

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 6:09 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 Michelle Campellone Pablo Mateo Board Members Absent: Anita Vega-Kaiser	Steven Bilski Catherine Blumenstock 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:
 MIGUEL DIAZ
 SECOND:
 BARBARA SAUNDERS
 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>
<i>Board</i>	<i>General discussion</i>

D. APPROVAL OF MINUTES

MOTION:
 MIGUEL DIAZ
 SECOND:
 BARBARA SAUNDERS
 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.

[X] PASS

[] FAIL

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	General discussion

SECTION II: REPORTS

A. COMMUNITY COMMENT

None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What

B. MEMPHIS STREET ACADEMY CHARTER SCHOOL CEO

- a. *Mr. Steven Bilski—CEO of Memphis Street Academy Charter School*
 - i. *Reviewed and discussed with the Board the September 2022 CEO report, previously disseminated to the Board;*
 - ii. *Shared backgrounds of Assistant Principals, Ms. Catherine Blumenstock and Ms. Rhonda Richman, speaking highly of both including noting their dedication to staff members and commitment to the school;*
 - iii. *Reviewed and discussed with the Board compliance updates, such as PIMS collection, Applied Grants, and PA Education future Ready Comprehensive Planning;*
 - iv. *Reviewed and discussed Epicenter updates, purchase order submitted for additional chromebooks; and various facility updates such as landscaping and gym floor painting;*
 - v. *Shared with the Board various efforts being made towards enrollment and attendance;*
 - vi. *Shared with the Board the Mission Statement of curriculum and instruction;*
 - vii. *Shared information about recent back to school event to bring in community;*
 - viii. *Shared with the Board MSA Employee Engagement survey action plan;*
 - ix. *Shared Staff who have been recognized by MSA;*
 - x. *Shared upcoming events with the Board, including National Hispanic Heritage Month and the various associated events;*
 - xi. *Informed the Board that MSA will be participating in Puerto Rican Day Parade on September 25, 2022;*
 - xii. *Shared with the Board the PSSA Data and Target Goals and the goals they will utilize to meet these goals; and*
 - xiii. *Shared with the Board that there is now another bilingual admin assistant in main office.*

C. AMERICAN PARADIGM SCHOOLS CEO

- a. *Ms. Ashley Redfearn—Chief Executive Officer of American Paradigm Schools*
 - i. *Reviewed and discussed with the Board the September 2022 APS report, previously disseminated with the Board.*
- b. *Ms. Kristine Magargee—Chief Academic Officer of American Paradigm School*
 - i. *Reviewed and discussed with the Board the September 2022 APS report, previously disseminated with the Board; and*

- ii. Reviewed and discussed with the Board APS collaboration with schools concerning data deep dives.

BUSINESS CONTROLLER

- c. Mr. Michael McLeish—Santilli & Thomson, LLC
 - i. Reviewed and discussed with the Board the July 2022 financial reports;
 - ii. Informed the Board that there were 115 days of cash; and
 - iii. Informed the Board that the school was budgeted for 575 students, with current enrollment at 535 students.

D. GENERAL COUNSEL

SECTION III: OLD BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION:
MICHELLE
CAMPELLONE

SECOND:
MIGUEL DIAZ

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

MOTION:
MIGUEL DIAZ

SECOND:
BARBARA L.
SAUNDERS

VOTE:

PASS

FAIL

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
<i>S.Bilski</i>	<i>Answered Board questions regarding HR changes</i>

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.

MOTION:
BARBARA L.
SAUNDERS

SECOND:

MIGUEL DIAZ

VOTE:

PASS

FAIL

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
<i>S. Bilski</i>	<i>Shared importance of contracts; noting certain SPED teachers are on leave. Shared need for Y.A.L.E.</i>

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
<i>None</i>	<i>None</i>

MOTION:
MIGUEL DIAZ

SECOND:
MICHELLE
CAMPELLONE

R220914.07 CEO Employment Agreement

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

VOTE:

PASS

FAIL

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.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION:
MIGUEL DIAZ

R220914.08 M&T Bank Authorized Signatories

SECOND:
BLS

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:

PASS

FAIL

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.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION:
MIGUEL DIAZ

R220914.09 E-Signature Authority

SECOND:
MICHELLE
CAMPELLONE

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 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

VOTE:

PASS

FAIL

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

B. DISCUSSION AND ANNOUNCEMENTS

UPON MOTION BY MICHELLE CAMPellone AND SECOND BY MIGUEL DIAZ, THE BOARD UNANIMOUSLY ENTERED INTO EXECUTIVE SESSION TO DISCUSS 65 PA.C.S. 708(A)(4). SPECIFICALLY, TO DISCUSS MSA, ET AL V. SDP ET AL (2:22-CV-02760) WHICH CONCERNS DISCRIMINATION, DUE PROCESS, AND TANGENTIALLY RELATED CLAIMS.

UPON MOTION BY MICHELLE CAMPellone AND SECOND BY MIGUEL DIAZ, THE BOARD UNANIMOUSLY ENTERED INTO OPEN SESSION.

NEXT BOARD MEETING: OCTOBER 12, 2022 AT 6:00 P.M.

ADJOURNMENT AT 7:23_P.M.

MOTION:

MIGUEL DIAZ

SECOND:

BARBARA L. SAUNDERS

VOTE:

PASS
 FAIL

220914