

KIPP Metro Atlanta Schools

Board of Directors Meeting

KIPP STRIVE Primary
1444 Lucile Ave SW
Atlanta GA, 30310

Thursday, June 15, 2017

8:00 a.m. to 12 p.m.

Minutes

Directors in Attendance: Craig Jones, Tom Pritchard, Dennis Love, Mark Wesley, Richard Deane, Jack Ward, Chris Lowe, Thomas Avery, BJ Bernstein, Ned Case, Kim Anderson, JaKathryn Ross

Directors in Attendance via Phone:

Directors Absent: Jim Bostic, Sidney Harris, Alan Wise, Sidney Childress, Tharon Johnson

Directors-elect Present: Amy Agami, Catherine Mealor

Regional Staff Members Present: Kinnari Patel-Smyth, Erika Ellison, Troy Wright, Kerry McArdle, Angela Bond, Britnie Franklin, Ryan Hudak

National Staff Member in Attendance via Phone: Trisha Coad

The meeting was called to order at 8:05 a.m.

- I. Mission Moment**
 - a. Three members of the KAC class of 2017 shared their KIPP experiences and college plans with the board
- II. New Org Update and Q&A (Ed Chang)**
 - a. New Org is a harbormaster for the city of Atlanta, committed to helping every student in every community receive a high quality education.
 - b. The role of New Org is threefold:
 - i. Raise and align local and national funding
 - ii. Strategically investment in the areas of community empowerment, talent development and quality schools
 - iii. Build coherence by helping bring expertise, create a collaborative space, and build a common language
- III. Parent Comments (Stacia Jackson)**
 - a. Ms. Jackson, Co-President of PTO at KIPP Atlanta Collegiate, came to share parents' concerns about ability to participate in Board meetings and offered an invitation to the Board to attend an upcoming PTO meeting. Parents would also like to be involved in leadership transition planning.

- i. Craig thanked Ms. Jackson for sharing and suggested creating a Board task force to engage with schools Parent Teacher Organizations.
- ii. Discussion with group around role of regional board versus school based advisory board, as well as governance responsibilities versus school management.

IV. Consent Items (Craig Jones)

- a. Tom Pritchard motioned and Chris Lowe seconded to approve all items (listed below) on the consent agenda. The motion carried unanimously.
 - i. April Meeting Minutes
 - ii. Director Nominations
 - iii. Board Leadership
 - iv. Board Training Plan
 - v. Policy Changes

V. Board Chair Report (Craig Jones)

- a. Craig recognized Mark, Joe, Kathe, Rick and Tom for their work with the graduating class of 2017. BJ, Alan and Rick were recognized for their work identifying excellent director candidates. Dennis and Alan we thanked for donating meeting space.

VI. Executive Director Report (Kinnari Patel-Smyth)

- a. Kinnari reviewed some of the region's awards and successes.
 - i. KAC's third class graduated with \$12M in scholarship offers.
 - ii. All primary and middle schools celebrated bridging awards and ceremonies.
 - 1. KSP is matriculating all but two students over to KSA.
 - iii. KAC received a silver medal from U.S. News and World Reports in the 2017 Best High Schools, ranking in the top 10% of high schools nationally and is the top ranked high school in APS.
- b. Announcements
 - i. Kinnari reviewed school leadership transitions.
- c. Kinnari reviewed the Performance Dashboard.
 - i. Elementary MAP quartile data showed trends similar to last year. Schools were above the national average in K and 1 in both Math and ELA. 2nd met the national average in ELA but were below in Math.

VII. Committee Reports

a. Development (Tom Avery)

- i. Tom shared that we completed the funding gap for FY17 and are 66% of the done with the FY18 goals. Tom recognized Kerry and her team and welcomed Amy as a new committee member.

b. Committee on Directors (Richard Deane)

- i. Rick discussed two new board candidates and shared the individual board planning process. The Committee on Directors will be meeting with each board member to review interests and involvement for FY18.

VIII. FY18 Budget Presentation and Approval (Erika Ellison)

- a. Erika led a discussion around updates to the FY18 budget of \$48.7M
- b. Chris Lowe motioned and Mark Wesley seconded to approve the FY18 budget. The motion carried unanimously.

IX. Recognitions of Departing Board Members (Craig Jones)

- a. Craig recognized the four departing board members: Alan Wise, Tharon Johnson, Tom Pritchard, and Jack Ward.
- b. Kinnari recognized Craig for his service as chair.

- X. Growth Topic 1: Charter School Growth Fund Update (Kinnari Patel-Smyth)**
 - a. Kinnari shared an update about Charter School Growth Fund (CSGF) process and funding.
 - i. Kinnari, Katie and Erika presented to CSGF May 25 and final vote is June 19.
- XI. Growth Topic 2: APS K-8 Pipelines (Kinnari Patel-Smyth)**
 - a. Erika provided an update on the Woodson Park contract and our charter amendment strategy for new start schools.
 - i. Proposed charter amendment for new start elementary and middle schools.
 - ii. KIPP Woodson Park turnaround contract in partnership with the YMCA was approved by the APS board on March 6 and is currently in contract negotiations.
 - b. Discussion around climate and strategy.
- XII. Growth Topic 3: High School (Kerry McArdle)**
 - a. Kerry shared findings of the Coxe Curry feasibility study.
 - b. Kinnari shared high school expansion next steps, including exploring alternative sites and strengthening the case and communication plan.

Board meeting was adjourned at 11:40 a.m.

XIII. Adjournment

Minutes taken by Angela Bond, MD of Talent

KIPP Metro Atlanta Schools

Board of Directors Meeting

Atlanta Public Schools Instructional Support Center
433 Peoples Street SW
Atlanta GA, 30310

Friday, August 25, 2017

8:30 a.m. to 12 p.m.

