

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

BOARD OF TRUSTEES MEETING

LOCATION:
ZOOM CONFERENCE CALL DUE TO ONGOING COVID-19 PANDEMIC

DATE & TIME:
JUNE 8, 2022
6:00 P.M.

Agenda

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 _____ p.m. My name is Sandra Farmer. I am the President of this Board of Trustees, and I will facilitate this meeting.

In order to protect the health, welfare, and safety of the school community from the ongoing COVID-19 pandemic, 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 5:00 p.m. on the day before this scheduled meeting may participate in public comment. At this time, I would ask that the Executive Administration submit the list of commenters to our General 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	Naimah Wimberly Dr. Amanda Hennie Ashley Redfearn Kristine Magargee Scott Kramer
Board Members Absent:	Michael McLeish Michael Thomson Dean Krebs, Esq.

B. DISCLOSURE: EXECUTIVE SESSION BY SANDRA FARMER

I'd like to state, for purposes of the Minutes of this meeting that on June 8, 2022, the Board of Trustees met in Executive Session for the following purposes under 65 Pa.C.S.A. § 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.

(x) 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. Specifically, concerning R220608.13 below.

C. APPROVAL OF AGENDA

MOTION: _____ SECOND: _____ VOTE: <input type="checkbox"/> PASS <input type="checkbox"/> FAIL	<p>R220608.01 Approval of the June 8, 2022 Agenda</p> <p>RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the June 8, 2022 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> <th style="width: 50%; text-align: left;">Who</th> <th style="width: 50%; text-align: left;">What</th> </tr> </thead> <tbody> <tr> <td style="height: 20px;"> </td> <td> </td> </tr> </tbody> </table>	Who	What		
Who	What				

D. APPROVAL OF MINUTES

MOTION:

R220608.02 Minutes of the May 11, 2022 Meeting

—

SECOND:

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the May 11, 2022 meeting of the Board of Trustees of Memphis Street Academy Charter School.

—

VOTE:

[] PASS

[] FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

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

SECTION II: REPORTS

A. COMMUNITY COMMENT

Community Comment Colloquy (General Counsel)

Good evening. My name is Dean Krebs, and I am with Sand & Saidel, P.C., 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 with which you might supplement your comment 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:

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

- B. MEMPHIS STREET ACADEMY CHARTER SCHOOL CEO**
- C. AMERICAN PARADIGM SCHOOLS CEO**
- D. BUSINESS CONTROLLER**
- E. GENERAL COUNSEL**

SECTION III: OLD BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION:
—

SECOND:
—

VOTE:

PASS

FAIL

R220608.03 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>

MOTION:
—

SECOND:
—

VOTE:

PASS

FAIL

R220608.04 Human Resources Resolution

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School accepts the Human Resources changes, modifications, and additions, as presented.

HIRES/POSITION CHANGE/SALARY CHANGE		
NAME	TITLE/CHANGE	START DATE
Kristina Ortiz (position change)	Librarian to Director of Operations	7/1/22

RESIGNATIONS/TERMINATIONS/NON-RENEW		
NAME	TITLE	END DATE
Ashley Pullum (resignation)	SPED Coordinator	6/30/22
Matthew Flory (resignation)	Teacher	6/10/22
Sabrina Alston (resignation)	Teacher	6/10/22
Rachel Deemer (resignation)	Teacher	6/10/22
Brianna Kain (resignation)	Teacher	6/10/22
Erin Edinger-Turoff (resignation)	Teacher	6/10/22
Carlos Bates (resignation)	Teacher	6/10/22
Ramon Aponte	Teacher	6/10/22

(resignation)		
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Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOOT

R220608.05 Professional Services Contract/s Resolution

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

FURTHER RESOLVED, the CEO, Business Controller, and General Counsel are hereby authorized and directed to negotiate contract/s for the professional services described below;

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

Contractor	Amount	Comment: Terms and Conditions
Maschio's Food Service, Inc.	See contract	Food service 1-Year Contract, with up to four (4) 1-Year renewals Contingent on State approval
Settlement Music School	\$21,300	After-school pep band and choir instruction for 2022-23 SY

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOOT

R220608.06 Purchase Contract/s Resolution

RESOLVED, the Purchase Contract/s and associated report/s listed below are hereby accepted and ratified;

FURTHER RESOLVED, the CEO, Business Controller, and General Counsel are hereby authorized and directed to negotiate terms and conditions for the Purchase Contract/s described below.

