

## Uplift Education Board Meeting Minutes

Tuesday, June 20, 2023, at 4:30 p.m.

A meeting of the Board of Uplift Education was held on the date and time listed above.

Called to Order: 4:35 p.m.

Adjourned: 7:45 p.m.

### Executive Committee Members Present:

1. Cullum Clark
2. Dr. Lael Melville
3. Dawn Davidson
4. Cameron Johnson
5. Ed Tauriac
6. Christine VanDeVelde
7. Pilar Davies
8. Ricky Garcia

<i>TOPIC</i>	<i>DISCUSSION/CONCLUSIONS</i>	<i>ACTIONS</i>
I. Call to Order and Announcements	C. Clark welcomed the Board to the meeting and took attendance. A quorum being present, the meeting was called to order at 4:35 p.m.	
II. Community Forum	No community members were present to speak during the Community Forum.	
III. Board Minutes	<p>C. Clark introduced the May 23, 2023, minutes for approval. The Board was provided the minutes for review in their pre-read.</p> <p><b><u>ACTION ITEM:</u> Consider and take action on approving minutes from previous Board meetings. May 23, 2023.</b></p>	Upon a motion to approve the May 23, 2023, Board meeting minutes, as presented, by P. Davies, and seconded by L. Melville, the Board unanimously approved the motion.
IV. Finance Update	<p>Presentation of the amended fiscal year 2023 budget. The following was presented on:</p> <ul style="list-style-type: none"><li>• Closing out the budget for FY23, including the projected budget, adopted budget, and variance between the two.</li></ul> <p><b><u>ACTION ITEM:</u> Consider and take action on approving the amended fiscal year 2023 budget.</b></p> <p>Presentation of the fiscal year 2024 budget. The following was presented on:</p> <ul style="list-style-type: none"><li>• FY24 budget – key headlines, including:<ul style="list-style-type: none"><li>○ Budgeting 22,569* scholars, up 333 (+1.5%) vs. 2023; 94% ADA vs. 93% in 2023</li><li>○ Nominal increase in State Comp-Ed, \$75 per scholar (+1.2%)</li><li>○ \$3M Federal funding increases</li><li>○ \$10M of reduced headcount and overhead expenses offset by other payroll increases</li><li>○ including COLA, improved salary schedules, other pay scale adjustments reduced vacancies</li><li>○ \$2.8M savings from change in benefits provider from TRS to BCBS partnering with McGriff</li><li>○ Utilize \$7.8M of remaining ESSER funds to ensure debt ratio 1.25</li></ul></li></ul>	Upon a motion to approve the amended FY23 budget, by R. Garcia, and seconded by P. Davies, the Board unanimously approved the motion.

