Common Ground Board of Directors Meeting Minutes: Meeting August 26, 2024

August 26, 2024

Board of Directors Minutes

Zoom Link

Zoom Recording

Present: Alexis Smith, Karen Jenkins, Liz Cox, Michelle Sepulveda, Brian Kelahan, Terri Snell, Jeff Carter, Michelle Sepulveda, Carly Osborne.

Staff: Amanda Byam, Elena Augusewicz, Monique Frasier, Rebecca Holcombe, Audrey Nefores, Joel Tolman, Deborah Greig.

Public: N/A

Welcome

Alexis called the meeting to order at 5:40 pm.

Public Comment (5:41): No public comment

Business Requiring Approval (5:42)

Approval of June 24th minutes: Brian moved. Jeff seconded. All in favor. None opposed.

- Minutes of the June 24th Board Meeting

Approval of June 25th minutes: Terri moved. Jeff seconded. The minutes were approved with two abstentions.

- Minutes of the June 25th Annual Board Meeting

Motion for Certified Resolution: N/A

Revise the authorized signers of the ED-099 Agreement for Child Nutrition Programs

- Authorized Signatures Change Form

Liz moved. Brian seconded the motion. All in favor. None opposed.

- The board should motion to approve Elena Augusewicz as Signer #1 and Monique Frasier as Signer #2. This will allow them to prepare the Monthly Child Nutrition Claims. Signature #3 must be a BOD member.

Elena stated that this is a document that Terri has to sign as the Secretary. Elena motioned to remove Cherry Pacquette-Emmanuel from the TD bank account and add Monique Frasier so that Monique is able to sign checks in case Elena, Karen, and Alexis are not available.

Jeff moved. Liz seconded the motion. All in favor. None opposed. No abstentions.

Invoices Needing Approval (5:47)

Elena stated that all are unpaid, except for the 501c3 Agencies Trust, which was extremely time-sensitive and had to be approved and paid in advance by the Finance Committee. Everything else can be approved at one time or individually.

Karen stated that she was on the phone today with 501c3 Trust Agencies and is supposed to talk to them tomorrow. Karen suggested holding off on paying them until she gets clear answers on what they do and why we are a part of it. Elena answered that it was the one that was already paid for in unemployment claims related to the beginning of July.

Jeff moved to approve the invoices listed below as presented. Brian seconded the motion to approve the invoices. The invoices were approved unanimously.

- Gather New Haven Invoice- $5000 covered by EPA grant, Schoolyards work.
- SmartStart - $7,518 June staffing invoice
- Houghton Mifflin (Invoice 1, Invoice 2) - Two invoices that total $5960, school reading program
- Corporate System's Consulting - Three invoices totalling $56,404: 80 chromebooks and 10 laptops
    - CGHS Staff Laptops
    - 40 CGHS Student Chromebooks
    - 40 CGHS Student Chromebooks
    - The Total High School Budget for Hardware is $ 30,684.00, this order is $25,720 over budget
- Public Allies - $10,595 FY 2023-2024 Partner Organization fee
- GoalBook - $5,000 school programming
- 501c3 Agencies Trust $11,093.87 *Paid via ACH on 8/12/24 due to time sensitivity

Jeff commented that the hardware is already over budget on school budget and have not gotten over budgeting from the previous year so we should not go over that.

Alexis asked if there were any further discussions or questions. All in favor. None opposed.

Joel asked about the Certified Resolution for the DEEP grant that he asked the Executive Committee to approve over the summer and that he asked to be put on the agenda for today. Karen stated she is not sure and asked if it can be discussed later or voted on by email. Karen asked if Audrey knows anything about it. Audrey stated that she is not aware of this. Joel stated that he thought that we received approval by email over the summer. Karen confirmed that Audrey, Joel, and Karen are meeting this week so this can be sorted out and shared with the Board.

Executive Director Report (6:05) (Karen)

Karen opened the floor to the members of the Management Team to report out:

- Link to August Director Reports

Karen introduced Amanda Byam from the Development Office as the new liaison to the Board, providing administrative support to the Board Chair and the Executive Director. Karen will send Amanda's list of duties, as it is limited to the Board Chair and not the committees, so that everyone understands what it entails.

