.L. Hoffman and Company are tentatively scheduled to perform the external audit of fiscal year 2023 in early August.

Account Changes: We are in the final stages of closing out the United Bank account and we hope to have that completed shortly. The Wells Fargo accounts, commercial checking and investments, are also being updated to include the new authorized signors following the restructuring of the Board's officers.

Investment Report as of 5/31/2023: There is a CD coming due in July. And we would need to renew that for another 12months. We would also need to move money out of the Wells Fargo checking account so that balance remains under \$250,000 to keep the account FDIC insured. At this point, I propose opening/purchasing a new CD in the amount of \$250,000. Adding this will increase the investment portfolio to \$2M.

Issuer	Purchase Date	Due Date	Term	YTM	Principal	Interest at Maturity
First Republic Bank	10/6/22	1/6/23	3 mo.	3.200%	Redeemed	2,016.44
Ally Bank	10/6/22	10/6/23	12 mo.	4.000%	250,000.00	10,000.00
Discover Bank	10/11/22	1/10/23	3 mo.	3.350%	Redeemed	2,088.01
JP Morgan Chase Bank N.A.	10/11/22	7/11/23	9 mo.	4.000%	250,000.00	7,500.00
Wells Fargo Bank N.A.	10/11/22	4/11/23	6 mo.	3.850%	Redeemed	4,799.32
American Commercial Bank & Trust	10/12/22	4/12/23	6 mo.	3.850%	Redeemed	4,799.32
Morgan Stanley Bank N.A.	10/13/22	10/13/23	12 mo.	4.050%	250,000.00	10,125.00
Key Bank N.A	1/13/23	1/12/24	12 mo.	4.600%	250,000.00	11,500.00
Hingham Inst Savings	1/30/23	5/30/23	4 mo.	4.400%	Redeemed	3,616.44
First Nat'l Bank Omaha	4/14/23	4/12/24	12 mo.	4.850%	250,000.00	12,125.00
Goldman Sachs Bank	4/19/23	4/18/24	12 mo.	4.900%	250,000.00	12,250.00
Fifth Third Bank	6/5/23	6/4/24	12 mo.	5.300%	250,000.00	13,250.00
Positions at 5/31/23					\$1,750,000.00	\$94,069.52

Contracts: Unfortunately, the partnership between FCCS Inc and Living Well Youth Well for the 2023 school year fell through due to low enrollment.

All 4 insurance policies and contracts are due for renewal, and they are currently underway.”

At the end of the report, Ms. Nnameka made a motion to reinvest the Wells Fargo CD funds in the amount of \$250,000 on behalf of FCCS Inc. The motion passed unanimously.

5. Head of School's Report

Mr. Kenny presented the HOS report including the following details:

- Mr. Kenny made a brief introduction of himself to the community.
- A new history teacher has been hired for 5th-6th grades (Mr. Kenny's replacement). In addition, a SEIA and a 0.5 Spanish teacher are also hired. Another SEIA position and the resident sub position are both to be determined.
- The 0.5 PE position and 0.5 music position are both vacant.
- Math update: Ms. Taylor has done her due diligence and looked into what textbooks Eagle Ridge uses. Copies of proposed 4th-5th math textbooks are on display in the library.

- Mr. Kenny provided an overview of the upcoming events, such as uniform swap and new family orientation.
- The school's short term needs include chromebooks, math textbooks, history curriculum, more space and more parent volunteers. The long term needs include more space and converting 0.5 positions to 1.0 positions.

6. Vote on consent agenda

Dr. Sun motioned to approve the consent agenda, which includes approval of 06/05/2023 BOT public meeting minutes and closed session minutes. The motion passed unanimously. Consent agenda was approved.

7. Discussion and Vote

- Nominating Committee appointment: The Board officially appointed the Nominating Committee, consisting of three (3) parents (Sarah Bryson, Ecatarina Grant and Diana Sung) and two (2) staff members (Christina Hurley and Hayden Duke), in accordance with ARTICLE A-V. Section 1 of FCCS Bylaws.
- Running club proposal: Ms. Partlow submitted a proposal for a potential running club at FCCS. It will likely be around 3:45-4:45 pm on school days, and the parents will be responsible for transporting the scholars to TJ High School. A good pair of running shoes and a hat may be required from the families. There is no minimum number of scholars required, but a maximum may be added. Ms. Partlow will collect more information, such as costs, and submit it to the Board.
- Math textbook proposal: The Board received a proposal for the new 4th/5th grade math textbooks from Ms. Laura Taylor. These textbooks are newer publications, but not a new curriculum. Mr. Wells motioned to approve the purchase of the proposed math textbooks for 4th-5th grades in the amount of up to \$5,669. The motion passed unanimously. Ms. Taylor is currently preparing a similar proposal for the 7th-8th grades math textbooks, and the Board will follow up with Ms. Taylor directly.
- Building maintenance: The carpet in Dr. P's classroom is falling apart. Mr. Wells recommended the carpet be replaced with tile. Ms. Nnameka clarified that the repair budget is already included in the school budget. Mr. Wells motioned to approve the quote provided by Potomac Tile & Carpet, Inc. for the repair of Dr. P's classroom in the amount of \$2,617.30. The motion passed unanimously.
- Probation strategic plan consultant proposal: The Board received the official probation notice from the BOE on 06/22/23. The Board reviewed the probation plan during the meeting, and clarified an error on the joint statement published by FCPS and FCCS on 06/29/2023 (see President's Report above for details). Ms. Shoffner is discussing the next step with multiple consultants. All the information is under review by the Board and more information is forthcoming.
- Staff Liaison Appointment: The Board appointed Mr. Hayden Duke, 4th grade history teacher, for the Staff Liaison. The Board clarified that there is no conflict of interest for Mr. Duke, although he serves as the Staff Liaison and a Nominating Committee member at the same time.

8. Discussion

- The Board clarified that non-parents can serve on the Board as community members, but the Board Officers, except the Treasurer, have to be current parents. The Treasurer can be anyone who has the skill set.
- History textbook: FCPS is not in favor of the Story of the World textbook that FCCS is currently using. Our consultant at Johns Hopkins University provided preliminary data, and it is being finalized. The goal is to resolve this issue in the SY24-25, and remain compliant with FCPS regulations while maintaining autonomy. Mr. Kenny mentioned a proposal he prepared several years ago (Core Knowledge), and will send it to the current Board for review.
- Communications between staff and BOT: Currently, the staff are in the school building from Mondays to Thursdays only. Ms. Khaleeli mentioned that Ms. Stoner needs to know when someone, such as a painter, is coming to the school building on Fridays. Usually, the Assistant Principal knows who is coming, but as long as Mr. Wells is aware, he will make sure Ms. Stoner is notified.
- Dr. Sun motioned to adjourn the public meeting and go to a closed session to discuss attorney-client privileged information and personnel. The motion passed unanimously.

Public meeting was adjourned at 8:36pm.