



**KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL AND  
KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL  
MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES  
July 29, 2020 | 9:00 a.m.**

The meeting of the Board of Trustees of **KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL and KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL** (collectively, the “Schools”), a body politic and corporate created and existing under Massachusetts General Laws, Chapter 71, Section 89, convened at 9:00 a.m. on July 29, 2020 via Zoom, held remotely in compliance with Governor Baker’s March 12, 2020 Executive Order Suspending Certain Provisions of the Open Meeting Law, at which a quorum of the Trustees was present. The following Trustees were noted present by roll call: Amanda Seider, Joel Abramson, Matt Fates, Shenkiat Lim, Michael Kendall, Doug Borchard, Paul Ketterer, Tom Beecher, Luis Gondelles, Ivelisse Gonzalez, Jennifer Davis, and Stephanie Oliveras.

The following Trustees were absent: N/A

Additional participants: Rhonda Barnes, Annabelle Feliz, Laurie Kennedy, Lovette Curry, Mekka Smith, Stephen Pizzimenti, Coretta Martin, Rebecca Hazlett, David Daniel, and Shellina Semexant

Seider called the meeting to order at 9:00 a.m. and presided throughout the meeting. Mekka Smith kept the minutes of the meeting. Seider ascertained that sufficient Trustees were present at the meeting, and that, accordingly, a quorum existed.

After welcoming the Trustees who were present at the meeting, Seider then presented the agenda as follows: (1) Welcome and updates; (2) Safe and Strong Start; (3) Leadership Team Updates; (4) Consent Agenda.

**1. Welcome and updates**

Seider welcomed all participants to the meeting. Barnes shared that her onboarding experience as Executive Director was progressing well. She noted direct and impactful support received from individual board members, the KIPP Foundation, and the Massachusetts Charter Public School Association. Barnes also noted that she has worked in tandem with her leadership team and with Dolan to create plans and identify key areas for guidance.

Seider welcomed two new team members – Coretta Martin, Chief of Staff, and Rebecca Hazlett, Development Manager. Seider and members of the board shared well wishes to departing Chief of Staff Mekka Smith.



## **2. Safe and Strong Start**

Barnes reviewed the guiding principles that are the starting point from where teams make decisions about how to safely return to school in the fall. The first guiding principle is to prioritize student and staff safety. Barnes noted the three components of the safe facilities plan: health and hygiene, physical distancing, and limiting exposure. She reviewed the guidance from DESE as well as the policies that KIPP created in response to the guidelines.

Board members asked questions covering the following topics: securing personal protective equipment; creating physical distance in the building; the plan for a presumptive or confirmed case in students or staff; and managing at-home and in-person instruction. Barnes and members of the leadership team provided responses to these questions.

Barnes shared more information about the structure of the school day: teachers will record lessons; all students and staff will use the learning platform Canvas to access and engage in learning. Canvas allows teachers to see real time as students are working. Classes are 45 minutes long and the learning is delivered in both synchronous and asynchronous formats.

Barnes described the phased approach to reopening KIPP MA schools:

- Phase 1 – (starts in September) every student starts remotely. Each child will receive a Chromebook due to the grants we received. We will provide breakfast and lunch all year long. We are checking in with every family in August to determine their individual needs.
- Phase 2 – (projected to start in October) hybrid model. Students with the highest needs will receive instruction within the school building, starting with kindergarteners and students with specific learning needs. Students and staff will be placed 6 feet apart. The instructional and student services teams will consult each child’s individualized education plan to determine what accommodations students need.
- Phase 3 – (projected to start in January) hybrid model. Students will continue to be added to the buildings, one grade at a time.
- Phase 4 – in person instruction. At this point, all students who want to be are in the building, and the school continues instruction with a hybrid model due to the fact that some families will either want or need remote instruction.

After hearing this proposal, the board asked additional questions, such as: Does the plan correspond with BPS and LPS (sending school districts)?; Will we track learning?; and, How will we accommodate for students who log in late so they are not penalized? Barnes and the leadership team members responded to these questions and cited their partnerships with the state and local school districts to ensure alignment in messaging and planning for families.



Pizzimenti presented the FY21 budget updates:

- We still have not received budget projections from the state
- We are not yet in a confident space with funding, despite talk about large relief numbers
- We are applying to many grants to maximize our funding streams
  - Includes the CARES Act, Coronavirus Relief Funds, and grants for technology

The board discussed the net COVID costs and potential philanthropic opportunities. Participants enumerated required upgrades to facilities and technology, as well as increased PPE costs.

