

MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 MEMPHIS STREET
PHILADELPHIA, PA 19134

BOARD OF TRUSTEES MEETING

LOCATION:
8101 CASTOR AVENUE
PHILADELPHIA, PA 19152

DATE & TIME:
AUGUST 14, 2019
6:00PM

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 Barbara Saunders. I am the Vice-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	Naimah Holliday-Wimberly Michael McLeish Gerald Santilli Ashley Redfearn Scott Kramer David Annecharico, Esq. Dean Krebs, Esq.
Board Members Absent: Anita Vega-Kaiser	

B. Approval of Agenda

MOTION
 MIGUEL DIAZ
 SECOND
 MICHELLE
 CAMPELLONE
 VOTE:
 PASS
 FAIL

R190814.01 Approval of the August 14, 2019 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the August 14, 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
 MICHELLE
 CAMPELLONE
 SECOND
 PABLO MATEO
 VOTE:
 PASS
 FAIL

R190814.02 Minutes of the June 12, 2019 Meeting

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the June 12, 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

<i>None</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>None</i>	<i>N/A/</i>

B. Memphis Street Academy Charter School CEO

a. Ms. Naimah Holliday-Wimberly—CEO of Memphis Street Academy

i. Discussed and reviewed with the board the August 2019 CEO report, previously disseminated to the Board

1. Discussed with the Board School Data and Other Information, including:

- a. Indicating to the Board that school opening is delayed until 09/03/19;
- b. Indicating to the Board that professional development would begin for most on 08/26/19;
- c. Indicating to the Board a tentative renovation completion date of 08/23/19;
- d. Indicating to the Board that there might be additional costs for overtime and cleaning;
- e. Indicating to the Board that MSA was working with Mr. Scott Kramer of APS to fill three remaining vacancies in ELA, Math, and SPED;
- f. Indicating to the Board that enrollment was currently at 605 students, with 46 new 5th graders and 33 new 6th graders;
- g. Indicating to the Board the upcoming compliance deadline of August 30 for Epicenter uploads.

2. Discussed with the Board Curriculum and Instruction, including:

- a. Introducing to the Board MSA’s theme of Personalized Learning in a Caring School Community
- b. Highlighting to the Board programs to be utilized in the 2019-20 school year, including collaborative classroom/caring school community; Eureka Math, which was not fully adopted for 5-8th grade; DreamBox, a math intervention program; Code X and Journeys for ELA; Reading Plus; and Study Island for utilization in science, ELA and literacy.

3. *Discussed with the Board Professional Development initiatives that were being drafted in collaboration with the CEO, MSA Assistant Principals, Instructional Coaches, and the APS A Team. These initiatives included New Teacher Induction; training with Eureka Math & DreamBox; MMS, to be used to track student behavior; PIMS; New School Rules to help create a unified leadership message; CSC Discipline to assist teachers manage students with negative behaviors; Atrium; and Personalized Learning*
4. *Discussed with the Board initiatives for Climate and Culture of MSA, including, in part:*
 - a. *Indicating to the Board that Cosmic Academy needed to be restructured in order to let it reach its full potential;*
 - b. *Indicating to the Board that breakfast and lunch plans were serving a variety of foods, and lunch time was increased; and*
 - c. *Indicated to the Board that the library would be re-opening in collaboration with APS who donated \$30,000*
 - i. *Mr. Gerald Santilli, CEO of American Paradigm School, indicated to the Board that APS was reaching out to the Free Library to ensure all students have a library card.*

C. American Paradigm Schools CEO

- a. *Mr. Gerald Santilli—CEO of American Paradigm School*
 - i. *Discussed with the Board the resignation of Mr. Ryan Scallon from APS;*
 - ii. *Discussed with the Board the appointment of Ms. Kristine Magargee as Chief Academic Officer;*
 - iii. *Discussed with the Board additional hiring to fill vacancies; and*
 - iv. *Indicated to the Board that APS's mission is to have a partnership to help MSA reach its full potential.*
- b. *Ms. Ashley Redfearn—Executive Director of American Paradigm Schools*
 - i. *Discussed and reviewed with the Board the August 2019 APS report, previously disseminated to the Board.*
 1. *Discussed APS Staffing efforts with the Board, including:*
 - a. *Hiring two new academic coaches, Student Support Coordinator/Board Certified Behavior Analyst, and Science Coach; and*
 - b. *Ongoing interviews for Director of ELA, Director of Pupil Services, and HS coordinator.*
 2. *Discussed APS compliance support matters with the Board:*

- a. *Indicated to the Board that the schools would be executing an MOU with the PSD to share academic data; and*
 - b. *Discussed with the Board the renewal agreements, by-laws, and policy changes in school handbooks.*
 3. *Discussed Human Resource efforts made to the Board, including participating in numerous work fairs and automating the Act 168 process.*
- ii. *Discussed the Library Initiative with the Board:*
 1. *Informed the Board of the new library at Memphis Street Academy Charter;*
 2. *Indicated to the Board that APS was providing financial support for the library development.*
- iii. *Discussed Partnership Meetings with the Board:*
 1. *Discussed and informed the Board of current and upcoming partnership events, including the 2-Day STEM project for Girls through Red Cross (“Stem Goes Red”); Philadelphia Insectarium, which wants to expand to all APS schools; Rachel’s Challenge, sponsored by Me&T Bank, which is a kindness initiative; correspondence with CSO on management changes in APS; Tesla Science Foundation, which wants to be in all APS schools; and a partnership with Butcher Sew Shop.*
- iv. *Discussed Summer Programs with the Board:*
 1. *Discussed with the Board the utilization of Springboard at MSA, which helps parents set goals for their students during the summer;*
- v. *Discussed the 5-Year Plan with the Board:*
 1. *Discussed and reviewed with the Board the goals of the 5-year plan;*
 2. *Indicated to the Board that consultations were being held with A-Net and EdElements;*
 3. *Indicated to the Board that there was a need to engage all stakeholders in the 5-year plan and that a plan was anticipated to be completed by October; and*