Elena shared that the audit is in progress and that the auditors are on campus asking Elena many questions and for documents. Elena found out immediately on the first day of the audit that our current lease expired in 2023, which included a 10-year extension. Karen sent an email to a contact at the City of New Haven and they are hoping to hear back from them to get that moving forward. Elena thought that we did not have to do a federal audit this year, but learned that the threshold is $750,000 of expenses that come from federal grants and we are currently at $751,000. We will be moving forward with the federal audit, which requires more work and time - an anticipated two or three weeks. A new estimate is being prepared for how much it will cost and Elena suspects that it will be the same as last year.

Karen and Elena paid a visit to our accounting firm and had lunch with the partner that is doing the audit. They set a new tone with the accounting firm so that the audit is a more friendly and smooth process. They are getting a lot of good guidance, information and references from the accounting firm.

Monique shared that school has started. Freshmen were on-site, three new staff have started - which she was not a part of the hiring process for, but they are a very great fit. Right now, enrollment is at 228 students and they hope to be at 230 by October 1. This time of year, people are coming, going, and moving - there are lots of things going on - but she is confident that they will get to 230 by October 1. Monique clarified that she physically came on-site on the 19th, so she will get her dashboard prepared for the Board to report out moving forward. Three really big buckets that the High School is working on are: (1) the Corrective Action Plan (CAP) that we are binded to by the 3-year charter renewal, which informs the School Improvement plan (SIP) and Monique intends to present this plan to the Board in September. For the SIP, they are focused on three buckets. The first is academics - raising student achievement in Math & Reading. The second is culture/climate/engagement - including staff happiness, climate of the school, and attendance - they are focused on decreasing last year's 38% of chronic absenteeism. In the SIP, Monique will go through some of the strategies that are currently being worked on. The third big bucket is polishing career readiness and post-high school plans. One really big strategy that will be radically different this year is a strong team structure. Within that structure, she is working diligently with the School Leadership Team to make sure that they get the Professional Development out there and going. Monique is working on reporting all of this on her dashboard with those updates.

Karen and Audrey expressed their gratitude to Monique for stepping in.

Audrey shared that the Development Committee is going to be giving a presentation tonight. They have surpassed their sponsorship goal for Feast from the Fields. She shared that ticket sales are low and they are firing on all cylinders to get more people to show up. Audrey is happy to see, for the first time, that they're surpassing the sponsorship goal. Audrey asked if you haven't sent out personal

invites and talked to your networks, please do. They will turn into donors, supporters, and advocates and that's what we are looking for.

Rebecca shared that Community Programs wrapped up summer camp two weeks ago, on August 9th. It was a great summer, they were fully enrolled for every single spot, but camp wasn't done. The Community Programs team tries hard to fill in every gap to provide work for staff and programs for kids and families. During the two weeks, while Rebecca took a post-camp break, there were other people on campus who continued working. There are many camps going all the way through to the middle of this week, because New Haven Public Schools don't start until Thursday. There hasn't been a single day that there were no kids on campus. Rebecca's team also has been working Saturdays and Sundays, so she wants to celebrate them for filling in all the gaps, and bringing in the kids and the revenue. This week, starting tomorrow, is fall staff training. There are about 20 staff members throughout the school year. They are fully enrolled for all of their children's programs. They have hit all enrollment targets.

Karen shared that the Community Programs run almost 365 days a year and stated that she always runs into someone who has a connection with Common Ground through the children's programs.

Brian asked what percentage of summer staff and year-round staff are CGHS alumni.

Rebecca stated that she doesn't have a percentage but confirmed that a great number work there, especially during summer camp, and that many former summer campers become camp staff in both part-time and full-time roles.

Audrey brought attention to her team's time at the CitySeed's farmer's market on Sunday, where many people were learning about Common Ground, while some who were already aware were excited to support CG after having children who were former summer campers turned camp counselors. Audrey expressed her excitement to hear all those testimonies.

Karen asked if there were any more reports to be made. Alexis thanked the Management Team for all the updates.

Committee Reports (6:15)

Minutes of all Committee Meetings will be Posted on the Board of Directors Webpage by the end of each month

Audit/Finance Committee Report (6:17) (Jeff/Elena)

The Finance and Development committee reviewed Budget vs. Actuals: June 2024. For more info contact Jeff Carter. Minutes from the Audit/Finance Committee Meeting can be found HERE.

