

MEMPHIS STREET ACADEMY CHARTER SCHOOL  
2950 MEMPHIS STREET  
PHILADELPHIA, PA 19134

BOARD OF TRUSTEES MEETING

LOCATION:  
ZOOM CONFERENCE CALL DUE TO STAY AT HOME ORDER BY THE GOVERNOR

DATE & TIME:  
APRIL 8, 2020  
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 6:05 p.m. My name is Sandra Farmer. I am the President of this Board of Trustees and I will facilitate this meeting.

As we know, Governor Wolf of the Commonwealth of Pennsylvania has declared a state of emergency in response to the global Coronavirus pandemic. In order to protect the health, welfare, and safety of the school community, this meeting is being held via teleconference. This is a public meeting that was properly advertised, pursuant to the Pennsylvania Sunshine Act, in the Philadelphia Daily News. The public notice included instructions for how the public could participate in tonight's meeting.

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>
Sandra Farmer Barbara Saunders Miguel Diaz Anita Vega-Kaiser Pablo Mateo	Naimah Holliday-Wimberly Amanda Hennie  Michael McLeish  Gerald Santilli Ashley Redfearn Kristine Magargee Katie Santilli Scott Kramer  Dean Krebs, Esq. David Annecharico, Esq.
<b>Board Members Absent:</b> Michelle Campellone	

**B. DISCLOSURE: EXECUTIVE SESSION BY SANDRA FARMER**

*I'd like to state, for purposes of the Minutes of this meeting that on April 8, 2020, the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:*

(x) Consultation with Professional Advisor or Attorney. To consult with its attorney or other professional advisor regarding information or strategy in connection with litigation or with issues on which identifiable complaints are expected to be filed.

(x) Discuss Confidential Matters. To review and discuss agency business which, if conducted in public, would violate a lawful privilege or lead to the disclosure of information or confidentiality protected by law, including matters related to the initiation and conduct of investigations of possible or certain violations of the law and quasi-judicial deliberations.

Additional Notes for Minutes of Meeting:

The purpose of this April 8, 2020 Executive Session was to discuss the following Resolution:

R200408.09 Approval of Settlement Agreement re: Shawndra Johnson

C. Approval of Agenda

|

MOTION  
 PABLO MATEO  
 SECOND  
 BARBARA SAUNDERS  
 VOTE:  
 PASS  
 FAIL

**R200408.01 Approval of the April 8, 2020 Agenda**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the April 8, 2020 Agenda.

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

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

**D. Approval of Minutes**

MOTION  
 MIGUEL DIAZ  
 SECOND  
 PABLO MATEO  
 VOTE:  
 PASS  
 FAIL

**R200408.02 Minutes of the March 11, 2020 Meeting**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the March 11, 2020 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:*

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

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

- a. *Ms. Holliday Wimberly—CEO of Memphis Street Academy Charter School*
  - i. *Expressed to the Board her appreciation to the entire school community for their work during the current pandemic;*
  - ii. *Reviewed and discussed with the Board the April CEO report, previously disseminated to the Board;*
  - iii. *Informed that Board that MSA administration has been staying abreast to PDE updated and changes to submission deadlines during the COVID-19 closure;*

