

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.

**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 6:02 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**

<b>Board Members Present:</b>	<b>By Invitation: Non-Board Members:</b>
Sandra Farmer Barbara L. Saunders Miguel Diaz Anita Vega-Kaiser Michelle Campellone Pablo Mateo  <b>Board Members Absent:</b>	Naimah Wimberly Dr. Amanda Hennie  Ashley Redfearn Kristine Magargee Scott Kramer  Michael McLeish Michael Thomson  Dean Krebs, Esq. Daniel Saide, Esq. David Annecharico, 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:

BARBARA L. SAUNDERS

SECOND:

MIGUEL DIAZ

VOTE:

PASS

FAIL

**R220608.01 Approval of the June 8, 2022 Agenda**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the June 8, 2022 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:

MICHELLE CAMPPELLONE

SECOND:

**R220608.02 Minutes of the May 11, 2022 Meeting**

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

MIGUEL DIAZ

VOTE:

[ X ] PASS

[ ] FAIL

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 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**

- a. *The Board reviewed and discussed the June 2022 CEO report, previously disseminated to the Board*

**C. AMERICAN PARADIGM SCHOOLS CEO**

- a. *The Board reviewed and discussed the June 2022 APS report, previously disseminated to the Board*

**D. BUSINESS CONTROLLER**

- a. *The Board reviewed and discussed the April 2022 financial report, previously disseminated to the Board*

**E. GENERAL COUNSEL**

- a. *None*

**SECTION III: OLD BUSINESS**

NONE

**SECTION IV: NEW BUSINESS**

**A. RESOLUTIONS**

MOTION:  
MIGUEL DIAZ

SECOND:  
MICHELLE  
CAMPELLONE

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>
<i>Board</i>	<i>General discussion</i>

MOTION:  
BARBARA L.  
SAUNDERS

SECOND:  
MIGUEL DIAZ

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.

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

<b>RESIGNATIONS/TERMINATIONS/NON-RENEW</b>		
<b>NAME</b>	<b>TITLE</b>	<b>END DATE</b>
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 (resignation)	Teacher	6/10/22
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*Notes of Discussion / Advance Regulatory and Financial Comment:*

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

**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.

<b>Contractor</b>	<b>Amount</b>	<b>Comment: Terms and Conditions</b>
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>
<i>Board</i>	<i>General discussion</i>

**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.

MOTION:  
MIGUEL DIAZ

SECOND:  
BARBARA SAUNDERS

VOTE:

[X] PASS

[ ] FAIL

MOOT

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:  
MICHELLE  
CAMPELLONE

SECOND:  
BARBARA L.  
SAUNDERS

VOTE:

PASS

FAIL

**R220608.07 Safety and Security Report**

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.

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

Who	What
Board	General discussion

MOTION:  
PABLO MATEO

SECOND:  
MIGUEL DIAZ

VOTE:

PASS

FAIL

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

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

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

Who	What
Board	General discussion

MOTION:  
PABLO MATEO

SECOND:  
MIGUEL DIAZ

VOTE:

PASS

FAIL

**R220608.09 Flexible Instructional Days**

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

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

Who	What
Board	General discussion

MOTION:  
PABLO MATEO

SECOND:  
MIGUEL DIAZ

VOTE:

PASS

FAIL

**R220608.10 Approval of 2022-23 School Year Calendar**

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>
<i>Board</i>	<i>General discussion</i>

MOTION:  
PABLO MATEO

SECOND:  
MIGUEL DIAZ

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 – 6/30/24
- 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 – *aye*
- Barbara Saunders - *aye*
- Miguel Diaz – *aye*
- Sandra Farmer – *aye*
- Pablo Mateo - *aye*
- Michelle Campellone - *aye*

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

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

MOTION:  
MIGUEL DIAZ

SECOND:  
PABLO MATEO

VOTE:

**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

[X] PASS

[ ] FAIL

Academy Charter School hereby elects the following for their respective officer position, beginning July 1, 2022 and ending June 30, 2023.

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

**ROLL CALL**

Anita Vega-Kaiser – *aye*

Barbara Saunders - *aye*

Miguel Diaz – *aye*

Sandra Farmer – *aye*

Pablo Mateo - *aye*

Michelle Campellone - *aye*

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

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

UPON MOTION BY PABLO MATEO AND SECOND AND MIGUEL DIAZ, THE BOARD ENTERED INTO EXECUTIVE SESSIONS FOR PURPOSES DESCRIBED UNDER 65 PA. C.S. § 708(A)(4)(5)(7). SPECIFICALLY, CONCERNING RESOLUTION R220608.07 AND R220608.13, INCLUDING PROPOSED ACTIONS TO EFFECTUATE THESE RESOLUTIONS.

UPON MOTION BY PABLO MATEO AND SECOND BY MIGUEL DIAZ, THE BOARD ENTERED INTO OPEN SESSION.

**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

MOTION:  
MIGUEL DIAZ

SECOND:  
BARBARA L.  
SAUNDERS

VOTE:

[X] PASS

[ ] FAIL



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>
<i>Board</i>	<i>General discussion</i>

**B. DISCUSSION AND ANNOUNCEMENTS**

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

**ADJOURNMENT**

MOTION:

PABLO MATEO

SECOND:

MIGUEL DIAZ

VOTE:

PASS

FAIL