

**Westinghouse Arts Academy Charter School
Board of Trustees**

MEETING MINUTES

Wednesday, June 2, 2021, 6:00 P.M. EDT

Present:

Bill Pricener, Board President/Treasurer (Zoom)
Dexter Hairston, Board Secretary (Zoom)
John Hisiro, Trustee (Zoom)
Bernadette Gibson, Trustee (Zoom)
Greg Jakub, Trustee (Zoom)
Gloria Rayman, Trustee (Zoom)
Matt Racunas, Solicitor (Zoom)
Rick Fosbrink, WAACS CEO (Zoom)
Betsy D'Emidio, WAACS Principal/CAO (Zoom)
Debra Lehew, WAACS Dir. SpEd (Zoom)
Nadine Dunn, WAACS Business & HR Admin/Brd
Recording Secretary (Zoom)

Excused:

Don Marinelli, Trustee (Zoom)
JP Hernandez, Trustee

Guests:

Eric Phelps, Westinghouse Arts Theater Faculty
Michelle Lohner & Dennis W'Mosi, Charter School
Capital
Bill Malloy, RPA Holdings
Westinghouse Arts Faculty, Staff and Parents
attending via Zoom

The Meeting of the Board of Trustees began at 6:03 p.m.

Roll Call of Board Members:

Bill Pricener, Board President, welcomed all guests, parents, community, faculty and staff attending via Zoom.

Public Comment:

None

Guest Presentations:

Rick Fosbrink, CEO, introduced the guest presenters to start the meeting. The first presentation was the drunk and distracted driving film that our theater teacher, Eric Phelps, and Allegheny County Police Officer Joe Risher created for our Pre-Prom assembly. Mr. Phelps and several of his students filmed the message based film over a three day period, working with community volunteers from local Police, Fire, and EMS services. Officer Joe, who has worked with the school on safety projects since 2017, presented the finished film at an assembly to the students attending the Prom the following day. Mr. Fosbrink stated that he would share the film with the Board members after this meeting.

Bill Pricener, Board President, spoke briefly on the state of the county police department in Wilmerding. As most in attendance have known, the contract with the county police departments ends December of 2021 and the Allegheny County office is not looking to renew. Mr. Pricener has created a letter to be sent to the county in support of extending the contract and has asked the school and their parents to sign and send the letter to keep the department in Wilmerding.

Mr. Fosbrink introduced the second presenter of the evening from Charter School Capital. Michelle Lohner & Dennis W'Mosi spoke about a new venture that Mr. Fosbrink and Mr. Bill Malloy, from RPA Holdings, have been in discussion with Charter School Capital (CSC) regarding a pathway to buy the school building. CSC presented their program via a powerpoint but essentially, they will fund the purchase of the building through a partner called the Wonderful Foundation. This foundation will use no-cost bonds and lease the building back to Westinghouse, at a lower rate than the current rent. Once the bonds are fulfilled, the Wonderful Foundation will gift the building back to Westinghouse. CSC and the Wonderful Foundation have successfully executed this pathway to building purchase for a number of other charter schools throughout the nation. Ms. Lohner

wrapped up the presentation by describing the next steps in the process to the Board and will share with them the powerpoint that was just presented. Mr. Pricener asked for Board questions, hearing none he thanked Ms. Lohner & Mr. W'Mosi.

Approval of Meeting Minutes:

Bill Pricener, Board President, asked if anyone had corrections or comments to the May minutes. Noone had any comments. Mr. Pricener called for a motion to accept the minutes from the 5/5/2021 meeting.

Motion made: To accept the minutes from 5/5/2021 - Greg Jakub , 2nd: Dexter Hairston

Vote: All in favor: ALL Yea; 0 Nay; 0 Abstaining- Motion Carried.

Board Governance:

No Items

School Programs & Policies:

Dr. Betsy D'Emidio, Principal, announced that Graduation will be held on Wednesday, June 16th at 6:30 pm. Dr. D/Emidio has been receiving calls from parents asking if they can receive more than 4 tickets per family. After conversations with Mr. Fosbrink, it has been decided that the graduation will be moved from the park outside, which limited the seating capacity, to inside the auditorium. This move will allow more space and in turn more tickets for family members. Dr. D'Emidio invited all Board members to join us in celebrating Graduation. It was already decided that Mr. Pricener and Mayor Jakub would be in attendance to assist in handing out the diploma covers on stage. She continued by saying she is planning and hoping to keep the ceremony to 1 hour.

