

**KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL AND
KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL
MINUTES OF THE MEETING OF THE GOVERNANCE AND COMPENSATION COMMITTEE
March 29, 2024 | 2:00 pm**

The meeting of the Governance and Compensation Committee of **KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL and KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL** (collectively, the “Schools”) convened at 2:00 pm on March 29, 2024 virtually, held in compliance with open meeting law, at which a quorum of the committee members was present.

The following Committee members attended in person: n/a

The following Committee members attended by Zoom: Rhonda Barnes, Shenkiat Lim, Stephanie Pierre-Louis, Doug Borchard, Mike Kendall

Additional participants: Jesse Fetbroth

The following committee members were not present: Matt Fates, Jorge Triejo

Doug called the meeting to order at 2:03 pm and presided throughout the meeting. He ascertained that sufficient Committee members were present at the meeting, and that, accordingly, a quorum existed.

Jesse shared the agenda, which was also shared prior to the meeting.

Committee Meeting Minutes

Shen moved to approve the Governance and Compensation Committee meeting minutes from 1/29. Mike seconded.

Mike K.	Yes
Nikki	Yes
Doug	Yes
Steph	Yes
Shen	Yes

ED Mid-year Review

The Committee discussed the Executive Director Review that was completed by the KIPP MA leadership team, the Principals, and the ED Consigliere. The summary results are currently being reviewed by the Board member that sent out the review, but he noted that overall, the results were consistent with last year's. Once the results are compiled, he is going to share with the Board Chair and she will then review with the Executive Director.

There will be space made at the upcoming Board meeting to review with the full Board.

The Executive Director will also share the results with her team.

Executive Director Goals

The Executive Director wants to be sure the Committee has a chance to review her goals before they're asked to evaluate her against them.

She walked the Committee through her goals connected to the Essential Questions reported out on at every Board meeting, and identified what goals we can determine ultimate progress on in June vs. those in October (more public-facing goals like MCAS, attrition, etc.).

She walked the Committee through any goals that are new this year (MAP goals and match goals), and through goals that are the same.

The Board Chair wants to ensure we're not so tightly tying ourselves to MCAS and that we're looking at goals broadly and making space for discretion when it comes to decisions around bonuses. As the Governance and Compensation Committee looks through this, what else can we be weighing for academic performance? The Executive Director did add goals around early literacy.

A Board member noted it's helpful to see all of this at this point in the year. He is comfortable making determinations around bonuses with 60% focus on academics and 40% focus on other aspects of performance. He is wondering if we should focus on comparing ourselves to sending districts and/or our internal lift goals for academics-- what is the right metric here? Growth also matters, not just achievement.

The Board Chair thinks we do need to be specific about our Black, Brown and Hispanic students. We know BPS does not only serve those students. We want to encompass growth, as well. She

is wondering if the current benchmarks are reasonable, and asked other Committee members to weigh in. Another Board member noted that it feels reasonable given the breakdown of June and October, but wonders if we should focus more on the breakdown between LPS and BPS or on lifting goals. They are obviously tied.

Another Board member noted MCAS should be represented because it is a graduation requirement. He also said that the goals should not be a formula we fully rely on-- we have all the discretion we want to make decisions using the data the goals provide.

Another Board member noted we want some of it to be formulaic and some to be holistic and we've tried to build it into the structure. This gives us the right balance.

Do people have strong feelings about how we approach the MCAS goals? A Board member noted the comparative data to BPS and LPS is important for fundraising. This made sense to others. We keep a comparative metric. If we knocked our lifting goals out of the park, but didn't beat the sending districts, this is where we'd want to have discretion.

The goals will be shared with the Board at an upcoming meeting.

The Committee reviewed the Executive Director salary for next year-- we're in year 2 of the increase, so her salary for school year 24-25 would be \$234,100.

Committee Review

New Committee Members were reviewed. A Board member felt Vernon was closest to being ready to be asked to officially join the Teaching & Learning Committee. Another Board member noted wanting to give people more time to get comfortable and learn about the committees before being asked to officially join and be voted on.

Board Terms

We reviewed current Board terms. The Board Chair looked at other charters and spoke to someone at Board on Track and learned that 3 to 5 years is standard. Another Board member said some non-profits don't have term limits at all.

The Board Chair asked to review our by-laws at an upcoming board meeting, which we will plan to do.

The Board Chair wants to make sure we're leaving space on our Board for new opinions, experiences and perspectives.

We confirmed we will do a Board assessment in between the April and June meeting.

The Board Chair was curious if DESE has guidance on term limits. Jesse will look into this.

Our Board Chair noted we need to make space for our Teaching & Learning Committee to be more than small and mighty given we're a school. Our Board should be reflective of our DEI goals, and should be in schools and approachable.

Maybe we look at the next 3 years and determine where we want to be.

Doug moved to close out the January 29 Committee Meeting at 2:47pm. Steph seconded.

Matt Fates

D. G. Bell

Committee Chair Signature

List of Documents used at the Meeting:

- 3.29 Governance and Compensation Committee meeting agenda
- 1.29 Governance and Compensation Committee Meeting Minutes
- Executive Director goals for 23-24
- KIPP MA Board member terms