Minutes

Directors in Attendance: Joe Arnold, Kim Anderson, Sidney Childress, Craig Jones, Sid Harris, Dennis Love, Catherine Mealar, Hector Calzada, Stacey Mohr, Mark Wesley, Thomas Avery, Richard Deane

Directors in Attendance via Phone: Chris Lowe

Honorary Directors Present: Kathe Brown, Tom Pritchard

Directors Absent: Ned Case, Amy Agami, Jim Bostic, JaKathryn Ross

Regional Staff Members Present: Kinnari Patel-Smyth, Erika Ellison, Kerry McArdle, Angela Bond, Britnie Franklin, Ryan Hudak, Angie Lyons, Dave Howland, Tara Stifler, Courtney Bell, Jenny Fleischman, Callie Hudak, Ali Wilson, Tom Dobberke, Terra Walker, Crystal Xu, Matthew Evans, Katie Oliver, Tasha Davis

The meeting was called to order at 8:35 a.m.

- I. **Mission Moment**
 - a. Tasha Davis shared the vision for the new school, KIPP Soul Primary
- II. **Parent Comments (Stacia Jackson)**
 - a. Ms. Jackson, Co-President of PTO at KIPP Atlanta Collegiate, came to introduce herself and recommend that a student and parent should be on the board.
 - i. Kathe complimented Stacia's involvement and thanked her for what she does.
 - ii. Joe asked that everyone applaud her for her efforts.
 - iii. Recommend hearing from some parents that would like to have their kids at KIPP but we do not have enough seats.
- III. **Consent Items (Joe Arnold)**
 - a. The motion carried unanimously to approve all items (listed below) on the consent agenda.
 - i. June Meeting Minutes
 - ii. Conflict of Interest
 - iii. Code of Ethics
 - iv. FCS Letter of Assurance
 - v. Board and committee slate approval

- vi. FY18 training plan approval
- vii. SunTrust account authorization
- viii. Endowment Policies
- ix. Staff Incentive Policy
- x. Annual Scholarship Endowment Withdrawal
- xi. Graduation Credit Policy

IV. Board Chair Report (Joe Arnold)

- a. Joe announced his appreciation for the board's support and recognized a staff member.
- b. Joe announced in addition to our four 8:00 am-12:00 pm board meetings this school year, we have two special meetings
 - i. Training and teambuilding: Wednesday, October 26th from 3:00-7:00 pm
 - ii. Strategic board meeting: Friday, April 27th 8:00 am-2:00 pm
- c. Joe recognized the commitment that Craig and the leadership team made to KIPP Metro Atlanta Schools.

V. Executive Director Report (Kinnari Patel-Smyth)

- a. Kinnari reviewed some of the region's awards and successes.
 - i. School Year Update: First Four Weeks
 - ii. Charter Renewal Update
 - 1. KIPP South Fulton renewal submission September 15
 - 2. APS charter renewal is in 2018
- b. Kinnari reviewed the Performance Dashboard.
 - i. Entry grade waitlist is healthy
 - ii. Percent of 8th graders matriculating to KAC decreased from last year, and it is a priority to further analyze reasons for this
 - iii. Staff and teacher retention increased
 - iv. We continue to meet our financial sustainability targets
 - v. 77% of our \$2.7M fundraising goal has been committed
- c. Kinnari led a discussion about Milestones.
- d. Annual Goals and Initiatives
 - i. Priority 1: Academic Improvement
 - ii. Priority 2: Regional Operations
 - iii. Priority 3: Growth

VI. Team Builder: Find Someone Who... BINGO

VII. KIPP Through College Updates

- a. Katie Oliver and Angie Lyons led a discussion about KTC
 - i. Scholarships and other wins
 - ii. KIPP Metro Atlanta Class of 2017 College Acceptance and matriculation
 - iii. College outcome gap between KIPP 8th grade alums not attending KAC and those who do
 - iv. Graduation and persistence update for previous classes
 - v. KTC Strategies and Priorities for FY18

VIII. Committee Reports

a. Committee on Directors (Richard Deane)

- Richard led a discussion reviewing the Committee on Directors report
- i. FY18 Director Recruitment
 - ii. FY18 Individual Board Plans
 - iii. FY18 Training

b. Development (Tom Avery)

Tom A led a discussion reviewing the Development Committee report

- i. Operating fundraising progress and path
- ii. Capital campaign update and upcoming projects
- iii. Spring Fundraising Event

IX. FY18 Budget Presentation and Approval (Dennis Love and Erika Ellison)

- a. Dennis updated the board that the audit is progressing on time and will be presented for board approval on October 26.
- b. Erika led a discussion on FY18 per pupil revenue projections and action items on variance from budget

X. Advocacy (Matthew and Terra)

- a. Terra led a discussion about Parent Engagement.
- b. Matthew led a discussion about the legislative and partnership priorities.

XI. Growth Topic 1: Charter School Growth Fund Update (Kinnari Patel-Smyth)

- a. Kinnari led a discussion about the charter school growth fund.

XII. Growth Topic 2: APS K-8 Pipelines (Kinnari Patel-Smyth)

- a. Kinnari provided an update on the Woodson Park contract and our charter amendment strategy for new start schools.

XIII. Growth Topic 3: High School (Kinnari Patel-Smyth)

- a. Kinnari provided a project update on high school expansion options and communication plan.

Board meeting was adjourned at 12:10 p.m.

Minutes taken by Britnie Franklin, Board Secretary

KIPP Metro Atlanta Schools

Board of Directors Meeting

KIPP Metro Atlanta Schools Regional Office
504 Fair Street SW, Suite 300
Atlanta GA, 30313

Wednesday, September 20, 2017

8 a.m. to 9 a.m.

Minutes

Directors in Attendance: Joe Arnold, Kim Anderson, Craig Jones, Dennis Love, Catherine Mealor, Stacey Mohr, Mark Wesley, Thomas Avery, Richard Deane, Jim Bostic

Directors Absent: Ned Case, Amy Agami, JaKathryn Ross, Chris, Ned, Sidney C., Hector, and Sidney H.

Regional Staff Members Present: Kinnari Patel-Smyth, Angela Bond, Britnie Franklin, Ryan Hudak, Crystal Nasir, Siobhan Gardner

The meeting was called to order at 8:05 a.m.

