

MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 MEMPHIS STREET
PHILADELPHIA, PA 19134

BOARD OF TRUSTEES MEETING

LOCATION:
2950 MEMPHIS STREET
PHILADELPHIA, PA 19134

DATE & TIME:
DECEMBER 11, 2019
12:00PM

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 12:02 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 Anita Vega-Kaiser Pablo Mateo Board Members Absent: Michelle Campellone	Naimah Holliday-Wimberly Amanda Hennie Michael McLeish Gerald Santilli Ashley Redfearn Katie Santilli David Annecharico, Esq. Dean Krebs, Esq.

B. DISCLOSURE: EXECUTIVE SESSION *BY SANDRA FARMER*

1. I'd like to state, for purposes of the Minutes of this meeting that the Board of Trustees did not meet in Executive Session prior to this meeting.

C. Approval of Agenda

MOTION BARBARA SAUNDERS SECOND MIGUEL DIAZ VOTE: <input checked="" type="checkbox"/> PASS <input type="checkbox"/> FAIL	<p style="text-align: center;">R191211.01 Approval of the December 11, 2019 Agenda</p> <p>RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the December 11, 2019 Agenda.</p> <p><i>Notes of Discussion / Advance Regulatory and Financial Comment:</i></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #e0e0e0;"> <th style="text-align: center;"><i>Who</i></th> <th style="text-align: center;"><i>What</i></th> </tr> </thead> <tbody> <tr> <td style="text-align: center;"><i>Board</i></td> <td style="text-align: center;"><i>General discussion</i></td> </tr> </tbody> </table>	<i>Who</i>	<i>What</i>	<i>Board</i>	<i>General discussion</i>
<i>Who</i>	<i>What</i>				
<i>Board</i>	<i>General discussion</i>				

D. Approval of Minutes

MOTION BARBARA SAUNDERS SECOND MIGUEL DIAZ VOTE:	<p style="text-align: center;">R191211.02 Minutes of the November 20, 2019 Meeting</p> <p>RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the November 20, 2019 meeting of the Board of Trustees of Memphis Street Academy Charter School.</p>
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[X] PASS

[] FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

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

SECTION II: REPORTS

A. Community Comment

<i>Community Comment Colloquy (General Counsel)</i> None

Notes of Discussion / Advance Regulatory and Financial Comment:

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

B. Memphis Street Academy Charter School CEO

- a. *Ms. Amanda Hennie—Principal at Memphis Street Academy Charter School*
 - i. *Reviewed and discussed with the Board the CEO report, previously disseminated to the Board;*
 - ii. *Discussed with the Board a recent, productive meeting with the Charter School Office which included how that office and MSA can assist each other;*
 - iii. *Reminded Board of the upcoming holiday party on December 20, 2019; and*
 - iv. *Advised the Board that the ELL Director is leaving MSA but that MSA already had in place a strong transition plan.*
- b. *Ms. Ashley Redfearn—Executive Director of American Paradigm Schools*
 - i. *Informed that Board that the meeting with the Charter School Office was an opportunity to relationship build.*

C. American Paradigm Schools CEO

- a. *Ms. Katie Santilli—Chief Business Officer of American Paradigm Schools*
 - i. *Advised and updated the Board regarding the current renovations of the school facility.*

D. Business Controller

- a. *Mr. Michael McLeish—Santilli & Thomson, P.C.*
 - i. *Reviewed and discussed with the Board the October financial report, previously disseminated to the Board;*
 - ii. *Indicated to the Board that there was a current cash balance of \$5.7M at the end of October, equating to 164 days of cash;*
 - iii. *Informed that the Board that the School District of Philadelphia reconciliation of utility costs resulted in the school being awarded \$75,000 in overpayment.*

E. General Counsel

- a. *Discussed and reviewed with the Board the decisions made during the November 20, 2019 Board meeting.*

SECTION IV: OLD BUSINESS

MOTION
 BARBARA SAUNDERS
 SECOND
 MIGUEL DIAZ
 VOTE:
 TABLED

R191120.08 Parent Trustee

WHEREAS, the Amended and Restated Bylaws of the Memphis Street Academy Charter School require that at least one (1) person serving on its Board of Trustees be the parent of a child currently attending Memphis Street Academy Charter School;

RESOLVED, that the following person shall be the parent trustee as more fully enumerated at Section 4.2 of the Amended and Restated Bylaws:

_____ (Slot #1)

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Discussion and deliberation</i>

By Roll Call Vote:

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

SECTION III: NEW BUSINESS

A. RESOLUTIONS

MOTION
 ANITA VEGA-KAISER
 SECOND
 MIGUEL DIAZ
 VOTE:
 [X] PASS

R191211.03 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

MOTION
PABLO MATEO

SECOND
MIGUEL DIAZ

VOTE:

[X] PASS

[] FAIL

<i>Board</i>	<i>General discussion</i>
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R191218.04 2018-19 Draft Audit Financial Statements

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the 2018-19 Draft Audit Financial Statements as presented, for 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>
<i>M. McLeish</i>	<i>Informed the Board that the draft Audit documents represented a clean, unmodified opinion from the auditor</i>
<i>Audit Committee</i>	<i>Reviewed the Draft Audit and discussed the same with the Board</i>

By Roll Call Vote:

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

MOTION
MD

SECOND
BS

VOTE:

[X] PASS

[] FAIL

R191211.05 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.

HIRES/POSITION CHANGE		
NAME	TITLE/CHANGE	START DATE
William Wornom	Building Substitute	11.25.19
Brandon Riggins	Cafeteria Aide	12.04.19

RESIGNATION/TERMINATION		
NAME	TITLE	END DATE
Tara Leonard	SPED Teacher	12.20.19
Natalia Spiewak	ELL Coordinator	12.13. 19

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>
<i>A. Hennie</i>	<i>Discussed with the Board the aforementioned human</i>

MOOT

resources changes

R191211.06 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 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	None	None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
N/A	N/A

MOOT

R191211.07 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
None	None	None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
N/A	N/A

B. DISCUSSION AND ANNOUNCEMENTS

ADJOURNMENT AT 12:27PM

MOTION

MIGUEL DIAZ

SECOND

BARBARA SAUNDERS

VOTE:

PASS

FAIL