

**Board of Trustees Meeting**

**Location:** GKV, 675 Third Avenue, 16th Floor, New York, NY 10017

**Date:** Tuesday, October 28, 2018

**Time:** 1:30 pm.

**Present:** Mr. Ronald Tabano, Mr. Les Winter, Ms. Darlene Anderson, Dr. Phil Weitzman, Ms. Jane Sun, GKV Architect Team, CPS Engineering Team, Benchmark Construction Co. Team.

**Absent:** All Present.

**Staff Members/ Visitors Present:** Dr. Sara Asmussen, Dr. Lisa DiGaudio, Mr. Jose Obregon

Mr. Tabano called the meeting to order at 1:30 pm.

**I. Presentation by GKV and CPS Engineering**

GKV Architect team presented to the Board the architectural drawings for the renovation of the 242 Hoyt Street school building. GKV identified various physical exterior features that are particular to 242 Hoyt Street building in its current state that will be addressed in the renovation. These items include: the building is difficult to identify or differentiate from other buildings, the signage is difficult to see, windows are obscured, the building lacks architectural hierarchy: there is no top, no middle or bottom, the brick is sound but needs cleaning and re-pointing, it is difficult to identify the front door on the current building, security grates on windows look institutional and do not depict a place of learning, and mechanical grilles are of different sizes.

In respect to the interior renovation, GKV presented architectural drawings that demonstrated how the renovation will bring in more natural light, remove cluttered spaces and barriers, make use of space that is currently wasted space in the current configuration, build out space and install more windows to provide a connection with the outdoors and natural light, and create a more energy efficient building thereby becoming a “green” building. The environmental design goal is to achieve a silver/certified standard from the U.S. Green Building Council.

The architect team described each floor in detail and how it would be renovated to achieve the best design for the school. Among other topics of discussion concerning the renovation were the type of climate control system that will be installed, different interior finishes that are available for the new construction, roof top area configuration, the



elevator system, fire control systems that include a sprinkler system, and a new fire alarm system. It was agreed that Mr. Simon Harrington from GKV will meet with Mr. Jose Obregon at 242 Hoyt Street on Friday, October 26, 2018 to conduct a walk-through and review the PTE requirements for the proposed design.

## **II. Resolution Construction Plans**

Dr. Asmussen discussed with the board two (2) finance timetables: a three month and a four month timetable. The three month timetable is the preferred timetable with a closing date sometime the first week in December 2018. Dr. Asmussen informed the board that the landlord wants to close in January 2019. Closing in January 2019 assumes a risk that interest rates will go up. The board members also discussed the possibility of pricing in December 2018 and closing in January 2019 to mitigate the delay. Dr. Asmussen also informed the board that not phasing the construction can save approximately \$1M dollars. Therefore, it is preferable to vacate the building and rent a temporary space while the construction takes place. Dr. Asmussen also reminded the board that the CM contract has to be signed before a loan can be issued.

**Motion:** Mr. Tabano motioned that the board approve the construction plans as presented.

**Motion Seconded:** Mr. Winter seconded the motion.

**Board Vote:** All members unanimously voted in favor of the construction plans as presented.

## **III. Resolution: Minutes from September Board Meeting**

Dr. Weitzman asked the board to include in the September 2018 Board minutes his question pertaining to the time of essence clause in the financing contract with the bank.

**Motion:** Mr. Tabano motioned that the board approve the September 2018 board meeting minutes.

**Motion Seconded:** Mr. Leslie Winter

**Board Vote:** All members unanimously voted in favor of approving the September 2018 board meeting minutes.

## **IV. Resolution: New Board Member**

The board reviewed documentation pertaining to Ms. Katharine Urbati's, aspiring board member application to join the NDCS Board of Trustees. After reviewing the school trustee background information and related documentation, the board voted to accept Ms. Katharine Urbati's application as follows:



**Motion:** The New Dawn Charter High School’s Board of Trustees, having conducted a thorough background check via a fingerprint scan as required and having discovered no State or federal criminal history, or having provided such history to SED if found, has voted to select Katharine Urbati as a final candidate to it’s Board of Trustees, with a term expiring on June 30, 2019, pending approval by SED. The resolution approving Katharine Urbati is formally adopted upon SED’s approval.

**Motion Seconded:** Ms. Jane Sun seconded the motion.

**Board Vote:** All members unanimously voted in favor to approve Ms. Katharine Urbati’s application for admittance to the NDCHS board of trustees.

#### **V. Resolution: Executive Committee Decisions**

In the interest of meeting all deadlines relevant to financing the renovation project and future construction decisions, Mr. Tobano asked the board of trustees to give him and Dr. Asmussen the authority to make decisions as related to such.

**Motion:** Mr. Tabano motioned that the board approve and give decision making authority to Mr. Tabano, and Dr. Asmussen as related to financing and construction operations decisions for the renovation project.

**Motion Seconded:** Mr. Leslie Winter

**Board Vote:** All members unanimously voted in favor of giving Mr. Tobano and Dr. Asmussen the authority to make decisions as related and needed for financing and construction operations decisions for the renovation project.

#### **VI. Finances**

Resolution: Audit

Dr. Asmussen reported that the school received another clean audit for Fiscal Year 17-18. The audit indicated that the school was in compliance with NDCS fiscal policies and procedures and that it remains financially sound.

**Motion:** Mr. Tabano motioned that the board approve 17-18 annual financial audit.

**Motion Seconded:** Dr. Weitzman

**Board Vote:** All members unanimously voted in favor to approve Fiscal Year 17-18 annual financial audit.

Resolution: Monthly Financials



Dr. Asmussen presented the board with the monthly financials and clarified that the number of students reported was incorrect and that it should reflected a greater number of students. Dr. Asmussen also provided a copy of the last district billing statement which reflects the correct number of students that the school billed for. Dr. Asmussen will ask the accountants to make a correction reflecting the correct number of billable students for the monthly financial report.

**Motion:** Mr. Tabano motioned that the board approve the monthly financials.

**Motion Seconded:** Mr. Leslie Winter

**Board Vote:** All members unanimously voted in favor to approve the monthly financials.

## **VII. School Updates**

### a. NDCHS – Brooklyn

#### 1. Facilities and Bond Update.

Dr. Asmussen informed the board that she continues to seek out a temporary facility for the renovation. A possibility is the School Construction Authority as a source for obtaining a Letter of No Objection for any space we do identify.

In regards to the NYC Bonds, the school will get a budgeting process summary to Ziegler and also the 1<sup>st</sup> Quarter financials. November 14, 2018 is the targeted date for the S&P rating.

### b. NDCHS – Queens

#### 1. Facilities. There is still the possibility that the faciity on Merrick Avenue in Queens can serve the new school. However, Dr. Asmussen indicated that the search will continue for a facility that is more accessible to the students.

## **VIII. New Business**

Dr. Weitzman announced that he would be moving to London, England at the end of November and would be resigning from the Board at that time after five and a half years. He stated that he was not aware of his schedule at this time and that he would like to attend the November Board meeting if possible. Mr. Tabano assured all that the date of the Board meeting would be changed if it was not possible for Dr. Weitzman to attend the November meeting.



Next board meeting is scheduled for Tuesday, November 27, 2018 but may be changed to allow Dr. Weitzman to attend.

**IX. Adjournment**

**Motion:** Mr. Tabano motioned to adjourn the board meeting.

**Motion Seconded:** Mr. Les Winter seconded the motion.

**Vote:** The board unanimously voted to adjourn at 4:00 P.M.