- I. **Consent Items (Joe Arnold)**
 - a. Tom motioned and Rick seconded to approve all items (listed below) on the consent agenda. The motion carried unanimously.
 - i. August Meeting Minutes
- II. **KIPP South Fulton Academy Charter School Renewal Application (Kinnari Patel-Smyth)**
 - a. Kinnari led a discussion about the charter renewal application.
 - b. Tom motioned and Kim seconded to approve the KIPP South Fulton Academy Charter School Renewal Application. The motion carried unanimously.

Board meeting was adjourned at 8:40 a.m.

Minutes taken by Britnie Franklin, Board Secretary

KIPP Metro Atlanta Schools

Board of Directors Meeting

Eversheds Sutherland LLP
999 Peachtree St NE #2300
Atlanta GA, 30309

Thursday, October 26, 2017

3 p.m. to 7 p.m.

Minutes

Directors in Attendance: Joe Arnold, Chris Lowe, Craig Jones, Jim Bostic, Mark Wesley, Stacey Mohr, Dennis Love, Sidney Childress, Kim Anderson, Catherine Mealor

Directors Absent: Ned Case, Amy Agami, JaKathryn Ross, Hector Calzada, Thomas Avery, Richard Deane, Sid Harris

Regional Staff Members Present: Kinnari Patel-Smyth, Kerry McArdle, Britnie Franklin, Ryan Hudak, Erika Ellison

The meeting was called to order at 3:06 p.m.

XIV. Mandatory Whole Board Governance Training with GCSA

XV. Consent Items (Joe Arnold)

- a. Craig Jones motioned and Chris Lowe seconded to approve all items (listed below) on the consent agenda. The motion carried unanimously.
 - i. September Meeting Minutes
 - ii. Account Administrator Addition
 1. Add Kelly Shields, Director of Finance, as additional credit card platform administrator, as of Nov 1, 2017
 2. Can raise limits up to \$50k per card (\$450k total organization limit)
 3. Can order new cards and direct bank on our behalf
 - iii. Audit approval

Erica Ellison led a discussion about the FY17 audit results.

 1. Clean opinion
 2. No management letter comments
 3. Auditor recommends use of monthly and annual closing checklist to improve timeliness and quality of closings
 4. FY17 surplus of \$512k per audited financials (official GAAP)
 5. FY17 surplus of \$772k per internal reporting methodology (see handout)
 6. Chris Lowe motioned and Craig Jones seconded to approve the audit.
The motion carried unanimously
 - iv. Financial policies update

Erica Ellison led a discussion about a proposed FY18 financial policy amendments.

1. Increase credit card limits from \$10k per card to \$15-30k per card based on school size
2. Increase transaction limit to \$9,999
3. Increase to \$50k once per year during school-year ramp up
4. Redefined unauthorized list
5. Focus on good judgment
6. Increase PO requirement from \$500 to \$1,000
7. Cardholders allowed to use cards during travel for miscellaneous expenses (Uber, Wi-Fi, etc.)
8. Clarified travel cash advance language
9. Sidney Childress motioned and Craig Jones seconded to approve the audit. The motion carried unanimously

XVI. Organizational Updates (Kinnari Patel-Smyth)

Kinnari led a discussion about the FY18 revenue updates

- a. Shared private fundraising progress (78% of \$2.7M goal) and an update on public allocations
- b. Gave an update on the spring Fundraiser (AYSTAK) and asked for board involvement
- c. Reviewed Performance Dashboard
 - i. College acceptance & attending
 - ii. Graduation rate
 - iii. Financial sustainability

XVII. Growth Update (Kinnari Patel-Smyth)

Kinnari led a discussion about growth

- a. KIPP Metro Atlanta Schools portfolio will grow from 8 current schools to 14 schools
- b. Growth timeline includes school openings between 2018 and 2023, with full grade level growth in 2026-27 school year
- c. Through Phase 2 growth, we will approximately double in size to educate approximately 7,000 KIPPsters in Metro Atlanta
- d. We have made significant progress on our two K-8 pipelines, and face critical milestones before year-end
 - i. KIPP Soul Primary
 1. Discussions on facility are productive and ongoing
 2. Charter amendment for seat expansion to go to APS board vote at 12/4 meeting
 - ii. Woodson Park Partnership
 1. Contract negotiations close to completion
 2. Will seek KIPP Foundation board intermediate approval at 11/29 meeting and KIPP Metro Atlanta board final approval at next meeting
- e. Discussed preliminary fundraising estimates for operating and growth
- f. Gave update on KIPP Atlanta Collegiate
 - i. No longer pursuing new build at Fort McPherson with Turner-Agassi
 - ii. Still committed to a solution to resolve biggest issues and are discussing options for long-term lease or purchase with APS and engaging architect to provide renovation options

Board meeting was adjourned at 6:16 p.m.

Minutes taken by Britnie Franklin, Board Secretary

KIPP Metro Atlanta Schools

Board of Directors Meeting

Atlanta Public Schools - Instructional Services Center

433 Peeples Street SW

Atlanta, GA 30310

Tuesday, December 19, 2017

8:30 a.m. to 11:30 a.m.

Minutes

Directors in Attendance: Joe Arnold, Hector Calzada, Chris Lowe, Richard Deane, Sid Harris, Amy Agami, Ned Case, Kim Anderson, Jim Bostic, Mark Wesley, Thomas Avery, Craig Jones, Dennis Love, Catherine Mealor

Directors Absent: JaKathryn Ross, Stacey Mohr, Sidney Childress

Honorary Directors in Attendance: Tom Pritchard, Kathe Brown

Regional Staff Members Present: Dave Howland, Siobhan Gardner, Tasha Davis, Dwight Ho-Sang, Kinnari Patel-Smyth, Britnie Franklin, Ryan Hudak, Erika Ellison, Jenny, Kelly Shields, Temica Green-Woodson, Callie Hudak, Angela Bond, Jenny

The meeting was called to order at 8:35 a.m.