Jeff asked if there are any other questions on audits. No comment on audits.

Jeff shared that Common Ground's net income last year was $250,296. There was a great, anonymous gift. Common Ground fell short while New Haven Ecology Project had a positive income of $223,162. Jeff emphasized that we have a $7.8 million budget. There are many aspects of what goes on at Common Ground and so many people involved. Still, they managed to come out ahead with $4,726. Then, there were bills from last year that they were not aware of, due to purchase orders

that were not fulfilled. Jeff encouraged Monique to help them make sure that signed contracts have a purchase order so that they can be tracked.

Jeff acknowledged that, without the anonymous gift, we would be in a deficit of $170,000-$180,000 from last year. Jeff reminded everyone that the Budget vs. Actuals are available for individual review. He can be reached with a call or email with any questions. If there is a question he cannot answer, he will contact the Business Administration specialist.

Liz asked when we are going to be able to see revenue & expense statements for the current year.

Elena answered that the current year's statements will be available at the next Board meeting. Typically, they share the July & August Budget vs. Actuals together at the September Board meeting, which will show what we are moving towards. In the Finance Committee notes Elena explained that, although we are net positive $4,000 at the end of the year, it's a very fine line and all of those numbers on that Budget vs. Actuals are subject to change during the audit. It's very common for the auditors to come in and say that items have to be moved to a different fiscal year. Once we get the audit back, we will get a solid number - including a possible deficit. In the realm of finance, $4,000 is very small. Elena projected that we would be $179,000 negative and we were actually $170,000 negative. Elena emphasized that the anonymous donor made a big difference but reminded the Board that they can't rely on last minute donors. Elena stressed that doing what the Development team asks of the Board, as well as staying on top of the exuberant fundraising throughout the year with the Development team, will prevent panic at the end of the year.

Elena noted that in the Budget vs. Actuals, the areas highlighted in red represent areas of concerns - especially in the expenses - so that viewers can get an idea of where we went over budget. Elena urged the Board to keep in mind that we were not at full staff capacity for most of the year. There were a couple of staff, especially high-level admins, that left and split salaries for some roles. Elena concluded stating that if we want to stay sustainable, we have to hit our fundraising marks and have to stay on budget. Elena is looking forward to sitting down with Monique to orient her to the budget, with hopes that she can make decisions on the pre-existing budget and that they can work together on ways to stay on budget this year.

Karen clarified that the Board needs to hit Board fundraising goals - not Development office goals, which are being met. Karen reminded everyone that the Development Committee will be giving a series of presentations on Board fundraising goals. Elena and Karen spent a lot of time interviewing organizations that provide back-office support in finance so that they can more clearly and easily present information on what good management decisions can be made. They received proposals from several different organizations and will keep Jeff informed on who they go with, hopefully within the next month. Karen stated this should also be helpful to the school, which is the biggest cost-center, and help them understand how to budget more realistically.

Karen assured Liz that Elena and Karen have invested considerable time in looking at other ways on how to produce financial reports, which will likely mean getting a financial company to come in and provide back-office finances.

Elena asked if there are any other questions about Budget vs. Actuals. No more questions. Alexis asked Jeff if there are any other comments on finances. No comments.

Development Committee Report (6:27) (Brian/Committee)

Development Committee Presentation
Development Committee Presentation Resource
Board Agreement Document Draft

The newly reinstated Development Committee started on June 24th and last met on August 15th. Brian Kelehan is the Development Committee Chair and Liz Cox, Peter Ludwig, Karen Jenkins (Staff) and Audrey Nefores (Staff) are all members.

Karen shared that their presentation will be based on the day-long workshop offered by the Community Foundation of Greater New Haven that Brian, Liz, Audrey and Karen attended in June. Karen stated that the presentation is about strengthening the Board. The committee came away with ideas and ways that the Board and staff can all work effectively together. The name of the presentation is “Building a Board That Works!” The group also worked with Cindy Kissin, the pro-bono consultant that a major donor made available to the Common Ground Board to improve its fundraising capacity.

