



Renaissance Charter High School for Innovation

Meeting of the Board of Trustees

September 15th, 2015

410 East 100th Street, New York, NY 10029

Meeting Minutes

1. Roll Call

Chairperson Frank Saia called the meeting to order. Board members Jon Jelley, Sona Karia, George Sarkissian, Ivan Fraser, and Eboni Kirkland were also present, constituting a quorum for purposes of conducting business. Board member Stacey Gauthier was not present. Also present were Stephen Falla Riff (Executive Director), Terence Joseph (Principal), Pablo Torres (Director of Student Life & Community Engagement), Dru Collins (Vice Principal), Debbie DaGiau (Associate Director of Finance & HR), Mike Jolley (Consultant and Advisory Committee member), and Shann McKeiver (Vice President, Boys Town)

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 email to the New York Times and posted publicly at the M99 School Building where Innovation High School is located at 410 East 100th Street New York, NY 10029.

3. Review and Approval of Prior Board Meeting Minutes

Mr. Saia motioned to approve the minutes from the June 2015 meeting, Mr. Sarkissian seconded, and the motion carried unanimously. Mr. Saia motioned to approve the minutes from the June 2015 special meeting, Mr. Sarkissian seconded, and the motion carried unanimously.

4. Review and Approval of Changes to Conflict of Interest Policy

Mr. Falla Riff summarized proposed changes to Innovation's conflict of interest policy for the Board. Mr. Saia motioned to approve the restated and amended conflict of interest policy, Mr. Jelley seconded, and the motion carried unanimously. In his role as Board Secretary Mr. Jelley signed a certification of the Board's approval of the restated and amended policy.

5. Partner Awards and Recognition Discussion

Mr. Falla Riff suggested to the Board that Innovation honor the law firm of Nixon Peabody for their provision of extensive pro bono legal services to the school. The Board and School Management Team discussed different

options for honoring Nixon Peabody including a plaque and event or visit to the school as well as ways to leverage this event to build visibility and support for the school and recruit new candidates for the Board. Mr. Saia motioned to approve this request, Ms. Karia seconded, and the motion carried unanimously. Mr. Falla Riff will follow up to evaluate the most appropriate options.

6. Board Recruitment Discussion

Mr. Falla Riff discussed the need to recruit more members for the Board and asked the Board to reach out to their personal and professional networks for possible candidates. Mr. Jolley reviewed the Board candidate vetting process.

After stating his gratitude and pride in having served as a founding member of Innovation's Board, Mr. Saia announced that he would step down as Chairperson and resign from the Board effective 9/16/15 citing personal and professional reasons. As Vice Chairperson Mr. Sarkissian agreed to serve as Acting Interim Chairperson until further action can be taken. Mr. Falla Riff and Mr. Saia agreed to inform Innovation's authorizer, the NYC Department of Education. Ms. Kirkland posed the question of Mr. Jolley serving as an officer of the Board. Mr. Falla Riff and Mr. Saia explained that only Board members may serve in an officer role.

Mr. Jolley provided the Board with an update on candidate Ravneesh Sachdev including his qualifications, alignment to Innovation's mission, and current status in the candidacy process. The Board discussed optimal board composition and the importance of targeting candidates with specific qualifications, mission alignment, and other characteristics.

7. Executive Session: Review and Compensation Setting for Executive Director and Principal

Mr. Saia motioned to go into Executive Session for the purpose of reviewing the performance of the Executive Director and Principal and setting their compensation. Mr. Fraser seconded and the motion carried unanimously. Other attendees were excused.

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Mr. Saia motioned to come out of Executive Session, Mr. Fraser seconded, and the motion carried unanimously. Ms. Karia motioned to renew the Offer Letters of the Executive Director and Principal and to provide each of them with a 4% salary increase retroactive to 7/1/15. Mr. Sarkissian seconded and the motion carried unanimously.

8. Other New Business

No other new business was discussed.

9. Adjournment

Mr. Saia motioned to adjourn and Mr. Fraser seconded. The motion carried unanimously and the meeting was concluded.