D. Business Controller

- a. *Michael McLeish—Santilli & Thomson, LLC*
 - i. *Discussed with the Board the June financial report, previously presented to the Board.*
 1. *Indicated to the Board that Audits would start soon;*
 2. *Indicated to the Board that enrollment was done for the year;*
 3. *Indicated that vacancies resulted in savings;*
 4. *Discussed the SIG grant with the Board;*
 5. *Indicated to the Board that building cost ran high due to capital improvements;*
 6. *Indicated to the Board that savings far outweighed other overages. The budget anticipated a \$250,000 loss, but instead it is projecting to break even;*
 7. *Indicated to the Board that the current cash balance was \$11,000,000;*
 8. *Indicated to the Board that the student subsidy rate increased but SPED decreased; and*
 9. *Answered Board questions*

SECTION III: NEW BUSINESS

A. RESOLUTIONS

MOTION
MIGUEL DIAZ

SECOND
PABLO MATEO

VOTE:

PASS

FAIL

R190814.03 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>

MOTION

MICHELLE
CAMPELLONE

SECOND

PABLO MATEO

VOTE:

PASS

FAIL

R190814.04 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.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOOT

R190814.05 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 that contracts 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
None	N/A	N/A

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>None</i>	<i>N/A</i>

MOOT

R190814.06 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	N/A	N/A

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
None	N/A

MOTION

PABLO MATO

SECOND

MICHELLE
CAMPELLONE

VOTE:

PASS

FAIL

R190814.7 Amendment of 2019-2020 School Year Calendars

WHEREAS the Board of Trustees of Memphis Street Academy Charter School approved the 2019-2020 School Year Calendars by Resolution R190410.07 during the April 10, 2019 Board meeting;

RESOLVED that the Board of Trustees of Memphis Street Academy Charter School hereby approves the following amendment to the 2019-2020 School Year Calendars:

Faculty Start Date: August 26, 2019

First Day of School: September 3, 2019

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	General discussion

MOTION

MIGUEL DIAZ

SECOND

PABLO MATEO

VOTE:

PASS

FAIL

R190814.8 Approval of 2019-20 Student Handbook

RESOLVED that the Board of Trustees of Memphis Street Academy Charter School hereby approves the 2019-2020 Student Handbook, as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	General discussion

MOTION

PABLO MATEO

SECOND

MICHELLE
CAMPELLONE

VOTE:

PASS

FAIL

R190814.09 E-Signature Authority

BE IT RESOLVED, by authority of the Board of Trustees of Memphis Academy Charter School, it is hereby resolved by authority of the same, that Ms. Naimah Holliday-Wimberly, who is the Chief Executive Officer of the above named body, is authorized and directed to sign any and all contracts, agreements, grants and/or licenses (hereinafter collectively referred to as contract(s)) with the Pennsylvania Department of Education (Department); and

BE IT FURTHER RESOLVED, that the body consents to the use of electronic signatures by the above named individual and that no handwritten signature from the above named individual shall be required in order for any contract with the Department to be legally enforceable and that by affixing his/her electronic signature to an electronic file of the contract via the Department's e-grants system, the above designated authorized individual shall have effectively executed and delivered the contract, binding the Board of Trustees of Memphis Academy Charter School to comply with the terms of said contract; and

BE IT FURTHER RESOLVED, that no writing shall be required in order to make the contract valid and legally binding, provided that the Department and all other necessary Commonwealth approvers affix their signatures electronically and an electronically-printed copy of the Contract is e-mailed or is otherwise made available to the body by electronic means; and

BE IT FURTHER RESOLVED, that the body will not contest the due authorization, execution, delivery, validity or enforceability of the electronic Contract under the provisions of a statute of frauds or any other applicable law. The Contract, if introduced as evidence on paper in any judicial, arbitration, mediation, or administrative proceedings, will be admissible as between the parties to the same extent and under the same conditions as other business records originated and maintained in documentary form and the admissibility thereof shall not be contested under either the business records exception to the hearsay rule or the best evidence rule; and

BE IT FURTHER RESOLVED, that the body will notify the Department's Bureau of Management Services promptly in the event that the above named individual is no longer authorized to execute agreements on behalf of the body electronically and that the Department shall be entitled to rely upon the above named officer's authority to execute agreements electronically on behalf of the body until such notice is received by the Department's Office of Chief Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>

B. DISCUSSION AND ANNOUNCEMENTS

- NEXT BOARD MEETING: September 11, 2019

ADJOURNMENT @ 7:17 PM

MOTION

PABLO MATEO

SECOND

MICHELLE CAMPellone

VOTE:

PASS

FAIL