Karen presented “How Boards Change,” which is based on a piece of literature by Board Source - a national organization that provides information and consulting services for Boards and Directors of nonprofits. This literature talks about the different stages of directors and will help the Board figure out if they are a governing Board or an institutional Board. In the near future, Karen and the committee would like to put together notebooks and literature that the Board can refer to, with information that will help inform the Board’s decisions. At the next Board meeting they will discuss the different stages that a Board of Directors goes through.

Karen described how “Organizations Change.” Karen stated that Common Ground is not the same organization it was when it was founded more than 20 years ago. The leaders needed at one stage are not necessarily the ones needed at a different stage. That’s really important when a Board is bringing on new members - what are the skills and qualifications that a Board is looking for based on what its needs are. Karen concluded that Common Ground needs a Board of Directors that is truly excellent for Common Ground, but what’s needed this year may be different than what’s needed five years from now and what the Board has to look at is what kind of leaders and people should be brought onto the Board.

Liz shared that an important question when trying to strengthen the Board is: What is it that the Board needs to be a stronger Board? Liz reminded all that, at this point, new members are not being actively added to the Board. When they do, it will be important to be deliberate about what it is that’s needed. One of the resources the workshop facilitator presented was a very simple rubric to assess where you are as a Board member, and to look at the current Board composition and evaluate. The committee decided this was a useful resource for when they get to the point of adding new members to the Board.

Liz stated that a board job description is important so that a Board member understands exactly what is expected of them, and the committee wants to make sure that they go back to develop the resources Common Ground already has for this. The workshop also shared a board member agreement that details what the member's responsibilities are and what they can expect in return. Liz expressed that one thing that's different and important in this organization is that all Common Ground board members are also Common Ground public school members and must understand what's expected and required of them as such. Liz concluded that, along with all those responsibilities, it's important that the organization provides information and teachings on all there is to do.

Karen encouraged everyone to download the document with the board agreement, which is in draft form. The agreement includes a financial commitment where everyone can state what they will donate to Common Ground. This amount of money that the board donates will then be a budgeted line item.

Brian discussed some questions and perspective on the financial management side, including fundraising and potential revenues. Brian stated that it is difficult to understand the columns in the formatting of our current budget and hopes to get help from the accounting firm for simplifying that as much as possible. Brian concluded that board members are fiduciaries. They are legally responsible for the organization and this responsibility is critical, putting much pressure on the board.

Audrey talked about a strategic plan for Common Ground - is it needed and when it should happen. What makes it up and makes it robust is that it's multifaceted. Audrey emphasized that a robust strategic plan that the board is involved in creating would allow the expansion of each plan over an increasing number of years, so that stability can be considered in a different kind of way. Audrey stated that it's important to create a strategic plan when the proper people are in place that can invest in it long term because it is work that requires those to be involved for a good amount of time in order to be effective.

Audrey explained that mapping the organization's income is work that the Development team does internally, but is committed to being able to share this more broadly and regularly with the board. The Development committee believes that working with the Finance committee and the Board together would help make these numbers more accessible and available so that everyone can do their work strongly. Audrey concluded that this presentation, taking leads and information from experts in the field, is part of the method to encourage board members to help each other perform this work better.

Audrey extended thanks to Andy Robinson, who gave this presentation, and Jackie Downing from the Community Foundation for Greater New Haven - which provides resources, training, and funding to Common Ground. If there are any questions about the presented slides, please contact Audrey.

Karen shared that the Development committee's goal is to set up this kind of presentation at each board meeting over the next 10 months so that, when the new Executive Director comes on board, the process of strengthening the Board continues and members are able to effectively raise money.

Alexis asked, after seeing the draft of the expectations and responsibilities for the board, if the committee is open to taking suggestions on it?

Liz confirmed that it is a draft, stated that they welcome suggestions, and expressed that it would be great for all board members to weigh in on it.

Alexis stated that there are multiple things about board efficiency and the way boards function in the document. Alexis suggested that these tend to be in line with what the Governance committee works on and that there are a couple of things related directly to the provisions and the by-laws about it. Alexis asked Do we want to have by-law provision around that?

Karen answered that this document does relate to the governance, finance and other committees. Karen agreed with Alexis that the by-laws do need a thorough review.