Next, Dr. D'Emidio stated that this summer, Westinghouse Arts will be participating in a Federally backed Summer Lunch Program. The Summer program, from June 28-August 6, will allow community members 18 yrs and younger free lunch in our dining commons. Between this lunch program, our Broadway Takeover Summer Camp and a newly planned Art Camp, Dr. D'Emidio commented that Westinghouse Arts will be a very busy place.

School Personnel:

Rick Fosbrink, CEO, presented to the Board the list of personnel for May. He pointed out that we have two faculty members who have already told administration that they would not be returning in the Fall. Bill Pricener, Board President, called for a motion to approve the personnel report.

Motion made: To approve the personnel report - John Hiriso; 2nd: Bernadette Gibson

Vote: All in favor: ALL Yea; 0 Nay; 0 Abstaining- Motion Carried.

Next Mr. Fosbrink presented to the Board the employment agreement for ratification that was drawn up by our solicitor. Bill Pricener, Board President, called for a motion to ratify the agreement.

Motion made: To ratify the agreement - Gloria Rayman; 2nd: Greg Jakub

Vote: All in favor: ALL Yea; 0 Nay; 0 Abstaining- Motion Carried.

Report on Facilities:

Rick Fosbrink, CEO, presented to the Board estimates of summer building improvement projects. Historically, these projects would have been worked out with the landlord and the cost rolled into our rental agreement. However, this year we are in a financial state where the school will be able to fund these projects without the assistance of the landlord. Mr. Fosbrink has discussed these changes to the building with the landlord and has received his go ahead. Now Mr. Fosbrink presents the 4 proposed projects to the Board. The first change would be to create more usable space in the current student center area. The estimated cost would be

\$175,000. Dr. D'Emidio added that there may be grant money that we can use towards this project because it entails creating a better space for social and emotional learning support. The second project is a safety concern. In the kitchen dock area, there is access to the boiler room from the outside. This area does not have a railing and the subterranean entrance has collected water and created water damage over the years. To correct the damage and add a safety railing, the estimate is \$8,500. The third project fell in line with the continued improvement of the classrooms on the second floor. Room 200 is our Music room. Mr. Fosbrink spoke with Dove Construction to get an estimate to refresh the room and raise the ceiling which would offer the musician a better sound. To upgrade the Music room would be roughly \$32,000. The final project is to build a wall at the back of the dining commons to create a Large Group Learning space. This space was initially identified in the original renovation plans. The wall and creation of the room would be about \$14,390.

Mr. Fosbrink stated that we would not have to do the projects all at once but the two projects that should be done over the summer would be the Student Center and Boiler Room door area. After a brief discussion amongst the Board members and questions to clarify why these two projects should be first, Bill Pricener stated that he and the Board would feel more comfortable if the projects were split up and two of the projects could be added later. Mr. Pricener called for a Roll Call vote.

Motion on the floor: To allow Westinghouse Arts Academy to spend NO MORE then \$185,000 on the Student Center and Boiler Room Door/Railing projects this Summer - motion made by Greg Jakub; 2nd by Bernadett Gibson. *ROLL CALL:* Greg Jakub - Yea; Bernadette Gibson - Yea; John Hisiro - Yea; Gloria Rayman - Yea; Bill Pricener - Yea; Dexter Hairston abstained due to having to leave the meeting early for a work conflict.

The motion carries and Westinghouse Arts may enter into an agreement with Dove Contracting for the work on the two aforementioned projects.

Report on Fundraising:

Rick Fosbrink, CEO, briefly stated that he and Ms. Ryan were finishing Westinghouse's application to become a EITC Education Improvement Organization, as well as the new informational packet to the Allegheny Foundation. Board Member, Gloria Rayman, urged Mr. Fosbrink to complete the EITC application quickly and send it over to Dollar Bank because the window of opportunity is fast approaching.

