



**THE MIAMI BOARDING SCHOOL, INC.  
(DBA The SEED School of Miami)**

**Minutes of the Meeting of the Board of Directors**

**Wednesday, September 16, 2020 | 12:00 pm**

*Participating Directors:* Melanie Damian, Tom Culmo, Tery J. Medina, Virginia Emmons, Stuart Israelson, Virginia Emmons, Dorothy Terrell, Jason Bloch

*Participating Staff:* Kara Locke, Tiffany Graver-Smith, Giovanna Maldonado, Tia Diaz-Balart

*Participating Contractors:* George Cabrera, Sean Regan

*Participating Guests:* Alejandro Trujillo, Matias Predan

**Call to Order & Welcome**

A quorum was established and the meeting was called to order at 12:06 p.m. The Chair, Melanie Damian, welcomed members to the quarterly Board meeting.

**Independent Auditors Report**

SEED Miami's Director of Finance, George Cabrera, thanked the Board for their ongoing work and support throughout the school year. Mr. Cabrera welcomed and introduced the Independent Auditors to the board meeting. The certified public accountants of Verdeja, De Armas & Trujillo, LLP presented their findings of The SEED School of Miami's financial statements based on our audit. Mr. Trujillo highlighted SEED Miami's long list of accomplishments including student enrollment and growth, development efforts, and creativity. As a result of the pandemic, the audit showed expenses went up in facilities with maintenance, repairs, cleaning costs and salaries, and a reduction in operational expenses that we did not incur because SEED went to remote learning. Mr. Trujillo provided an explanation of the PPE funding as outlined on pages 15-17 of the audit. Ms. Emmons asked if the PPE shows up as revenue. Ms. Damian explained it shows as a liability on the balance sheet of the audit. Mr. Bloch questioned how the debt and loans are accounted for and reflected in the audit. Mr. Cabrera and Ms. Damian provided clarity of what has been drawn

down to date on the loan compared to the construction budget and potential alternative plans on a fourth dormitory. Mr. Cabrera confirmed for Mr. Bloch, the delta showing as loans and the capital statement on this draft audit is that the difference is essentially a line of credit of available funds that SEED Miami has not yet drawn down and the liabilities loan payable to the SEED foundation on page 15 of the draft audit represents an aggregation of miscellaneous loans. Additionally, Dr. Locke, Mr. Cabrera, and Ms. Damian clarified for Mr. Bloch the income from FL-DOE was a one-time reimbursement and represented the total allocation for the projected enrollment target, and noted this reimbursement helped cover the costs of additional housing and transportation expenses due to the circumstances at that time.

A motion to approve the audit was been made contingent upon any pending questions that are brought to Ms. Damian's attention by 5:00 P.M. on September 16, 2020, seconded, and passed unanimously.

Mr. Cabrera provided general comments regarding SEED's financials outside of the audit through July and August and agreed to provide the budget summaries to the board in advance of the next board meeting.

### **Board Chair Update**

#### *Adoption of Minutes*

A motion to approve the minutes of the July 22nd, 2020 and July 29th, 2020 board meeting minutes (a copy of the proposed minutes was provided in the meeting materials), was made, seconded and passed unanimously.

#### *Permanent Campus Construction Update*

Sean Regan, Campus Development Consultant, provided the board with an update on the permanent campus construction. Ms. Damian noted her enthusiasm for progress with construction and her concerns with the project being incomplete. Mr. Regan noted a big push with the fire alarms and sprinkler system to ensure they are ready for inspection in order to receive a certificate of occupancy. Dr. Locke provided the Board with a video of a walk-through of the academic building leading to the dormitory as if a student was checking in. Ms. Terrell asked about the preliminary discussions regarding the Student Life Center. Dr. Locke shared her long vision for a Student Life Center which would include a dining hall with a kitchen and an indoor recreation space and basketball court. Ms. Medina questioned the student's knowledge of the campus construction progress. Dr. Locke noted they will be seeing the same video presented to the board during Sunday's community meeting. Mr. Regan and Dr. Locke noted the projected student move-in date of October 25th.

### **Development Update:**

#### *Annual Giving*

Mrs. Graver-Smith, SEED Miami's Development Director, provided the board with an overview of her FY21 development goals and strategies (an electronic report was provided). Mrs. Graver-Smith asked the board to support the school's advancement efforts with continued introductions and board recruitment. Ms. Emmons suggested a partnership opportunity with Educate Tomorrow and the development team agreed to continue this conversation and fundraising opportunity with Mrs. Emmons.

### *Capital Campaign*

Mrs. Diaz-Balart, SEED Miami's Development Director, provided the board with an update on SEED Miami's FY21 capital fundraising goals and strategies (an electronic report was provided). Mrs. Diaz-Balart noted pending grants and provided the Directors with an overview of SEED's leadership speaker series.