	<ul style="list-style-type: none"> <li>○ Budgeting vacancy rate of 6% vs. 2023 school year run rate of 18%</li> <li>• FY24 budget – state session outcome</li> <li>• Path to FY24 enrollment</li> <li>• FY24 proposed budget, including FY23 adopted budget, and the variance between the two, as well as a review of bond information</li> </ul> <p><b><u>ACTION ITEM:</u> Consider and take action on approving the fiscal year 2024 budget.</b></p>	<p>Upon a motion to approve the FY24 budget, as presented, by E. Tauriac, and seconded by L. Melville, the Board unanimously approved the motion.</p>																																																										
V. Administrative Action Items	<p>The following administrative action items were presented to the board:</p> <ul style="list-style-type: none"> <li>• <b><u>ACTION ITEM:</u> Consider and take action on approving the revised Employee Grievance Policy.</b></li> <li>• <b><u>ACTION ITEM:</u> Consider and take action on the 2023-2024 Allotment &amp; TEKS Certification Form for the TEA.</b></li> <li>• <b><u>ACTION ITEM:</u> Consider and take action on approving board and officer election results.</b></li> </ul> <p>The results of the elections included the following results:</p> <p>Returning Trustee Ballot:</p> <table> <tr><td>John Beckert</td><td>2nd Term</td></tr> <tr><td>Cullum Clark</td><td>3rd Term</td></tr> <tr><td>Tony Dona</td><td>3rd Term</td></tr> <tr><td>Ricky Garcia</td><td>2nd Term</td></tr> <tr><td>Cameron Johnson</td><td>3rd Term</td></tr> <tr><td>John McPherson</td><td>2nd Term</td></tr> </table> <p>New Trustee Ballot</p> <table> <tr><td>Simon Chen</td><td>1st Term</td></tr> <tr><td>Mandy Ginsberg</td><td>1st Term</td></tr> <tr><td>Yanela Montoya</td><td>1st Term</td></tr> <tr><td>Todd Rapp</td><td>1st Term</td></tr> <tr><td>Gio Sanchez</td><td>1st Term</td></tr> <tr><td>Peter Zwick</td><td>1st Term</td></tr> </table> <p>Executive Committee Ballot:</p> <table> <tr><td>Cullum Clark</td><td>Executive Committee Chair</td></tr> <tr><td>Dr. Lael Melville</td><td>Vice-Chair</td></tr> <tr><td>John Beckert</td><td>Development and External Affairs</td></tr> <tr><td>Ricky Garcia</td><td>At-Large</td></tr> <tr><td>Rusty Jagers</td><td>Governance</td></tr> <tr><td>Cameron Johnson</td><td>Real Estate</td></tr> <tr><td>John McPherson</td><td>Strategic Planning and Finance</td></tr> <tr><td>Andre McEwing</td><td>Fort Worth Advisory Board</td></tr> <tr><td>Pilar Davies</td><td>School Engagement Committee Co-Chair</td></tr> <tr><td>Christine VanDeVelde</td><td>School Engagement Committee Co-Chair</td></tr> <tr><td>Harold Montgomery</td><td>At-Large</td></tr> <tr><td>James Stanton</td><td>Advocacy</td></tr> <tr><td>Simon Chen</td><td>Audit</td></tr> </table> <p>Officer Ballot:</p> <table> <tr><td>Yasmin Bhatia</td><td>CEO</td></tr> <tr><td>Dr. Remy Washington</td><td>President</td></tr> <tr><td>Leslie Berlin</td><td>CFO</td></tr> <tr><td>Alex Berk</td><td>Secretary</td></tr> </table>	John Beckert	2nd Term	Cullum Clark	3rd Term	Tony Dona	3rd Term	Ricky Garcia	2nd Term	Cameron Johnson	3rd Term	John McPherson	2nd Term	Simon Chen	1st Term	Mandy Ginsberg	1st Term	Yanela Montoya	1st Term	Todd Rapp	1st Term	Gio Sanchez	1st Term	Peter Zwick	1st Term	Cullum Clark	Executive Committee Chair	Dr. Lael Melville	Vice-Chair	John Beckert	Development and External Affairs	Ricky Garcia	At-Large	Rusty Jagers	Governance	Cameron Johnson	Real Estate	John McPherson	Strategic Planning and Finance	Andre McEwing	Fort Worth Advisory Board	Pilar Davies	School Engagement Committee Co-Chair	Christine VanDeVelde	School Engagement Committee Co-Chair	Harold Montgomery	At-Large	James Stanton	Advocacy	Simon Chen	Audit	Yasmin Bhatia	CEO	Dr. Remy Washington	President	Leslie Berlin	CFO	Alex Berk	Secretary	<p>Upon a motion to approve the revised grievance policy, as presented, by C. Johnson, and seconded by R. Garcia, the Board unanimously approved the motion.</p> <p>Upon a motion to approve the 2023-2024 Allotment &amp; TEKS Certification Form for the TEA, as presented, by C. Johnson, and seconded by E. Tauriac, the Board unanimously approved the motion.</p> <p>Upon a motion to approve the FY24 annual board and officer election, as presented, by D. Davidson, and seconded by E. Tauriac, the Board unanimously approved the motion.</p>
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<p>VI. Hear and Consider the Level Three Employee Grievance Appeal of Loren Colman</p>	<p>Alex Berk, Chief Legal Officer, managed this hearing on behalf of the Board, introduced the hearing, and reviewed the rules and procedures for the hearing.</p> <p>In addition to the board members present, those present for the hearing included the following:</p> <ul style="list-style-type: none"> <li>• Loren Colman, Grievant</li> <li>• Kyla Cole, Attorney for Grievant</li> <li>• David Giddens, Attorney for Administration</li> <li>• Derrick Ward, Sr. Director of Legal Affairs</li> <li>• Alex Berk, Chief Legal Officer and Board Attorney</li> <li>• Yasmin Bhatia, CEO</li> <li>• Remy Washington, President</li> <li>• Priscilla Pharms, Deputy Chief of Primary Schools</li> <li>• Various Uplift staff members/members of the public</li> </ul> <p>Alex Berk explained to Ms. Colman that she had the option of electing whether the Board would hear her appeal in open or closed session. Ms. Colman elected for the hearing to be heard in open session.</p> <p>Of the ten minutes available to her for her presentation to the board, Ms. Colman elected to use all of her ten minutes for her presentation and zero minutes for rebuttal.</p> <p>Of the ten minutes available to Administration for its presentation, Administration asked to be notified when it reached nine minutes. Because the Grievant elected to use all of her ten minutes, there was no need for Administration to reserve time for rebuttal.</p> <p>Ms. Colman's presentation: Ms. Colman read a prepared statement for her presentation, which included the following points/arguments:</p> <ul style="list-style-type: none"> <li>• A review of her awards, work, and the like during her tenure with Uplift</li> <li>• A statement that her own child attends Uplift White Rock Hills</li> <li>• She has not yet found a job since her termination</li> <li>• Arguments that she did not direct families not to attend school on the day in question</li> <li>• The Operations Director was responsible for sending out communications from the school, not her, and the Operations Director was written-up for the incident but not terminated</li> <li>• Other Academic Directors showed movies on the day in question and were not terminated nor written-up (scholars did not receive instruction)</li> <li>• The Operations Director has performed poorly and has been on leave "multiple" times during the school year</li> <li>• She was asked to pay back the \$5K contract bonus because she did not complete the required two years of service in order to receive the bonus, but other Academic Directors of color who did not complete the two years were not asked to pay back the \$5K</li> <li>• Argument that the school day calendar was changed due to a priority of money over safety, that her school would not have appropriate staff to monitor and teach scholars, and that it was possible to recoup the money lost</li> <li>• She was recently elected to the White Rock Hills VIP</li> <li>• A staff member spoke on behalf of Ms. Coleman with an ask that she be provided severance pay</li> </ul>	