- I. **Consent Items (Joe Arnold)**
 - a. Jim Bostic motioned and Catherine Mealor seconded to approve all items (listed below) on the consent agenda. The motion carried unanimously.
 - i. October Meeting Minutes
 - ii. SFA State of School Presentation
- II. **Organizational Updates (Kinnari Patel-Smyth)**

Kinnari led a discussion about the organizational updates

 - a. Performance Dashboard
 - i. Student Retention
 - ii. Financial sustainability
 - iii. Fundraising
 - b. Spring Fundraiser (AYSTAK) Update
 - i. Wednesday, March 21, 2018
6:00 Cocktail Hour, 7:00 Program
Egyptian Ballroom at the Fabulous Fox Theatre
 - ii. What's the difference?
 1. Family Feud format to keep it fresh for repeat attendees
 2. More of a program focus both in gameshow and other parts of evening
 - iii. What's the same
 1. Student focus, for contestants and performances

- 2. Location and general run of show
- 3. Board participation and a sell-out crowd!
- iv. How to get involved
 - 1. Host a table personally
 - 2. Solicit corporate sponsors and other patrons
 - 3. Early table reservation is encouraged but payment any time before the event is great
 - 4. See form for pricing
- c. FY18 Per Pupil Revenue Update
 - i. Recap History
 - 1. Variance of \$4.3M after 1st APS payment in August
 - 2. \$2.3M enrollment variance largely corrected
 - 3. Remaining \$1.9M variance explained by:
 - a. Tax issue at \$579k
 - b. Teacher demographics at \$726k
 - c. Unknown at \$692k
 - ii. Update
 - 1. Discovered root cause of unknown variance is that we didn't receive health insurance funding entitlement
 - a. \$11,340 per eligible employee (177) = \$2M
 - b. Could see revenue surplus of about \$355k even if teacher factors went down

III. Growth Update

Kinnari led a discussion about growth

- a. KIPP Metro Atlanta Schools portfolio will grow from 8 current schools to 14 schools
- b. Growth timeline includes school openings between 2018 and 2023, with full grade level growth in 2026-27 school year
- c. Through Phase 2 growth, we will approximately double in size to educate approximately 7,000 KIPPsters in Metro Atlanta
- d. APS approved 1,100 additional seats during the board meeting on 12/4
 - i. KIPP Soul Primary will open in summer 2018 with Kindergarten
 - ii. KIPP will be located in the Walter White facility for one year.
 - iii. KIPP will have city-wide enrollment with a preference for economically disadvantaged students
- e. KIPP will work with APS on the following items:
 - i. Transportation:
 - 1. We want to ensure that we are working with the students who come from underserved communities.
 - 2. APS is concerned that we will recruit students from Douglass' feeder pattern
 - 3. Our student recruitment strategy will be city-wide, and we will inform interested parents that we will not be able to provide transportation
 - 4. After the lottery, we will identify where our students live and work to solve transportation challenges
 - ii. Facility
 - 1. Dec: We will conduct a walk-through of the building and identify part of the facility to use in 2018-19.

2. Jan – June: We will limit our construction to cosmetic improvements to 6-8 classrooms, front office, and cafeteria. We will find a solution for the cafeteria and kitchen equipment. We will also install network infrastructure including phone, internet, and intercom. The total estimate will range \$250K - \$300K.
 - a. Cafeteria - \$120K
 - b. Cosmetic Improvements - \$130K
 - c. Technology – \$50K
 3. Jan – June: We will have meetings with APS to identify permanent facilities for KIPP Soul Primary and KIPP Soul Academy. We will also identify a solution for temporary space for KAC. Simultaneously, we will engage all related local communities.
 4. Aug – We will submit our charter renewal application with permanent facilities for all schools.
 5. Sept – APS votes on our cluster charter renewal
- iii. KIPP @ Woodson Park
1. Update on Vote
 - a. Nov 29 KIPP Foundation voted to move forward
 - b. Seeking KIPP MAC board approval on Dec 19, 2017
 - c. Received 11/12 non-negotiable terms requested by KIPP MAC Board
 - d. Did not receive 5-year term
 - e. Did receive 8 one-year renewal options and 9-year lease
 2. Next Steps
 - a. Communication plan
 - b. Community engagement planning with Atlanta Public Schools, Grove Park Foundation, Grove Park Neighborhood Association, Neighborhood Planning Unit J
 - c. School design/school leader prep
- iv. APS Contract Negotiation: Woodson Park K8 Non-negotiable Terms
- v. Growth Economics
1. Five-year Cost of Growth
 2. Charter School Growth Fund Documents for Board Approval
 - a. Grant Agreement = \$2.2M
 - i. Unrestricted funds
 - ii. 1st payment upon execution of contract; subsequent payments based on timely achievement of milestones (see pre-read)
 - iii. Added language to specify what happens in the case of non-performance against milestones
 - iv. Must annually provide audited financials, preliminary budget, officers certification, and annual report
 - v. CSGF representative is allowed to attend all board meetings (except closed sessions) and receive all documents
 - b. Loan Agreement = \$725K
 - i. Programmatic investment per IRS code

- ii. \$500K payable upon execution of contract; \$225K payable on or about Dec 1, 2018
 - iii. Must meet milestones and provide documents (both are the same as for grant) to avoid default
 - iv. 1% simple interest; each portion accrues for 4 years
 - v. Both affirmative and negative covenants seem fair and manageable
 - vi. No pre-payment penalty
 - vii. Subordinated debt
- vi. Facility Updates
- 1. KAC at Turner Middle School
 - 2. KAC Existing Site Plan
 - 3. Renovation Area of Focus
 - 4. Proposed Renovation
 - 5. Capital Campaign
- vii. Board Vote on Growth
- 1. Woodson Park Contract and Lease – delegate to Board Chair
 - a. Jim Bostic motioned and Craig Jones seconded to approve. The motion carried unanimously.
 - 2. New-start growth per APS Charter Amendment
 - a. Jim Bostic motioned and Craig Jones seconded to approve. The motion carried unanimously.
 - 3. CSGF Grant and Loan Agreement – delegate to Finance Committee
 - a. Jim Bostic motioned and Sid Harris seconded to approve. The motion carried unanimously.
 - 4. Financial Model
 - a. Ned Case motioned and Jim Bostic seconded to approve. The motion carried unanimously.