## **Head of School Report**

### *Opening of School*

Dr. Locke provided the board with an overview of the opening school during the Innovative Learning period. Dr. Locke noted materials that were provided to students including chromebooks, headset and microphone, novels, specialty art supplies, and other related materials. Dr. Locke highlighted SEED Miami's tremendous attendance rate of 93% compared to last school year and other charter schools, and the highest re-enrollment to date. Dr. Locke noted online instruction is delivered through zoom, and Google Classroom is utilized for lessons and assignments. Dr. Locke noted various learning moments and proudly highlighted the leadership team and operation team who were instrumental to SEED's successful reopening and ensuring infrastructures were in place.

### *Summative Data*

Dr. Locke provided the board with an overview and breakdown of SEED's goals set forth by the state, grade level distribution of students by grade and gender and whether they are new or returning, ELA and FSA scores even though they were outdated since there was no state testing due to the pandemic, and lastly, a breakdown of ESOL, 504 and/or IEP students. Dr. Locke also highlighted 110 of the 303 students currently enrolled have a sibling at SEED. Lastly, Dr. Locke updated the board on staff, noting SEED currently employs 104 staff members across departments, with 14 are founding employees. Dr. Locke provided the board with an organization chart. Dr. Locke highlighted the Annual Faculty Retention Rate with the network goal being 85%, and SEED Miami has 89% return rate.

### *Teacher Salary Increase Allocation*

Ms. Maldonado explained the new Teacher Salary Increase Allocation plan provided by the state to increase teacher salaries and improve staff recruitment and retention. As a result, SEED increased all base teacher salaries by 8% to \$47,500, and adjusted the payscale to reflect an

increase for all SEED staff, and made any adjustments to reflect this new payscale. Ms. Damian asked if this new payscale alters the budget that was approved at the last board meeting. Ms. Maldonado noted it will change the budget but SEED will receive funding to cover the increase in teacher salaries. A motion was made to approve the Teacher Salary Increase Allocation Plan, seconded and passed unanimously.

#### *Out of Field Waivers*

Dr. Locke presented to the Board an approval for an Out of Field Waiver for SEED Miami professors, Stevmontay Broughton - Physical Education, Adriana Perez - ESOL, Sofia Mhatey - ESOL, Mesra Pierre - ESOL. A motion to approve the Out of Field Waiver for Stevmontay Broughton, Adriana Perez, Sofia Mhatey, Mesra Pierre was made, seconded and passed unanimously.

#### *Reopening Plan Update*

Dr. Locke encouraged the board to review the school Improvement Plan provided to the board. Dr. Locke provided the board with an overview of the SEED's reopening plan. Dr. Locke noted the promise that was made to families, students and staff, and what was approved in our reopening plan that went to M-DCPS and FL-DOE, on September 30th, SEED Miami will make a declaration about its reopening plans. SEED anticipates a target opening date of October 25th, 2020. Dr. Locke clarified the timing of this reopening date is intentional, that is the juncture between quarter 1 and quarter 2. Dr. Locke noted SEED will resurvey all families to ensure which learning model families prefer including option 1 - hybrid learning model: the child will live in a single occupancy dorm and go to school in socially distanced classes for one week, and then at home the following week learning virtually. Option 2 would include maintaining full innovative learning standing. Dr. Locke will update the board on what the rotation schedule will look like with a hybrid learning model and fully innovative learning model. Dr. Locke explained the delivery of instruction in a synchronous format per district requirements and safety protocols set in place for the return of all students and staff.

Ms. Maldonado provided the board with an update on cleaning proposals and facilities to ensure SEED is safely prepared for students and staff to return to school.

Dr. Locke mentioned this reopening time frame is consistent with network SEED schools. She noted her recent conversations with similar schools in a residential setting and agreed to continue those conversations and share best practices. Lastly, Dr. Locke noted SEED's partnership with Jessie Trice and their ongoing role with SEED Miami, and preparation as it relates to Covid-19. Ms. Damian questioned if the school district begins sooner how this impacts SEED. Dr. Locke explained SEED will not pivot from its target opening date and M-DCPS approved the reopening plan that was shared with the board.

Meeting adjourned at 1:57

Minutes drafted by Tiffany Graver-Smith

*The undersigned hereby certifies that he/she is a Director and/or Officer of The Miami Boarding School, Inc., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation & the individual charter schools sponsored by the said corporation.*

*The minutes were adopted by the Board of Directors at a meeting held on December 15, 2020.*



Date: 2.3.2021

Melanie Damian, Esquire

Chair, The SEED School of Miami Board of Directors