

**LINDLEY ACADEMY CHARTER SCHOOL AT BIRNEY**  
**900 W. Lindley Avenue**  
**Philadelphia, PA 19141**  
**BOARD OF TRUSTEES MEETING**  
**JANUARY 21, 2020**  
**6:00 PM**

**MINUTES**

**SECTION I: CALL TO ORDER**

*Opening Colloquy*

This January 21, 2020 Board of Trustees meeting of the Lindley Academy Charter School at Birney Board of Trustees is hereby called to Order. The time is 6:14 pm. My name is Lisa Johnson. I am the President of this Board of Trustees and I will facilitate this meeting.

This is a public meeting of the Board of Trustees of the Lindley Academy Charter School at Birney that was properly advertised pursuant to the Pennsylvania Sunshine Act. The public meeting schedule is posted at the school and on the website in the monthly calendar.

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 pm 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**

Lisa Johnson — President  
Jane McAndrew — Treasurer  
Ana Christina Melhor — Secretary  
Barbara Saunders — Vice President

**Board Members Present:**

Lisa Johnson  
Ana Christina Melhor  
Barbara Saunders

**By Invitation: Non-Board Members:**

Dr. Margery Covello, Interim CEO  
Nancy White, Principal  
Ralph Lovelidge, Principal  
David Hussey, Esq.  
Peter Costa, Santilli and Thomson  
Gerald Santilli, President & CEO, APS  
Ashley Redfearn, Executive Director, APS  
Scott Kramer, CTO, APS  
Regina Felder, Prospective Trustee

Evette Bowman, Prospective Trustee  
Reginald Howard, Prospective Trustee  
Frances Felbaum, St. Clair CPA Solutions

**Board Members Absent**

Jane McAndrew

**B. Chairperson's Disclosure: Executive Session**

*I would like to state, for purposes of the Minutes of this meeting that, during this meeting, the Board of Trustees will meet 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).

**C. Approval of Agenda**

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
 PASS  
 FAIL

**Resolution 20012101**  
**Approval of the Agenda**

RESOLVED, that the Board of Trustees of Lindley Academy Charter School at Birney hereby approves the **January 21, 2020** Agenda.

*Notes of Discussion / Advance Regulatory and Financial Comment:*

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Reviewed the agenda</i>

**D. Approval of Minutes**

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
 PASS  
 FAIL

**Resolution 20012102**  
**Approval of the December 4, 2019 Board Meeting Minutes**

RESOLVED, that the Board of Trustees of Lindley Academy Charter School at Birney hereby approves the Minutes of the **December 4, 2019** meeting of the Board of Trustees of Lindley Academy Charter School at Birney.

*Notes of Discussion / Advance Regulatory and Financial Comment:*

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Reviewed the December 4 meeting minutes</i>

**SECTION II: Reports**

A. Community Comment

*Community Comment Colloquy (General Counsel)*

Good Evening, my name is David Hussey with Sand & Saidel, P.C., General Counsel to the Lindley Academy Charter School at Birney Board of Trustees. Will you please state your name for our records?

You will have three minutes to address the Board of Trustees. Any documents or communications that you might supplement your comment with should be submitted to me. I will keep the time and notify the board when three minutes have elapsed.

This Board may choose not to comment, question or respond in any way to your public comment. I will begin the time now.

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

A. Business Controller

1. IRS Form 990

*F. Felbaum presented the draft IRS Form 990, highlighting:*

- + Revisions regarding mission statement and programming;*
- + Form 990 policies;*
- + Compensation to key employees and independent contractors;*
- + Revenue and expenses;*
- + Balance sheet;*

2. Financial Report

*P. Costa presented the monthly financial report of the business controller, a copy of which was distributed in advance and incorporated by reference herein, highlighting:*

- + All expenses are in line with the budget; and*
- + Disbursements for the months of November and December.*

*P. Costa and the Board discussed budgeted revenues.*

B. Lindley Academy Charter School at Birney CEO

*M. Covello presented the monthly CEO report, highlighting:*

- + Enrollment;*
- + Attendance and climate, including efforts to promote the Caring School Community and minimize suspensions;*

- + *Middle school academic focus areas, as presented by R. Lovelidge;*
- + *K-5 academic focus areas, as presented by N. White;*
- + *Outreach and support efforts for students experiencing homelessness;*
- + *Professional development; and*
- + *Clubs and events, including the school's efforts to provide high quality extracurricular opportunities.*

*Dr. Covello and the Board discussed and reviewed:*

- + *Efforts to monitor and improve student attendance, including home visits and coordination with the District Attorney's office;*
- + *The school's rationale for not issuing in-school suspension; and*
- + *Student lateness.*

C. American Paradigm Schools

*A. Redfearn presented the report of APS, highlighting:*

- + *Environmental testing for lead and asbestos;*
- + *Human resources, including staff vacancies and teacher retention at Lindley;*
- + *Academic coaching;*
- + *New teacher induction; and*
- + *Professional development.*

**SECTION III: UNFINISHED BUSINESS** — NONE

**SECTION IV: NEW BUSINESS**

A. RESOLUTIONS

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
[X] PASS  
[] FAIL

**Resolution 20012103 Approval of Reports**

RESOLVED that the Board of Trustees of Lindley Academy Charter School at Birney hereby accepts the report of the CEO of Lindley Academy Charter School at Birney and hereby incorporates into these minutes by reference the written report and the documents presented by the School Administration to the board;

FURTHER RESOLVED, that the Board of Trustees of Lindley Academy Charter School at Birney hereby accepts the report of American Paradigm Schools and hereby incorporates into these minutes by reference the written report and the documents presented by American Paradigm Schools; and

FURTHER RESOLVED, that the Board of Trustees of Lindley Academy

Charter School at Birney hereby reviews and accepts the Financial Report of Peter Costa and hereby incorporates into these minutes by reference the Treasurer's Report and the documents presented by Peter Costa to the board.

