

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:  
DECEMBER 9, 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 6:01 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:   |
|--|---|
| <p style="text-align: center;">Sandra Farmer<br/>Barbara L. Saunders<br/>Miguel Diaz<br/>Michelle Campellone<br/>Pablo Mateo</p> <p style="text-align: center;"><b>Board Members Absent:</b><br/>Anita Vega-Kaiser</p> | <p style="text-align: center;">Naimah Holliday-Wimberly<br/>Amanda Hennie</p> <p style="text-align: center;">Michael McLeish<br/>Michael Thomson</p> <p style="text-align: center;">Ashley Redfearn<br/>Kristine Magargee<br/>Katie Santilli<br/>Scott Kramer</p> <p style="text-align: center;">Dean Krebs, Esq.<br/>Jessica Bassett</p> |

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

*I'd like to state, for purposes of the Minutes of this meeting that on December 18, 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) 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  
MIGUEL DIAZ  
VOTE:  
 PASS  
 FAIL

**R201209.01 Approval of the December 9, 2020 Agenda**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the December 9, 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  
MICHELLE CAMPELLONE  
VOTE:  
 PASS  
 FAIL

**R201209.02 Minutes of the November 10, 2020 Meeting**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the November 10, 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. Naimah Holliday-Wimberly—Chief Executive Office of Memphis Street Academy Charter School*
- i. *Reviewed and discussed with the Board the December 2020 CEO report, previously disseminated to the Board*
  - ii. *Discussed with the Board the current steps being taken to recruit Parent Trustees;*
  - iii. *Informed the Board that Child Choice is 100% in compliance;*
  - iv. *Informed the Board that a recent CMO survey was completed and sent to PDE;*
  - v. *Indicated to the Board that the 2019-20 ACE preview responses was due in December, which the school administration was reviewing;*
  - vi. *Informed and updated the Board on other compliance matters, including Egrants performance goals and Board of Trustees Roster Certification;*
  - vii. *Updated the Board on Food Service distribution, indicating that 6700 meals had been provided thus far;*
  - viii. *Informed the Board that Bebashi would be returning in January;*
  - ix. *Informed the Board that 300 Chromebooks are still backordered;*
  - x. *Updated the Board on current facilities work, including the gym painting, plumbing repairs, air purifier, new bottle filler water fountains, and discussed about hybrid re-opening preparation;*
  - xi. *Informed the Board that a new Special Education Director began November 27<sup>th</sup> and would be directly supported by the CEO and Principal, and also that other vacancies remain as previously discussed;*
  - xii. *Informed the Board that SPED student numbers have not changed since last month;*
  - xiii. *Informed the Board that the enrollment/recruitment committee continues to meet;*
  - xiv. *Informed the Board of services provided by Gregory FCA, including activities for media outreach;*
  - xv. *Informed the Board that MSA now has both a Twitter and Instagram page;*
  - xvi. *Informed the Board that Fall sports were cancelled;*
  - xvii. *Informed the Board about the activities school counselors have been doing, including holding SAIP conferences, ongoing PD,*

*and ensuring SPED students are receiving appropriate services;*

- xviii. Informed the Board of school activities, as aligned with the Caring School Community model, such as virtual movie day and Winter Spirit Week;*
- xix. Shared and discussed with the Board a 6<sup>th</sup> grade video that expressed thankfulness to medical personnel during COVID;*
- xx. Informed the Board that the school was working closely with DEA Philadelphia Division to promote virtual sports, activities, and other classes;*

