



**Renaissance Charter High School for Innovation
Agenda for Meeting of the Board of Trustees
July 23rd, 2012
410 East 100th Street, New York, NY 10029**

Agenda:

- 1. Roll Call**
- 2. Filing of Notice of Meeting**
- 3. Review of June Board Minutes**
- 4. Review of 2012-2013 Organizational Chart**
- 5. Official 2012-2013 Planning Budget**
- 6. Proposed Board Calendar for 2012-2013 Academic Year**
- 7. Board Retreat Follow Up:**
 - a. Write up of Notes from Retreat**
 - b. Draft Committee Charters Due Next Meeting**
 - c. Basecamp**
- 8. Public Speaking**



**Renaissance Charter High School for Innovation
Minutes for Meeting of the Board of Trustees
June 25th, 2012
410 East 100th Street, New York, NY 10029**

Agenda:

1. Roll Call

Stacey Gauthier, Sona Karia, Frank Saia, Leanne Sajor and Nicholas Tishuk were present. Also present were Innovation's accountants, Dennis Stamm and Arthur Bader. Mr. Stephen Falla Riff, Innovation's General Counsel and Director of Operations also attended the meeting. During the roll call, Mr. Stamm requested to add a quick report of the school's finances on the agenda immediately after the Review of the May Board minutes.

2. Filing of Notice of Meeting

In accordance with the law, a notice of the meeting was published on the school's website, sent via fax to the New York Times newspaper and also posted publicly at M99 School Building where Innovation HS is located at 410 East 100th St. New York, NY 10029.

The Board also decided to have the July meeting on Wednesday, July 18th.

3. Review of the May Board Minutes

Mr. Falla Riff asked to amend the May Board Minutes to reflect that the Board decided to combine the Audit and Finance committee until the board becomes larger. Ms. Gautier motioned to approve the minutes, as amended, and Mr. Tishuk seconded the motion and the vote in favor was unanimous.

4. Report on the School's Finances

Mr. Stamm reported that the school has a surplus coming into the third academic year. Ms. Gautier asked about projections for healthcare costs for the staff in the next year. Mr. Tishuk explained healthcare costs next year will go down because the school is breaking the 50-employee mark, making Innovation eligible for lower rates. Mr. Stamm inquired about projected large expenses for next year and Mr. Tishuk responded that there would be more expenses for building out in the new space. The school will be paying more money for furniture and it will be a larger build out than the past two years.

5. Summer Program: Credit Accumulation, Regents Update

Mr. Tishuk explained that Innovation has been creating intensive programs to meet the needs of its students. Many students come in below grade level and data driven interventions are important to support them for academic

success. Innovation strengthened the freshman programming to start the remediation earlier and then sophomore year is designed to catch up on skills and content. Mr. Tishuk reported the mock Regents exams in January spawned a few new classes, one of which is the Global Themes class to review content and also to help students feel more comfortable with writing. Mr. Tishuk explained Innovation is creating summer school programs that are Regents focused to support students who are scheduled to retake the exams in August.

6. Collection of the Trustee financial disclosure forms for the 2011-2012 annual report to NYSED

Mr. Falla Riff collected the completed Financial Disclosure Forms for the 2011-2012 Annual Report to NYSED.

7. Status of the on-boarding of our parent trustee, Ivan Fraser (5 minutes)

Mr. Saia reported that he emailed Mr. Ivan Fraser but did not get the chance to connect. Mr. Saia will follow up on the on-boarding process and plans to meet the elected parent representative before the Board passes a resolution on his membership.

8. Discussion of the relationship of the school's general counsel to the board

Mr. Falla Riff explained that he has a dual role in the school as the General Counsel and also as the Director of Operations. He explained the terms of his responsibilities to clarify to the Board what each of these roles require. Mr. Falla Riff is the lawyer for the organization and not for the individual members of the organization. Anyone on the board can talk to him in confidence unless he is made aware of anything that would jeopardize or harm the school. If this were the case, Mr. Falla Riff would inform Mr. Tishuk as the school principal and then the Board if necessary. He will also be handling board related matters and represent the board of trustees.

Mr. Stamm inquired if the school is legally allowed to seek the advice of a director of the school who is also the general counsel in a case there is a litigation against the school. Mr. Falla Riff explained that this is fine unless there is a conflict of interest. Mr. Tishuk reported that he consulted the Charter Center before hiring Mr. Falla Riff to see if it was appropriate to have a legal counsel also be a director of the school. He was advised that this may be a good idea but the school would have to work with an external counsel if there was a conflict of interest. Ms. Gautier asked who reported to Mr. Falla Riff as the Director of Operations. Mr. Tishuk explained that he has been working closely with Mr. Falla Riff in his first few weeks at Innovation. Mr. Falla Riff has been assessing what needs to be done with the school's operations and also the legal work. Mr. Tishuk will provide the new organizational chart at the July meeting. In the event that Innovation absolutely needs to engage with an outside counsel, Mr. Falla Riff explained

that he has relationships with many private law firms who are interested in working with Innovation.

9. Board Retreat Update and Plans

Ms. Sajor provided information concerning the Acceleration Group, who will be facilitating the board retreat in July. Ms. Sajor suggested dividing the retreat into two parts, based on the pre-retreat questionnaires. The morning session will focus on board development and governance and; the School Management Team and General Counsel will join the board in the afternoon for a conversation around strategic planning. Mr. Saia, Ms. Sajor and Mr. Falla Riff plan to be on the planning phone call with the facilitators from the Acceleration Group.

10. Public Speaking

There were no public comments.

11. Adjournment

Ms. Karia motioned to adjourn. Mr. Saia seconded the motion and with the unanimous decision of the board, the meeting was adjourned.