



# Vertus HIGH SCHOOL

21 Humboldt Street  
Rochester, New York 14609

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## MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS VERTUS HIGH SCHOOL

January 19, 2021

### **Time and Place of Meeting**

A meeting of the Board of Directors (the “Board”) via video conference on January 19, 2021 at  
4:00 p.m. EST

### **Quorum and Attendees**

The following directors were present:

Bryan Hickman  
Victoria Van Voorhis  
Evan Gallina  
Mike Mandina  
Dr. Fred Johnson  
David Carr  
Tim Brown  
Calvin Gantt

The following directors were excused:

None

The following directors were absent:

None

The following staff members were present:

Julie Locey  
James Daniels

The following advisors to the Board were present:

Amy Brisson – DeJoy, Knauf & Blood, LLP

### **Call to Order**

Mr. Bryan Hickman called the meeting to order at 4:03 p.m. and acted as Chairperson of the meeting. Mr. Gallina acted as Secretary of the meeting. Mr. Hickman then announced that the



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meeting was ready to proceed with its business. All directors could see, hear and be seen and heard by each other. Mr. Hickman then reviewed the agenda for the meeting.

## **Governance and Resolutions**

**Annual Meeting:** It shall be noted that this meeting, taking place on the 19<sup>th</sup> of January, 2021 at 4:00 p.m. via video conference shall serve as the Annual Meeting for the Board of Trustees for Vertus.

**Motion #1. Approval of Prior Minutes:** The Board reviewed the minutes of the meeting of the Board held on December 15, 2020. Following discussion, and upon a motion made by Ms. Van Voorhis, seconded by Dr. Johnson, the Board unanimously approved the Prior Minutes.

**Motion #2. Approval of Adjustment to the Board By-Laws Section 5.2:** After further review, the Board approved, upon a motion by Mr. Hickman and seconded by Ms. Van Voorhis and unanimously agreed upon, to amend the first sentence of Section 5.2 of the By-Laws to read "Regular meetings of the Board shall be held monthly throughout the year and at other times as the Board determines." This deletes the reference to bi-monthly meetings. The Board of Trustees of Vertus has always held meeting monthly.

**Motion #3. Approval of Ms. Van Voorhis as Board Chair for a Two-Year Term:** The Board reviewed the changing of Board Chair from Mr. Hickman to Ms. Van Voorhis. Following discussion, and upon a motion made by Mr. Hickman, seconded by Mr. Gallina, the Board unanimously approved Ms. Van Voorhis to serve as Board Chair for a two-year term starting immediately.

## **Charter Renewal Application and Related Matters**

It was noted by the Board that T. Andrew Brown has resigned from the NYS Board of Regents and that it is currently unknown who the new Regent from Rochester will be. With Vertus' charter renewal pending, it is important to have the support of our local Regents.

## **School Reports**

**Principal Report:** Ms. Locey gave an update on school activities. Vertus has renewed in-person classes as of Tuesday January 19<sup>th</sup> with students having a choice of up to 4 days a week of in-school classes and remote learning on the other days. Students generally prefer in-school classes and attendance has been on a steady rise with this plan, and the staff is anxious to continue in person learning.

With students back in the building, the staff has prepared college and career readiness programs, including Barbering, Construction 101, and Drivers Education. Mr. Daniels presented to the Board, via a shared screen PowerPoint Presentation, an overview of all of the career readiness programs Vertus was implementing, as well as the reasons behind each program. It was also noted by Ms. Locey that with the lack of students in the building due to a period of



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remote learning due to high COVID-19 positivity rates, the facilities team has been able to paint classrooms, convert an existing room to a Music Production Room, and further develop the Community Cupboard.

**CFO Report/Finance Committee:** DeJoy, Knauf & Blood LLP has now prepared our monthly financial statements as they are acting as the interim CFO in the midst of the passing of Mr. Trzeciak. Amy Brisson of DKB will remain Vertus' representative until Vertus fills the open position of CFO. After discussion of the financial performance and cash flow year to date, more in-depth review was referred to the Finance Committee with the goal of assuring positive results during the spring term, with a report to be made to the full board at the February board meeting.

**Committee Reports:** Due to the holidays, there were no committee meetings since the last board meeting. The Fundraising Committee has a series of meetings planned in January with groups helping with messaging and grant writing and will report at the February meeting. The governance committee reported that Carol Garrett has nearly completed her paperwork for joining the board and that fingerprint results should be available shortly. The committee chair asked board members for additional people to be considered with possible expertise in PR, fundraising, law and community connections, who may also serve as role models for our students. An ad hoc committee on career preparation will meet with Mr. Daniels during the final week of January to seek ways to augment these programs.

### **Adjournment**

Questions were asked and answered throughout the meeting and general discussion ensued throughout the meeting. Upon a motion by Ms. Van Voorhis, seconded by Mr. Mandina and unanimously approved, the Board adjourned the meeting at 5:42 p.m. EST.

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Evan Gallina  
Secretary of the Board