

**Paul Cuffee School**

**DRAFT Minutes of Board of Trustees Meeting**

**January 17, 2013**

**A meeting of the Board of Trustees of the Paul Cuffee School was held on January 17, 2013 at the Paul Cuffee Lower School in Providence, Rhode Island.**

**Present: Su Almeida, David Burnham, Russell Carey, Tom Chen, Allyn Copp, Stefano Crema, Dorothy Fields, Philip Gould, Keith Mathews, Leeds Mitchell IV, Dorothy Patrick, Carolyn Pemberton, Gisele Polanco, Earl Smith III, Babak Taleghani**

**Excused: John Cariati, Robert Kelley, Alex Molina, Martha Newcomb**

**Absent: Darline Berrios**

**Guest: Jon Anderson, Esq. – Edwards, Wildman, Palmer LLP**

**Paul Cuffee Staff: Jon Conklin, Becky Coustan, Nancy Cresser, Maria Monteiro, Michael Obel-Omia, Maria Palmgren, Wendy Randle, Sarah Reis**

**Other Audience: None**

**President Russell Carey called the meeting to order at 6:08 p.m. and**

asked for a moment of silence. Mr. Carey then welcomed Mr. Jon Anderson and informed the Board that Mr. Anderson would be leading two discussions, one of which would be held during executive session, pursuant to Rhode Island General Laws (RIGL) § 42-46-5(a)(1)(personnel exception).

Mr. Carey informed the Board of Mr. John Cariati's decision to resign as a Trustee due to professional time constraints. Mr. Carey and the Finance Committee accepted Mr. Cariati's wish to remain a member of the Finance Committee, allowing the school to continue to benefit from Mr. Cariati's knowledge and experience. Mr. Carey also noted that the Committee of Trusteeship and Governance (CoTaG) has been discussing potential candidates to add to the Board.

Mr. Carey told the Board of the RI General Assembly's vote to eliminate the Board of Regents for the Rhode Island Department of Elementary and Secondary Education (RIDE) and the Board of Governors for Higher Education, and instead combine them into the Board of Education. Governor Chafee has nominated attorney Eva-Marie Mancuso as Chair of the newly combined Board of Education. Mr. Carey will update the Board of new developments regarding this matter.

Mr. Carey reminded the Board to complete the Conflict of Interest disclosure statement and forward the statement to Maria Palmgren's attention.

### **Approval of Minutes**

Mr. Copp made a motion to approve the minutes of the November 15,

**2012 meeting of the Board. Ms. Pemberton seconded the motion, and the Board unanimously voted to approve the minutes of the November 15, 2012 meeting.**

### **Strategic Plan**

**Mr. Obel-Omia informed the Board of the formation of the Strategic Plan Committee, co-chaired by Mr. Gould and him, and its membership composition. Kristin Lehoullier has agreed to consult with the school on this project. Mr. Obel-Omia gave a summary of the strategic planning process, general timeframe, goals and outcome. He noted that the initial committee meeting will be scheduled some time in February 2013, with regular meetings each month for the next year. Mr. Carey thanked Mr. Gould for agreeing to co-chair this committee.**

### **RIDE Review**

**Ms. Sarah Reis, English Language Learner (ELL) Specialist, and Ms. Randle reported on the RIDE Review concerning ELL and Special Education, respectively. The preliminary report from RIDE was summarized to the Board. A brief discussion among the Board ensued. In response to the discussion, Ms. Randle explained several ongoing efforts to inform, educate, train, and support faculty, staff, and families of students. One such effort includes the recently formed Parent Advisory Committee on Special Education. During its meeting on January 10, 2013, information regarding the special education curriculum and requirements was shared and questions**

addressed. Mr. Carey thanked Mmes. Reis and Randle, as well as those who worked diligently to complete the report.

### **Security Measures**

Mr. Carey spoke of the school tragedy in Newtown, CT, and commended Mr. Obel-Omia, the principals, and the administration team for the quick and comprehensive communication from the school to the student families explaining and re-enforcing the school's commitment to the safety of students and staff.

Mr. Conklin reported on the Safety Committee meeting and reviewed the current safety measures. He addressed questions raised by the Board and described current practices, areas of improvement, and action plan. Mmes. Coustan, Cresser, and Randle explained the response to student concerns at their respective campuses.

### **Head of School Report**

Mr. Obel-Omia gave a brief report about activities in the school, citing the highlights in his written report. He reported that the admissions number is approximately the same as it was at this time last year and that typically, there is an increase in admissions as the due date for applications nears. Mr. Obel-Omia mentioned several collaboration efforts between the school and other institutions, such as the French-American School, the Gordon School and Rhode Island College, among others.

