

MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 Memphis Street
Philadelphia, PA 19134
BOARD OF TRUSTEES MEETING

FEBRUARY 13, 2019

12:00 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 12:09 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

Board Members Present:	By Invitation: Non-Board Members:
<p>Sandra Farmer Barbara Saunders Miguel Diaz Pablo Mateo</p> <p>Board Members Absent: Michelle Campellone Anita Vega-Kaiser</p>	<p>Naimah Holliday Shavonne McMillan</p> <p>Dr. Margery Covello Ryan Scallon Katie Santilli</p> <p>Michael McLeish Michael Thomson</p> <p>Daniel Saidel, Esq. Dean Krebs, Esq.</p> <p>Ms. Danielle Bryant</p>

B. Approval of Agenda

MOTION
BS
SECOND
PM
VOTE:
 PASS
 FAIL

R190213.01 Approval of the February 13, 2019 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the February 13, 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
PM
SECOND
BS
VOTE:
 PASS
 FAIL

R190213.02 Minutes of the January 9, 2019 Meeting

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the January 9, 2019 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 David Annecharico 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:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>
<i>D. Bryant</i>	<i>Provided comments regarding the events that led to her termination being voted on by the Board under the below R190213.04 Uniform Human Resources Resolution.</i>

B. Memphis Street Academy Charter School CEO

- a. *Ms. Naimah Holliday – Chief Executive Officer*
 - i. *Reviewed and discussed with the Board the February 2019 CEO report, previously disseminated to the Board. Discussion included:*
 - 1. *The future release of the engagement survey results;*
 - 2. *Future presentation of an engagement plan;*
 - 3. *95% staff attendance;*
 - 4. *Upcoming maintenance on windows and AC, as well as electrical work and renovations; and*
 - 5. *Expressed desire to replace school’s trophy case.*
- b. *Ms. Shavonne McMillan – Principal*
 - i. *Reviewed and discussed with the Board the February 2019 CEO report, previously disseminated to the Board. Discussion included*
 - 1. *Reduction of student risk for Tier 3 math from 84% in the fall to 64% in the spring;*

2. *Highlighted that a typical student grew 53% of their annual growth in math and 24% in reading. On the Common Assessment #2, MSA's 5th grade math students earned 53% mastery of state standards compared to the APS average of 36%;*
3. *Described Senior Leadership and Instructional Leadership Team engagement through a book study: "The Five Dysfunctions of a Team."*
4. *Highlighted that 72% of 8th grader scholars had turned in their high school applications with 75% of those students having been accepted into a chosen school;*
5. *Discussed recent and upcoming events, including "Bring Someone You Love Dance" on 02/07; Expressive Arts Expo on 2/09; Globetrotters on 02/22; Black History month celebration on 02/28; and ongoing weekly community builder events on Fridays;*
6. *Highlighted that participation in GED courses had doubled;*
7. *Indicated an upcoming forum at MSA for judicial candidates for Court of Common Pleas Court, as well as a meeting on March 7 with City Council, both scheduled by MR Strategies; and*
8. *Discussed TSA fundraiser due to government shutdown.*

C. American Paradigm Schools CEO

- a. *Dr. Margery Covello – Chief of Staff at American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the February 2019 APS report, previously disseminated to the Board.*

D. Business Controller

- a. *Michael McLeish of Santilli & Thomson LLC – Business Controller*
 - i. *Reviewed and discussed with the Board the December 2018 Financials report, previously disseminated to the Board. Discussion included:*
 1. *Noted an under enrollment of 60 students, coupled with an increased student rate, still provided a negative variance of \$350k. Indicated that this variance could be countered by overbudgeting with employees and benefits;*
 2. *Indicated a current cash balance of \$11.2 million through December;*
 3. *Indicated that the food service budget was on balance; and*
 4. *Indicated that the School Improvement Grant would be expiring;*
 - ii. *Reviewed and discussed with the Board IRS Form 990, previously disseminated to the Board.*

SECTION III: NEW BUSINESS

A. RESOLUTIONS

MOTION

BS

SECOND

MD

VOTE:

PASS

FAIL

R190213.03 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:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>
<i>M. McLeish</i>	<i>As previously discussed</i>

MOTION

BS

SECOND

MD

VOTE:

PASS

FAIL

R190213.04 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.

Upon MOTION by MIGUEL DIAZ and SECONDED by BARABARA SAUNDERS, the Board ENTERED closed session,

Upon MOTION by MIGUEL DIAZ and SECONDED by PABLO MATEO, the Board EXITED closed session,

HIRES		
NAME	TITLE	EFFECTIVE DATE
Miguel Santiago	Full-Time NTA	1/22/2019

TERMINATIONS / RESIGNATIONS		
NAME	TITLE	EFFECTIVE DATE
Yerly Tineo	Part-Time Instructional Aide	2/7/2019
Denise Palms-Wilson (resigned)	Assistant Dean	2/12/2019
Danielle Bryant	Assistant Dean	2/13/2019

Notes of Discussion / Advance Regulatory and Financial Comment:

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

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 VOTE:
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By Roll Call Vote:

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

R190213.05 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
Wm. Proud Masonry Restoration Company, Inc.	\$9,800	Repairs of leak at main entrance of 2950 Memphis Street

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOOT

R190213.06 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
None	None	None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
None	None

MOTION
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 SECOND
 BS
 VOTE:
 PASS
 FAIL

R190213.07 IRS Form 990

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School approves the IRS Form 990, as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	General discussion
M. McLeish	As previously discussed

By Roll Call Vote:

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

B. DISCUSSION AND ANNOUNCEMENTS

- Miguel Diaz reminded the Board that on April 6, 2019, there will be a city-wide cleanup initiative.

- NEXT BOARD MEETING: March 13, 2019 @ 6:00pm

ADJOURNMENT

MOTION
 PM
 SECOND
 MD
 VOTE:
 PASS
 FAIL