- iv. *Informed the Board that the gym windows were installed in March; that the school facility would remain closed during the COVID-19 pandemic; and that the facilities grounds were being visited daily by maintenance staff;*
  - v. *Informed that Board that the Director of Special Education was holding IEP meetings virtually and that the school was following PDE guidelines regarding IDEA compliance;*
  - vi. *Discussed with the Board what efforts the school has undertaken to ensure communications are maintained with school community members, including families, staff, APS, and MSA's Board;*
  - vii. *Informed the Board that all employees continue to be paid at their regular rate and salary during the closure;*
  - viii. *Highlighted to the Board the upcoming technology distribution date and efforts made to ensure sanitary transferring of technology;*
  - ix. *Highlighted to the Board that school was the recipient of a PDE technology grant, as well as a grant from PSP to distribute 400 chrome books to students.*
- b. *Ms. Amanda Hennie—Principal of Memphis Street Academy Charter School*
- i. *Reviewed and discussed with the Board the April CEO report, previously disseminated to the Board;*
  - ii. *Highlighted to the Board the schools continuing recruitment efforts through virtual means, including utilizing interviews via Google Hangouts; Virtual Demo Lessons; and that three job offers were recently made;*
  - iii. *Highlighted to the Board the collaboration with APS to develop a continuity of learning plan, which included utilizing Google Classrooms;*
  - iv. *Shared with the Board the Memphis Street Academy ELA, Math, and Science Frameworks as examples of how Google Classroom is being utilized;*
  - v. *Discussed with the Board efforts to keep students engaged, such as though Mighty Writers and Expressive Arts Challenge;*
  - vi. *Discussed with the Board the implementation of Weekly Unit Builders on Facebook; Wildcat Weekly, a newsletter to school community which provided bullet point updates and weekly shout-out to teachers who implement innovative strategies; and that teachers are implementing virtual office hours; and*

vii. *Informed that Board that the Sunshine Committee is working on implementing Spirit Week, Game Night, and other staff recommendations.*

c. *Board*

i. *Discussed among themselves and MSA Administration methods and strategies to ensure parents understood how to fully utilize the e-learning process; and*

ii. *Board asked questions regarding expenditures during the pandemic, to which Mr. Michael McLeish, business controller of Memphis Street Academy, indicated that school may see savings, such as for utilities.*

C. *American Paradigm Schools CEO*

a. *Mr. Gerald Santilli—Chief Executive Office of American Paradigm Schools*

i. *Highlighted the supportive role APS has had during the COVID-19 pandemic, particularly in technology support and collecting data on student family technology capabilities;*

ii. *Expressed to the Board his appreciation to APS's Academic Team; and*

iii. *Indicated to the Board that APS was working closely with CEOs.*

b. *Ms. Ashley Redfearn—Executive Director of American Paradigm Schools*

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

ii. *Applauded the strong leadership of Ms. Hennie and Ms. Holliday, and credited their role for the recent receipt of the PSP grant. Informed the Board that PSP was highly impressed with the school and the school administrators.*

c. *Mr. Scott Kramer—Chief Talent Officer of American Paradigm Schools*

i. *Reviewed and discussed with the Board the Human Resources section of the April APS report, previously disseminated to the Board;*

1. *Indicated to the Board that APS had streamlined the online Letter of Intent process;*

2. *Indicated to the Board that all job hiring had gone virtual during the COVID-19 pandemic, including job fairs;*

3. *Indicated to the Board a partnership with Simplex Health to provide two live webinars for staff related to Eating Healthy and Stress;*
  4. *Informed that Board the APS was working with MSA on the Employee Handbook;*
  5. *Informed the Board of recent regulatory changes due to COVID-19, such as Flexible spending.*
- d. *Ms. Kristine Magargee—Chief Academic Officer of American Paradigm Schools*
- i. *Reviewed and discussed with the Board the Academic Team section of the April APS report, previously disseminated to the Board;*
  - ii. *Reviewed and discussed with the Board the Continuity of Learning Plan:*
    1. *Indicated to the Board that APS reached out to families to survey technological capabilities; and*
    2. *Informed the Board that the Plan would result in having one (1) laptop per household which would not have to be utilized during the entire school day; that the Plan was utilizing both synchronous and asynchronous learning; that there continued to be extensive communications with families about how to utilize the technology; and that teaching would primarily utilize Google Classroom with the Zoom platform for class meetings and social emotional support, OT, PT, Speech therapy, counseling, or other forms of support.*

#### D. General Counsel

- a. *Mr. David Annecharico, Esq—Sand & Saidel, P.C.*
  - i. *Updated the Board on COVID-19 Federal and State legislation:*
    1. *Informed that Board that charter schools will continue to be paid despite the facility being closed;*
    2. *Informed that Board that schools need to be making a good faith effort of continued education, which needs to be submitted to the State;*
    3. *Informed the Board that the school needs to have an educational plan for IDEA; and*
    4. *Informed that Board of recent Pennsylvania law that requires school employees to be paid as though COVID-19 never occurred.*

