MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF EWING MARION KAUFFMAN SCHOOL, INC.

April 8, 2020

A special meeting of the Board of Directors of Ewing Marion Kauffman School, Inc., a Missouri nonprofit corporation exempt from federal taxation under Internal Revenue Code § 501(c)(3), was held at its headquarters in Kansas City, Missouri on April 8, 2020, pursuant to public notice provided at least 24 hours in advance. Due to shelter in place and emergency declarations for Kansas City, Jackson County, and the State of Missouri because of the coronavirus and COVID-19, the meeting was held using audio-video technology with a link provided in the notice and with opportunities for all to hear and be heard and see and be seen.

Participating via Zoom technology such that all could hear and be heard and see and be seen were Aaron North, chair; Kristin Bechard, treasurer; Gloria Jackson Leathers; and Maurice Watson. Joe Allen and Tracy McFerrin joined by phone such that all could hear and be heard.

Mayra Aguirre was not able to participate.

Also participating from the School such that all could hear and be heard and see and be seen were John Tyler, Secretary and General Counsel, and Hannah Lofthus, Chief Executive Officer.

Present from the community was Martha McGeehon from the School’s sponsor the Missouri Charter School Commission. There were no other community participants.

Mr. North chaired the meeting and Mr. Tyler served as secretary. Mr. North called the meeting to order at 8:32 am, welcomed those in attendance, reported on all who were in attendance, and previewed the agenda.

After discussion and upon motion duly made (Watson) and seconded (Jackson-Leathers), the board unanimously approved the minutes from the meetings of March 11 and March 30, 2020.

Leadership Report

Ms. Lofthus expressed the School’s appreciation for a donation from Credo to support a summer intern at a nonprofit.

Ms. Lofthus reported on college persistence goals for the School’s graduates, which are based on the key leading indicators for persistence among which are attendance at a college with substantial, high graduation rates among students sharing socio-economic demographics similar to those of the School’s students.

She further explained the School’s participation in a national study of 15 charter school organizations and that the participation is subject to confidentiality and non-disclosure obligations that cover material not related to the School, including specifically not sharing that information with the Board. Discussion followed.
Ms. Lofthus explained the School’s progress in transitioning to learning from home given the stay at home declarations, including use of synchronous and asynchronous approaches with a goal of substantially increasing synchronous learning. She is working with other charters and charter systems (e.g., Uncommon, Achievement First) to ensure the highest quality educational experience for our students under the circumstances.

Discussion occurred throughout, including about working with parents, picking up computers for their child(ren); training for parents and students in person and via webinars on how to use the equipment and the School’s expectations and processes; the School’s response to the State’s decision not to conduct testing, which for middle school is to continue delivering substance and content with high expectations because the School does not teach to the test but uses it as a guide; the School will be using a different internal test for middle school; for high school students the ACT and Advanced Placement tests continue to be provided and our students need to participate so our learning must continue at a high level; and approaches for continuing to evaluate and make adjustments through the fourth quarter, including outreach to DESE and peer networks locally and nationally.

Ms. Lofthus continued by explaining the School’s intentions to serve students needs under the circumstances, both emotionally and academically rather than an either/or approach as what is right for the students even though it is not what is easiest. As such, leadership is working with staff to ensure this cultural approach, especially given likelihoods that populations that include those we serve will be disproportionately affected negatively thereby exacerbating existing inequities. A key value will be not giving in to panic but instead adopting and modeling joy. Discussion occurred throughout.

Meal distributions are proceeding smoothly and well, with safety protocols in place. Distribution continues even as KCPS has suspended its distributions. In addition, the School is working with families to better understand the economic and health hardships being experienced.

Ms. Lofthus provided an update on the daycare as a key element of serving staff and meeting attraction and retention needs. Legal issues have been discussed and parameters are being put in place for exploration with potential service providers. She will proceed with gathering information based on those parameters.

Financial Report

Ms. Lofthus summarized how the shift to virtual, home-based learning is and will affect the budget and finances, including reduced reimbursements from the government as announced in fall of 2019, favorable federal funding variances are based on meal distribution, receipts from KCPS as discussed previously, not able to hire the fully planned 151, cancellation of study abroad programs, reduced transportation costs, increased advertising and communications costs because of the inability to promote the School in person, and supplies costs increase because of the computer acquisitions approved by the Board. Discussion occurred throughout, including that previously discussed capital priorities have been put on hold.

Ms. Lofthus summarized the Payroll Protection Program under the CARES Act, including that the impact of the pandemic on public funding is unknown, prolonged absences due to illnesses may increase payroll costs, and remote learning will increase costs. The School
submitted an application on Friday, the first day possible, for a PPP loan of $1.9 million that may be forgiven under the right circumstances. Discussion occurred throughout.

After discussion and upon motion made (Watson) and seconded (Allen), the Board pursuant to a roll call vote unanimously (Allen, Bechard, McFerrin, Jackson Leathers, North, Watson) approved that management apply for and receive a $1.9 million loan under the Payroll Protection Program.

Ms. Lofthus explained the possible need for a separate account to receive and track funds received under the Payroll Protection Program.

After discussion and upon motion made (Watson) and seconded (Allen), the Board pursuant to a roll call vote unanimously (Allen, Bechard, McFerrin, Jackson Leathers, North, Watson) approved that management be authorized to open and manage separate account(s) to receive and manage funds received under the Payroll Protection Program at Commerce Bank with terms as ordinarily and normally provided for to open and manage such accounts with those persons authorized on the School’s other accounts with Commerce having signature authority on this account.

Mr. North provided the update from the Retirement Plan committee and its meeting last week to evaluate the program under the circumstances of the pandemic, including that the external advisor has evaluated the Plan and its offerings and determined that they are appropriate and no changes are recommended in part because of the changes made in 2019.

Mr. North reminded the board members to file their ethics disclosures as mandated by state law.

Community Forum

Ms. McGeehon expressed her appreciation to Ms. Lofthus and the School for its response to the pandemic and its quality service to its students, parents, families, and staff.

The Board echoed its appreciation to Ms. Lofthus and the School’s leadership and staff.

In response to a question, Ms. Lofthus reported on college admissions (100% again), acceptances at the most competitive universities (32% including 3 of the top 10), scholarships, ACT scores, college credits, and internships, including highlighting four students. She also reported on summer program opportunities.

There being no further business, the meeting adjourned at 9:47 am.