Board meeting was adjourned at 10:36 a.m.

Executive Session

Sid Harris motioned and Chris Lowe seconded to approve. The motion carried unanimously.

Minutes taken by Britnie Franklin, Board Secretary

Development Committee Minutes

8/9/17

Action Steps in RED

In attendance

Committee: Tom Avery, Amy Agami (phone), Sidney Harris (phone)

Staff: Kerry McArdle, Jenny Fleischman

Called to Order at 8:32a.m.

I. Motion to move minutes from previous meeting by Tom, seconded by Sidney

II. Kerry went over goals for FY18, growth plan and reason behind fundraising for FY18. Updated that we are 2/3 way to fundraising goals.

a. Major goals: Meet FY18 fundraising goal, meet capital campaign goal, finalize growth plan

b. 2.7M goal represents KTC and transportation, starting off well in light of fact we don't have multiyear grant agreements

c. Kerry went over current fundraising goals and where we stand in FY18 with grant

III. Capital Campaign Update by Kerry

a. Input on how to celebrate SFA gym. Brainstormed different ways to celebrate: CHOA did groundbreaking shovel ceremony, ribbon cutting was done at Families First when it was finished

b. We have opportunity to get KIPP word out even more, advocacy committee go be involved

c. Kerry and Jenny to figure out Gym construction schedule for planning

d. Possibility to use gym completion as celebration of ending to successful capital campaign

IV. AYSTAK Update

a. Kerry provided overview of event for Amy

b. Confirmed date (March 21, 2018) and will begin selling

c. Game format input – Brainstormed different types of ways to make AYSTAK “fresh” talent show to show more of who we are; Jeopardy KIPP; Family Feud; Hollywood Squares; general consensus to show how we've grown as a region to get more leverage for future growth

d. Bring up AYSTAK Format change in next BOD Meeting and look to get previous help (Catherine and Dennis involved)

e. Jenny to ask about alcohol at Fox and if outside vendors are able to come in if Amy can help support discounted cost.

Meeting called to end 9:37

Minutes recorded by Jenny Fleischman, Development Manager

Development Committee Minutes

11/15/17

Action Steps in RED

In attendance

Committee: Tom Avery, Joe Arnold, Frank Glover, Dennis Love, Catherine Meador, Amy Agami (phone)

Staff: Kinnari Patel-Smyth, Kerry McArdle, Jenny Fleischman, Ryan Hudak, Erika Ellison, Kelly Shields

Called to order at 10:16a.m.

I I. Motion to move minutes from previous meeting by Tom, seconded by Joe

II II. Kerry announced to committee she will be leaving to move to Literacy Action and will be at KIPP until 12/1/17.

III. Tom A. gave general operating fundraising update a. Kerry provided info as to why 2.7M goal is lowest ever due to promising funder sustainability

b. Discussion of path to fundraising goal including Holiday Mail campaign, AYSTAK, Thunder Bay (Transportation)

IV. Kerry provided FY19-22 growth fundraising overview next 4 yrs. a. Current plan is to reduce General Operating Fundraising every year so we are only funding KTC and Transportation.

b. Finance needs 2 months reserve on hand

c. Operating next 4 years 17.6 M However, Tom mentioned operating might change and funding for reserve could change based on growth votes at upcoming BOD Meeting in December.

d. Erika discussed financial sustainability in FY22 in that finance committee discussed going from \$0 to \$1M

e. Kerry gave explanation of capital growth vs operating need

f. Tom A. emphasized more certainty will be known about \$ need after BOD mtg. in December when plan is approved for KIPP Soul, KAC and Woodson Park and we will know capital/growth need and be able to begin capital proposal.

g. Frank Glover happy to reach out to Cox and get meeting

h. Ryan went over priorities for KAC renovation and the renovation price range estimate being from 10-25M based on decisions.

V. AYSTAK a. Sponsor and Patron information sent out, Kerry asks to please start reaching out.

b. Update on Commitments thus far

c. Jenny to send host committee list to everyone

d. Discussion of celebrities: ATL United or Falcons Player (Jenny reaching out), WSB Talent/Zach Klein (Frank G. could ask), someone on KIPP National Team

e. Theme to focus on growth and where we are as a region. Catherine mentioned updating video. **Jenny will reach out to Callie regarding video update.**

f. **All to brainstorm new host committee members.**

Called to end at 11:24am

Minutes recorded by Jenny Fleischman, Development Manager

KIPP Metro Atlanta

ADVOCACY COMMITTEE MEETING MINUTES
504 Fair St SW
Atlanta, GA 30313

Wednesday Aug 16, 2017, 9 am until 10:30 am

Attendance

Call in: Chris Lowe **In person:** Terra Walker, Matthew Evans, Erika Ellison, Risa Kaplan, JaKathryn Ross, Sidney Childress, Jim Bostic, Kerry McArdle, Stacy Mohr

I. Call to Order

The meeting was called to order at 9:07 a.m.

II. Introductions

Each staff and committee member introduced herself/himself, as we have new members.

III. Advocacy Report: Review of FY18 Priorities

- Legislative
- Partnership
- Grassroots

Terra gave an overview of parent engagement priorities and discussed parent survey outcomes. Our mission is to educate, organize, and mobilize parents. She also discussed next steps for parent meetings and for identifying parent leaders, called quarterbacks, in the community. These leaders will be liaisons between large parent groups and our schools and regional office. Each school also has a parent liaison. They will share in this work by helping us get messages out to individual schools. We are also launching Parent University, a learning program for parents held quarterly to teach parents how to advocate for their children and communities. We are also identifying school-based staff leaders, for example teacher quarterbacks who will help us get advocacy message to families. We are also setting up Voter Voice, a text to action application which will help us mobilize parents in support of issues that impact KIPP Metro Atlanta. We also plan to host several voter registration drives.

Matthew gave an overview of legislative and partnership priorities. He discussed the plan for building relationships with GA House and Senate Education Committee members and local African-American organizations in an effort to change the negative narrative about charter schools in the greater Atlanta area. We also talked about connecting to KIPP alumni and KIPP through College to move the work forward.

