



KIMBERLY A. WILLIAMS
STATE REPRESENTATIVE
19th District

HOUSE OF REPRESENTATIVES
STATE OF DELAWARE
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DOVER, DELAWARE 19901

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January 12, 2015

Jennifer Nagourney
Director, Charter School Office
Delaware Department of Education
401 Federal Street
Dover, Delaware 19901

Dear Ms. Nagourney,

I am writing to you today with concerns regarding the board activities of Family Foundations Academy Charter School (FFA). I attended the State Board Meeting this past December and was present when Family Foundations charter was not immediately renewed. I left the State Board Meeting with many questions and concerns with regards to FFA.

Following the State Board meeting, I attend two FFA December board meetings; one on December 23, 2014 and the other on December 31, 2014. The December 23, 2014 meeting was attended by faculty, parents, and a few community members. After serving on the Red Clay School Board for over three years and I know how a board should operate and the way the FFA meetings were handled I have deep concerns. With regard to their Board's procedures, consider the following areas of concern:

- **Public comment at Board Meetings.** There was no sign in sheet for public comment at either of the meetings I attended. Based on the two meetings I've witnessed, FFA meeting minutes do not always reflect public comment, which is concerning. At the December 23 meeting, the group was told each member of the public would be allowed three minutes to speak and that ten total members of the public would be allowed to comment. As a rule, this is not outlined in their bylaws. In practice, this was not adhered to in the slightest. Comments on 12/23 were cutoff after 6 people; the board did not attempt to time public comment. *Public comment is a formal process and should be treated as such, both in practice and for the sake of public record.*
- **Board Meeting Agendas.** The board only had a few agendas to hand out to the public at the 12/23 meeting. The agenda that was posted on FFA's website prior to 12/23 meeting date had been changed by the start of the meeting, going from eight agenda items to thirteen items. The agenda listed "Approval of the Minutes from December 2, 2014 Board Meeting" but the board ended up approving minutes from October 21, 2014 as well (the October 21, 2014 minutes should have been approved at the November 18,

2014). At the December 31, 2014 board meeting, there was only FFA staff in attendance. The board named two interim co-directors; Ms. Connor and Ms. Novosel. This item was not posted on their agenda. *A formal board meeting agenda should not be treated as a living document—it is a tool by which the public can chose to attend meetings and if it changes on a whim the public cannot engage with the board as they might otherwise be able to.*

- **Board Meeting Minutes.** The minutes that are available to the public have various formats and they do not always state which board members were absent. They do not accurately reflect public comment. Additionally, there are no executive meeting minutes or executive meeting agendas posted online. When I reviewed the November 18, 2014 meeting minutes they stated “the minutes from the October 21 meeting were not yet available.” During public comment on 12/23, I asked the board when they were going to approve the remainder of the minutes from November 18, 2014 and December 18, 2014. They replied that the December 18, 2014 meeting had been cancelled and that they forgot to approve the November 18, 2014 meeting. If you refer back to the December 2, 2014 meeting minutes they state: “the minutes from the October 21 meeting and the November 18 meeting were not available and will be presented at the December 23 meeting.” The minutes from the February 25, 2014, board meeting stated that a motion was made by Mr. Fletcher to table January minutes. The motion was seconded by Mr. Wilson. Motion was carried. I am confused as to why the January 18, 2014 minutes were tabled. I checked their next board meeting minutes, which was March 19, 2014, and the minutes were not approved at that meeting either. *Meeting Minutes are the only way the public can have record of a board’s activities—it is critical that taxpayers are offered a concise record of official actions and discussion in the form meeting minutes. As public record, meeting minutes should be taken seriously and reviewed and approved in a timely and organized manner.*
- **Posted Meeting Dates.** During the December 23, 2014 meeting, the board discussed their leadership retreat that was held on December 13, 2014. I asked if the board posted an agenda or recorded minutes from the leadership retreat and I was told by the board and their counsel, Alan Wohlstetter, that they were not required to record minutes or open the meeting to the public. During discussion of this retreat at the 12/23 meeting it was noted that the entire board was invited to and planned to participate. *I am deeply concerned if the board is meeting a quorum and deciding if and when this counts as a board meeting to be made open to the public.*

Furthermore and in addition to the host of concerns I’ve listed above, I have reviewed FFA Bylaws and they are required to hold an annual meeting. I could not locate when their annual meeting takes place. According to their bylaws, during the annual meeting they are to fix the number of directors which shall not be less than three or more than twenty individuals (this is an extremely broad range). The Board of Directors may include, but is not limited to, a parent/guardian representative, interested members of the community, a faculty representative and the Academy Director. The Academy Director, faculty representative, and parent representative shall service as ex-officio members without the power to vote.

If you refer back to the minutes, the co-director, faculty representative and parent representative have voted. The board has voted on items when only two voting board members are present.

Another concern I have with regard to the Bylaws, which state that the officers of the Board shall be a president, a vice president, a secretary (though the secretary of the board still has not been identified) and a treasurer and that one person may hold two or more offices—I'm assuming so they can fulfill their executive duties while also functioning with just three board members as their bylaws allow. **If the same person holds more than one official role, I fear that there will undoubtedly be issues with conflict of interest.**

With regard to the recent financial concerns at FFA, a Recognition of Loans to Directors document from Darnell Sulaiman, Partner, Auphsite Consulting (dated September 2014) shows that Sean Moore has a loan in the amount of \$67,008.33 and Tennell Brewington has a loan in the amount of \$18,921.12. The FINAL EXIT STRATEGY PACKAGE dated October 13, 2014 from Auphsite Consulting states that Ms. Brewington will repay the \$18,921.12 in two payments of \$9,460.56; one by May 19, 2015 and the other by May 19, 2016. Mr. Moore will repay the \$67,008.33; in five payments. He will make four payments of \$13,400.00 by May 19, 2015, May 19, 2016, May 19, 2017, and May 19, 2018 and then a fifth payment by May 19, 2019 in the amount of \$13,408.33. **To frame these expenditures as loans is disingenuous. The public taxpayer funds that these two individuals skimmed off from a loan to the school and used for personal expenses should in no way be considered a loan.** Additionally, Chapter 15, Section 1508, Citizen oversight of district finances, states the Department of Education shall promulgate regulations by November 1, 2009, establishing procedures for appointment of citizen budget oversight committees for each of the public school districts and charter schools. FFA has been opened since 2006. According to FFAs website, they have had one oversight meeting in the entire lifespan of their charter school(s).

In addition to the varied concerns I have outlined above, FFA has quite simply not met their Organizational Performance Framework for the last three years. This is an unacceptable way for any public school to operate. I think we can agree that there are many red flags and I hope the state recognizes this. Changes need to be made at Family Foundations Academy.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kim Williams', with a stylized flourish at the end.

Representative Kim Williams
19th Representative District