The leadership team presented a reopening plan that will be submitted to DESE with descriptions of remote, hybrid, and in-person learning models. They also presented the Safe and Strong Start phased plan with a remote start for all students.

After discussion, the board, by unanimous roll call vote, took the following action:

**VOTED:** Approve the DESE Reopening plan

**VOTED:** Approve the Safe and Strong Start phased plan

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

### **3. Leadership Team Updates**

Barnes presented her executive leadership team and regional leadership team structures. She noted the following new roles: Managing Director of KIPP Through College and Career (this team now includes college counseling and high school placement), Managing Director of Equity and Engagement (this includes equity work for the region and family and community engagement), Managing Director of HR and Talent Development (this individual will ensure HR policies reflect antiracism work and are flexible in the face of COVID); Managing Director of Operations (this is a title change for the leader of the school-based operations teams and the technology team). Barnes noted that the executive leadership team currently meets biweekly and the regional leadership team will meet on a monthly basis to coordinate the departments across the region.

Barnes described the Senior Advisor projects completed by Dolan and noted his projects will close out by November so he will be poised to transition off the team by the end of December. His projects include continuing to support the ED Transition – working closely with Barnes with a focus on strategy, KIPP Votes – leading the region’s Get out the Vote efforts, and “Parent University” – co-planning training sessions for parents and guardians to learn how to navigate remote learning.



The Board briefly reviewed the FY21 committee chart and Barnes shared that she has ideas to strengthen the Teaching and Learning Committee. Fates and Seider discussed the importance of continuing to search for people who could add to committees and how committee work serves as pipeline for board leadership.

#### **4. Consent Agenda**

Annual Report: Each year we provide a summary to DESE that describes our school performance and program implementation. We share information on how we have been faithful to our charter, our student performance metrics, our budget for the upcoming year, and our organizational structure. We have two annual reports, one for our Boston district and one for our Lynn district.

After discussion, the board, by unanimous roll call vote, took the following action:

#### **VOTED: To approve the KIPP Academy Boston Charter School and KIPP Academy Lynn Charter School FY20 Annual Reports.**

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

Student Opportunity Act: few months ago, Dolan shared information about the Student Opportunity Act, a statewide bill that guarantees about \$1B of state aid to public schools over a multi year period. We have to create a plan and submit it to the state for how we anticipate using those funds. Within the plan, we discuss how we will focus on subgroups of students - ELLs, students with disabilities, students with high needs such as chronic absenteeism. We have to describe what our programming will look like, and we discussed expanding our substantially separate programming for students who require intensive support. We describe how we will monitor progress, and finally, how we will engage families.

After discussion, the board, by unanimous roll call vote, took the following action:

#### **VOTED: To approve the KIPP Academy Boston Charter School and KIPP Academy Lynn Charter School Student Opportunity Act Plans.**

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

Financial Disclosure Forms: There are three votes related to disclosure forms that Barnes must sign as Executive Director (ED).

- One of those votes is to approve a financial disclosure form, essentially noting that Barnes' financial interest due to having two children working in the school, will not affect her ability to effectively manage the school.



- The second vote authorizes Seider to sign Barnes' financial disclosure form.
- The third vote is a conflict of interest disclosure form, which acknowledges that Barnes is a paid employee and that within her role, she is required to execute documents on behalf of the schools and the Fund board.

After discussion, the board, by unanimous roll call vote, took the following action:

**VOTED: That, having reviewed the disclosure of Nikki Barnes made pursuant to Section 6 of the State Conflict of Interest Law, G.L. c. 268A, dated July 29, 2020, the Board of Trustees hereby determines that the financial interest disclosed by Ms. Barnes is not so substantial as to be deemed likely to affect the integrity of the services which the Board of Trustees may expect from Ms. Barnes.**

**VOTED: That the Board of Trustees hereby authorizes Amanda Seider, Chair of the Board of Trustees, to sign Ms. Barnes's Section 6 disclosure form and to file such form with the State Ethics Commission.**

**VOTED: That the Board requires Ms. Barnes, as part of her job duties as Executive Director, to perform certain duties in an uncompensated capacity, including executing documents on behalf of KIPP Lynn Fund, Inc.; KIPP Massachusetts, Inc.; and KIPP Boston Fund, Inc. KIPP Academy Boston Charter School and KIPP Academy Lynn Charter School (the Schools) have a distinct institutional interest in Ms. Barnes serving in such capacity as these entities fulfill necessary financing and fundraising functions on behalf of the Schools and lease property to the Schools.**

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borcard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

Outstanding June 2020 Meeting Minutes: The board must review and vote on full board and committee meeting minutes from June.

