

# MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 Memphis Street  
Philadelphia, PA 19134  
BOARD OF TRUSTEES MEETING

**JANUARY 9, 2019**

**6:00 PM**

## **Minutes**

### **SECTION I: CALL TO ORDER**

#### *Opening Colloquy*

This meeting of the Memphis Street Academy Charter School Board of Trustees is hereby called to Order. The time is 6:00 p.m. My name is Sandra Farmer. I am the President of this Board of Trustees and I will facilitate this meeting.

This is a public meeting that was properly advertised pursuant to the Pennsylvania Sunshine Act in the Philadelphia Daily News.

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**

<b>Board Members Present:</b>	<b>By Invitation: Non-Board Members:</b>
<p>Sandra Farmer Miguel Diaz Anita Vega-Kaiser Michelle Campellone Pablo Mateo</p> <p><b>Board Members Absent:</b> Barbara Saunders</p>	<p>Naimah Holliday Shavonne McMillan Dr. Margery Covello Katie Santilli Michael McLeish Daniel Saidel, Esq. Dean Krebs, Esq. Frances Sperling Feldbaum, CPA Brian D. DiMattesa, CPA</p>

**B. Approval of Agenda**

MOTION

ANITA VEGA-KAISER

SECOND

PABLO MATEO

VOTE:

PASS

FAIL

**R190109.01 Approval of the January 9, 2019 Agenda**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the January 9, 2019 Agenda.

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

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

**C. Approval of Minutes**

MOTION

PABLO MATEO

SECOND

MIGUEL DIAZ

VOTE:

PASS

FAIL

**R190109.02 Minutes of the November 14, 2018 Meeting**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the November 14, 2018 meeting of the Board of Trustees of Memphis Street Academy 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**

*Community Comment Colloquy (General Counsel)*

Good Evening, my name is Daniel Saidel, Esq. with Sand & Saidel, PC, General Counsel to the Memphis Street Academy Charter School 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.

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

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

**B. Memphis Street Academy Charter School CEO**

- a. *Ms. Naimah Holliday – Chief Executive Officer*
  - i. *Reviewed with the Board the January 2019 CEO report, previously disseminated to the Board. Discussion included:*
    - 1. *90% average daily student attendance.*
    - 2. *Possible new MSA counselor for next year to assist families in acquiring supportive services.*
    - 3. *Plummet in total student suspensions from 70 at this time last year to 29 this year.*
    - 4. *Current science teacher vacancy.*
    - 5. *Future purchase of classroom blinds, installation of whiteboards, and upgrading audio/projection in auditorium*
    - 6. *Charter School Office highlighting MSA in its December Newsletter.*
    - 7. *Implementing Caring School Community during the 2019-20 school year*
    - 8. *JV Basketball Lady Wildcats achievement of making it to the second round of MPAA playoffs.*
    - 9. *Reopening of MSA Clubhouse, which offers opportunities for more individualized academy intervention and enrichment.*

10. *Variety of recent and upcoming events, including MSA Spirit Week, Breakfast with the Principal; Springboard Parent PD; Globetrotters; Bring Someone You Love Dance.*
  11. *Achievement of MSA student parent who completed MSA's free GED course and is now working in the medical field.*
  12. *Selection of Ms. Naimah Holliday onto the Board of Directors for Philadelphia Charters for Excellence.*
- ii. *Reviewed with the Board MR Strategies' 90-day plan, previously disseminated to the Board.*
- b. *Ms. Shavonne McMillin – Principal*
- i. *Reviewed with the Board the CEO report, previously disseminated to the Board. Discussion included:*
    1. *Preliminary Growth Diagnostic Testing results.*
    2. *Triangulation of data with Common Assessment II.*
    3. *Regular data conversations through standard based assessments.*
    4. *Upcoming MSA leadership training events, such as Speed of Trust and Seven Habits of Highly Effective Leaders.*
    5. *Spanish language classes for MSA staff through Rosetta Stone.*
    6. *Attendance of DOC to ALICE training.*
    7. *Implementation of Naviance with Fidelity.*

### **C. American Paradigm Schools CEO**

- a. *Dr. Margery Covello – Chief of Staff at American Paradigm Schools*
- i. *Reviewed with the Board the January 2019 APS report, previously disseminated to the Board. Discussion included:*
    1. *APS efforts to review certifications of all teachers, as well as working with school leadership and teachers regarding certification plans.*
    2. *APS efforts to be approved to provide certain certifications.*
    3. *Dr. Margery Covello's recent attendance to LaSalle Non-Profit Center's 8-hour governance training class, which she highly recommended.*

### **D. Business Controller**

- a. *Michael McLeish of Santilli & Thomson LLC – Business Controller*
- i. *Reviewed with the Board the November 2018 Financials report, previously disseminated to the Board. Discussion included:*
    1. *Current revenue projection being at a loss; however, expected reimbursement from utilities would compensate.*