Please see attached priority document. We then opened the floor for committee and staff discussion of the priorities.

IV. Legislative Update

- HB430 Signed Specifics
- Atlanta Public Schools Update

Matthew gave an update on HB430 and cautioned us against assuming the \$100k per school facility funding is guaranteed. The funding is in the form of a grant. Schools must apply for the grant and funds may be limited depending on state appropriations.

Matthew also gave an update on the Atlanta Public Schools board election candidates and plans for voter drives. Erika gave an update on how APS budget issues could potentially impact charters.

V. Advocacy Committee Roles & Responsibilities

The Advocacy Team is creating a protocol for elected official school tours. The team called on the committee to assist with making contact with elected officials.

The meeting adjourned at 10:30 am

Submitted by Erika Ellison

Note: We will vote to approve the minutes from our March 30, 2017 and August 16, 2017 meetings at our next meeting on Oct 26, 2017.

KIPP Metro Atlanta

ADVOCACY COMMITTEE MEETING MINUTES
504 Fair St SW
Atlanta, GA 30313

Thursday Oct 26, 201, 9 am until 10:30 am

Attendance *** **Call in:** N/A **In person:** Kinnari Patel-Smyth, Terra Walker, Matthew Evans, Erika Ellison, Risa Kaplan, JaKathryn Ross, Sidney Childress, Jim Bostic, Kerry McArdle, Stacy Mohr, Chris Lowe

I. Call to Order

The meeting was called to order at 9:05 a.m.

II. Introductions

Each staff and committee member introduced herself/himself, as we have new members.

III. Atlanta Public Schools Update

- Election & Candidates
- KIPP Presence at APS Board Meetings
- Nov 1 Forum Canceled

Matthew gave an update on the Atlanta Public Schools board election and candidates. We discussed each candidate's bio and likelihood of winning their seat. We also acknowledged the likelihood of a runoff election for several of the seats. Terra spoke about KIPP's presence at APS' October 9 Board Meeting. Three of our parents spoke about the benefits of the KIPP Model during the public commentary phase of the APS Board Meeting. Terra also shared the plan to have a larger parent and staff presence at the Dec 4 APS Board Meeting. Finally, Matthew explained that the planned Nov 1 forum for APS board candidates was canceled due to a competing event hosted by the NAACP. He also detailed our plans to hold a forum in advance of the runoff election if applicable.

IV. KIPP Metro Atlanta Schools Grassroots Implementation

- Next Steps
- Staff & Board Roles
- Parent Roles

Matthew gave an update on next steps in the implementation of our internal grassroots advocacy rollout. Those next steps included "road shows" at each school to inform staff of our advocacy plans and implementation of the Voter Voice software which is a tool for tracking advocates and campaigns. He also shared that staff roles would vary by leadership, teacher, and parent, and that the board would be asked to connect with community leaders and members of district boards to build relationships. Teachers would help get messages to other staff and to parents. The parent role was described by Terra Walker who shared that parents are our feet on the ground when it comes to getting messages out to the community.

V. FY18 Legislative Planning Discussion

Matthew gave an update on planning for the FY18 legislative session. With the governor's term coming to a close, he did not expect much action in the form of fair student funding. We discussed using the FY18 session as an opportunity to build and test our advocacy structures, but ultimately decided to be low key until our communication channels are in place.

VI. Open Discussion

The open discussion consisted of various committee members asking questions about staff's progress toward goals and specific questions about individual APS board election candidates.

The meeting adjourned at 10:30 am

Submitted by Erika Ellison

Minutes for August 21, 2017 KIPP MAC Endowment Committee Meeting

Attendees

Committee members Tom Avery, Hunter Pierson and Tom Pritchard; Joe Arnold, Chair of the Finance Committee; Erika Ellison from KIPP MAC; and representatives of Atlantic Trust (AT).

Purpose of meeting

The Endowment Committee ("EC") met to: (1) review the performance of the portfolio as of June 30, 2017; and (2) discuss any other business.

Actions taken

- Minutes from the April 24, 2017 meeting were approved by the EC.
- The EC approved the current phase-in plan for cash assets, which is to allocate pro rata over the remainder of the calendar year unless market dislocations provide the opportunity to invest at a faster rate. The EC also emphasized that regarding Tactical Investments we view alternatives from a 3-5 year investment horizon and will hold only liquid public securities.
- Resolution from the to-do list from April 24: (1) GMT is not deemed a potential investment due to its illiquidity and also because a member of GMT currently sits on the KIPP MAC board, such that we would be in violation of conflict policies; (2); the EC decided to maintain the calculation that shows returns excluding cash and to delete the YTD Calendar/Fiscal columns for Policy Goal calculations; and (3) in rebalancing AT will consider the target ranges as well as subjective factors including specific weighting recommendations from AT.
- The EC voted to approve the annual draw in the first EC meeting of each fiscal year.

Respectfully submitted,

Thomas A. Pritchard, EC Chair

Minutes for October 23, 2017 KIPP MAC Endowment Committee Meeting

Attendees

Committee members Tom Avery, Hunter Pierson and Tom Pritchard; Kelly Shields from KIPP MAC; and representatives of Atlantic Trust (AT).

Purpose of meeting

The Endowment Committee ("EC") met to: (1) review the performance of the portfolio as of September 30, 2017; and (2) discuss any other business.

