

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:  
DECEMBER 14, 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 6:05 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 Anita Vega-Kaiser Michelle Campellone	Steven Bilski  Ashley Redfearn Scott Kramer
<b>Board Members Absent:</b> Pablo Mateo	Michael McLeish  Dean Krebs, 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:

MICHELLE  
CAMPELLONE

VOTE:

PASS

FAIL

**R221214.01 Approval of the December 14, 2022 Agenda**

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

***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>

**D. APPROVAL OF MINUTES**

MOTION:

ANITA VEGA-  
KAISER

SECOND:

MICHELLE  
CAMPELLONE

VOTE:

PASS

**R221214.02 Minutes of the November 9, 2022 Meeting**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the November 9, 2022 meeting of the Board of Trustees of Memphis Street Academy Charter School.

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

[ ] FAIL

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

MOTION:

BARBARA L. SAUNDERS

SECOND:

MICHELLE CAMPPELLONE

VOTE:

[X] PASS

[ ] FAIL

### **R221214.03 Minutes of the November 18, 2022 Meeting**

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the November 18, 2022 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>
<i>None</i>	<i>None</i>

MR. PABLO MATEO, TRUSTEE, JOINED THE MEETING AT 6:13PM

### **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 December 2022 CEO report, previously disseminated to the Board;*
  - ii. *Updated the Board on school data and other matters, including food services, facilities, PD opportunities, parent-community engagement, and technology;*
  - iii. *Updated the Board on trademark application;*
  - iv. *Updated the Board on recent PR efforts;*
  - v. *Shared with the Board recent PVAAS data; and*
  - vi. *Updated the Board on Comprehensive 5-year plan.*

### **C. AMERICAN PARADIGM SCHOOLS CEO**

- a. *Ms. Ashley Redfearn—CEO of American Paradigm Schools*
  - i. *Reviewed and discussed with the Board the December 2022 APS report; and*

- ii. Shared with the Board the PVASS information.
- b. Mr. Scott Kramer—CTO of American Paradigm Schools
  - i. Reviewed and discussed with the Board the December 2022 APS report; and
  - ii. Updated the Board on Talent Team activities, including 420 Tutoring Partnership and certification of Title IX coordinators.

**D. BUSINESS CONTROLLER**

- a. Mr. Michael McLeish—Santilli & Thomson, LLC
  - i. Reviewed and discussed with the Board the October 2022 financial report; and
  - ii. Informed the Board that the school has \$3.4M cash, representing 104 days.

**E. GENERAL COUNSEL**

- a. None

**SECTION III: OLD BUSINESS**

NONE

**SECTION IV: NEW BUSINESS**

**A. RESOLUTIONS**

MOTION:  
BARBARA L.  
SAUNDERS

SECOND:  
PABLO MATEO

VOTE:

PASS

FAIL

MOTION:  
MICHELLE  
CAMPELLONE

SECOND:  
ANITA VEGA-  
KAISER

VOTE:

PASS

FAIL

**R221214.04 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>

**R221214.05 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>
Darrell Ellis (new hire)	NTA	11/16/22
Michael Smith (new hire)	7 <sup>th</sup> Grade Math Teacher	12/8/22

MOOT

RESIGNATIONS/TERMINATIONS/NON-RENEW		
NAME	TITLE	END DATE
None	None	None

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

Who	What
<i>S. Bilski</i>	<i>Informed the Board of new hires; noted only 1 teacher slot still needs to be filled.</i>

**R221214.06 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
<i>None</i>	<i>None</i>	<i>None</i>

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

Who	What
<i>None</i>	<i>None</i>

MOOT

**R221214.07 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:**

<b>Who</b>	<b>What</b>
None	None

MOTION:

MICHELLE  
CAMPELLONE

SECOND:  
PABLO MATEO

VOTE:

PASS

FAIL

**R221214.08 2021-22 Draft Audit Financial Statements**

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School Hereby approves the 2021-22 Draft Audit Financial statements, as presented, for Memphis Street Academy Charter School.

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

<b>Who</b>	<b>What</b>
M. McLeish	Shared and discussed with the Board the draft audit report. Noted there was an unmodified opinion.

**ROLL CALL**

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

UPON MOTION BY ANITA VEGA-KAISER AND SECOND BY PABLO MATEO, THE BOARD ENTERED INTO EXECUTIVE SESSION FOR PURPOSES DESCRIBED UNDER 65 PA.C.S. §708(A)(4). SPECIFICALLY, CONCERNING *MEMPHIS STREET ACADEMY CHARTER SCHOOL AT J.P. JONES ET AL V. SCHOOL DISTRICT OF PHILADELPHIA ET AL (2:22-CV-02760)*, FILED IN THE EASTERN DISTRICT OF PENNSYLVANIA.

UPON MOTION BY ANITA VEGA-KAISER AND SECOND BY PABLO MATEO, THE BOARD ENTERED INTO OPEN SESSION

**B. DISCUSSION AND ANNOUNCEMENTS**

NEXT BOARD MEETING: JANUARY 11, 2023 AT 6:00 P.M.

**ADJOURNMENT AT 7:36P.M.**

MOTION:

ANITA VEGA-KAISER

SECOND:

PABLO MATEO

221214

MSA BOARD MEETING MINUTES

PAGE 6 OF 7

VOTE:

PASS

FAIL