After discussion, the committee, by unanimous roll call vote, took the following action:

**VOTED: To approve the June 2020 Meeting Minutes**

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borcard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

**KIPP Academy Lynn Charter School (the "School"), KIPP Lynn Fund, Inc. (the "Fund") and Citizens Bank, National Association (the "Lender") Loan Modification Discussion**



*Vote to enter the Modification Documents (defined below)*

Seider: I move that: the Board authorize and/or ratify the execution and delivery by the School of the (i) Demand Loan Modification Agreement (the “Modification Agreement”) by and among the Fund, the School and the Lender, (ii) Amendment to 2015 Continuing Covenants Agreement and Related Documents (the “2015 CCA Amendment”) by and among the Fund, the School and the Lender, (iii) Amendment to 2016 Continuing Covenants Agreement and Related Documents (the “2016 CCA Amendment”) by and among the Fund, the School and the Lender, and (iv) Amendment to 2018 Continuing Covenants Agreement and Related Documents (the “2018 CCA Amendment” and together with the Modification Agreement, the 2015 CCA Amendment and the 2016 CCA Amendment, the “Modification Documents”) by and among the Fund, the School and the Lender.

Seider opened the floor for discussion. The Board did not present questions or comments. The Board voted by roll call as follows:

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

**Omnibus Vote**

*Vote to Approve Execution of Documents*

Seider: I move that Mekka Smith, Chief of Staff (an “Authorized Signatory”) is hereby individually authorized to execute, deliver and file the Modification Documents any and all documents to effectuate the foregoing votes in such form and containing such terms, provisions and conditions as any Authorized Signatory may deem necessary, appropriate or convenient, in his or her sole discretion (including, without limitation, changes to any amounts described therein), on behalf of the School.

Seider opened the floor for discussion. The Board did not present questions or comments. The Board voted by roll call as follows:

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

*Vote to Approve Further Actions*

Seider: I move that the Authorized Signatory is, acting singly, hereby is authorized to take such further action or to cause such further action to be taken, to make such determinations, and to provide such information to other parties, as may be deemed by the Authorized Signatory, in his



or her sole discretion, to be necessary or convenient to effectuate the purposes of the foregoing votes, including any consents, approvals and payments, on behalf of the School.

Seider opened the floor for discussion. The Board did not present questions or comments. The Board voted by roll call as follows:

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

*Vote to Approve Past Actions*

Seider: I move that any and all previous actions taken in connection with the foregoing votes by any officer or trustee of the School, or an Authorized Signatory on behalf of the School are hereby ratified and confirmed.

Seider opened the floor for discussion. The Board did not present questions or comments. The Board voted by roll call as follows:

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

Seider made a motion to adjourn. The Board voted by roll call as follows:

Seider: YES, Abramson: YES, Fates: YES, Lim: YES, Kendall: YES, Borchard: YES, Ketterer: YES, Beecher: YES, Gondelles: YES, Gonzalez: YES, Davis: YES, Oliveras: YES

The meeting adjourned at 11:05 am.

**List of Documents Used at the Meeting (These documents must be retained by the public body, but do not need to be physically stored with the meeting minutes.)**

- 2020.07.29 KIPP MA Board of Trustees Meeting Agenda
- 2020.07 Strong Start Updates
- Proposal for Reopening
- 2020.07.29 FY21 Leadership Structure
- Dolan's Senior Advisor Projects
- 2020.07.23 FY21 KIPP MA BOT Committee Chart
- FY20 KABCS Annual Report
- FY20 KALCS Annual Report
- Student Opportunity Act Explainer
- KABCS SOA Plan 2021-2023
- KALCS SOAL Plan 2021-2023
- KIPP – Board of Trustees Resolutions re 268A



- Nikki Barnes – 23b3 Disclosure
- Memo re\_ Ethics Considerations for Employees Providing Services to Mission Affiliates
- Section 6 financial interest disclosure instructions (state)
- Nikki\_s updated Section 6 disclosure\_July 2020
- Votes for Citizens Modification Documents (002)
- 2020.06.18 KIPP MA Finance and Facilities Committee Meeting Minutes- DRAFT
- 2020.06.22 Governance and Compensation Committee Meeting Minutes- DRAFT
- 2020.06.24 KIPP MA Board Meeting Minutes- DRAFT
- 2020.06.24 People Committee Meeting Minutes- DRAFT

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[Joel Abramson, Secretary]

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