

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:

JUNE 10, 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 6:12 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 noticed in the Philadelphia Daily News and pursuant to the Pennsylvania Sunshine Act. 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

Board Members Present:	By Invitation: Non-Board Members:
Sandra Farmer Barbara Saunders Miguel Diaz Anita Vega-Kaiser Michelle Campellone Pablo Mateo	Naimah Holliday-Wimberly Amanda Hennie Michael McLeish Gerald Santilli Ashley Redfearn Kristine Magargee Katie Santilli Dean Krebs, Esq. David Annecharico, Esq.
Board Members Absent:	

B. DISCLOSURE: EXECUTIVE SESSION BY SANDRA FARMER

I'd like to state, for purposes of the Minutes of this meeting that on June 10, 2020, the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(x) Certain Employee Issues. To discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee employed or appointed by the agency, or former public officer or employee, provided, however, that the individual employees or appointees whose rights could be adversely affected may request, in writing, that the matter or matters be discussed at an open meeting. The agency's decision to discuss such matters in executive session shall not serve to adversely affect the due process rights granted by law, including those granted by Title 2 (relating to administrative law and procedure).

(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:

C. Approval of Agenda

MOTION
MIGUEL DIAZ
SECOND
BARBARA
SAUNDERS
VOTE:
[X] PASS
[] FAIL

R200610.01 Approval of the June 10, 2020 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the June 10, 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
PABLO MATEO
SECOND
MIGUEL DIAZ
VOTE:
[X] PASS
[] FAIL

R200610.02 Minutes of the May 13, 2020 Meeting

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

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:

Who	What
<i>Lovonia Walton, MSA Admin. Assistant</i>	<i>Indicated that a proposal was sent to Ms. Holliday regarding title and salary change. She read from the report.</i> <i>Expressed that she has remained faithful to MSA and wants Holliday to acknowledge that there was a discussion regarding title/change.</i> <i>Indicated that she spends 70% of her time doing state reporting.</i> <i>Requested a salary of \$75,000, which is consistent with state reporting salaries.</i> <i>Requested title of "School and State Reporting Coordinator".</i>

B. Memphis Street Academy Charter School CEO

- a. *Ms. Naimah Holliday=Wimberly—Chief Executive Office of Memphis Street Academy Charter School*
 - i. *Reviewed and discussed with the Board the June 2020 CEO report, previously disseminated to the Board;*
 - ii. *Expressed to the Board that the school wants to exemplify its culture and climate;*
 - iii. *Regarding facilities, indicated to the Board that Philadelphia should be in the Green phase by end of June for COVID-19 and anticipates to will take four weeks to clean out the building during which social distancing will be used;*
 - iv. *Informed the Board of a number of upcoming inspections, maintenance, and repairs;*
 - v. *Informed the Board that 93 employment offers were made, of which 87 accepted and 6 resigned;*
 - vi. *Informed the Board of the current utilizing of a 3.5k stipend for certain hard to fill tasks;*
 - vii. *Expressed and discussed with the Board the schools close relationship with Teach for America;*
 - viii. *Indicated to the Board that a monthly raffle resulted in perfect attendance;*
 - ix. *Indicated to the Board that there was an upcoming virtual leadership conference;*
 - x. *Discussed with the Board the participation of MSA to SDP on the annual surveys;*

- xi. *Expressed to the Board that the school was working with APS for a re-entry plan;*
 - xii. *Discussed with the Board the Summer Programming that will run from June 30th to July 30th which will utilize DreamBox, Reading Plus, and Study Island; and*
 - xiii. *Discussed with the Board the ongoing SPED efforts, including holding IEP meetings virtually and following PDE guidelines.*
- b. *Ms. Amanda Hennie—Principal of Memphis Street Academy Charter School*
- i. *Discussed with the Board the school’s partnership with Teach for America;*
 - ii. *Discussed with the Board 1-1 “stay interviews” that were conducted to improve school conditions for staff and discussed the subsequent committees that were established to improve the working environment;*
 - iii. *Discussed with the Board the virtual “chat and chew” and virtual professional development;*
 - iv. *Discussed with the Boar the goal of promotion positive change in wake of social injustice;*
 - v. *Shared cultural proficiency resources;*
 - vi. *Created google classroom to review self-assessment of bias;*
 - vii. *Discussed Social Injustice Expressive Arts course; and*
 - viii. *Discussed virtual “move-up” ceremony.*