He also noted that various grant opportunities, such as the Science, Technology, Engineering, and Mathematics (STEM) grant, issued

through the American Honda Foundation, are being explored, and that faculty and staff are making concerted decisions regarding applying for grants for which the entire school will most benefit.

He further explained that the Annual Fund needs to increase by 4% to reach this year's goal. Ms. Monteiro added that she has visited with potential Friends of Paul Cuffee School, but emphasized the need for additional funding. Mr. Carey asked the Board's help in informing Ms. Monteiro of any possible prospects on which she can follow up. Mr. Carey reminded the Board of the expectation of 100% Board participation in funding support.

Other events of interest included the Providence Shakespeare Competition, in which one Upper School student is participating.

## **COMMITTEE REPORTS**

### **Finance Committee**

Mr. Taleghani gave the Finance Committee report and noted that preliminary costs for the playground/parking lot are estimated to be greater than anticipated. As a result, Mr. Taleghani made a motion that up to \$100,000 be transferred from Board Designated Reserve – Capital Replacement to Operating Cash for this purpose. The motion was seconded by Ms. Pemberton and unanimously approved by the Board.

Mr. Taleghani also explained the circumstances surrounding a \$10,000 pledge initially made to the Capital Campaign, which was written off as a bad debt three years ago, resulting in the pledge now being reflected as receipt of miscellaneous income. Since the donor

**intended for the pledge to be applied to the Capital Campaign, Mr. Mathews made a motion that \$10,000 be transferred from Operating Funds to Board Designated Reserve – Capital Expansion. The motion was seconded by Ms. Patrick and unanimously approved by the Board.**

### **Committee on Trusteeship and Governance (CoTaG)**

**Mr. Crema reported on the meeting of January 9, 2013. He informed the Board that Mr. Mitchell IV, has agreed to chair the Property and Plant Committee, and thanked Mr. Mitchell IV for committing to this assignment.**

**Additionally, he explained that the CoTaG members would be contacting the Board members to meet individually to discuss current Board committee assignments, and new assignments for those Board members who are not serving on a committee.**

**The CoTaG members also discussed additional nominees for candidacy to the Board.**

### **Human Resources Committee**

**Ms. Pemberton reviewed with the Board the meeting of January 11, 2013 at which several policies relating to salary administration was discussed. There were additional discussions relating to annual reviews, and the process of joining Board committees.**

### **Executive Committee**

**Mr. Carey explained that the Executive Committee completed one of**

two annual reviews of the Head of School, and that feedback from those reviews were shared with Mr. Obel-Omia. Mr. Carey noted that the next review will take place in the early spring and updates will be given to the Board at its May meeting and at the Annual meeting in June.

### **Other Business**

Mr. Carey introduced Mr. Anderson and explained that Mr. Anderson would discuss responsibilities of Board Trustees.

Mr. Anderson brought the Board's attention to RIGL § 16-77. He iterated that public charter schools are required to adhere to rules and regulations pertaining to any public school. He noted applicable portions such as teachers' tenure and retirement, enumeration of holidays and fire safety. He then reviewed and clarified a Trustee's "duty of care" and "duty of loyalty". A discussion ensued among the Board.

Following the presentation of the Board's responsibilities, Mr. Carey made an open call announcing that the Board would move into executive session as per RIGL§ 42-46-5(a)(1)(personnel exception), and that the individual to be discussed had been so notified. Mr. Copp made a motion to hold the executive session closed and to keep the minutes of the executive session sealed, Ms. Pemberton seconded the motion and the Board unanimously voted to go into closed executive session and keep the minutes of the executive session sealed.

Mr. Carey asked the Board Trustees to remain, as well as Mr.

**Anderson, Ms. Coustan, Mr. Obel-Omia and Ms. Palmgren. Mr. Carey excused all other staff.**

**Executive Session - RIGL § 42-46-5(a)(1)(personnel exception).**

**There were no votes taken during the executive session. Minutes of the executive session are kept sealed in the Office of the Head of School.**

**Upon conclusion of the executive session, Mr. Gould made a motion to resume the open meeting. Ms. Almeida seconded the motion and the Board unanimously voted to resume the open meeting.**

**Adjournment**

**There being no further business coming before the Board, Mr. Gould moved to adjourn. The motion was seconded by Mr. Taleghani, and the meeting was adjourned at 8:28 p.m.**

**Respectfully submitted,**

**Maria Palmgren**