

FIRST PHILADELPHIA PREPARATORY
CHARTER SCHOOL
4300 TACONY STREET
PHILADELPHIA, PA 19142

BOARD OF TRUSTEES MEETING

LOCATION:

ZOOM CONFERENCE CALL DUE TO STAY AT HOME ORDER BY THE GOVERNOR

DATE & TIME:

JUNE 17, 2020

6:00 PM

MINUTES

SECTION I: CALL TO ORDER

Opening Colloquy

This meeting of the First Philadelphia Preparatory Charter School Board of Trustees is hereby called to Order. The time is 6:25 p.m. My name is John MacDonald. I am the President of this Board of Trustees and I will facilitate this meeting.

As we know, Governor Wolf of the Commonwealth of Pennsylvania has declared a state of emergency in response to the global Coronavirus pandemic. In order to protect the health, welfare, and safety of the school community, this meeting is being held via teleconference. This is a public meeting that was properly advertised pursuant to the Pennsylvania Sunshine Act in the Philadelphia Daily News. The public notice included instructions for how the public could participate in tonight's meeting.

All members of the public are welcome, to sit and listen to the board of trustees conduct its business tonight. Members of the public who have registered with the Administrative office to participate in public comment by 5 p.m. on the day before this scheduled meeting may participate in public comment. At this time, I would ask that executive administration submit the list of commenters to our legal counsel. Comments will be limited to three minutes unless the Board decides to grant additional time.

At this time, I will ask that Roll Call be taken.

A. Roll Call

Board Members Present:	By Invitation: Non-Board Members:
Karin Coger Julani Ghana Teresa Grumbrecht Anita Vega-Kaiser John MacDonald Barbara Saunders Duane White	Dr. Carleene Slowik Dr. Max Klink Ashley Redfearn Gerald L. Santilli Scott Kramer Kristine Magargee Katie Santilli
Board Members Absent:	Peter Costa David Annecharico, Esq. Dean Krebs, Esq.

B. DISCLOSURE: EXECUTIVE SESSION BY JOHN MACDONALD

I would like to state, for purposes of the Minutes of this meeting that on June 9th, 2020, the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(x) Certain Employee Issues. To discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee employed or appointed by the agency, or former public officer or employee, provided, however, that the individual employees or appointees whose rights could be adversely affected may request, in writing, that the matter or matters be discussed at an open meeting. The agency's decision to discuss such matters in executive session shall not serve to adversely affect the due process rights granted by law, including those granted by Title 2 (relating to administrative law and procedure).

I would like to state, for purposes of the Minutes of this meeting that on June 17th, 2020, the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(x) Certain Employee Issues. To discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee employed or appointed by the agency, or former public officer or employee, provided, however, that the individual employees or appointees whose rights could be adversely affected may request, in writing, that the

matter or matters be discussed at an open meeting. The agency's decision to discuss such matters in executive session shall not serve to adversely affect the due process rights granted by law, including those granted by Title 2 (relating to administrative law and procedure).

(x) Consultation with Professional Advisor or Attorney. To consult with its attorney or other professional advisor regarding information or strategy in connection with litigation or with issues on which identifiable complaints are expected to be filed.

(x) Discuss Confidential Matters. To review and discuss agency business which, if conducted in public, would violate a lawful privilege or lead to the disclosure of information or confidentiality protected by law, including matters related to the initiation and conduct of investigations of possible or certain violations of the law and quasi-judicial deliberations.