C. *American Paradigm Schools CEO*

- a. *Ms. Ashley Redfearn—Executive Director of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the June 2020 APS report, previously disseminated to the Board.*
- b. *Ms. Katie Santilli—Chief Business Officer of American Paradigm Schools*
 - i. *Informed the Board of the need for the school to undergo annual inspections;*
 - ii. *Informed the Board that the school had received clear water certification; and*
 - iii. *Indicated that APS worked with legal to update the enrollment materials.*
- c. *Mr. Scott Kramer—Chief Talent Officer of American Paradigm Schools*

- i. *Expressed that APS was working with legal to update the employee handbook.*
- d. *Dr. Kristine Magargee—Chief Academic Officer of American Paradigm Schools*
 - i. *Informed that Board that all APS school instructional leaders will attend a Leader Training workshop regarding equity and diversity;*
 - ii. *Informed that Board of data updates, including the utilization of EdInsight training which will act as a data warehouse to build out scope and sequence, MTSS, and other assessments. It will allow teachers can assess all student data in a single place;*
 - iii. *Informed the Board of the new teacher induction plan; and*
 - iv. *Discussed for the Board that APS is prepared to assist MSA if (1) the school fully opens, (2) if it is a mix of live and virtual teaching, or (3) if it is an all virtual-entry plan.*

D. Business Controller

- a. *Mr. Michael McLeish—Santilli & Thomson*
 - i. *Reviewed and discussed with the Board the April 2020 financial report, previously disseminated to the Board.*
 - ii. *Informed the Board of a slight adjustment to budget which was largely immaterial, about \$30,000*
 - iii. *Informed the Board that the budget anticipated a 2.5% payment increase rate for regular and SPED, but it actually turned out to be a 7% increase rate for regular education and 5% increase rate for SPED*
 - iv. *Informed the Board the the budget originally expected a \$250,000 loss, but with increase rates it will not be a loss;*
 - v. *Answered Board questions about where funding can be dispersed.*
 - vi. *Advised there was a current positive variance of \$268,000*
 - vii. *Informed the Board that there was a food service loss; though expressed he was comfortable with this loss so long as school is satisfied with the services*

E. General Counsel

- a. *Reminded the Board of Act 55 training;*
- b. *Informed the Board of the utilization of contingency letters to keep board informed of litigation; and*
- c. *Indicated to the Board that SPPC was working with S&T to provide greater transparency for SPED legal costs*

SECTION III: OLD BUSINESS

MOTION
MD

SECOND
AVK

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>

By Roll Call Vote:

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

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION
PM

SECOND
MC

VOTE:

[X] PASS

[] FAIL

R200610.03 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 discussed previously</i>

R200610.04 Uniform Human Resources Resolution

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

MOTION
AVK

SECOND
PM

VOTE:

[X] PASS

[] FAIL

presented.

HIRES/POSITION CHANGE/SALARY CHANGE		
NAME	TITLE/CHANGE	START DATE
Alexis Hearst (new hire)	Science Teacher	8/26/20
Taysha Torres-Veloz (new hire)	Science Teacher	8/26/20
Deana-Lee Forbes (new hire)	Math Teacher	8/26/20
Rachel Deemer (new hire)	Math Teacher	8/26/20
Sara Gercke (new hire)	SPED Teacher	8/26/20
Erin Edinger-Turoff (new hire)	ELA Teacher	8/26/20
Taysha Torres-Veloz (new hire)	Science Teacher	8/26/20

RESIGNATION/TERMINATION/NON-RENEW		
NAME	TITLE	END DATE
Kelly Blumenstock (resignation)	SPED Teacher	6/30/20
Rachel Domasinksky (resignation)	SPED Teacher	6/30/20
Lindsey Kern (resignation)	8th Grade Teacher	6/30/20
Kelly O'Brien (resignation)	SPED Teacher	6/30/20
Oanh Pham (resignation)	Instructional Coach	6/30/20
Anna Zawistowska (resignation)	Science Teacher	6/30/20

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	General discussion
N. Holliday	Answered Board questions

MOTION
MD

SECOND
PM

R200610.05 Uniform Professional Services Proposals Resolution

RESOLVED, the Professional Services Proposal/s and associated reports listed below are hereby accepted and ratified;

VOTE:
 PASS
 FAIL

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
BSI	(1) Door/Walls: \$139,335 (2) Plaster patching: \$110,808:	Addendum to BSI Renovation Contract consisting of two additional services: (1) Demolish existing and doors and provide new doors, frames, hardware and walls at the stairways which are currently not code complaint (2) Plaster patching in hallways, classrooms, and stairs
Maschio's Food Service	See Proposed Contract	FSMC Food Service 1-Year Renewal