Actions taken

- Minutes from the August 21, 2017 meeting were approved by the EC.
- The EC approved the current phase-in plan for cash assets, which is to allocate pro rata over the remainder of the calendar year unless market dislocations provide opportunity to invest faster.
- The EC also discussed the role of Tactical Investments (TI) in the portfolio. Our basic default portfolio is a passive equity strategy combined with cash holdings and TI (targets of 82%, 8% and 10%, respectively). The way we view the TI category is shown below (TI is labeled Alternatives) as included in our *Investment and Spending Policies for the KIPP Metro Atlanta Scholarship and Financial Aid Endowment*:

“Although the EC favors a largely passive investment approach, it also wants to maintain flexibility to take advantage of occasional recommendations by AT to invest in proprietary strategies that appear to be particularly attractive. Such strategies can cover a range of liquid asset classes (no illiquid investments will be considered), but any strategies considered should either be managed in-house by AT with a long and successful track record, or be managed by an external manager with a long and successful track record and with whom AT has had a long-term relationship and is a current investor. (In English, the previous sentence emphasizes that AT must be a very enthusiastic and knowledgeable advocate for the strategy and also have its own money in it.) Also, as the EC has a long-term investment horizon and does not want to “trade” the Endowment based on short-term considerations, Alternatives will be evaluated based on an investment time horizon of 3-5 years and with the prudent expectation that such investment will outperform a passive equity strategy over that time

frame on a risk-adjusted basis. If AT ceases to be the Endowment's external adviser, this allocation to Alternatives may be revisited and possibly eliminated.”

- Given the above discussion on TI, the EC voted to eliminate the AT Income Opportunities Fund and Virtus Selix Floating Rate Fund from the portfolio and phase the proceeds into the passive equity strategy by the end of the calendar year. The EC emphasized that it is perfectly acceptable to have no investments in the TI category, as the range is 0%-20%, and encouraged AT to only recommend such investments that had an opportunity to outperform a passive equity strategy over a 3-5 year period. Consistent with this approach, the EC also requested that AT measure any TI investments against the S&P 500 over a 3-5 year period, along with any other benchmark specific to the individual investment.
- Finally, the EC discussed the approval process for the Annual Spending Percentage, which is shown below as included in our *Investment and Spending Policies for the KIPP Metro Atlanta Scholarship and Financial Aid Endowment*:

“The Annual Spending Percentage is approved each fiscal year by a majority vote of the endowment committee (“EC”) and then confirmed by a majority vote of the Directors at the meeting in which the budget for the upcoming fiscal year is approved.”

The EC voted to retain this approval process as is currently stated.

Respectfully submitted,

Thomas A. Pritchard, EC Chair

KIPP Metro Atlanta

FINANCE COMMITTEE MEETING MINUTES
504 Fair St SW
Atlanta, GA 30313

Thursday, August 17, 2017 from 8 am until 10 am

Attendance

In person: Dennis Love, Joe Arnold, Tom Avery, Hector Calzada, Sidney Childress, Frank Fernandez, Craig Jones, Tom Pritchard, Erika Ellison, Kinnari Patel-Smyth, Christine Grant, Ryan Hudak, Kerry McArdle

Call in: N/A Absent: Rick Deane, Catherine Mealor

The meeting was called to order at 8:02 a.m.

I. **Approval of Minutes**

Motion: Tom Pritchard

Second: Tom Avery

- The committee approved the June 14, 2017 minutes.

II. **Resolution Approving CFO as SunTrust Administrator**

Motion: Tom Pritchard

Second: Craig Jones

Joe Arnold recused

- The committee approved the recommendation to remove Troy Wright and Nykia Blue as administrators and add Erika Ellison.

III. **Staff Incentives Policy Amendment**

Motion: Joe Arnold

Second: Craig Jones

- The committee approved the recommendation to amend the policy to allow \$50 per employee for staff incentives.
 - (AI) Contingent upon the wording. Principals or their designees have flexibility to spend the total of \$50 per employee times the number of employees as their budget without having to track spending of exactly \$50 at the employee level.

IV. **Audit Update**

- (AI) Erika will give the board a draft a week before Oct 11. Board approval on Oct 26.
- (AI) Erika needs to find out when the audit company needs to be changed per regulation.

V. **Cash Position**

- Erika concluded that we ended FY17 with 2.73 months of expenses in cash reserves.
- Erika clarified the assumptions made regarding cash adjustments.
- (AI) Is there a legal cap on the amount of surplus cash? APS has a policy with a 15% cap. Erika will confirm details.
- (AI) Separate unrestricted and restricted operating cash in both the cash projection and balance sheet going forward.

VI. FY17 Preliminary Numbers

- \$500k from Whitehead donation is earmarked for FY18.
- Projecting a surplus variance of \$847k after backing out endowment revenue and revenue earmarked for FY18.

VII. FY18 Per Pupil Revenue Update

- Erika reviewed the process of per pupil funding.
- (AI) Provide our average daily attendance number.
- (AI) Share document that shows which three counties would suffer under new proposed formula from Gov. Deal (Deal grandfathered those 3).
- Erika explained the Fulton County tax debacle.
- On docket to approve at next APS board meeting: 3 furlough days, freeze salaries, no salary increase next year, find loan.
- (AI) Share worksheet calculation for each school.
- (AI) Prepare a contingency budget that is \$1M less than the current FY18 budget. Each entity will cut proportional to enrollment.

VIII. Risk Topic – Per Pupil Decline/Sustainability

- Operating reserves – stay at 60 days for now
- Make operating model more efficient
- Manage to a lower number (operational costs) not on total per pupil

The meeting adjourned at 10:06 am

Submitted by Christine Grant

KIPP Metro Atlanta

FINANCE COMMITTEE MEETING MINUTES
504 Fair St SW
Atlanta, GA 30313

Wednesday, October 11, 2017 from 8 am until 10 am

Attendance

In person: Dennis Love, Joe Arnold, Tom Avery, Hector Calzada, Sidney Childress, Frank Fernandez, Craig Jones, Tom Pritchard, Catherine Meador, Erika Ellison, Ryan Hudak, Kerry McArdle, Kelly Shields, Aleisa Howell, Brandon Smith

Call in: Kinnari Patel-Smyth Absent: Rick Deane

The meeting was called to order at 8:07 a.m.

IX. Approval of Minutes

Motion: Joe Arnold

Second: Craig Jones

- The committee approved the August 17, 2017 minutes.

X. Resolution Approving Director of Finance as SunTrust Administrator

Motion: Craig Jones

Second: Hector Calzada

Joe Arnold recused

- The committee approved the recommendation to add Kelly Shields as administrator.

