

# MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 Memphis Street  
Philadelphia, PA 19134  
BOARD OF TRUSTEES MEETING

**APRIL 10, 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 6:04 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:
Sandra Farmer Barbara Saunders Miguel Diaz Michelle Campellone Pablo Mateo Anita Vega-Kaiser  <b>Board Members Absent:</b>	Naimah Holliday Shavonne McMillan Gerald Santilli Michael McLeish  Daniel Saidel, Esq. David Annecharico, Esq.  Dr. Margery Covello Scott Kramer Katie Santilli Ryan Scallon

**B. Approval of Agenda**

MOTION  
 BS  
 SECOND  
 PM  
 VOTE:  
 PASS  
 FAIL

**R190410.01 Approval of the April 10, 2019 Agenda**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the April 10, 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  
 MC  
 VOTE:  
 PASS  
 FAIL

**R190410.02 Minutes of the March 13, 2019 Meeting**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the March 13, 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**

None

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

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

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

a. *Ms. Naimah Holliday – Chief Executive Officer*

i. *Reviewed and discussed with the Board the April 2019 CEO report, previously disseminated to the Board. Discussion included:*

1. *Current total of 749 students with a budgeted of 760 students;*
2. *Upcoming loss of CID grant, so Administration is in process of determining where budgetary cuts can be made while retaining strong achievement program;*
3. *Noted vacancies for current and next year positions;*
4. *Highlighted that the softball/ baseball season is currently underway; and*
5. *Highlighted Spirit Week for the PSSAs.*

b. *Ms. Shavonne McMillan – Principal*

i. *Reviewed and discussed with the Board the April 2019 CEO report, previously disseminated to the Board; and*

ii. *Discussed that MSA recently completed that Common Assessment III.*

**C. American Paradigm Schools CEO**

a. *Gerald Santilli – President of American Paradigm Schools*

i. *Discussed with the Board a proposed contract due to the necessary repairs on the building. Discussion included:*

1. *Indicating that the roof and window caulking has asbestos, which requires proper disposal in order to safeguard children;*
2. *Noting that water in school's basement has been determined by the water department to be unclean and likely from local drainage;*
3. *Recommended getting support from local councilperson to assist in getting the school appropriate support;*
4. *Indicated that preliminary costs are approximately \$6.5 Million;*
5. *Indicated that contractor should begin services on May 7, 2019;*

- ii. Indicated that APS is in process of hiring additional staff to meet needs of MSA.
- b. Daniel Saidel, Esq. – General Counsel to Memphis Street Academy
  - i. Provided recommendations on how Board should move forward with the contract proposed by Mr. Santilli.
- c. Dr. Margery Covello – Chief of Staff at American Paradigm Schools
  - i. Reviewed and discussed with the Board the April 2019 APS report, previously disseminated to the Board; and
  - ii. Indicated that APS is in process of filling vacancies.

**D. Business Controller**

- a. Michael McLeish of Santilli & Thomson LLC – Business Controller
  - i. Reviewed and discussed with the Board the February 2019 Financials report, previously disseminated to the Board. Discussion included:
    - 1. Indicated a projected “break-even” of year budget;
    - 2. Highlighted current cash of \$11.5 Million;
    - 3. Indicated that cash is expected to go down in March where there are three payrolls and other payments; and
    - 4. Indicated a disbursement of \$499,000
  - ii. Discussed 5-year Budget Plan, including:
    - 1. Indicating that the School District of Philadelphia requested MSA spend down its \$11.5 Million cash balance, so \$6.5 million is to be used on the building, as discussed by Mr. Santilli;
    - 2. Recommended that MSA utilize a portion of the fund balance into next year’s budget to wean MSA off of the CID grant; and
    - 3. Indicated that he was working with the Administration to make budgetary cuts for next year
  - iii. Answered Board questions.

**E. Legal Counsel**

- a. Daniel Saidel, Esq. – General Counsel to Memphis Street Academy
  - i. Reminded Board to complete Financial Interest Statements

**SECTION III: NEW BUSINESS**

A. RESOLUTIONS

MOTION  
MC  
SECOND  
BS  
VOTE:  
[ X ] PASS

**R190410.03 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>
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[ ] FAIL

<i>M. McLeish</i>	<i>As discussed above</i>
<i>Board</i>	<i>General discussion</i>

MOTION

**R190410.04 Uniform Human Resources Resolution**

PM

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

SECOND

BS

VOTE:

[X] PASS

[ ] FAIL

<b>HIRES</b>		
<b>NAME</b>	<b>TITLE</b>	<b>EFFECTIVE DATE</b>
Miozotis Vega	Bilingual Classroom Assistant (Part-time)	4/15/19

<b>TERMINATIONS / RESIGNATIONS</b>		
<b>NAME</b>	<b>TITLE</b>	<b>EFFECTIVE DATE</b>
Dr. Erin Lucey (Resignation)	School Psychologist	4/19/2019

***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>

MOOT

**R190410.05 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.

<b>Contractor</b>	<b>Amount</b>	<b>Comment: Terms and Conditions</b>
<i>None</i>	<i>None</i>	<i>None</i>

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

<b>Who</b>	<b>What</b>
None	None

MOOT

**R190410.06 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.

<b>Contractor</b>	<b>Amount</b>	<b>Comment: Terms and Conditions</b>
None	None	None

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

<b>Who</b>	<b>What</b>
None	None

MOTION

**R190410.07 School Calendar for the 2019-20 School Year**

BS

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School ratifies and approves the School Calendars for the 2019-20 school year, as presented.

SECOND

PM

VOTE:

PASS

FAIL

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

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

MOTION

**R190410.08 Child Abuse Recognition and Reporting Policy**

PM

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies and approves of the Child Abuse Recognition and Reporting Policy, as presented.

SECOND

BS

VOTE:

PASS

FAIL

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

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

MOTION

**R190410.09 Procurement Policy**

BS  
SECOND  
PM  
VOTE:  
 PASS  
 FAIL

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies and approves of the Procurement Policy, as presented.

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

<b><i>Who</i></b>	<b><i>What</i></b>
<i>M. McLeisgh</i>	<i>Indicated that changes reflect price increase of micro-purchases</i>
<i>Board</i>	<i>General Discussion</i>

**B. DISCUSSION AND ANNOUNCEMENTS**

*Mr. Miguel Diaz*

- *Requested that Board be alerted when a weapon is brought into school.*

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*Mr. Pablo Mateo*

- *Highlighted upcoming Bike Ride community event: "Pedal For Peace"*
- *Highlighted May 3 Event where the 26<sup>th</sup> district is having awards banquet at Sugar House Casino*

- **NEXT BOARD MEETING: May 8, 2019**

**ADJOURNMENT**

MOTION

BS

SECOND

PM

VOTE:

PASS

FAIL