C. Approval of Agenda

MOTION

BS

SECOND

KC

VOTE:

PASS

FAIL

R200617.01 Approval of the June 17, 2020 Agenda

RESOLVED, that the Board of Trustees of First Philadelphia Preparatory Charter School hereby approves the June 17, 2020 Agenda.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

D. Approval of Minutes

MOTION

AVK

SECOND

JG

VOTE:

PASS

FAIL

R200617.02 Minutes of the May 20, 2020 Meeting

RESOLVED, that the Board of Trustees of First Philadelphia Preparatory Charter School hereby approves the Minutes of the May 20, 2020 meeting of the Board of Trustees of First Philadelphia Preparatory Charter School.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

SECTION II: REPORTS

A. Community Comment

<i>None</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>None</i>	<i>None</i>

B. First Philadelphia Preparatory Charter School CEO

a. Dr. Carleene Slowik—Interim CEO of First Philadelphia Preparatory Charter School

- i. Discussed with the Board the recent graduation ceremony where parents/students were invited to decorate their cars and come to First Philadelphia, and also informed the Board of senior award presentation;*
- ii. Informed the Board of Extended School Year program;*
- iii. Advised the Board that Dr. Klink had provided a final distribution of laptops and highlighted that in total there were approximately 10 distribution dates.*
- iv. Informed the Board of the End of Year Clean Out Plan to cleanout classrooms; that social distancing will be utilized during this process; and that teachers will also be collecting student belongings to distribute to families once Philadelphia enters the Green Zone for purposes of COVID-19.*
- v. Expressed her appreciation to the Board for giving her the opportunity to help the school and expressed that she knows the school is in good hands with the Board.*

b. Dr. Max Klink—Chief Academic Officer of First Philadelphia Preparatory Charter School

- i. Informed the Board of the final laptop distribution and that it reached up to 95% of families.*

C. American Paradigm Schools CEO

a. Ms. Ashley Redfearn—Executive Director of American Paradigm Schools

- i. Reviewed and discussed with the Board the June 2020 APS report, previously disseminated to the Board; and*

- ii. *Informed the Board of APS personnel updates.*
- b. *Ms. Katie Santilli—Chief Business Officer of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the June 2020 APS report, previously disseminated to the Board; and*
 - ii. *Updated the Board on compliance and facilities matters, including the annual L&I inspection and that the school had received its water certification from the city.*
- c. *Mr. Scott Kramer—Chief Talent Officer of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the June 2020 APS report, previously disseminated to the Board; and*
 - ii. *Updated the Board on current virtual job fairs and training.*
- d. *Dr. Kristine Magargee—Chief Academic Officer of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the June 2020 APS report, previously disseminated to the Board;*
 - ii. *Advised the Board on upcoming leadership training;*
 - iii. *Informed the Board on data updates, including utilization of FOCUS; and*
 - iv. *Expressed excitement about additional grant money that will be utilized to increase academic programs.*

D. General Counsel

- a. *Mr. David Annecharico, Esq.*
 - i. *Informed the Board of the legal contingency letters identifying all outstanding litigation matters*

E. Business Controller

- a. *Mr. Peter Costa—Santilli & Thomson, LLC*
 - i. *Reviewed and discussed with the Board the May financial report, previously disseminated.*
 - 1. *Informed the Board that the June payment reflected 1540 general education students and 337 SPED student and that school would be paid for those numbers for July, August, and September, with a reconciliation in October.*
 - 2. *June payment: 1540 regular; 337 sped students*
 - 3. *Informed the Board that there was currently \$6.9M in cash, representing 91 days of operations.*
 - 4. *Informed the Board that disbursement in May were \$441k.*

- ii. *Reviewed and discussed with the Board the Profit & Losses Report, previously disseminated to the Board*
 - 1. *Informed the Board that there was \$25M in revenue as of May which was slightly higher than budgeted for;*
 - 2. *Reviewed with the Board the summary by major class; indicated savings in multiple areas after revision of the budget.;*
 - 3. *Notably, the Board was advised that, because of COVID-19, there was savings in substitute services, SPED, transportation, and other such expenses that would be less needed during the crisis;*
 - 4. *Discussed with the Board the \$700,000 transfer of fund balances;*
 - 5. *Advised that legal was currently overbudgeted due to unforeseen matters that arose;*
 - 6. *Discussed working with legal to make costs more transparent.*
- iii. *Informed the Board of the upcoming financial audit.*
- iv.
- b. *Mr. Gerald Santilli, CEO of APS, expressed hesitancy about providing stipends to which Mr. Costa concurred, indicating that not all invoices had been received yet.*