***Notes of Discussion / Advance Regulatory and Financial Comment:***

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

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
[X] PASS  
[] FAIL

**Resolution 20012104 IRS Form 990**

RESOLVED, the Board of Trustees of Lindley Academy Charter School at Birney hereby approves the draft IRS Form 990, as presented.

***Notes of Discussion / Advance Regulatory and Financial Comment:***

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Reviewed the draft IRS Form 990</i>

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
[X] PASS  
[] FAIL

**Resolution 20012105 IRS Form 990 Policies**

RESOLVED, the Board of Trustees of Lindley Academy Charter School at Birney hereby approves the Form 990 Policies, as presented.

***Notes of Discussion / Advance Regulatory and Financial Comment:***

<i>Who</i>	<i>What</i>
<i>Board; Hussey; Covello</i>	<i>D. M. Reviewed the proposed Form 990 Policies</i>

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
[X] PASS  
[] FAIL

**Resolution 20012106 Human Resources Changes**

RESOLVED, the Board of Trustees of Lindley Academy Charter School at Birney accepts the human resources changes, modifications and additions as presented below.

<u>New Hires</u>	<u>Position</u>	<u>Start Date</u>
Yvonne Hyman	Instructional Assistant	1/6/20
Haley Harrington	Kindergarten Teacher	12/10/19
<u>Resignations/ Terminations</u>	<u>Position</u>	<u>Effective Date</u>
Scott Mazei	Kindergarten Teacher	12/10/19
Lawerence	4 <sup>th</sup> Grade	12/20/19

Sernovitz Teacher  
Nicole Lewis Cafeteria Aide 12/20/19

<u>Salary Changes</u>	<u>Position</u>	<u>Effective Date</u>
	Grant Writer	1/16/20

*Notes of Discussion / Advance Regulatory and Financial Comment:*

<i>Who</i>	<i>What</i>
<i>Board; M. Covello</i>	<i>Discussed the proposed human resources changes</i>

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
 PASS  
 FAIL

**Resolution 20012107 Appointment of Regina Felder, Parent Trustee**

RESOLVED that, in accordance with the Bylaws, the Board of Trustees of Lindley Academy Charter School at Birney hereby appoints Regina Felder to serve as a Parent Trustee for a term expiring on July 31, 2021; and

FURTHER RESOLVED, that Regina Felder shall be administered the following oath of office:

*I do solemnly swear (or affirm) that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.*

*Notes of Discussion / Advance Regulatory and Financial Comment:*

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Discussed the duties and responsibilities of Trustees</i>

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
 PASS  
 FAIL

**Resolution 20012108 Appointment of Evette Bowman, Trustee**

RESOLVED that, in accordance with the Bylaws, the Board of Trustees of Lindley Academy Charter School at Birney hereby appoints Evette Bowman to serve as a Trustee for a term expiring on July 31, 2021; and

FURTHER RESOLVED, that Evette Bowman shall be administered the following oath of office:

*I do solemnly swear (or affirm) that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.*

*Notes of Discussion / Advance Regulatory and Financial Comment:*

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

MOTION  
BLS  
SECOND  
ACM  
VOTE:  
[X] PASS  
[] FAIL

### Resolution 20012109 Appointment of Reginald Howard, Trustee

RESOLVED that, in accordance with the Bylaws, the Board of Trustees of Lindley Academy Charter School at Birney hereby appoints Reginald Howard to serve as a Trustee for a term expiring on July 31, 2021; and

FURTHER RESOLVED, that Reginald Howard shall be administered the following oath of office:

*I do solemnly swear (or affirm) that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.*

**Notes of Discussion / Advance Regulatory and Financial Comment:**

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

MOTION  
RG  
SECOND  
EB  
VOTE:  
[X] PASS  
[] FAIL

### Resolution 20012110 Term of Office of Barbara Saunders, Trustee

RESOLVED that, in accordance with the Bylaws, the Board of Trustees of Lindley Academy Charter School at Birney hereby revises the term of office for Barbara Saunders as Trustee whereby her term of office as Trustee shall expire on July 31, 2021.

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Discussed its intention to revise Ms. Saunders' term of office in order to provide for staggered terms of office for its Trustees.</i>

*Upon Motion by B. Saunders, Seconded by A. Melbor, the Board voted to enter into executive session at 7:45 pm to discuss a human resources matter.*

*Upon Motion by B. Saunders, Seconded by A. Melbor, the Board voted to adjourn from executive session at 8:03 pm.*

MOTION  
BLS  
SECOND  
RH  
VOTE:  
[X] PASS  
[] FAIL

### Resolution 20012111 Appointment of Dr. Margery Covello, CEO

RESOLVED that the Board of Trustees of Lindley Academy Charter School at Birney hereby appoints Dr. Margery Covello as Chief Executive Officer of Lindley Academy Charter School at Birney.

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Discussed Resolution R2001211 during executive session</i>
<i>Board</i>	<i>Discussed with Dr. Covello their gratitude for her hard work and their intention to keep and maintain</i>

*her in the role of CEO*

**SECTION VII: DISCUSSION AND ANNOUNCEMENTS**

- ❖ NEXT BOARD MEETING: TUESDAY FEBRUARY 18<sup>TH</sup>, 2020 @ 6PM
- ❖ COMPLETED STATEMENTS OF FINANCIAL INTERESTS ARE DUE BY MAY 1, 2020

**Adjournment @ 8:09 pm**

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MOTION  
RF  
SECOND  
BLS  
VOTE:  
 PASS  
 FAIL

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