

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:
SEPTEMBER 14, 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 Board Members Absent: | Steven Bilski Catherine Blumenstock Ronda Richman Ashley Redfearn Kristine Magargee Scott Kramer 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 the Board of Trustees did not meet in Executive Session prior to this meeting.

C. APPROVAL OF AGENDA

MOTION:

SECOND:

VOTE:

PASS

FAIL

R220914.01 Approval of the September 14, 2022 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the September 14, 2022 Agenda.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

D. APPROVAL OF MINUTES

MOTION:

SECOND:

VOTE:

R220914.02 Minutes of the August 10, 2022 Meeting

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the August 10, 2022 meeting of the Board of Trustees of Memphis Street Academy Charter School.

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

| <i>Who</i> | <i>What</i> |
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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> |
|------------|-------------|
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- 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:

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SECOND:

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VOTE:

PASS

FAIL

R220914.03 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> |
|------------|-------------|
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MOTION:
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SECOND:
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VOTE:

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R220914.04 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 |
| Ellen Freed (new hire) | 7th Grade Science Teacher | 8/22/22 |
| Towanda Tisdale (new hire) | 6th Grade Math Teacher | 8/22/22 |
| Rikki Williams (new hire) | 6th Grade Math Teacher | 8/23/22 |
| Tara Mellace (new hire) | SPED Director | 8/29/22 |
| Violet Sible (new hire) | SPED Teacher | 8/29/22 |
| Ronda Richman (position/salary change) | Assistant Principal | 8/22/22 |
| Catherine Blumenstock (position/salary change) | Assistant Principal | 8/22/22 |
| Miozotis Vega (position/salary change) | Administrative Assistant | 8/29/22 |
| Kilanta Cheyanne Wynn (position/salary change) | Assistant to CEO | 8/29/22 |

| RESIGNATIONS/TERMINATIONS/NON-RENEW | | |
|--------------------------------------------|------------------------|-----------------|
| NAME | TITLE | END DATE |
| Deana-Lee Forbes (resignations) | Teacher | 6/10/22 |
| Zita Collins (resignations) | Counselor | 6/10/22 |
| Hilda Zorrilla (resignations) | Assistant to CEO | 8/19/22 |
| Towanda Tisdale (resignations) | 6th Grade Math Teacher | 9/12/22 |

| | | |
|-----------------------------------|-----|-----------|
| Naimah Wimberly (resignations) | CEO | 8/31/2022 |
|-----------------------------------|-----|-----------|

Notes of Discussion / Advance Regulatory and Financial Comment:

| Who | What |
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MOTION:
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SECOND:
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VOTE:

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R220914.05 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 |
|----------------|------------------------------------|-----------------------------------------------------|
| ATX Learning | Special Education Teacher: \$68/hr | Staffing services |
| Project Go MOU | N/A | Truancy partnership with District Attorney's Office |
| Y.A.L.E. | Tuition: \$56,781.00 | Approved Private School One (1) Student |

Notes of Discussion / Advance Regulatory and Financial Comment:

| Who | What |
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MOOT

R220914.06 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:
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R220914.07 CEO Employment Agreement

SECOND:
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RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies and approves of the CEO Employment Agreement, as presented.

VOTE:

FURTHER RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby authorizes the President to execute any document and delegate any task necessary to effectuate this resolution.

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

| Who | What |
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MOTION:
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R220914.08 M&T Bank Authorized Signatories

SECOND:
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WHEREAS, the Board of Trustees of Memphis Street Academy Charter School desires to modify the Authorized Signatories on the accounts of Memphis Street Academy Charter School at M&T Bank.

VOTE:

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School hereby ratifies and approves of the M&T Bank Certified Banking Resolutions of Corporation, as presented and incorporated into this resolution as more fully stated therein.

PASS

FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

| Who | What |
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MOTION:
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R220914.09 E-Signature Authority

SECOND:
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RESOLVED, by authority of the Board of Trustees of Memphis Street Academy Charter School, it is hereby resolved by authority of the same, that Mr. Steven Bilski, who is the Chief Executive Officer of the above named body, is authorized

VOTE:

PASS

[] FAIL

and directed to sign any and all contracts, agreements, grants and/or licenses (hereinafter collectively referred to as contract(s)) with the Pennsylvania Department of Education (Department); and

FURTHER RESOLVED, that the body consents to the use of electronic signatures by the above named individual and that no handwritten signature from the above named individual shall be required in order for any contract with the Department to be legally enforceable and that by affixing his/her electronic signature to an electronic file of the contract via the Department’s e-grants system, the above designated authorized individual shall have effectively executed and delivered the contract, binding the Board of Trustees of Memphis Street Academy Charter School to comply with the terms of said contract; and

FURTHER RESOLVED, that no writing shall be required in order to make the contract valid and legally binding, provided that the Department and all other necessary Commonwealth approvers affix their signatures electronically and an electronically-printed copy of the Contract is e-mailed or is otherwise made available to the body by electronic means; and

FURTHER RESOLVED, that the body will not contest the due authorization, execution, delivery, validity or enforceability of the electronic Contract under the provisions of a statute of frauds or any other applicable law. The Contract, if introduced as evidence on paper in any judicial, arbitration, mediation, or administrative proceedings, will be admissible as between the parties to the same extent and under the same conditions as other business records originated and maintained in documentary form and the admissibility thereof shall not be contested under either the business records exception to the hearsay rule or the best evidence rule; and

FURTHER RESOLVED, that the body will notify the Department’s Bureau of Management Services promptly in the event that the above named individual is no longer authorized to execute agreements on behalf of the body electronically and that the Department shall be entitled to rely upon the above named officer’s authority to execute agreements electronically on behalf of the body until such notice is received by the Department’s Office of Chief Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

| <i>Who</i> | <i>What</i> |
|------------|-------------|
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B. DISCUSSION AND ANNOUNCEMENTS

NEXT BOARD MEETING: OCTOBER 10, 2022 AT 6:00 P.M.

ADJOURNMENT AT __: __ P.M.

MOTION:

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SECOND:

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VOTE:

[] PASS
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