

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:
NOVEMBER 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 6:04 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 L. Saunders Miguel Diaz Anita Vega-Kaiser Michelle Campellone Pablo Mateo Board Members Absent:	Naimah Holliday-Wimberly Amanda Hennie Michael McLeish Ashley Redfearn Kristine Magargee Scott Kramer Katie Santilli Dean Krebs, Esq. Jessica Bassett

B. DISCLOSURE: EXECUTIVE SESSION BY SANDRA FARMER

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

(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

BARBARA SAUNDERS

SECOND

PABLO MATEO

R201110.01 Approval of the November 10, 2020 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the November 10, 2020 Agenda.

VOTE:
[X] PASS
[] FAIL

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
BARBARA
SAUNDERS
SECOND
MICHELLE
CAMPELLONE

R201110.02 Minutes of the October 14, 2020 Meeting

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the October 14, 2020 meeting of the Board of Trustees of Memphis Street Academy Charter School.

VOTE:
[X] PASS
[] FAIL

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. Naimah Holliday Wimberley—Chief Executive Officer of Memphis Street Academy Charter School*
 - i. *Reviewed and discussed with the Board the November 2020 CEO report, previously disseminated;*
 - ii. *Informed the Board of the recent data concerning the rise in COVID-19 infection rates and related guidance from PA Dept. of Health;*
 - iii. *Informed the Board of recent compliance submissions and mandated staff training on Safe Schools and Act 126;*
 - iv. *Reviewed and discussed current staffing, indicating that there were two current vacancies but those applicable vacancies will be met by using building substitutes who have appropriate credentials;*

- v. *Reviewed and discussed with the Board current enrollment and recruitment action;*
 - 1. *Informed the Board of research being done to determine a suitable PR firm;*
 - 2. *Indicated to the Board that the school administration was reviewing finances with Santilli & Thomson, LLC about PR and advised that the school had about \$30,000 which they could spend. Proposed firms indicated they would focus on social media and highlight areas that separate MSA from other schools;*
 - 3. *Highlighted for the Board the numerous open houses it had participated in;*
 - 4. *Indicated to the Board that the school administration was preparing a letter of support for community partners, in preparation for renewal.*
 - vi. *Shared with the Board the multiple Caring School Community events undertaken by MSA;*
 - vii. *Advised the Board that the school was preparing for PSSAs;*
 - viii. *Informed the Board of a new science program named “Amplify,” which is based on new generation science standards;*
 - ix. *Answered Board questions about whether the back order of 300 computers was impacting attendance, to which she answered that those computers were ordered as a precaution in case any were missing once hybrid model starts again;*
 - x. *Answered Board questions about preliminary steps taken about 2020-21 graduation date.*
- b. *Ms. Amanda Hennie—Principal of Memphis Street Academy Charter School*
- i. *Reviewed and discussed with the Board the November 2020 CEO report, previously disseminated;*
 - ii. *Informed the Board that October 31st was the Virtual Back to School Night;*
 - iii. *Informed the Board that MSA was partnering with Kimmel Center for PhillyBeatz, a program that allows students to learn to make music, and Jazz4Freedom, a program where students learn about African jazz history from the region;*
 - iv. *Shared and discussed with the Board recent student surveys that are used to ensure high-quality remote instruction is being provided;*

- v. *Shared and discussed with the Board various academic data, including that 5% of 6th graders are on or above grade level, which is increased from 1% of 5th graders last year, demonstrating evidence of a high growth school. Similarly, 8th grade showed an increased from 4% in the 7th grade to 6% now;*
- vi. *Indicated to the Board that the school administration did staff wellness check-ins and documented whether staff needed assistance;*
- vii. *Informe the Board of “Wellness Wednesday,” a scheduled time for staff to socialize and destress;*
- viii. *Updated the Board of action taken regarding Professional Development:*
 - 1. *Indicated to the Board that there was a Professional Development for student engagement during which they were given various categories of types of areas to improve student engagement;*
 - 2. *Shared with the Board what strategies teachers were utilizing in the classroom.*
- ix. *Shared with the Board attendance data, explaining that a glitch in FOCUS may have resulted in the current numbers.*

C. American Paradigm Schools CEO

- a. *Ms. Ashley Redfearn—Executive Director of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the November 2020 APS Report, previously disseminated to the Board; and*
 - ii. *Shared with the Board the APS Mission and Vision concerning school design.*
- b. *Ms. Katie Santilli—Chief Business Officer of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the November 2020 APS Report, previously disseminated to the Board; and*
 - ii. *Reviewed and discussed with the Board the compliance and facilities updates, including with Epicenter, SHARRS, and PCCD Safety Grants;*
- c. *Mr. Scott Kramer—Chief Talent Officer of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the November 2020 APS Report, previously disseminated to the Board; and*
 - ii. *Informe the Board of the two openings at the school and that these opening were not unique as there were a shortage of SPED teachers in the workforce;*

