A meeting of the Board of Uplift Education was held on the date and time listed above.

**Called to Order: 4:31 p.m.**

**Adjourned: 7:14 p.m.**

**Executive Committee Members Present:**
1. Cullum Clark, Chair
2. Dr. Lael Melville, Vice-Chair
3. John Beckert
4. Dawn Davidson
5. Andre McEwing
6. John McPherson
7. James Stanton
8. Christine VanDeVelde
9. Pilar Davies
10. Ricky Garcia
11. Richard Frapart
12. Yasmin Bhatia, CEO

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<thead>
<tr>
<th><strong>TOPIC</strong></th>
<th><strong>DISCUSSION/CONCLUSIONS</strong></th>
<th><strong>ACTIONS</strong></th>
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<tbody>
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<td>I. Call to Order and Announcements</td>
<td>C. Clark welcomed the Board to the meeting and took attendance. A quorum being present, the meeting was called to order at 4:31 p.m.</td>
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<td>C. Clark thanked A. Cox and the Bain Team for their work on recruiting and retention and recognized the groundbreaking for the new Uplift Luna campus.</td>
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<td>II. Community Forum</td>
<td>No community members were present to speak during the Community Forum.</td>
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<td>III. Board Minutes</td>
<td>C. Clark introduced the April 25, 2023, Board minutes for approval. The Board was provided the minutes for review in their pre-read.</td>
<td><strong>ACTION ITEM</strong> – Consider and take action on approving minutes from the April 25, 2023, Board meeting.</td>
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<td>IV. Mission Moment</td>
<td>For the Mission Moment, Y. Bhatia presented on the Senior Decision Day at Dickies Arena. Uplift received a significant number of parent testimonials and saw more posts regarding the event than ever before. A special thanks was given to Dr. L. Melville and the Melville Foundation and their partnership with Ericsson, which surprised the audience with three twenty-thousand-dollar scholarship checks and announced that next year they would issue four scholarship checks.</td>
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<td>V. Finance and Enrollment Update</td>
<td>The Finance and Enrollment Update include the following high-level topics: 1. Share progress on the budget process for 2023-24 2. Review enrollment numbers and marketing creative 3. See how we’re addressing scholar voice to enhance scholar experience 4. Preview the work Bain &amp; Company is leading on recruiting and retention</td>
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Leslie Berlin, CFO, presented the following budget information:
1. FY24 budget has been updated to reflect current estimates of cost savings and student enrollment/demographics
2. Over $15M increase in state revenue driven by demographics
3. Reduced our workforce by 152 positions with a total savings of $11M+
4. Cut non-labor budgets resulting in a savings of $6M
5. Procurement has identified top 10 large contracts currently in the RFP process
6. Still holding to add any additional State funds until we have more certainty

The Finance update included the following additional information:
1. Summary of 23-24 budget
2. Enrollment update, including the following numbers: current enrollment (22,345), day before school (27,536), and target for 23-24 (23,228)
3. Path to 23-24 enrollment
4. A review of TikTok advertising to boost marketing and enrollment

Strategies addressing the scholar experience were presented on next:
1. Expanding the high school uniform policy to provide more flexibility and choice to balance community and individual personality of scholars
2. Rolling out Robotics clubs in middle school and Speech & Debate in high school
3. Expanding our scholar experiences based on pilots at Uplift Wisdom and Uplift Hampton to give 8th and 9th graders network socials to create the big school feel
4. Adding network-wide signature experiences and traditions including a Network Spelling Bee
5. Leveraging excess funds to purchase 15-passenger vans for each high school to support lower cost movement of scholars

Y. Bhatia and A. Cox next presented on the Bain project regarding scholar recruiting and retention.

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Deborah Bigham, Chief External Affairs Officer, provided the Development Update, which included the following:
1. A report on the annual fund, annual giving, event-related data, Hamon grant information, capital campaign, and program specific/scholarship dollars.
2. Donor pipeline information
3. Goals for 23-24

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Dr. John Gasko, Chief Wellbeing and SEL Officer, and Dr. Jennifer Fuller, Director of Restorative Practices, presented on the new Uplift Code of Character, Conduct, and Support for 23-24, which included the following:
1. Jargon reduced, more bullets and charts, clear definitions and explanations
2. Restorative, Accountable, Respectful and Fair Discipline is the center piece of the code
3. Response to misconduct chart clear which eliminates opportunities for bias
4. IB traits and Character integrated at all levels
5. Recalibrates policies and practices to support the academic, social and emotional development of scholars
6. Code emphasizes discipline that is Restorative, Accountable, Respectful and Fair.
7. Support IB-based character education in partnership with the Kern Family Foundation
8. Establish standardized disciplinary practices and behavioral interventions across schools, administrators, and teachers to reduce disproportional outcomes.

**ACTION ITEM:** Consider and take action on approving the Uplift Code of Character, Conduct, and Support for FY24.

Anne Erickson, Chief People Officer, in conjunction with McGriff, provided the presentation on Uplift’s TRS ActiveCare opt-out results, which included the following:

1. A background on TRS ActiveCare:
   a. Senate Bill 1444 passed in the 2021 Texas Legislature allowing school districts to “opt out” of TRS-ActiveCare for the first time since inception of the program.
   b. Uplift Education formally opted out of TRS on 12-31-2022 after Board approval in the 12-6-2022 meeting.
   c. ISD/Charter Schools will be required to remain opted out for a period of 5 years once confirming their intentions to leave through a Board Resolution.
   d. TRS-ActiveCare has not released renewal increases to customers for the 2023-24 plan year, but McGriff believes that increase could be between 7%-9%.
2. Request for Proposal (RFP) results:
   a. AETNA – Decline
   b. Blue Cross Blue Shield – Quoted
   c. Cigna – Quoted
   d. United Healthcare - Quoted
3. Information on the RFP:
   a. Best and Final Offers requested on 5-1-2023.
   b. Meetings with administrative staff on 5-1-2023 and 5-15-2023 to discuss the results.
   c. Meeting with Board Finance Committee on 5-15-2023 to present detailed results and discuss recommendation.
4. Recommendation: Blue Cross Blue Shield
   a. $800,000 (6%) in savings over current TRS ActiveCare
   b. Potential for larger savings if TRS ActiveCare delivers renewal increase
   c. Fully Insured Program
   d. Match plan designs closely with TRS ActiveCare
   e. Matches network access for members in HMO and PPO plans with TRS ActiveCare
   f. Second year rate cap of 7.5% increase
   g. Offer new PPO plan design that was not available in TRS ActiveCare
   h. Bundling discounts for including Dental, Vision, Life, and Disability coverages

**ACTION ITEM:** Consider and take action on approving Blue Cross Blue Shield as Uplift Education’s benefits vendor for FY24.

Upon a motion to approve Blue Cross Blue Shield as Uplift Education’s benefits provider, as presented, by J. McPherson, and seconded by A. McEwing, the Board unanimously voted to approve the motion.

**IX. Closed Session**

At 5:57 p.m., C. Clark moved the Board to closed session to conduct a private consultation with its attorney, pursuant to Texas Government Code 551.071.

At 7:13 p.m., C. Clark re-opened the board meeting. No decision or action was taken by the Board in closed session.
| **X. Adjournment** | There being no further business before the meeting, C. Clark adjourned the meeting at 7:14 p.m. |

Respectfully submitted by Alexander S. Berk, Secretary.