

BRIGHT FUTURES ACADEMY

The mission of Bright Futures Academy is to provide families with an educational alternative to the currently available academic programs, for students enrolling in grades K-8, in accordance with the highest professional standards and in cooperation with key stakeholders; in an effort to foster individualized education in a safe, nurturing environment that focuses on core academics with an emphasis on international awareness, social tolerance, and environmental conservation while educating the whole child-mind, body and self.

Meeting of the Board of Directors September 12, 2018

Directors

Lawrence Todd Larmer (Board Chair) – Present
Fhelt Brown (Vice-Chair) – Present
Irma Vicuna (Member & Parent Liaison) – Present

Minutes

1. **OPENING EXERCISES**

- a. Meeting called to order at 6:02 pm
- b. A quorum was established
- c. Pledge of Allegiance
- d. Reading of Mission Statement
- e. Participants Include: Kelly Mallon, Kendall Artusi, Collette Papa, Ana Martinez

2. **ACTION & DISCUSSION ITEMS**

- a. Items by the Board Chair - Board Chair Larmer begins by stating that he will be adjourning the meeting after his 2 items and that all other items will not be heard tonight, but rather at the next meeting. Collette Papa states that it is at the discretion of the board to adjourn and to hear the items. Kendall Artusi states that the items on the agenda are needed are for the audit. Kelly Mallon states that they need the majority of the Board to approe to adjourn or to hear hear the items.
 - i. Initiating search for a CEO – Board Chair Larmer discusses briefly Kendall Artusi’s role of CEO in the past and how she now works for Academica. Since then, the school’s enrollment has dropped in half and the school grade has dropped. He feels that they need someone to fill the CEO position and will conduce a nationwide search for candidates. He would like to consult with executive search agencies that specialize in the educational marketplace. He states that he can authorize the CEO searc as no money is being spent and no documents are being signed. He further states that the Board intends to be an active board and taking an active role; revamping curriiculum, revise the byalws; enhance recruitment. He states that Irma Vicuna in previous meetings has expressed an interest and asks her to say a few words. Ms. Vicuna states that she has been at BFA since the school opened and she wants to go abck to how it was. She discusses sending a letter to all of parents asking them what they think of the school and what they want of the school – she says the letter can be anonymous. She wants the school to be an “A” and for her daughter to remain there for her last 2 years. She would like to see more course offerings at the school. Board Chair Larmner thanks her for her statements. He recaps that they have established to hire an outside firm, but that is going to take some time. He says it is a very time consuming process which leaves the Board in a critical problem and feels they are in a very dangerous position. He says that it is critical that the School Improvement Plan be produced and submitted to the district. He expresses his concerns about the low enrollment and the need to immediately begin outreach and some form of recruitment. He states that the pool of people who are available to start immediately is very small, so they are fortunate to have Henry Di

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Giacinto available to step in. He states that Mr. Di Giacinto is a former teacher, Board Chair of another charter school and knows the people at Palm Beach Public Schools and that he has generously agreed to help due to his dedication. He discusses a study that was performed on highly successful people. One common denominator is they have 10k hours of study, learning, and craft. He states the Mr. Di Giacinto has at least 10k hours under his belt with charter schools.

1. *Motion by Todd Larmer to appoint Mr. Di Giacinto as Interim / Full Time CEO effective immediately, for a period not to exceed 24 months and for a salary not to exceed his contract amount; second by Fbelt Brown.*

- a. Irma Vivuna asks how the permanent search will be performed; Mr. Larmer states that they will engage a professional search company; they get job description, prescreen candidates, the candidates will then meet with the parents, students, and board members. The final step would be a public meeting to approve the new CEO.
 - b. Kendall Artusi requests to speak; Mr. Larmer allows her to. She states that as the founder and former CEO of the school, she would like to address some of the comments that have been made about how the school has gone down. She says that the Board has made conscious decisions to decrease the size of the school by eliminating the other campus. She inquires how the school is going to finance a CEO position and how the Board can wrap their heads around hiring someone who is currently suing the school. She addresses the additional programs that Ms. Vicuna addressed and agrees that would be wonderful, but unfortunately there is a budget that must be followed. She states that in her position at Academica allows her to continue to assist Principal Slone; she states that they speak multiple times per day and feels that Ms. Slone has been serving in the capacity as CEO as she runs the day to day operations of the school and that the CEO title should be given to her – as that was the intention when she (Ms. Artuzi) resigned. Ms. Artuzi states that she continues to be very involved in Bright Futures and finds the timing for a “need for a CEO” very interesting.
 - c. Ana Martinez requests what the monthly contact amount is. Mr. Larmer states that is \$6500 per month. Ms. Martinez expresses her concern due to the fact that the current budget has a deficit of \$175k and there are not enough assets to absorb this type of expense. She reviews last year’s contributions by Academica and states that this expense is not sustainable. Mr. Larmer states that is not sustainable given the current enrollment, but the idea to increase enrollment. Ms. Martinez states that the school would have to increase enrollment by 30 students by the October FTE to breakeven and urges the Board to understand the financial impact of this vote. Mr. Larmer states that they need someone to show leadership and there may be some internal costs and says the Board wants a change of leadership.
- b. Board Chair Larmer agrees to take public comment at this time.
- i. A teacher from BFA asks about the cost of a CEO and how as a teacher they don’t have money for certain things. She states that her public opinion is that the Board does not need to pay for someone to act as the CEO.
 - ii. Ana Martinez requests who her department should reach out to if there is a cash flow deficit; she asks if she should contact Mr. Di Giacinto.
 - iii. A BFA teacher states that she has been with BFA since it opened and would like to know where the money is coming from to fund the CEO position.
 - iv. Mr. Di Giacinto states that there has been a lot of misinformation passed around the past couple weeks. He says that he is committed 100% to make the difference in the school. He is committed to work to bring up the test marks and addresses potential new board members sitting in this room. Hopes that the board will allow his commitment.

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Board Chair Larmer calls for the vote.

Yay – Todd Larmer, Fhelt Brown, Irma Vicuna

Nay – None

Motion (stated above) Passed Unanimously

Mr. Larmer states that Mr. Di Giacinto will report to the office tomorrow.

- c. Board Chair Larmer introduces 2 Board Nominees. He states that since the last meeting he received resumes of 2 exceptional people that want to serve on the Board and states that he is so happy and thrilled that they came forward. Mr. Larmer asks Fhelt to present the candidates as he has been involved. Ms. Brown introduces Devon Lewis-Buchanan and Reginald Maton. Both of knowledge of being on board and of charter school. If the 2 are elected tonight, the Board will have 5 members. Mr. Larmer states that he would like to continuously accept additional board resumes to keep on file for future needs.
- i. **APPROVED:** The Board approved to elect Devon Lewis-Buchanan and Reginald Maton to serve on the Board of Directors.
- Motion to approve by Todd Larmer*
- Ms. Artusi states they have to go through the nominating committee per the Bylaws; Mr. Larmer objects and states they have never done that in the past and that he is going forward on the vote.*
- Second by Fhelt Brown.*
- Board Chair Larmer calls for the vote.*
- Yay – Todd Larmer, Fhelt Brown, Irma Vicuna*
- Nay – None*
- Motion (stated above) Passed Unanimously*
- d. Adjournment
- Motion to adjourn by Todd Larmer; second by Irma Vicuna; motion passed unanimously*

APPROVED ON 9/27/18