



**Board of Directors Meeting  
Thursday, June 23, 2022  
Via Videoconference**

**MINUTES**

**Participants:** Glen Howard, Chair  
Scott Bess  
Elizabeth Lindsey  
Lisa Mallory  
Catherine Meloy  
Shirlissa Steele  
April Young

The following staff members were also present: Chelsea Kirk, Janece Kleban, Colleen Paletta, Rosa Proctor, Jeffrey Rostand, Elizabeth Rienzo and Josh Wallish. Ms. Rienzo recorded the minutes of the meeting.

Mr. Howard called the meeting to order at 9:35am.

**Student Board Members**

Mr. Howard thanked graduating student board member, Shirlissa Steele, for her service to the Goodwill Excel Center Board of Directors.

Mr. Howard welcomed and introduced proposed student board member, Shaniquah Bailey. Upon motion duly made and seconded, the **Board unanimously approved by roll call vote Ms. Bailey and Mr. Dervaughn Jones to serve as student Board members.**

**Excel Center Update**

Ms. Paletta provided an update on school operations, focusing on year-to-date charter goals, Covid vaccination requirements for SY 22-23, and July graduation. Discussion followed, with Ms. Paletta and Dr. Kirk responding to questions.

**Excel Center Expansion**

Ms. Meloy presented an update on the construction of the second GEC campus, reporting that (i) the final inspection was completed in April; (ii) the Leadership team will move in on July 25; and there will be an Open House in September or October.

Ms. Meloy informed the Board that a community engagement plan is in development to engage key stakeholders in Prince Georges County to build support for funding for an Excel Center there.

### **Approval of Minutes**

Mr. Howard asked for any proposed corrections and/or other revisions to the minutes of the March 15, 2022 Board meeting. Upon motion duly made and seconded, the **Board unanimously approved the minutes by roll call vote.**

### **Mission Moment**

Dr. Kirk introduced the Mission Moment by highlighting events of collaboration and engagement of GEC and Goodwill of Greater Washington (“GGW”) staff.

### **Financial Report**

Ms. Meloy welcomed and introduced Chief Financial Officer, Jeffrey Rostand, who joined GGW on May 18, 2022.

Mr. Rostand presented the year-to-date April 2022 financials, highlighting several items of particular importance. Discussion followed with Mr. Rostand responding to questions.

### **Management Agreement**

Mr. Wallish presented a proposed revised Management Agreement with GGW and explained that the Agreement's management fee is based on GGW's actual expenses to provide services to GEC. He reminded the Board that the Management Agreement is a “conflicting interest contract” under Public Charter School Board policy because three members of the GEC board are also on GGW's board. After discussion, the Disinterested Board Members (Mr. Bess, Ms. Lindsey, Ms. Steele, and Ms. Young) **unanimously approved the following resolution by roll call vote:**

- (a) the Management Agreement is fair to GEC because:
  - 1. the staffing structure is reasonable;
  - 2. the total fee is reasonable in comparison to the previous year's fee and in light of the opening of a second location; and
  - 3. the total fee is significantly less than GEC would pay if it had to hire staff to provide the same quality of management as is provided by GGW under the Management Agreement; and
- (b) the Management Agreement is approved.

### **Proposed Fiscal Year 2023 Budget**

Ms. Proctor presented the proposed budget for fiscal year 2023. Discussion followed with Mss. Proctor and Meloy responding to numerous questions. Upon motion duly made and seconded, the **Board approved the FY2023 budget by roll call vote.**

**Public Comment**

No one from the public attended the meeting.

Mr. Howard adjourned the meeting at 10:52am.

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Elizabeth Karmin  
Secretary

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