SECTION III: OLD BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION

AVK

SECOND

TG

VOTE:

[X] PASS

[] FAIL

R200617.03 Report of the Business Controller

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School accepts the Financial Report of the Business Controller and all documents submitted thereby, which shall be incorporated into the record of this meeting.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION
 AVK
 SECOND
 TG
 VOTE:
 PASS
 FAIL

R200617.04 Approval of Fund Balance Designation

RESOLVED, that the Board of Trustees of First Philadelphia Preparatory Charter School designates estimated ending fund balance for the year ending June 30, 2020 as follows:

Designated for Working Capital	\$2,000,000
Available for Appropriation	\$ 2,300,000
Designated for Non Liquid Assets	<u>\$1,100,000</u>
Total Fund Balance	<u>\$5,400,000</u>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION
 TG
 SECOND
 KC
 VOTE:
 PASS
 FAIL

R200617.05 Uniform Human Resources Resolution

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School ratifies the human resources changes, modifications and additions as presented.

HIRES		
NAME	TITLE	EFFECTIVE DATE
None	None	None

TERMINATIONS / RESIGNATIONS		
NAME	TITLE	EFFECTIVE DATE
Maritza Mancebo (resignation)	NTA	6/15/20
Shannon Serafin (resignation)	Math Teacher, 5 th Grade	6/5/20
Eileen Rosseljong (resignation)	Special Education Teacher	6/1/20

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION

KC

SECOND

JG

VOTE:

[X] PASS

[] FAIL

R200617.06 Uniform Professional Services Resolution

RESOLVED, the Professional Services Proposal/s and associated reports listed below are hereby accepted and ratified;

FURTHER RESOLVED, the CEO, business controller and general counsel are hereby authorized and directed to negotiate the terms and conditions of those contract/s based upon these Professional Services Proposal/s;

FURTHER RESOLVED, the President is authorized to execute any document or delegate any task necessary to effect this resolution.

Contractor	Amount	Comment: Terms and Conditions
St. Clair CPAs, P.C.	(1) Estimated \$22,500 (2) Estimated \$2,250	(1) Financial Audit (2) Annual Tax Forms
Maschio’s Food Service, Inc.	See proposed contract	FSMC Food Service 1-Year Renewal

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOOT

R200617.07 Uniform Purchases Resolution

RESOLVED, the Purchase Proposal/s and associated reports listed below are hereby accepted and ratified;

FURTHER RESOLVED, the CEO, business controller and general counsel are hereby authorized and directed to negotiate the terms and conditions of those contract/s based upon these Purchase Proposal/s;

FURTHER RESOLVED, the President is authorized to execute any document or delegate any task necessary to effect this resolution.

Contractor	Amount	Comment: Terms and Conditions
None	None	None

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>None</i>	<i>None</i>

MOTION

BS

SECOND

AVK

VOTE:

PASS

FAIL

MOTION

JG

SECOND

BS

VOTE:

PASS

FAIL

R200617.08 Approval of Child Find Notice

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School ratifies and approves of the Child Find Notice, as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

R200617.09 Safety and Security Plan

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Academy Charter School hereby ratifies the Executive Session to Review the Safety and Security Plan, as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION

JG

SECOND

BS

VOTE:

PASS

FAIL

MOTION

BS

SECOND

TG

VOTE:

R200617.10 Approval of 2020-21 Employee Handbook

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Academy Charter School hereby ratifies and approved of the 2020-21 Employee Handbook

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

R200617.11 Reaffirm Terms of Board of Trustees

RESOLVED, in accordance with Section 6.3.2(a) of the First Philadelphia Preparatory Academy Charter School Bylaws, the Board of Trustees of First Philadelphia Preparatory Academy Charter School hereby re-installs the following Trustees for the terms of office listed below:

[X] PASS

[] FAIL

Teresa Grumbrecht: 7/1/19 – 6/30/21
 Barbara Saunders: 7/1/19 – 6/30/21
 Duane White: 7/1/19 – 6/30/21
 Anita Vega-Kaiser: 7/1/19 – 6/30/22
 John MacDonald: 7/1/19 – 6/30/22
 Karin Coger: 7/1/20 – 6/30/23
 Julani Ghana: 7/1/20 – 6/30/23

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

By Roll Call Vote:

Karin Coger - aye
 Julani Ghana - aye
 Teresa Grumbrecht - aye
 Anita Vega-Kaiser - aye
 John MacDonald - aye
 Barbara Saunders - aye
 Duane White - aye

MOTION

BS

SECOND

KC

VOTE:

[X] PASS

[] FAIL

R200617.12 Board Officers

RESOLVED, in accordance with Section 6.3.2(b) of the First Philadelphia Preparatory Academy Charter School Bylaws, the Board of Trustees of First Philadelphia Preparatory Academy Charter School hereby elects the following for their respective officer position, beginning July 1, 2020 and ending June 30, 2021.

Trustee	Position
Ms. Anita Vega-Kaiser	President
Ms. Karin Coger	Vice-President
Ms. Barbara Saunders	Secretary
Ms. Teresa Grumbrecht	Treasurer

PRESIDENT – Anita Vega-Kaiser

By Roll Call:

Karin Coger – *nay*
 Julani Ghana - *aye*

Teresa Grumbrecht – *nay*
 Anita Vega-Kaiser – *aye*
 John MacDonald - *aye*
 Barbara Saunders – *nay*
 Duane White – *aye*

VICE-PRESIDENT/SECRETARY/TREASURER

By Roll Call:

Karin Coger - *aye*
 Julani Ghana - *aye*
 Teresa Grumbrecht - *aye*
 Anita Vega-Kaiser – *aye*
 John MacDonald - *aye*
 Barbara Saunders – *aye*
 Duane White – *aye*

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>B. Saunders</i>	<i>Nominated and expressed support to K. Coger for president</i>
<i>J. MacDonald</i>	<i>Nominated and expressed support to A. Vega-Kaiser for president</i>
<i>K. Coger</i>	<i>Expressed support for herself as president</i>
<i>A. Vega Kaiser</i>	<i>Expressed support for herself as president</i>
<i>D. Annecharico</i>	<i>Advised Board on procedure when multiple nominations</i>
<i>D. Annecharico</i>	<i>Two nominations were made for President and one nomination for each of the other Office positions, as reflected in the aforementioned table</i>

MOTION

JM

SECOND

TG

VOTE:

[X] PASS

[] FAIL

R200617.13 Confidential Settlement and Release Agreement for SM

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School hereby ratifies the Confidential Settlement and Release Agreement between it and SM as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION

JM

R200617.14 Confidential Settlement and Release Agreement for SE

SECOND

TG

VOTE:

PASS

FAIL

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School hereby ratifies the Confidential Settlement and Release Agreement between it and SE as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION

JM

SECOND

TG

VOTE:

PASS

FAIL

R200617.15 Confidential Settlement and Release Agreement for MFB

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School hereby ratifies the Confidential Settlement and Release Agreement between it and MFB as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>

MOTION

BS

SECOND

JM

VOTE:

PASS

FAIL

R200617.16 Appointment of CEO

RESOLVED, the Board of Trustees of First Philadelphia Preparatory Charter School hereby approves the appointment of Dr. Marilyn Martinez as CEO of First Philadelphia Preparatory Charter School, effective July 1, 2020;

FURTHER RESOLVED, the business controller and general counsel are hereby authorized and directed to negotiate the terms and conditions of any document necessary to effectuate this resolution.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>S. Kramer</i>	<i>Expressed appreciation for school's collaboration in selecting CEO</i>
<i>Board</i>	<i>General discussion</i>

B. DISCUSSION AND ANNOUNCEMENTS

NEXT BOARD MEETING:

ADJOURNMENT AT 7:23PM

MOTION

KC

SECOND

AVK

VOTE:

200617

PASS
 FAIL

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