XI. FY17 Audit Review and Approval

Motion: Joe Arnold

Second: Craig Jones

- The committee approved the recommendation to approve the FY17 audit.
- Ms. Ellison identified an organizational surplus of \$512K based on GAAP, while statements based on internal methodology show a surplus of \$773K.
- Ms. Howell reviewed the management letter, opinion, audited statements, notes, and uniform guidance with the committee. The audit garnered a clean opinion. She also identified upcoming reporting changes, effective FY19.
- The auditors will prepare the 990 for approval at the 11/15 Finance Committee meeting.
- Ms. Patel-Smyth provided an update on the investigation regarding FY16 funds.
- (AI) Add the selection of an audit firm to a spring Finance Committee meeting agenda.

XII. FY18 Mid-Year Policy Amendment Approval

Motion: Craig Jones

Second: Tom Avery

- The committee approved the recommendation to amend the policy.
- Ms. Ellison reviewed the rationale for relaxing elements of the policy in response to schools' needs.
- (AI) Add credit card policy review and centralized procurement process as future committee topics.

- (AI) Send committee members list of future meeting topics.

XIII. Charter School Growth Fund (CSGF) Grant/Debt Agreement

- Ms. Ellison reviewed the KIPP Metro Atlanta growth plan to open 5 new schools. CSGF offered \$2.925MM: \$2.2MM grant and \$725K debt at 1% simple interest in support of the plan.
- The committee clarified the terms and conditions of the grant and loan. The master agreement includes financial, talent, and academic metrics.
- (AI) Include financial model and growth as the major agenda item for the next Finance Committee meeting (11/15), sending associated pre-reads in advance.
- (AI) Review operating plan and financial model at December Board of Directors meeting.

The meeting adjourned at 10:20 am

Submitted by Kelly Shields

KIPP Metro Atlanta

FINANCE COMMITTEE MEETING MINUTES
504 Fair St SW
Atlanta, GA 30313

Wednesday, November 15, 2017 from 8 am until 10 am

Attendance

In person: Dennis Love, Joe Arnold, Tom Avery, Hector Calzada, Craig Jones, Catherine Mealor, Erika Ellison, Ryan Hudak, Kerry McArdle, Kinnari Patel-Smyth, Kelly Shields

Absent: Sidney Childress, Rick Deane, Frank Fernandez, Tom Pritchard

The meeting was called to order at 8:08 a.m.

XIV. Approval of Minutes

Motion: Craig Jones

Second: Tom Avery

- The committee approved the October 11, 2017 minutes.

XV. Review of Finance Sub-Committee Progress

- A sub-committee of the Finance Committee has met to thoroughly vet the assumptions built into the financial model that aligns with KIPP Metro Atlanta's growth plan.
- The committee reviewed the resulting four year fundraising need for current operations and three potential growth projects, exclusive of building capital.
- The committee discussed critical drivers of the financial model including per pupil revenue, inflation, teacher salary, teacher retention, and retirement plan contributions.
- (AI) Ms. Ellison will update the summary page to show a 5 year timeline, assuming FY18 is the base year, and include capital costs related to KIPP SOUL (the first school to open in the growth plan) in the fundraising summary.
- (AI) Ms. Ellison will research health insurance cost trends and update the related model assumption.
- (AI) Ms. Ellison will update the regional comparison to exclude regions with high costs of living (Newark, NY, LA, Bay Area).

XVI. Definition of Financial Sustainability

- Ms. Ellison proposed a definition of financial sustainability in which schools breakeven at full enrollment and the region gradually weans off private dollars (to \$1MM total fundraising by FY22).
- Ms. Ellison shared that different school types (elementary, middle, high) and local authorizers (FCPS vs. APS) are structurally different and holding all schools to breakeven may not be realistic. The committee will make exceptions to the financial sustainability metric in these cases.
- The committee discussed challenges surrounding transportation costs.
- The committee recommends reducing the reserve requirement for growing schools until they are at full enrollment.

XVII. FCPS and APS payment delay

- Both FCPS and APS requested a delay in November and December payments to charter schools due to district cash flow issues. Ms. Patel-Smyth and Ms. Ellison shared that other charters are accepting the request.
- The committee reviewed cash flow predictions and discussed accepting a delay in the November payments only from FCPS and APS, pending (1) an agreement from FCPS, and (2) updated language to the proposed APS agreement. The updated language should require that December and January payments occur on time, identifying the precise dates upon which KIPP Metro Atlanta will receive November, December, and January payments.
- (AI) Staff will share the agreement with legal counsel and solicit an email vote from the committee.
- (AI) Ms. Shields will create a weekly cash flow analysis.

The meeting adjourned at 10:08 am

Submitted by Kelly Shields

COMMITTEE ON DIRECTORS MEETING

August 7, 2017

9:00 a.m. – 11:00 a.m.

Jones Day Atlanta

1420 Peachtree Street, N.E. Suite 800

Atlanta, Georgia 30309-3053

MINUTES

- I. Reviewed Board and Committee Chart and Slate
 - a. Reviewed new members and committee structure
 - i. Identified need for 1-2 more COD members; ideas were to invite Jack to stay on as an honorary board chair, ask JaKathryn to switch, and (longer term) consider Hector since he has strong governance interest and background
 - ii. Identified need for Development Committee chair successor (Tom Avery would like to step down from chair after FY18); will gauge Sid interest
 - b. Discussed candidates with third term ending this year
 - i. Ned Case: creates need for finance expertise and connections, suggest vet Reed Deupree to replace (Ned has suggested this as well)
 - ii. Craig Jones: research replacements with real estate expertise and connections. Consider special/specific honorary role for him given Westside and Grove Park connections.
 - c. Identified need to update competencies chart in advance of spring recruiting
 - d. Reviewed candidate prospect list
- II. Reviewed FY18 board governance training plan
- III. Discussed individual director 1:1 conversations and COD lead assignments
- IV. Talked about engaging board member networks, specifically having new board members invite friends/colleagues on custom tours and informing all board members of interesting events at schools
- V. Previewed current director prospect list for further discussion in next meeting