



**Ingenuity Prep**  
Board Meeting Minutes  
*Draft Meeting Minutes until Board Approval*  
Thursday 2/12/2026 | 5:00-7:00 PM

*This meeting was governed by the Open Meetings Act.*  
*Please address any questions or complaints arising under this meeting to the Office of Open Government*  
*at [opengovoffice@dc.gov](mailto:opengovoffice@dc.gov).*

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| <b>Date of Meeting</b>              | Thursday, February 12th  |
| <b>Start time</b>                   | 5:10 pm  |
| <b>End time</b>                     | 7:35 pm  |
| <b>Location of meeting</b>          | In-person, Latham & Watkins  |
| <b>Board members in attendance</b>  | <p>Attendance:</p> <ul style="list-style-type: none"><li>• Will Stoetzer</li><li>• Derrick Mashore</li><li>• De-Lea Deane Allen</li><li>• Evelyn Lee</li><li>• Derrick Colbert</li><li>• Vance Gragg</li><li>• Yesim Sayin</li><li>• Michael Bern</li><li>• Fred Walls</li><li>• Tanaisha Brown</li></ul> <p>Not Present:</p> <ul style="list-style-type: none"><li>• Evelyn Lee</li><li>• Latoya Mathews</li><li>• Yesim Sayin- Departed at 5:30 pm</li></ul> |
| <b>Non-board members presenting</b> | <ul style="list-style-type: none"><li>• Ashley High</li><li>• Benjamin Johnson</li></ul>   |
| <b>Quorum</b>                       | Yes  |
| <b>Chaired by</b>                   | Derrick Mashore  |

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| Discussion                        |  |
|-----------------------------------|--|
| Agenda Item                       | Summary of Discussion  |
| <b>Welcome</b>                    | Will welcomed the board and outlined the agenda for the evening. The board welcomed the newest Parent Board Member, Tanaisha.  |
| <b>Board Business</b>             | The Board voted to approve the 12/11/2025 and 12/19/2025 Board Meeting Minutes.  |
| <b>Academic Mission Committee</b> | <p>The Board voted to approve the Ingenuity Prep to seek authorization from PCSB to amend Ingenuity Prep's charter agreement and adopt ASPIRE metrics as its charter goals.</p> <p>The Academic &amp; Mission committee presented the mid-year academic and talent data. The board discussed Ingenuity Prep's progress towards SY25-26 academic goals, with a particular focus on Middle School metrics. Ben Johnson, CAO, outlined Q3 action steps in place to address areas of concern around Middle School academic achievement.</p>                        |
| <b>Board Governance</b>           | The Governance Committee reviewed and provided feedback around proposed updates to the CEO Succession Policy. Updates included language around voting guidance for the Board in making an offer letter and compensation for a new CEO. The Governance Committee will follow-up with adjustments at the next Board Meeting  |
| <b>Closed Session</b>             | <p>Board voted to move to closed session in accordance with OMA Guidance D.C. D.C. Official Code § 2-575(b)(10) To discuss the appointment, employment, assignment, promotion, performance evaluation, compensation, discipline, demotion, removal, or resignation of government appointees, employees, or officials, or of public charter school personnel, where the public body is the board of trustees of a public charter school.</p> <p>During the closed session, the board discussed CEO Search Updates as well as a Transition Support Proposal.</p> |
| <b>Open Session &amp; Adjourn</b> | The Board voted to re-open the session. Vice-Chair, De-Lea, recapped the discussion during the closed session and adjourned the meeting.   |

