



**Delaware Design-Lab High School
Board of Directors Meeting**

Thursday, 26 May 2016, 4:00 p.m.

Meeting conducted by Google Hangout

Public participation at 179 Stanton Christiana Road, Newark, DE 19702

Meeting Minutes [Draft]

Members Present

Matt Urban, Chair

Paul Miller, Vice Chair

Rebecca Collins, Stephen Forbes, Don France, Rebecca Girten (out of state, non-voting), Joe LoPorto, Aileen Murray

Also present: Gary Lozoff (by phone)

The meeting was called to order at 4:33 p.m.

Discussion and Vote on Contract for Modular Units

One outstanding issue remains in negotiation: by current terms, the breakup fee is the actual cost of restocking, but they want to cap at nothing less than 12 months' rent (a little less than \$60k), plus 10%. We need to execute no later than the end of next week in order to have everything in place by the beginning of the coming school year, and because they will need to order parts so quickly, they are trying to minimize their exposure by increasing the cap. The figures are not unreasonable, but there is the potential for us to minimize expenses through continued negotiation.

Escape from the contract is really only necessary in case negotiations with the landlord and/or the County do not proceed positively. The County has already indicated that it will cooperate, and the negotiation process with the landlord has also been cordial and responsive, so there is a relatively high degree of confidence that the process will continue without any issues. Mr. Miller asked what recourse we'd have if the buildings are not able to be put into production in time for us to start the school year. If the buildings aren't up in time for the start date, we won't have to pay rent or any costs. However, we haven't negotiated any delayed damages into the contract.

Ms. Collins and Mr. Lozoff advised that the board could move to approve the contract subject to the 12-month cap, or we can delay. They recommended that the board approve the contract to prevent production delays.

Mr. Forbes motioned to approve the contract with the current terms, while allowing Ms. Collins and Mr. Lozoff to continue negotiating for better terms. Mr. Urban seconded the motion, which was approved unanimously with Ms. Girten abstaining.

There being no other business, the meeting adjourned at 4:51 p.m.

Respectfully submitted,

A handwritten signature in black ink that reads 'Rebecca A. Girten'.

Rebecca Girten
Secretary