

HARAMBEE INSTITUTE OF SCIENCE AND TECHNOLOGY CHARTER SCHOOL BOARD OF TRUSTEES PUBLIC MEETING MINUTES

Board Meeting Minutes Wednesday December 18th 2024

The meeting of the Board of Trustees Public Meeting was held on Wednesday, December 18th 2024 at 6:33 p.m.

Open Session

Meeting Called to Order

Board Chairman Maurice Baynard called the meeting to order at 6:33 p.m.

Board Members Present:

Maurice Baynard
Jan Gillespie- Walton
Renee Whitby
Charis Jackson
Shawn Blue
Heloise Jettison
C. Wade Mosely

Board Members Absent:

Donna Holmes Lockett
Larry Bell

Others Present:

Gregory Shannon	CEO
Danielle Bryant	Compliance Officer
Nakia Brown	Chief Academic Officer
David Rosario	Chief of Operations and Administration
Deleah Archer	Chief of Student Support & Innovation
Michelle Thornton	CFO
Jenita Lunsford	Board Liaison

Libation (Board member Renee Whitby)

Libation was lead by Board member and cultural leader Renee Whitby

Introduction of Visitors and Others Present

Goldie Barnes- presenting on the HBCU tour

Robin Holland- Joyce Miller & Associates Independent Financial Audit Report presentation

Roll Call

Board Chairman Maurice Baynard asked Board members and the senior leadership team to give introductions. Board members and the senior leadership team introduced themselves, stated their names and titles.

Review and approval of the November 20th Board Meeting Minutes

Dr. Baynard asked if there were any corrections and/or additions to the Board Meeting Minutes from the November 20th meeting. He opened the floor to Board members for comments. There were no corrections or additions. Board member Heloise made a motion seconded by Board member Wade to accept the minutes as presented. All were in favor, none were opposed and there was a unanimous motion to accept the minutes as presented.

Approval: 7 AYE: 0 Nays: 0 Abstentions: 0 Absent: 2

Board Chairman Maurice Baynard turned the meeting over to Greg for the CEO report. Greg began with reciting the Mission, Vision and Core Values of the organization.

Harambee Institute exists to offer our community an education with a focus on the origins, current status, and future of the African world.

Our mission is to educate students to succeed as global citizens with a clear awareness of “who I am, where I am from, where I am going, and how I get there.”

Our vision is a collective and informed African American community utilizing science and technology as a means of promoting education for self-reliance, locally and globally.

Our core values are:

Greatness: Pursuit of excellence in all we do

Accountability: Owning what we do and who we are

Innovation: Open to new ideas with a growth mindset

Integrity: Honesty, transparency, and unity in all we do

CEO Report, Greg Shannon

Greg began his report by announcing that they have two important presentations this evening. The first would be a presentation on the Empowerment Expedition by the Moors & Akan students. The second would be a presentation by Michelle and the auditors from Joyce Miller & Associates. He said that he wanted to first take a moment to talk about their next expedition, which is a trip to Chicago that will take place in mid February.

Trip to Chicago for the Ruby Bridges Chapter of the National Junior Honor Society.

Greg reported that Dr. Archer and the counselors would be accompanying eight to nine students to Chicago in mid February. He said that their goal is to raise 14,000.00 dollars to cover the expenses of this opportunity for their students. Greg is asking each of the Executive Leaders and Board members to contribute a minimum of 200.00 dollars per person towards the trip. He gave thanks to Board member Wade who has already made a contribution of \$500.00. He said that they want to raise those dollars between now and mid February.

HBCU Tour presentation conducted by Dr. Archer and Goldie Barnes

Greg introduced Dr. Archer, Goldie Barnes, the counselors and the students for their presentation. Dr. Archer shared that this was their third annual HBCU tour and they were excited to extend this opportunity to their students again this year.

She shared the names of all of the Universities that they were able to visit this year which included Cheney University, Lincoln University, Virginia State, Virginia Union, Hampton University, Norfolk State University, North Carolina Central and North Carolina A&T. With visits to multiple HBCU's the students gained insight into the unique characteristics of each of the schools. They shared a great slideshow of pictures from their adventures at each of the universities.

The selected students were given the opportunity to present their own unique view of the colleges and spoke about what was most interesting to them. They gave a description of how each of the five days were spent on the campuses and the unique things that they learned about each school. The students shared with the Board that they learned about campus traditions and the history of all of the universities. They had the opportunity to have lunch, dinner and tours on campus and even attended a homecoming step show at A&T. The students also shared their preferences of colleges and spoke about the colleges that they would be most interested in attending and the reasons for their choice.

Many of the students and Dr. Archer discussed their admiration for Hampton University. They emphasized Hampton's supportive atmosphere and some expressed an interest in the excellent journalism major. Many of the students indicated that Hampton would be their choice of schools to due to the opportunities and warm community feel. Dr. Archer also mentioned her comfort with Norfolk State University, noting the kindness of the community as well. Dr. Archer concluded her presentation and opened the floor to questions.

Dr. Baynard asked if any of the students encountered a major they may not have thought that they would be interested in before attending the tour. One of the students indicated that she learned from her visit to Hampton University that they offer journalism. She said that Hampton would be her choice of schools because it offers the major that she is interested in. Board member Jan thanked Dr.

Baynard, Nakia and David for sharing their daughters on the tour and for the help that all of them provided at their respective universities.

Board member Heloise asked if any of the students received a full ride scholarship to one of the universities, which one would they select.