Alexis assured Karen that that's on the agenda and offered her feedback on the board agreement document.

Brian shared that the training session was useful and expressed how strongly the committee felt about the entire board hearing this information. Brian urged everyone, especially members who have been on the board for a while, to look through the documents and give some feedback.

Alexis asked if anyone else has comments or questions and thanked the committee for their work on the presentation.

Search Committee (6:45) (Jeff/Audrey)

ED Search Update

The Search Committee met virtually with Edgility on August 13th to discuss next steps in the process. Edgility has also met with the full board as part of the initial discovery process to learn more about CG and what it needs in the next executive director (ED). Audrey Nefores hosted Edgility for a tour of the campus on August 14th. Audrey connected Edgility with school leaders to set up a focus group session with educators. Edgility would also like to meet with the Management Team for a focus group session, as well as our Major Stakeholders. Edgility will also plan a widely accessible Town Hall to gather feedback from our broader community.

Jeff shared that, in the process of looking for a permanent ED, the one on one conversations with Edgility is the start to what will lead to bigger conversations in the discovery process around Common Ground. Jeff stated that part of the process includes discussing what kind of budget the new ED will be working with, and what that budget is projected to be in 2030 - growing at 2.5% to 5%. Jeff recalled the hour-long general meeting that was held on August 14th that some board members attended, which included a discussion on what the Search committee is looking for.

The committee will continue the discovery process and then start to calibrate that person through the September-October period. Edgility is continuing to reach out to the community through an online forum, including major donors and people who are outside of the board and off campus - such as Community Program parents and Urban Farm volunteers. There will be a form for these community members to share their opinions on who the next ED should be. Finally, there will be a larger community forum where everyone will be able to give their input. The questions in this forum will be a moderated session on Zoom, where questions will be submitted in advance and screened before being presented.

Jeff shared the committee's hopes that these three discovery sessions will build up the candidate so that, by October-November, the search committee will note who they're looking for and arrange some semi-finalists interviews. Then, in December, conduct final interviews. So, hopefully, in early 2025, we will be welcoming our new Executive Director. Please reach out to Jeff with any questions.

Brian expressed his gratitude for the opportunity to attend the one on one session with Edgility and asked if there might be a chance, after Edgility has collated all of the information from various stakeholders, that they will share what the big picture is for an Executive Director that's coming from the various stakeholder groups. Brian shared his desire to get feedback from the different groups, as a board member, to gain an understanding of what the rest of the community feels is needed. Brian explained his belief in how this will help the board set up goals and expectations for the new ED.

Jeff answered that the committee will be getting this feedback at the end of October, or in the October-November timeframe. Staff questionnaires will be going out this week or next week.

Audrey shared a wider image of the committee's overall process: they started with a series of one on one calls; then the committee identified three focus session groups - the management team, staff of educators and teachers, and major stakeholders (donors, volunteers, and advocates); then they will do a broader, structured town hall which will consist of anyone interested in attending. After, Edgility will get back to the committee, who will then be able to share information and feedback. Audrey was able to have a one on one tour and robust conversations with two representatives from Edgility, growing their awareness of the broader non profit - rather than just the charter school. That helped them think about what type of candidate they're looking for and made them excited to share with candidates what the campus is like. The committee will work hand-in-hand with Edgility on the job description and all of the key qualities that the individual will need to join Common Ground.

Monique confirmed that there was a focus session with eight teachers, during orientation, via a Zoom call.

Alexis asked if there was anything else from the search committee and any other questions. No comments.

Governance Committee Report (7:00) (Alexis)

The governance committee met on Tuesday, August 20th. Alexis gave a verbal update.

Alexis reminded board members to send her back their conflict of interest signed statements, and for board members and the Management Team to send her back feedback forms for the director's evaluation.

Alexis shared that they will be doing a bylaws review over the next couple of months. Right now, there is no end to the terms for board members. Regular members serve 3 year terms, but it doesn't say how many terms can be served. At the moment, members can be on indefinitely. Alexis stated that there needs to be board turnover and change. There are no provisions around virtual meetings, like annual meetings, for example.