	<p>Administration’s presentation:</p> <ul style="list-style-type: none"> <li>• Administration explained that the bad-weather day in question was switched to February 20, 2023, in response to feedback from the community members, and that February 20, 2023 was not an optional day for attendance – it was a school day</li> <li>• Social media posts and other communication from Uplift to staff and families pushed the message that February 20, 2023 would not be a bad-weather make up day and would be a school day like any other</li> <li>• Increasing attendance numbers has been a focal point for Uplift all year and has been repeatedly messaged to Academic Directors and other leaders all year</li> <li>• Ms. Coleman instructed the staff to excuse all scholar absences on February 20, 2023, which was messaged to families through the digital Class Dojo platform</li> <li>• Messaging to families also included that on February 20, 2023 no new content would be taught and that the school would be understaffed</li> <li>• Scholar attendance at White Rock Hills on February 20, 2023, was 20.3%, the lowest attendance rate by 40+%</li> <li>• Ms. Colman emailed Yasmin Bhatia, CEO, and Hannah Mensah, Managing Director, for support with staffing and support was provided to Ms. Colman</li> <li>• Ms. Colman was terminated and has not taken responsibility for her actions</li> </ul> <p>The board did not have any questions for either party.</p> <p>At 5:51 p.m., the board retired to executive session to consult with legal counsel pursuant to Section 551.071 of the Texas Government Code.</p> <p>At 6:32 p.m., the board returned from executive session to open session. Alex Berk stated that the board did not take any action during executive session and reminded the parties that the board’s role is to determine whether Administration violated law or board policy. Alex Berk next asked if the board had a motion.</p> <p><b><u>ACTION ITEM:</u> Consider and take action on the level three grievance appeal of Loren Coleman.</b></p>	<p>Upon a motion to deny the level three grievance appeal of Loren Colman by P. Davies, and seconded by R. Garcia, the Board unanimously approved the motion.</p>
<p>VII. Hear and Consider the Level Three Employee Grievance Appeal of Vanessa Williams</p>	<p>Alex Berk, Chief Legal Officer, managed this hearing on behalf of the Board, introduced the hearing, and reviewed the rules and procedures for the hearing.</p> <p>In addition to the board members present, those present for the hearing included the following:</p> <ul style="list-style-type: none"> <li>• Vanessa Williams, Grievant</li> <li>• Ginger Gafford, Attorney for Grievant</li> <li>• David Giddens, Attorney for Administration</li> <li>• Derrick Ward, Sr. Director of Legal Affairs</li> <li>• Alex Berk, Chief Legal Officer and Board Attorney</li> <li>• Yasmin Bhatia, CEO</li> <li>• Remy Washington, President</li> <li>• Johnny Deas, Chief Operations Officer</li> <li>• Various Uplift staff members</li> <li>• Member(s) of the public</li> </ul>	

Alex Berk explained to Ms. Williams that she had the option of electing whether the Board would hear her appeal in open or closed session. Ms. Williams elected for the hearing to be heard in open session.