2. *High building costs in light of recent repairs; however, future repairs would be capitalized.*
  3. *Current cash available at \$11,300,000.*
- b. *Frances Sperling Feldbaum, CPA — St. Claire CPA Solutions, P.C.*
1. *Reviewed with the Board the Financial Statements, Supplementary Schedules and Uniform Guidelines Requirements (With Independent Auditor’s Report Thereon), previously disseminated to the Board. Discussion included:*
    - a. *Issuance of an unmodified opinion, indicating no material defects.*
    - b. *No indication of significant deficiencies or material weakness regarding internal controls.*
    - c. *No indication of deficiencies regarding federal awards.*
    - d. *No significant audit adjustment; however, certain liabilities, such as “other post-employment benefits” (e.g. teacher’s pension) were noted.*
    - e. *Indicated good fiscal management overall.*
    - f. *Indicated that a Management Letter will be sent, which will include comments not included within the Audit report that Auditor believes Board should be aware, such as payroll/food service providers not having a Service Organization Control.*

**SECTION III: NEW BUSINESS**

A. RESOLUTIONS

MOTION  
 MICHELLE  
 CAMPPELLONE  
 SECOND  
 ANITA VEGA-  
 KAISER  
 VOTE:  
 PASS  
 FAIL

**R190109.03 Report of the Business Controller**

RESOLVED, the Board of Trustees of Memphis Street Academy 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:***

<b><i>Who</i></b>	<b><i>What</i></b>
<i>Board</i>	<i>General Discussion</i>
<i>M. McLeish</i>	<i>Reviewed with the Board the November 2018 Financial Reports, which were previously disseminated to the Board</i>

MOTION  
 MIGUEL DIAZ  
 SECOND

**R190109.04 2017-2018 Audited Financial Statements**

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the 2017-2018 Audited Financial Statements as presented, for

PABLO MATEO

VOTE:

[X] PASS

[ ] FAIL

Memphis Street Academy Charter School.

**By Roll Call Vote:**

Sandra Farmer - Aye  
Barbara Saunders - Absent  
Miguel Diaz - Aye  
Anita Vega-Kaiser - Aye  
Michelle Campellone - Aye  
Pablo Mateo - Aye

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

<b>Who</b>	<b>What</b>
<i>Board</i>	<i>General discussion</i>
<i>F. Feldbaum and B. DiMattesa</i>	<i>Reviewed with the Board the Financial Statements, Supplementary Schedules and Uniform Guidelines Requirements (With Independent Auditor's Report Thereon), previously disseminated to the Board.</i>

MOTION

PABLO MATEO

SECOND

MIGUEL DIAZ

VOTE:

[X] PASS

[ ] FAIL

**R190109.05 Uniform Human Resources Resolution**

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies the human resources changes, modifications and additions as presented.

<b>HIRES/COMPENSATION CHANGE</b>		
<b>NAME</b>	<b>TITLE</b>	<b>EFFECTIVE DATE</b>
John Napper (Hire)	Physical Education Teacher	12/03/18
Stacy Edge (Hire)	6 <sup>th</sup> Grade Teacher	01/07/19
Michelle Aaron (Hire)	Alt Ed. English Teacher	01/14/19
Steven Bilski (Title and Salary Change)	Director of Operations	01/07/19

<b>TERMINATIONS / RESIGNATIONS</b>		
<b>NAME</b>	<b>TITLE</b>	<b>EFFECTIVE DATE</b>
Jacqueline Gould (Resigned)	Special Education Teacher	01/04/19
James McCleaff (Resigned)	Behavior Specialist	12/21/18

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

MOTION  
MIGUEL DIAZ  
SECOND  
PABLO MATEO  
VOTE:  
 PASS  
 FAIL

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

**R190109.06 Uniform Professional Services Proposals 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 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
Aspire Educational Services, Inc.	Based on services provided	Staffing Services, including Certified School Psychologist and various Specialists (e.g. Speech Pathologist, Special Education teachers, etc)
Ties Cleaning Machine	Various Rates	Cleaning Services

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

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

MOTION  
MIGUEL DIAZ  
SECOND  
PABLO MATEO  
VOTE:  
 PASS  
 FAIL

**R190109.07 Uniform Purchase Services Proposals Resolution**

RESOLVED, the Purchase 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 based upon these Purchase Services Proposals.

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
Singer	\$24,024.90	Walk-in Combination Cooler Freezer

MOTION  
PABLO MATEO  
SECOND  
MIGUEL DIAZ  
VOTE:  
 PASS  
 FAIL

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

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

**R190109.08 Employee Handbook**

RESOLVED that the Board of Trustees of Memphis Street Academy Charter School approves the Employee Handbook, as presented.

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

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

MOTION  
MIGUEL DIAZ  
SECOND  
PABLO MATEO  
VOTE:  
 PASS  
 FAIL

**R190109.09 Contract: Santilli & Thomson LLC**

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies the Consulting Agreement between it and Santilli & Thomson LLC as presented.

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

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

Sandra Farmer - Aye  
Barbara Saunders - Absent  
Miguel Diaz - Aye  
Anita Vega-Kaiser - Aye  
Michelle Campellone - Aye  
Pablo Mateo - Aye

B. DISCUSSION AND ANNOUNCEMENTS

- NEXT BOARD MEETING: February 13, 2019

**ADJOURNMENT  
@7:23**

MOTION

ANITA VEGA-KAISER

SECOND

PABLO MATEO

VOTE:

190109



PASS  
 FAIL