Notes of Discussion / Advance Regulatory and Financial Comment:

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

NONE

R200610.06 Uniform Purchase 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 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

MOTION
PM

SECOND
BS

VOTE:

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

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

R200610.07 Approval of Triennial Wellness Plan Assessment and Policy

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies and approves of the Triennial Wellness Plan Assessment and Policy, as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION
MC

SECOND
MD

VOTE:

PASS

FAIL

R200610.08 Approval of Child Find Notice

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies and approves of the Child Find Notice, as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION
MD

SECOND
AVK

VOTE:

PASS

FAIL

R200610.09 Reaffirm Terms of Board of Trustees

RESOLVED, in accordance with Section 6.3.2(a) of the Memphis Street Academy Charter School Bylaws, the Board of Trustees of Memphis Street Academy Charter School hereby re-installs the following Trustees for the terms of office listed below:

- Anita Vega-Kaiser: 07/01/20 – 06/30/23
- Barbara Saunders: 07/01/19 – 06/30/21
- Miguel Diaz: 07/01/19 – 06/30/21
- Sandra Farmer: 07/01/19 – 06/30/21
- Mateo Pablo: 07/01/19 – 06/30/22
- Michelle Campellone: 07/01/19 – 06/30/22

Notes of Discussion / Advance Regulatory and Financial Comment:

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

By Roll Call Vote:

- Sandra Farmer - aye
- Barbara Saunders -aye
- Miguel Diaz - aye
- Anita Vega-Kaiser - aye

Michelle Campellone - aye
Pablo Mateo - aye

MOTION
AVK
SECOND
PM
VOTE:
 PASS
 FAIL

R200610.10 Board Officers

RESOLVED, in accordance with Section 6.3.2(b) of the Memphis Street Academy Charter School Bylaws, the Board of Trustees of Memphis Street Academy Charter School hereby elects the following for their respective officer position, beginning July 1, 2020 and ending June 30, 2021.

Trustee	Position
Sandra Farmer	Chairperson
Barbara Saunders	Vice-Chairperson
Michelle Campellone	Treasurer
Anita Vega-Kaiser	Secretary

By Roll Call:

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

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION
PM
SECOND
MD
VOTE:
 PASS

R200610.11 Approval of 2020-21 Employee Handbook

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies and approved of the 2020-21 Employee Handbook

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>Discussed material changes and rational behind changes</i>

[] FAIL

	<p>+ <i>Added language that APS does not provide decision making roles; rather, it is providing administrative support;</i></p> <p>+ <i>Updated health insurance benefits start date;</i></p> <p>+ <i>Added additional language to express importance of having 30-days notice. Indicated that this may be a violations of PDE since their primary responsibility is to student potential. ;</i></p> <p>+ <i>Updated PTO cash-out policy;</i></p> <p>+ <i>Updated language regarding mandatory reporting for sexual abuse;</i></p> <p>+ <i>Establishing Title IX coordinator; and</i></p> <p>+ <i>Added additional language for suicide prevention policy to ensure teachers recognize their responsibility.</i></p>
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MOTION

R200610.12 Confidential Settlement and Release Agreement for IQ

MD

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies the Confidential Settlement and Release Agreement between it and IQ as presented.

SECOND

PM

VOTE:

[X] PASS

Notes of Discussion / Advance Regulatory and Financial Comment:

[] FAIL

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

MOTION

R200610.13 Safety and Security Plan

PM

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies the Executive Session to Review the Safety and Security Plan, as presented.

SECOND

MD

VOTE:

[X] PASS

Notes of Discussion / Advance Regulatory and Financial Comment:

[] FAIL

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

MOTION

R200610.14 2020-21 School Year Enrollment Materials

BS

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies and approves of the 2020-21 School Year Enrollment Materials, as presented.

SECOND

AVK

VOTE:

[X] PASS

Notes of Discussion / Advance Regulatory and Financial Comment:

[] FAIL

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

MOTION

AVK

SECOND

MC

VOTE:

PASS

FAIL

R200610.15. Approval of CEO Compensation Adjustment

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves of a salary raise to the current salary of Naimah Holliday-Wimberly, Chief Executive Officer.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

B. DISCUSSION AND ANNOUNCEMENTS

BOARD: DISCUSSED LOGISTICS REGARDING SCHOOL UNIFORMS.

NEXT MEETING: AUGUST 12, 2020 AT 6PM

ADJOURNMENT @ 7:39PM

MOTION

AVK

SECOND

BS

VOTE:

PASS

FAIL