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## Motions

| Motion   | Made by Whom                    | Voting Results (Roll Call)  |
|--|---------------------------------|---|
| Vote to approve prior meeting minutes (12/11/2026, 12/19/2026) | Motion: Fred<br>Second: Michael | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"><li>• Derrick M- Y</li><li>• De-Lea- Y</li><li>• Will- Y</li><li>• Michael- Y</li><li>• Fred- Y</li><li>• Yesim- Y</li><li>• Derrick C - Y</li><li>• Vance- Y</li><li>• Tanaisha- Y</li></ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"><li>• Evelyn L.</li><li>• Latoya M.</li></ul> |
| Vote to adopt ASPIRE Measures as Charter Goals                 | Motion: De-Lea<br>Second: Fred  | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"><li>• Derrick M- Y</li><li>• De-Lea- Y</li><li>• Will- Y</li><li>• Michael- Y</li><li>• Fred- Y</li><li>• Derrick C - Y</li><li>• Vance- Y</li><li>• Tanaisha- Y</li></ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"><li>• Yesim S.</li><li>• Evelyn L.</li><li>• Latoya M.</li></ul> |
| Vote to acknowledge receipt of FY25 Audit                      | Motion: De-Lea<br>Second: Fred  | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"><li>• Derrick M- Y</li><li>• De-Lea- Y</li><li>• Will- Y</li><li>• Michael- Y</li><li>• Fred- Y</li><li>• Derrick C - Y</li></ul>   |

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|---|------------------------------------|--|
|   |                                    | <ul style="list-style-type: none"> <li>• Vance- Y</li> <li>• Tanaisha- Y</li> </ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"> <li>• Yesim S.</li> <li>• Evelyn L.</li> <li>• Latoya M.</li> </ul>   |
| Vote to approve building facade contracts | Motion: Derrick M.<br>Second: Fred | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"> <li>• Derrick M- Y</li> <li>• De-Lea- Y</li> <li>• Will- Y</li> <li>• Michael- Y</li> <li>• Fred- Y</li> <li>• Derrick C - Y</li> <li>• Vance- Y</li> <li>• Tanaisha- Y</li> </ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"> <li>• Yesim S.</li> <li>• Evelyn L.</li> <li>• Latoya M.</li> </ul> |
| Vote to adopt Reimbursement Resolution    | Motion: Michael<br>Second: Fred    | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"> <li>• Derrick M- Y</li> <li>• De-Lea- Y</li> <li>• Will- Y</li> <li>• Michael- Y</li> <li>• Fred- Y</li> <li>• Derrick C - Y</li> <li>• Vance- Y</li> <li>• Tanaisha- Y</li> </ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"> <li>• Yesim S.</li> <li>• Evelyn L.</li> <li>• Latoya M.</li> </ul> |

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|---|--|---|
| <p>Vote to move to closed session<br/>D.C. Official Code §<br/>2-575(b)(10)</p> <p>To discuss the appointment, employment, assignment, promotion, performance evaluation, compensation, discipline, demotion, removal, or resignation of government appointees, employees, or officials, or of public charter school personnel, where the public body is the board of trustees of a public charter school</p> | <p>Motion: Fred<br/>Second: Derrick M</p>  | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"> <li>● Derrick M- Y</li> <li>● De-Lea- Y</li> <li>● Will- Y</li> <li>● Michael- Y</li> <li>● Fred- Y</li> <li>● Derrick C - Y</li> <li>● Vance- Y</li> <li>● Tanaisha- Y</li> </ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"> <li>● Yesim S.</li> <li>● Evelyn L.</li> <li>● Latoya M.</li> </ul>  |
| <p>Vote to Re-open session</p>  | <p>Motion: Fred<br/>Second: Derrick M.</p> | <p><u>All in Favor:</u></p> <ul style="list-style-type: none"> <li>● Derrick M- Y</li> <li>● De-Lea- Y</li> <li>● Michael- Y</li> <li>● Fred- Y</li> <li>● Derrick C - Y</li> <li>● Vance- Y</li> <li>● Tanaisha- Y</li> </ul> <p><u>Abstain:</u></p> <ul style="list-style-type: none"> <li>● Will</li> </ul> <p><u>Not Present for vote:</u></p> <ul style="list-style-type: none"> <li>● Yesim S.</li> <li>● Evelyn L.</li> <li>● Latoya M.</li> </ul> |