- iii. *Informed the Board that APS's HR Team recently won an award.*
- d. *Ms. Kristine Magargee—Chief Academic Officer of American Paradigm Schools*
 - i. *Informed the Board that MSA uses Match Fishtank;*
 - ii. *For ELA and Math, informed the Board that APS was digging into standards to ensure students know both the base and super standards;*
 - iii. *Reminded the Board that PSSA had not yet been cancelled;*
 - iv. *Informed the Board that APS was conducting walkthroughs of the math department at the school;*
 - v. *Informed that Board that academic coaching is working on baseline observations and are doing presentations on coaching models to ensure everyone is trained to move towards applicable goals. The goal is that people know when they engage in coaching, it is a professional courtesy—not something negative about them personally;*
 - vi. *Informed the Board that APS is staying up to date regarding SPED guidelines due to COVID-19; and*
 - vii. *Shared with the Board information that schools are engaging in universal screeners and that the data team will continue working on attendance/interventions.*

D. Business Controller

- a. *Mr. Michael McLeish—Santilli & Thomson, LLC*
 - i. *Reviewed and discussed with the Board the September 2020 Financial Report, previously disseminated to the Board;*
 - ii. *Informed the Board that the school was paid for the same number of students through September; and that in October they were paid for actual enrollment: 634 students, a drop from 711 in prior months;*
 - iii. *Informed the Board that the school will be operating at a loss due to enrollment: 100 students is approximately \$1M;*
 - iv. *Advised that, if the school is careful with its allocation of funds, it can mitigate the loss, but it will not cover all of it.*
 - v. *Informed the Board of current cash on hand: \$4.6M, representing 140 days of operations;*
 - vi. *Shared with the Board the food service loss and advised that this loss is occurring throughout the country because of COVID-19;*
 - vii. *Advised that the Sand & Sidel, P.C. expenditure was for multiple months;*
 - viii. *Answered Board questions about reduced fee from APS, noting that twice a year S&T does reconciliation based on subsidy payment, hence the current lower payment;*

- ix. *Answered Board questions about check disbursements, noting that for the specific check in question, it is suspected that the employee had to have their check reissued;*
- x. *Informed the Board that a new budget was expected at the next Board meeting;*
- xi. *Answered Board question about employee cuts for next year, indicating it may be necessary.*

E. General Counsel

- a. *Mr. M. Dean Krebs, Esq.*
 - i. *Informed the Board of important IDEA guidance concerning COVID and that the school needs to pay close attention to exceptional scholars;*

SECTION III: OLD BUSINESS

MOTION

BARBARA SAUNDERS

SECOND

PABLO MATEO

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>Noted that during the December meeting the Board will have an additional candidate for consideration</i>

By Roll Call Vote:

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

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION
PABLO MATEO

SECOND
ANITA VEGA-
KAISER

VOTE:

PASS

FAIL

R201110.03 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 above</i>

MOTION
MIGUEL DIAZ

SECOND
MICHELLE
CAMPELLONE

VOTE:

PASS

FAIL

R201110.04 2019-20 Draft Audit Financial Statements

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the 2019-20 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>M.McLeish</i>	<i>Advised the Board of a recent meeting where draft audit was reviewed;</i> <i>Advised that the auditor issued a clean, unmodified opinion;</i> <i>Noted that audit showed a small surplus.</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
MIGUEL DIAZ

SECOND
BARBARA
SAUNDERS

VOTE:

PASS

FAIL

R201110.05 Approval of IRS Form 990

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the IRS Form 990, as presented

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
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<i>M. McLeish</i>	<i>Advised of recent meeting where Form 990 was reviewed.</i>
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By Roll Call Vote:

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

R201110.06 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.

MOTION
 PABLO MATEO

SECOND

MIGUEL DIAZ

VOTE:

[X] PASS

[] FAIL

HIRES/POSITION CHANGE/SALARY CHANGE		
NAME	TITLE/CHANGE	START DATE
None	None	None

RESIGNATION/TERMINATION/NON-RENEW		
NAME	TITLE	END DATE
Kyle Andrews	NTA	10/30/20
Diana Abellard	Special Ed Teacher	10/30/20
Robin Wolfington	Special Ed Liaison	12/4/20

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION
 MIGUEL DIAZ

SECOND
 ANITA VEGA-
 KAISER

VOTE:

[X] PASS

R201110.07 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
BSI Construction, LLC	\$88,020	Third Addendum of A105-2017 Gymnasium painting

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
M. McLeish	Answered Board question about whether this matter should be delayed due to reduced funding, but noted that this was planned long-term and advised the Board to move forward
N.Holiday	Indicated of the importance of having a gym ready for social distance guidelines

R201110.08 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

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What

MOTION
BARBARA
SAUNDERS

SECOND
PABLO MATEO

VOTE:

PASS

FAIL

R201110.09 Holiday Bonus

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School offers a Holiday Bonus in the amount of \$250 to full time Memphis Street Academy Charter School staff members and \$150 to part-time Memphis Street Academy Charter School staff members.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>M. McLeish</i>	<i>Advised this is budgeted and that the total cost was approximately \$30,000.</i>

B. DISCUSSION AND ANNOUNCEMENTS

NEXT BOARD MEETING: DECEMBER 9, 2020 AT 6:00PM

ADJOURNMENT

MOTION

PABLO MATEO

—

SECOND

BARBARA SAUNDERS

—
VOTE:

PASS

FAIL