*b. Ms. Amanda Hennie—Principal of Memphis Street Academy Charter School*

- i. Reviewed and discussed with the Board the December 2020 CEO report, previously disseminated to the Board;*
- ii. Discussed with the Board a number of family and community engagement projects, including:*
  - 1. Shared with the Board a video of student feedback concerning virtual learning which included discussion of challenges and successful tools that have been implemented by the school;*
  - 2. Discussed with the Board the “Need in Deed Partnership” which allows students the opportunity to investigate issues that interest them—such as racism and social change, LGBTQ rights, and animal welfare—and present on them with the goal to help students understand how to motivate people to enact change;*
  - 3. Discussed with the Board the Kimmel Center Partnership and the Jazz4Freedom program which connects jazz history to current social movements; and*
  - 4. Discussed with the Board the weekly raffles;*
- iii. Discussed with the Board strategies being used to ensure High Quality Remote Instruction, including that teachers are being asked to track who is in the classroom and webcam usage, with the ultimate goal to increase student engagement;*
- iv. Discussed with the Board the partnership with TeachFX to do Equitable Conversations program; advised that this program shows which demographics are doing the most talking in class; and can show which ELL students are, or are not, talking so that the school can determine which strategies have been successful; and*

- v. *Informed the Board that 32% of families want students to return to in-person instruction.*

C. American Paradigm Schools CEO

- a. *Ms. Ashley Redfearn—Executive Director of American Paradigm Schools*
  - i. *Reviewed and discussed with the Board the December 2020 APS report, previously disseminated to the Board;*
  - ii. *Shared and discussed with the Board the mission and vision of APS, including its focus on literacy, caring school community, problem solving, and data driven decision making; and*
  - iii. *Discussed the ongoing CEO collaborations among all APS schools.*
- b. *Ms. Kristine Magargee—Chief Academic Officer of American Paradigm Schools*
  - i. *Reviewed and discussed with the Board the December 2020 APS report, previously disseminated to the Board;*
  - ii. *Shared and discussed with the Board the current hybrid school reopening guidelines;*
  - iii. *Discussed with the Board that APS is working with schools to communicate the COVID-19 procedures so families know students will be safe and APS is continuingly updating the plans so they are ready when schools do move into hybrid;*
  - iv. *Informed the Board about the New Teacher Induction in November that focused on Diversity, Equity, and Inclusion training, including a 21-day challenge to keep the trainings at the forefront of their minds; and*
  - v. *Reviewed and shared the numerous digital programs used by APS schools.*
- c. *Mr. Scott Kramer—Chief Talent Officer of American Paradigm Schools*
  - i. *Reviewed and discussed with the Board the December 2020 APS report, previously disseminated to the Board;*
  - ii. *Informed the Board that APS was continuing to screen candidates and anticipated a new wave with December graduates;*
  - iii. *Informed the Board that APS continued to work on its job analysis descriptions; and*
  - iv. *Informed the Board of the upcoming job fairs.*

D. Business Controller

- a. *Mr. Michael McLeish—Santilli & Thomson, LLC*
  - i. *Reviewed and discussed with the Board the October 2020 Financial report, previously disseminated to the Board;*
  - ii. *Informed the Board that the school was paid for 634 students, of which 137 were SPED;*
  - iii. *Informed the Board that there was a \$116k variance and that cash was at \$4M, representing 121 days;*
  - iv. *Informed the Board that the Food Service program was operating at a lose, which was not unusual because of COVID;*
  - v. *Discussed with the Board the disbursements over \$10k;*
  - vi. *Informed the Board that PSERS rate had increased to 34.9%; and*
  - vii. *Expressed to the Board that PSERS is largely underfunded as a benefit vehicle, which may explain the increase.*

E. General Counsel

- a. *None*

**SECTION III: OLD BUSINESS**

**MS. ANITA VEGA-KAISER JOINED THE MEETING AT 6:50PM**

MOTION  
MIGUEL DIAZ  
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>Tabled until January</i> |

**By Roll Call Vote:**

Sandra Farmer -  
Barbara L. Saunders -  
Miguel Diaz -

Anita Vega-Kaiser -  
Michelle Campellone -  
Pablo Mateo -

**SECTION IV: NEW BUSINESS**

A. RESOLUTIONS

MOTION  
MICHELLE  
CAMPELLONE  
  
SECOND  
PABLO MATEO  
  
VOTE:  
  
 PASS  
  
 FAIL

**R201209.03 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

**R201209.04 Approval of Amended 2020-21 School Year Budget**

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the amended 2020-21 School Year Budget, as presented.