One of the students indicated that she would select Norfolk State University because she really liked the campus and the warm exchanges that she received from the students and faculty. Two other students indicated that they would select Hampton as their choice because of the warm environment that made them feel at home and because of the opportunity it provides to its students by providing free business attire and offering a journalism major that one of the students wants to pursue.

Dr. Baynard shared his personal experience of limited college exposure before the 11th grade and attending as a freshmen. He expressed gratitude for the opportunity provided to younger students. He praised their presentation as one of the best of the year, highlighting its joyful impact.

Greg gave a heartfelt thanks to all of the staff that helped to execute the tour and to the students that gave their joyful insight into their experiences.

Greg turned the meeting over to Michelle to make the introduction for the Independent Financial Auditors presentation. Michelle began by telling members that they have a number of reports dependent upon this audit that are due on December 31st. She said that their Charter Compliance requirement is also due on 12/31.

Michelle introduced Robin Holland Audit Manager from Joyce Miller Associates to present the 2023/2024 Audit Report. Robin introduced herself and shared her screen with the group for her power point presentation. She stated that they conducted the audit for the fiscal year June 30th 2024. She said that she would be presenting highlights of the report, since the report is quite lengthy with approximately 50 pages of detail.

She indicated that the first pages of the report are the auditor's opinion and the reports at the end, are theirs. She said the reports that belong to the organization are the financial statements, the footnotes and all of the supplemental schedules. She reminded members that the auditors are hired to issue an opinion and their opinion of the financial statements for the year is that they are giving a clean unmodified opinion. She told Board members that they need to know if there were any issues that were identified during the audit. She stated that they did not identify any internal control or compliance matters. She informed them that because the school receives federal funds and the expenditures for federal programs exceeded 750,000 dollars for a single audit they had to do a single compliance audit in addition to a regular financial

statement audit. She explained that the document has several components, which include the Independent Auditors Report, Basic Financial Statements and the Management Discussion and Analysis, which highlight the changes in revenue from last year to the current year. It also highlights what's new and upcoming for the next year and includes the increases for the 2024-2025 school year and the rates that the organization will receive. She pointed out that the financial statements begin on page 8.

Robin continued to share the power point and reviewed each category of the report briefly pointing out financial highlights that included an explanation of increases in revenue (\$2,101,820 to \$12,668,900) primarily due to local sources and the school's cash balance on June 30, 2024 of \$2,875,971 (excluding \$1,178,369 of restricted cash) representing an increase of \$629,999 from June 30, 2023.

She highlighted the Report on Internal Controls and the Summary of the Auditors findings. She discussed the contribution to PSERS decreasing and that the largest federal program, ESSER funding would be going away. She further indicated that Michelle would be providing her with the debt service ratio and the number of days on hand for the footnote. Robin reiterated that the organization would still be subject to a single audit even though the threshold for a single audit will be increasing to 1million, the organization exceeds 1million in expenditures. She said that the final parts of the document relate to compliance and whether the organization complied with all requirements. She said that the organization did comply and that they did not find any non-compliance issues or any internal control findings.

Robin finalized her presentation and told members that Michelle will make sure that they compare and reconcile to be sure that they agree since they did have a few audit adjustments. Once that happens a Management Representation Letter will be copied on letterhead and will be signed by Greg and Michelle with the date of the Audit Report. Robin informed members that she is currently working on the Annual Financial Report (AFR), which has a signature page as well to be signed by Greg and the Board secretary. There is also a separate work sheet for the School District that gets filed and uploaded to the District. She said that the IRS form 990 preparation would be provided for review and is due on the 15th day of the 5th month following the fiscal year. She informed members that they filed a 6-month extension so they have until May 15th to get it filed. Robin opened the floor for questions.

Dr. Baynard commented that it would be helpful to have a calendar of all of the filings so that they are aware of what the schedules are.

Board member Wade asked what does the net pension liability mean in cash. Robin responded that it is an actuarially determined number since the PSERS plan is a multi-year, multi employer plan; it is the organizations proportionate

share of that plan. She said that it depends on the retirees and how long they remain in plan. She indicated that the rates have gone down considerably and the organization will be paying their portion of the rate, as it is a future indebtedness.

Board member Wade asked what things should he really be paying attention to in order to keep the doors open. Robin said that they want should be sure that there are sufficient funds to cover their debt obligations as they come due. She said that it is also important to have a positive fund balance, cash on hand and a sufficient cash flow.

Robin wished everyone Happy Holidays and signed off for the evening.

Michelle indicated that she had developed a Resolution for the Board for a vote on the Independent Audit Report for fiscal year 2023-2024. Dr. Baynard asked Michelle to read the resolution to the Board and they would open the floor for discussion and questions and hopefully take a vote on the resolution as presented. Michelle read the resolution.

Motion:

Board member Wade made a motion to accept the resolution as presented, seconded by Board member Renee. All were in favor none were opposed and it was passed unanimously.

Dr. Baynard commented that as part of the resolution there is still a 5-day period where any questions or comments can be made. He asked the Board to direct all questions to the Finance Committee, Dr. Baynard or Michelle. He asked that any questions or comments be a reply all so that all Board members can respond.

Approval: 7 AYE: 0 Nays: 0 Abstentions: 0 Absent: 2

Action Items

Vote to adopt the Resolution for the Independent Audit Report for fiscal year 2023-2024.

Old Business

Revisit an in person meeting

New Business

None

Public Concerns

None

Motion to Adjourn: Board Chairman Maurice made a motion to adjourn, seconded by Board member Wade. All were in favor, none were opposed and it was passed unanimously.

Approval: 7 **AYE:** 0 **Nays:** 0 **Abstentions:** 0 **Absent:** 2

Next Meeting: Wednesday, January 29, 2025