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**Legal Prep Charter Academies’ Board of Director Meeting Minutes**

A meeting of the Board of Directors (the “Board”) of Legal Prep Charter Academies (“Legal Prep”) was held at 9:00 am on Friday, May 19, 2023 at Jones Day (110 N Upper Wacker Dr., Suite 4800, Chicago, IL 60606). Notice of the meeting and the agenda having been posted on the school’s website.

The following members of the Board were present:

Sam Finkelstein, (ex officio), Laura Miller (ex officio), Jason Brown, Brendan Barrett, Kalia Coleman, Mark DeMonte, Ryan Dunigan, Heather Fine, Patrick Hendricks, Jose Isasi, Kris Keys, Tom LaFrance, Alejandro Ortega, Oscar Romero, David Susler, Cristel Turner, Bryan Westhoff and Elie Zenner.

Paul Chadha and Wendy Friedman were notified absences.

**Minutes of the Previous Meeting**

The Board

**VOTED:**

On motion of Heather Fine and seconded by Jason Brown, the Board members voted unanimously to approve the draft minutes of the Board meeting from March 16, 2023 in the form circulated and previously posted.

**Public Comment**

No public comments were offered.

**Executive Committee Report**

Sam Finkelstein provided the Executive Committee update, which was brief.

**VOTED:**

On the motion of Oscar Romero and seconded by Bryan Westhoff, the Board members voted unanimously to designate Laura Miller as the FOIA designee for the Corporation.

**Board Governance Committee Report**

Laura Miller provided the Board Governance Committee update. She discussed the revisions to the Bylaws.

**VOTED:**

On the motion of Jose Isasi and seconded by Tom La France, the Board members voted unanimously to adopt the Bylaws as amended, as recommended by the Governance Committee and in the form previously circulated.

**VOTED:**

On the motion of David Susler and seconded by Bryan Westhoff, the Board members voted unanimously to elect the following Officers, for one year terms to become effective on July 1, 2023, each of whom



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shall serve as members of the Executive Committee, created under Section 5.3 of the Bylaws, effective July 1, 2023:

- a. Chief Executive Officer: Samuel Finkelstein
- b. President: Bryan Westhoff
- c. Vice President/President-Elect: Oscar Romero
- d. Vice President: Heather Fine
- e. Secretary: Cristel Turner
- f. Treasurer: Rather Stanton

VOTED:

On the motion of Jason Brown and seconded by Bryan Westhoff, the Board voted unanimously to elect the following Directors, as recommended by the Governance Committee, for a one year term to become effective on July 1, 2023:

- a. Voting Directors
  - i. Returning members
    - 1. Brendan Barrett
    - 2. Jason Brown
    - 3. Mark DeMonte
    - 4. Ryan Dunigan
    - 5. Heather Fine
    - 6. Jose Isasi
    - 7. Kristopher Keys
    - 8. Tom LaFrance
    - 9. Walter Pryor
    - 10. Oscar Romero
    - 11. Rather Stanton
    - 12. David Susler
    - 13. Cristel Turner
    - 14. Bryan Westhoff
    - 15. Elie Zenner

The Board agreed to defer voting regarding Paul Chada, Wendy Friedman, and Bill Hardin, pending discussions with these individuals.

VOTED:

On a motion of David Susler and seconded by Bryan Westhoff, the Board voted unanimously to elect the following two new members, for a one year terms to become effective on July 1, 2023: Kalia Coleman and Patrick Hendricks.

VOTED:



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On the motion of Jason Brown and seconded by Bryan Westoff, the Board voted unanimously to approve Sam Finkelstein and Laura Miller as Nonvoting Directors.

The Board further acknowledged the many contributions made by Greg Wu as a board member, and granted his request to become a member of the Advisory Board.

In addition, the Board further recognized that Crystal McCune is the parent representative and a voting Board member for a one year term to become effective on July 1, 2023, having been duly elected in accordance with the current applicable law regarding election of a parent or guardian as a member of the Board.

**Finance Committee Report**

Sam Finkelstein provided the report. The Finance Committee previously reviewed and worked through the budgeting process. The FY 2022 actual budget, FY 2023 budget and FY 2023 estimates are available for review. Because FY 2023 is not complete, there are no year-end numbers yet. Those will be made available after year-end. The Board had an in-depth discussion around expenditures, including direct payments (instructions and operations) and special education funding, noting that the special education funding has increased as the school is serving more special education students.

The Board had an additional discussion about enrollment. There was also comment around the Facility Supplement. The Board also discussed the “Other Public Funds” category in the budget, which includes COVID relief funds, which funds will eventually sunset.

In connection with salary expenditures and academic improvement initiatives, Sam shared information on the new staffing model in FY 2023-2024, which should help improve academic remediation, teacher effectiveness and student performance.

The Board also discussed student mental health. Legal Prep employs three social emotional full-time employees on staff, as well as other counseling staff, which provides for an excellent ratio of counselors to students.

There was a brief discussion around projects that need to be done around the building, but no major renovations will be funded in the current budget.

**VOTED:**

On a motion from Oscar Romero and seconded by Bryan Westoff, the Board members voted unanimously to approve the 2023-2024 Budget.

**VOTED:**

On a motion from Jason Brown and seconded by Oscar Romero, the Form 990 as previously circulated, reviewed and recommended by the Finance Committee is ratified by the full Board.



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### **Associate Board Update**

Alejandro Ortega, associate board chair, gave the update. It has been an active spring for the Associate Board. Associate Board members helped with the Career Fair on March 30<sup>th</sup>. It was a great event. The Associate Board also hosted Trivia Night on March 1, 2023. They participated as judges in the Negotiations Competition on Tuesday on May 11<sup>th</sup> and the junior debate competition on April 27<sup>th</sup>. The golf outing will take place in September 2023. With respect to college applications, there was discussion about the Associate Board role in taking the lead in helping the students. The Associate Board may also host a summer networking event.

### **Development Committee**

Laura Miller gave the update. Eat.Drink.Give. went well and should generate the anticipated revenue. There was a discussion around improvements to the event in the coming years to bring more attendees, sponsors, etc., and ways to involve Associate Board members in planning.

There was a further discussion around creation of a resource or fact sheet about Legal Prep that Board members could easily share. Those resources can now be found on the Legal Prep website under Board Resources. There was also a discussion around increasing participation of minority owned law firms and businesses in sponsorships and the school more broadly. It was suggested that a subgroup of the Development Committee focus on these efforts.

### **Other Matters**

Laura and Sam discussed the proposed Board meeting dates for FY 2023-2024 and noted that at least eight people need to attend meetings in person to satisfy the quorum requirements.

### **VOTED**

On the motion of Kristopher Keys and seconded by Jose Isasi, the Board members voted unanimously to set the 2023-2024 Board Meeting Dates as follows:

- a. August 25 at 8:30 am/TBD in loop
- b. October 26 at 8:30 am/TBD in loop (audit meeting)
- c. January 25 at 6:30 pm/5 pm happy hour (in loop)
- d. March 14, at 8:30 am/TBD in loop
- e. May 17 at 8:30 am/TBD in loop



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There being no further business to be transacted, and upon motion duly made by Jason Brown, and seconded by Bryan Westhoff, and unanimously approved by vote of the members, the meeting was adjourned at 11:30am.

Respectfully Submitted,

*s/ Heather Fine*

Heather Fine