Alexis stated that there is a pending potential Teacher Representative, who will be new to the board, that she plans to meet with and talk to about expectations. As a charter school, it is required that someone from the Board of Education where the school is located has the ability to appoint someone

on the Board. Historically, Monica had reached out to New Haven to make them aware of the potential appointment, but didn't get any interest. Alexis reached out, a couple of weeks ago, to the current Board of Education Chair to inquire about them appointing someone. If she hears back, she will let the governance committee know so that the process can be started to add them.

Alexis expressed that the committee wants to have a good, solid transition for the next ED, over the course of 6 to 18 months. They want to think about a group of board members, which could be the governance or another committee, that works with the Executive Director over their first year around transition. Alexis shared that some boards that she's been on have had assigned transition committees. This could be the executive committee or another.

Personnel Committee Report

The personnel committee did not meet in July. This was an ad hoc committee and, for now, it is not going to be active moving forward.

School Committee Report (7:01) (Liz)

The School Committee had three meetings in the 24-25 School Year July 17, July 30, and August 21. Liz Cox gave a verbal update during the board meeting.

Minutes from the School Committee Meeting can be found HERE.

Liz extended thanks and a shoutout to all members of the Management Team who's on the call, and to Amanda, during this time of transition.

Liz informed everyone that the school committee was very busy this summer, after learning that Cherry was leaving. They changed focus from the School Improvement Plan and tried to support the transition process best they could. Part of this was recognizing the need to get experienced leadership in as quickly as possible, which intensified when Dr. Nash got into an automobile accident. Liz stated she is not sure when Dr. Nash will be back, as she is on leave to take care of family.

As the school year returns, it has been a smooth smart to the year, starting out well. There are still staff positions that need to be filled - Health & Physics teacher. The School Improvement Plan and the Corrective Action Plan will both drive the work of the school, which Monique's leadership team is working on.

Liz assured everyone that there were some things to celebrate at the end of the school year. Test results were stronger. Liz expressed her happiness about test results increasing over the years.

Liz shared other concerns, like the graduation rate & chronic absenteeism rate - which both fell below New Haven's. Liz stated that the teacher's chronic absenteeism is not sustainable - almost half of the teachers missed more than 10% of the school year, which needs a lot of attention.

Liz informed all that the Student Handbook needs a little more work. The committee will get that to Alexis for approval at the next board meeting, along with the Non-Discrimination policy that is being revised.

Alexis asked how to address teacher absenteeism, or what's the plan on addressing that?

Monique answered that their plan is focused on the PD and getting all of the staff involved in the School Improvement Plan, expressing that every person on the team has a part in this and that everyone is lifting together. A lot of this work was started on the first Monday that staff returned. Today, they discussed among the school leadership team how teacher chronic absenteeism affects students. This discussion will be rolled out again on September 17th for an all-staff PD. Monique believes that staff will show up and be present when they feel like this is a place they want to be in. A lot of that work lies around diversity and inclusion, culture, climate and engagement. Monique stated that this was all leading in a positive direction at the end of last school year and, when staff came back, this mindset remained. Monique assured that she is ready to do the work on the 47% teacher chronic absenteeism rate that they ended at in June.

Liz followed up that the revised Corrective Action Plan is very strong. Liz stressed that this requires every person that's a member of the school to lift & own part of that. Liz assured that when people are doing the work and seeing things change, it is exciting and staff will want to be in school - just like students who have a great teacher and want to be in the classroom.

Alexis asked if there are any other questions for Liz or members of the school committee. No comment.

New Business (7:09)

No new business.

Executive Session (7:09)

N/A

Adjourn (7:09)

Jeff made the motion to adjourn. Terri seconded the motion. Meeting ended at 7:09.

Next Meeting: Monday, September 30th - In person.

Public Comment:

In order to comply with Connecticut Open Meeting laws, any member of the public wishing to participate in the meeting must sign up on the Public Participation Sign-up Document. Sign-ups for Public Participation will open at 5 pm on the last business day before the meeting (Friday, September 27th and will close at 5:00 pm on the day of the meeting (Monday, September 30th) Public Participation is limited to 2 minutes per person up to 30 total minutes. Anyone wishing to make a statement to the board can also submit testimony in writing to Alexis.Smith@nhep.com by 5:00 pm on the day of the meeting. All submitted documents will be included in the publicly shared meeting minutes.