Report on Finance and Business Services:

Rick Fosbrink, CEO, went over the financial reports with the members. Mr. Fosbrink highlighted certain columns that members should look at more closely. Overall we continue to do well financially.

In addition to the financial reports, Mr. Fosbrink presented the proposed 2021-22 School Year budget for approval. Mr. Fosbrink comments that there were only minor changes to the budget from the draft that the Board looked at last month. The budget proposal includes \$5,287,098 in projected revenue and \$4,709,517 in projected expenses. \$1,899,648 will be spent on Instruction, \$2,470,147 on Support Services, and \$69,722 on Non-Instructional Services. There is a projected Cafeteria Fund transfer of \$70,000 and \$200,00 Budgetary Reserve. He pointed out that he included a spreadsheet that broke down salaries by employee name to help identify those dollar amounts in the overall budget document. The teachers are shown to be advancing on the step scale that was implemented last year. Mr. Fosbrink presented the budget with the increase knowing that the creation of a teacher union has put us in a Status Quo situation while we await contract negotiations. He felt better to include the increase so that we are not surprised by it if it is reactivated later this year. Overall, most will get a 2% increase. The department to see the greatest increase is our facilities and cafeteria staff. Starting next year, all persons in those positions will start at \$15.00 per hour. All Board members commented approvingly for this wage increase for our hourly employees. Bill Pricener, Board President, called for a motion and a vote on the budget.

Motion made: To approve the proposed budget for school year 2021-22 as presented- John Hisiro, 2nd: Gloria Rayman

Vote: All in favor: ALL Yea; 0 Nay; 0 Abstaining- Motion Carried.

The next item on the agenda was a carry over from the last meeting. The school's 990 needed to be submitted and the Board had asked for a bit more time to review. Mr. Fosbrink asked them to ratify the filing of the school's 990 form to the state. Mr. Pricener called for a motion.

Motion made: To ratify the school's 990 form that was submitted - Greg Jakub, 2nd: John Hisiro

Vote: All in favor: ALL Yea; 0 Nay; 0 Abstaining- Motion Carried.

Lastly, Mr. Fosbrink presented the contracts, bills, and payroll reports for the month of May. He stated that nothing was out of the ordinary. Again, Mr. Pricener called for a motion to approve.

Motion made: To approve the contracts, bills and payroll for May - John Hisiro, 2nd: Greg Jakub

Vote: All in favor: ALL Yea; 0 Nay; 0 Abstaining- Motion Carried.

Report on Marketing and Enrollment:

Rick Fosbrink, CEO, stated that this month they were given a condensed report showing that enrollment is slow but still increasing. It is looking as of today that we have 87 that have accepted and will join the 197 set to return. The numbers are still climbing to our target of 300 students for next school year. Mr. Fosbrink shared information from a report out of our student management system, that when student numbers per Art Cores are added to the new enrollments, we are expecting to have 33 in Dance; 44 in Digital Art; 17 in Instrumental; 26 in Literary Arts; 23 in Music Theater; 18 in Theater; 23 in Voice; and 99 so far in Studio Arts. These numbers will only continue to grow as the summer enrollment season approaches.

Miscellaneous Comments:

Mr. Fosbrink reviewed the upcoming Westinghouse Arts events. Most notably our Art in the Park which will take place Saturday, June 5 from 1 to 4pm. He invited all members to attend if they are able. Also coming is graduation, Broadway Take Over camp; a NEW Art Camp is being put together for this summer; and the next Board meeting in July to kick off the 2021-22 school year. It was discussed that the July meeting would be in person for those that could attend and virtual for those that wanted to attend virtually.

Executive Session:

Bill Pricener, Board President, thanked everyone for attending but stated that the Board Members will now go into the Executive Session to discuss personnel matters and the public portion of the meeting has concluded. Mr. Pricener called for an adjournment motion.

Motion made: To adjourn the public meeting and enter into the Executive Session - John Hisiro

The Board went into the Executive Session and the public meeting adjourned at 7:24 pm.

Next Meeting: July 7, 2021 at 6:00 pm

Date:

Board Secretary