



**KIPP Texas Public Schools**  
**MINUTES OF THE BOARD OF DIRECTORS MEETING**

Date: September 13, 2018

Time: 9:40 a.m.

Place: KIPP Oak Cliff Academy, KOCA Intervention Room  
3200 S. Lancaster Rd, Suite 230A, Dallas TX 75216

Attendance:

**Board Members Present**

Gene Austin

Bill Boyar

Munira Fareed

Pepe Guevara

Michael Humphreys

Duncan Klusmann

Willis Johnson

William Moll

Gretchen Miller

Ethan Phillips

Shawn Raymond

Bob Scott

Alex Sharma

Steve Shook

Kent Wallace

Darla Whitaker

**Staff:**

Sehba Ali

Daphane Carter

Kris Cheung

Jaideep Hebbbar

Mark Larson

**Other:**

Ellen Spalding, Counsel

Tom Sage, Counsel

Bill Boyar called the KIPP Texas Public Schools Board of Directors meeting to order at 9:41 a.m.

**Welcome**

Bill Boyar welcomed the board.

**Public Comment**

There was no public comment.

**Executive Session**

The Board adjourned into Executive Session at 9:44 a.m. as permitted under Texas Government Code 551.071 and 551.074. The Executive Session recessed at 11:40 a.m.

**CEO Compensation**

On motion by Shawn Raymond, seconded by Pepe Guevara, the Board unanimously approved the CEO compensation, CEO deferred compensation, and CEO performance bonus resolutions.

**Settlement Agreement**

On motion by William Moll, seconded by Kent Wallace, the Board unanimously approved the Compromise Settlement Agreement as discussed in Executive Session.

#### **Conciliation and Release Agreement**

On motion by Gretchen Miller, seconded by William Moll, the Board unanimously approved the Conciliation and Release Agreement as discussed in Executive Session.

#### **CEO's Report**

Sehba Ali provided an update on academics, enrollment, integration and internal communications. Jaideep Hebbar provided a financial update and discussed FY 18-19 projections and audit timelines. Mark Larson provided an update on advocacy and development. Kris Cheung provided an update on integration.

Gene Austin left meeting at 12:09 p.m.

#### **Growth Planning**

Jaideep Hebbar provided an update on growth planning, 18-19 goals, expansion work groups, and the growth readiness framework..

#### **Parameter Sale of Bond**

Jaideep Hebbar presented a resolution of the Board of Directors of KIPP Texas, Inc. authorizing a borrowing from the Arlington Higher Education Finance Corporation to finance educational facilities , approving the issuance of bids, delegating authority to effect the sale, issuance and delivery of bonds and to approve, execute and deliver certain documents related thereto, and containing other related matters. On motion by Ethan Phillips, seconded by Alex Sharma, the Board unanimously approved the Parmeter Sale of Bond.

#### **Academic Performance Update**

Daphane Carter provided an update on academic performance, state accountability ratings, and 18-19 academic priorities.

William Moll left the meeting at 12:49 p.m.

#### **Public Hearings for School Improvement Plans**

Daphane Carter presented the school improvement plans for KIPP Truth Academy and KIPP Un Mundo and the Board held public hearings for each.

#### **Target Improvement Plan for KIPP Truth Academy**

On motion by Alex Sharma, seconded by Willis Johnson, the Board unanimously approved the Target Improvement Plan for KIPP Truth Academy.

#### **Target Improvement Plan for KIPP Un Mundo**

On motion by Bob Scott, seconded by Willis Johnson, the Board unanimously approved the Target Improvement Plan for KIPP Un Mundo.

#### **Procurement - Construction Services**

Kris Cheung led a discussion on new construction.

On motion by Gretchen Miller, seconded by Michael Humphreys, the Board unanimously approved the resolution delegating authority to review, evaluate, interview, rank, select, negotiate, and award a contract for Construction Manager At Risk services for the 1:1 PreK3 through 12<sup>th</sup> grade campus on the southwest side of Houston to the CEO.

#### **Third Amended and Restated Certificate of Formation**

On motion by Michael Humphreys, seconded by Alex Sharma, the Board unanimously approved the adoption of the Third Amended and Restated Certificate of Formation.

## **Consent Agenda**

On motion by Duncan Klussmann, seconded by Pepe Guevara, the Board unanimously approved the consent agenda.

- **Approval of July Meeting Minutes**
- **Resolutions to:**
  - Ratify approval of the KIPP Foundation license agreements with each of the 52 KIPP Texas Public Schools
  - Approve amendments to the Student Handbook inclusive of Austin Academic Calendar and Academic Program
  - Approve the employee handbook
  - Approve nominations for Finance Committee
  - Approve KTX Wellness Policy
  - Appoint Successor Trustee for KIPP 457(b) Retirement Plan
  - Resolution to approve PHILO Loan

## **Mission Moment**

Darla Whitaker shared thoughts from her experiences with KIPP alumni in Dallas and challenges and successes they faced straddling the private school world and the home environments.

There being no further business, the meeting was adjourned at 1:45 p.m.

Submitted by Cicely Taylor, Director of Special Projects KIPP Texas Public Schools