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

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

**ROLL CALL**

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



MOTION  
 PABLO MATEO  
 SECOND  
 MIGUEL DIAZ  
 VOTE:  
 PASS  
 FAIL

**R201209.05 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.

| <b>HIRES/POSITION CHANGE/SALARY CHANGE</b> |                     |                   |
|--|---------------------|-------------------|
| <b>NAME</b>                                | <b>TITLE/CHANGE</b> | <b>START DATE</b> |
| Ashley Pullum<br>(position/salary change)  | Special Ed Director | 11.27.20          |

| <b>RESIGNATION/TERMINATION/NON-RENEW</b> |                     |                 |
|--|---------------------|-----------------|
| <b>NAME</b>                              | <b>TITLE</b>        | <b>END DATE</b> |
| Robin Wolfington<br>(resignation)        | Special Ed Director | 11.27.20        |

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

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

MOTION  
 ANITA VEGA-  
 KAISER  
 SECOND  
 PABLO MATEO  
 VOTE:  
 PASS  
 FAIL

**R201209.06 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.

| <b>Contractor</b>           | <b>Amount</b>                        | <b>Comment: Terms and Conditions</b>                                 |
|-----------------------------|--------------------------------------|--|
| Tie's Cleaning Machine, LLC | General cleaning:<br>\$8,500 / month | Amendment to Independent Contractor Agreement, dated January 1, 2019 |

|  |  |  |
|--|--|--|
|  | Extra nightly cleaning:<br>\$2,000 / month     |  |
|  | Electrostatic disinfection:<br>\$4,500 / month |  |
|  | Total: \$15,000 / month                        |  |

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

| <i>Who</i>        | <i>What</i>   |
|-------------------|---|
| <i>N.Holliday</i> | <i>Discussed purpose and necessity of services, and indicating the contractor keeps track of services provided.</i> |
| <i>Board</i>      | <i>General discussion</i>   |
| <i>D. Krebs</i>   | <i>Discussed with the Board the terms of the current contract</i>   |

MOTION  
PABLO MATEO  
SECOND  
ANITA VEGA-  
KAISER  
VOTE:  
[X] PASS  
[ ] FAIL

**R201209.07 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.

| <b>Contractor</b> | <b>Amount</b> | <b>Comment: Terms and Conditions</b> |
|-------------------|---------------|--------------------------------------|
| <i>None</i>       | <i>None</i>   | <i>None</i>                          |

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

| <i>Who</i> | <i>What</i> |
|------------|-------------|
| <i>N/A</i> | <i>N/A</i>  |

MOTION  
PABLO MATEO

SECOND  
ANITA VEGA-  
KAISER

VOTE:

PASS

FAIL

### **R201209.08 Approval of Emergency Instructional Time Template**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Emergency Instructional Time Template, as presented; and

FURTHER RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the weekly instructional calendar, as presented.

***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

### **R201209.09 Approval of Change Orders to A105 Contract**

WHEREAS, that Memphis Street Academy Charter School and BSI Construction LLC (the “Parties”) entered into a Standard Short Form Agreement (“A105”) in accordance with Resolution R190429.02;

WHEREAS, that BSI Construction LLC has proposed thirteen (13) Changes Orders, as presented, to the A105 since its effective date;

WHEREAS, that the Board of Trustees previously approved Change Order #3, as presented, by Resolution R190612.07;

RESOLVED, that the Board of Trustees hereby ratifies and approves of Change Orders #1-2, 4-13, as presented;

FURTHER RESOLVED, that the CEO, business controller and general counsel are hereby authorized and directed to negotiate the terms and conditions of those Change Orders; and

FURTHER RESOLVED, that 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**

NEXT BOARD MEETING: JANUARY 13, 2020 AT 6:00PM

**ADJOURNMENT @ 7:04PM**

MOTION

ANITA VEGA-KAISER

SECOND

BARBARA SAUNDERS

VOTE:

PASS

FAIL