Ms. Gafford appeared at the hearing with packets of documents for the board to be included as part of the record. Mr. Giddens explained that while Administration did not object to the documents being included as part of the record, he did want to make clear that because Administration was just receiving the records it could not verify the authenticity of them. Ms. Gafford stated the documents had been forwarded to Karen Roath at Uplift.

Of the ten minutes available to her for her presentation to the board, Ms. Williams elected to use eight minutes for her presentation and two minutes for rebuttal.

Of the ten minutes available to Administration for its presentation, Administration asked to be notified when it reached nine minutes.

Ms. Williams's presentation included the following points/arguments:

- Ms. Williams refused to pay invoices to Jamal McCall, a vendor of Uplift
- Mr. McCall and Anne Erickson, Uplift's Chief People Officer, were married and Ms. Williams argued that Mr. McCall received an exception to conflict-of-interest law
- Ms. Williams argued the funds used to pay Mr. McCall were in a "separate account" at Uplift
- Ms. Williams argued that Mr. McCall's company had not been properly procured by Uplift
- Ms. Williams argued the reason she was terminated was because Uplift wanted to benefit Mr. McCall and Ms. Erickson
- Ms. Williams reviewed the reasons for her termination and questioned the validity of those reasons

Administration's presentation:

- In February 2022, Johnny Deas, Chief Operations Officer at Uplift, learned of a dispute between Ms. Williams and Mr. McCall's company, Excel Management
- Mr. Giddens briefly explained the purpose for Uplift contracting with Excel Management
- Mr. Giddens reviewed the need for Uplift to investigate the relationship between Ms. Williams and Mr. McCall
- Mr. Giddens explained that Ms. Williams had deviated from standard and long-held purchasing processes and practices when conducting business with Mr. McCall and Excel
- Mr. Deas's investigation discovered that Ms. Williams made orders with Mr. McCall and Excel that deviated from the purchasing processes and practices and that a personal (non-romantic) relationship existed between Ms. Williams and Mr. McCall
- In his interview of Ms. Williams, Mr. Deas specifically asked Ms. Williams about her relationship with Mr. McCall and Ms. Williams answered that it was "strictly business"
- During the course of his investigation, Mr. Deas uncovered text messages of a personal, non-business nature between Ms. Williams and Mr. McCall including gambling discussions
- Mr. Giddens stated that Ms. Williams's argument that Administration is taking Mr. McCall's word over Ms. Williams's word is not correct
- Ms. Williams's termination was appropriate

	<p>Ms. Williams's rebuttal:</p> <ul style="list-style-type: none"> <li>• Ms. Williams and Mr. McCall did not have an improper relationship and the text messages were initiated by Mr. McCall</li> <li>• Gambling was a common interest between Ms. Williams and Mr. McCall</li> <li>• Mr. McCall's text messages were about being paid before net-30</li> </ul> <p>Administration's rebuttal:</p> <ul style="list-style-type: none"> <li>• Mr. Giddens stated Administration is not at the hearing to defend Mr. McCall</li> <li>• At the conclusion of Mr. Deas's investigation, Ms. Williams was terminated and Uplift terminated its contract with Mr. McCall and Excel Management</li> <li>• Mr. Giddens reviewed again the basis for the termination of Ms. Williams</li> </ul> <p>The board did not have any questions for either party.</p> <p>At 7:20 p.m., the board retired to executive session to consult with legal counsel pursuant to Section 551.071 of the Texas Government Code.</p> <p>At 7:40 p.m., the board returned from executive session to open session. Alex Berk stated that the board did not take any action during executive session and reminded the parties that the board's role is to determine whether Administration violated law or board policy. Alex Berk next asked if the board had a motion.</p> <p><b><u>ACTION ITEM:</u> Consider and take action on the level three grievance appeal of Vanessa Williams.</b></p>	<p>Upon a motion to deny the level three grievance appeal of Vanessa Williams by C. Johnson, and seconded by E. Tauriac, the Board unanimously approved the motion.</p>
VIII. Hear and Consider the Level Three Employee Grievance Appeal of Autum Larbi	<p>Ms. Larbi's legal counsel notified Administration that he would be in trial on June 20, 2023, and requested Uplift reschedule Ms. Larbi's hearing. Administration granted the request. As such, Ms. Larbi's hearing was not heard by the board at this meeting.</p>	
IX. Adjournment	<p>There being no further business before the before, C. Clark adjourned the meeting at 7:45 p.m.</p>	

Respectfully submitted by Alexander S. Berk, Secretary.