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

Contractor	Amount	Comment: Terms and Conditions
None	None	None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
None	None

MOTION:
—

R220608.07 Safety and Security Report

SECOND:
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RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies the Executive Session on June 8, 2022 to Review the Safety and Security Report, as presented.

VOTE:

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What

MOTION:
—

R220608.08 Approval of Board Meeting Calendar for 2022-23 School Year

SECOND:
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RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the Board Meeting Calendar for the 2022-23 School Year of Memphis Street Academy Charter School

VOTE:

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What

MOTION:
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R220608.09 Flexible Instructional Days

SECOND:
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RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves of the Flexible Instructional Days, as presented.

VOTE:

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What

MOTION:
—

R220608.10 Approval of 2022-23 School Year Calendar

SECOND:
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VOTE:
[] PASS
[] FAIL

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby approves the 2022-23 School Year Calendar of Memphis Street Academy Charter School

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION:
—

SECOND:
—

VOTE:
[] PASS
[] FAIL

R220608.11 Reelect and 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-elects Mr. Pablo Mateo and Ms. Michelle Campellone as a Trustee on the Board of Trustees of Memphis Street Academy Charter School and re-affirms all other Trustees, all for the terms of office listed below:

- Anita Vega-Kaiser: 7/1/20 – 6/30/23
- Barbara Saunders: 7/1/20 – 6/30/23
- Miguel Diaz: 7/1/21 – 6/30/25
- Sandra Farmer: 7/1/21 – 6/30/24
- Pablo Mateo: 7/1/22 – 6/30/25
- Michelle Campellone: 7/1/22 – 6/30/25

ROLL CALL

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

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION:
—

SECOND:
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VOTE:
[] PASS
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R220608.12 Board Officer Elections

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, 2022 and ending June 30, 2023.

Trustee	Position

	President
	Vice-President
	Secretary
	Treasurer

ROLL CALL

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

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION:
 —

SECOND:
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VOTE:

[] PASS

[] FAIL

R220608.13 Charter Renewal

WHEREAS, the Term of Memphis Street Academy Charter School’s Charter Agreement shall expire on June 30, 2022;

WHEREAS, the Memphis Street Academy Charter School Board of Trustees seeks the renewal of its Charter Agreement upon the expiration of the Term of its current Charter Agreement (“Charter Renewal”);

WHEREAS, the School District of Philadelphia has publicly represented its intention to unlawfully close Memphis Street Academy Charter School;

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School authorizes and directs the CEO to take all appropriate actions, in the CEO’s discretion, to successfully obtain the Charter Renewal in accordance with this resolution; and

FURTHER RESOLVED, the Board of Trustees of Memphis Street Academy Charter School authorizes and directs its General Counsel to file any Civil Action, Petition, Complaint or other legal filing, in consultation with the Board of Trustees of Memphis Street Academy Charter School:

- to ensure that Memphis Street Academy Charter School successfully obtains the Charter Renewal;
- in furtherance of any legally privileged communication between the Board of Trustees of Memphis Street Academy Charter School and Sand & Sidel, P.C.; or
- to defend Memphis Street Academy Charter School from unlawful closure; and

FURTHER RESOLVED, any officer of the Board of Trustees of Memphis Street Academy Charter School is authorized to execute any document or contract for services in furtherance of this resolution that is proposed by the CEO after consultation with General Counsel and the Business Controller.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

B. DISCUSSION AND ANNOUNCEMENTS

NEXT BOARD MEETING: JUNE 8, 2022 AT 6:00 P.M.

ADJOURNMENT AT __: __ P.M.

MOTION:

—

SECOND:

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VOTE:

PASS

FAIL