E. Business Controller

- a. *Mr. Michael McLeish—Santilli & Thomson, P.C.*
  - i. *Reviewed and discussed with the Board the February financials, previously disseminated to the Board;*
  - ii. *Indicated to the Board that next year’s school budget was going to be tighter because of lower enrollment and because the school was no longer a SIG grant recipient, and anticipated to have the preliminary budget during the next board meeting;*
  - iii. *Indicated to the Board that there was currently a negative variance due to lower enrollment which was mitigated by higher subsidy rate. He advised the Board that the budget may break even by end of the year, but he was anticipating a loss. However, this loss was expected to be a positive variance from what was originally budgeted.*
  - iv. *Informed the Board that there was currently \$5M in cash, equating to 142 days;*
  - v. *Informed the Board that disbursements were currently \$476k; and*
  - vi. *Indicated that the receipt of PSP, Continuity of Education Grant, and CARES Act Grant may provide additional sources of revenue to help balance the budget.*

**SECTION III: OLD BUSINESS**

MOTION  
SANDRA FARMER

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:***

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

**By Roll Call Vote:**

Sandra Farmer -  
Barbara Saunders -  
Miguel Diaz -

Anita Vega-Kaiser -  
Michelle Campellone -  
Pablo Mateo -

**SECTION IV: NEW BUSINESS**

A. RESOLUTIONS

MOTION  
ANITA VEGA-  
KAISER

SECOND  
BARBARA  
SAUNDERS

VOTE:

PASS

FAIL

**R200408.03 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  
SANDRA FARMER

SECOND  
MIGUEL DIAZ

VOTE:

PASS

FAIL

**R200408.04 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.

<b>HIRES/POSITION CHANGE</b>		
<b>NAME</b>	<b>TITLE/CHANGE</b>	<b>START DATE</b>
Rasuwl Medina	Psychologist	3/30/2020

<b>RESIGNATION/TERMINATION</b>		
<b>NAME</b>	<b>TITLE</b>	<b>END DATE</b>
None	None	None

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

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>
<i>N.Holliday</i>	<i>Answered Board questions and provided information concerning Mr. Rasuwl Medina</i>
<i>Board</i>	<i>Requested from Ms. Holliday the resume of Mr. Rasuwl Medina</i>



MOOT

**R200408.05 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 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
None	None

MOOT

**R200408.06 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

**R200408.07 Approval of Acceptable Use Policy for Technology**

MOTION  
MIGUEL DIAZ

SECOND  
BARBARA  
SAUNDERS

VOTE:

PASS

FAIL

RESOLVED, the Board of Memphis Street Academy Charter School ratifies and accepts the Acceptable Use Policy for Technology, as presented.

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

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>
<i>D. Annecharico</i>	<i>Answered Board questions regarding this policy</i>
<i>Board</i>	<i>Discussed concerns about repair liability and remote access to technology being distributed to students</i>

MOTION  
PABLO MATEO

SECOND

SANDRA FARMER

VOTE:

PASS

FAIL

**R200408.08 Approval of Academic Calendar for 2020-21 School Year**

RESOLVED, the Board of Memphis Street Academy Charter School ratifies and accepts the Academic Calendar for 2020-21 School Year, as presented.

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

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

MOTION  
PABLO MATEO

SECOND  
MIGUEL DIAZ

VOTE:

PASS

FAIL

**R200408.09 Approval of Settlement Agreement re: Shawndra Johnson**

RESOLVED, the Board of Memphis Street Academy Charter School ratifies and accepts the Settlement Agreement re: Shawndra Johnson, as presented.

FURTHER RESOLVED, the President is authorized to execute any document or delegate any task necessary to effect this resolution.

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

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

**B. DISCUSSION AND ANNOUNCEMENTS**

**ADJOURNMENT @ 7:35PM**

MOTION

BARBARA SAUNDERS

SECOND

ANITA VEGA-KAISER

VOTE:

PASS

200408

MSA BOARD MEETING AGENDA

PAGE 10 OF 11

[ ] FAIL