

MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 MEMPHIS STREET
PHILADELPHIA, PA 19134

BOARD OF TRUSTEES MEETING

LOCATION:
ZOOM CONFERENCE CALL

DATE & TIME:
DECEMBER 13, 2023
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 6:11 p.m. My name is Sandra Farmer. I am the President of this Board of Trustees, and I will facilitate this meeting.

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 Pablo Mateo Miguel Diaz Board Members Absent: Amber Wanner	Steven Bilski Ashley Redfearn Kristine Magargee Scott Kramer Samuel Mercanti Eric Strauss 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 L. SAUNDERS
 VOTE:
 PASS
 FAIL

R231213.01 Approval of the December 13, 2023 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the December 13, 2023 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:
 PABLO MATO
 VOTE:
 PASS

R231213.02 Minutes of the November 8, 2023 Meeting

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the November 8, 2023 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>

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. *Mr. Steven Bilski, CEO of MSA*
 - i. *Reviewed and discussed with the Board the December 2023 CEO report;*
 - ii. *Shared Quarter 1 STAR data;*
 - iii. *Shared Reading, Math, and ESL intervention data noting most students are making considerable gains.*

C. AMERICAN PARADIGM SCHOOLS CEO

- a. *Ms. Ashley Redfearn, CEO of APS, Scott Kramer, CTO of APS, and Kristine Magargee, CAO of APS, reviewed and discussed with December 2023 APS report, previously disseminated to the Board*

D. BUSINESS CONTROLLER

- a. *Mr. Samuel Mercanti, Santilli & Thomson*
 - i. *Reviewed and discussed with the Board the October 2022 financial reports, as presented.*

E. GENERAL COUNSEL

- a. *None*

SECTION III: OLD BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION:
 MICHELLE
 CAMPPELLONE
 SECOND:
 MIGEUL DIAZ
 VOTE:
 PASS
 FAIL

R231213.03 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:
 BARBARA L.
 SAUNDERS
 SECOND:
 MIGUEL DIAZ
 VOTE:
 PASS
 FAIL

R231213.04 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	START DATE
Pedro Rodriguez (salary change)	Building Engineer	12/14/23

RESIGNATIONS/TERMINATIONS/NON-RENEW		
NAME	TITLE	END DATE
<i>None</i>	<i>None</i>	<i>None</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

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

NONE

R231213.05 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
None	None	None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
None	None

NONE

R231213.06 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:

BARBARA L. SAUNDERS

SECOND:

MIGUEL DIAZ

VOTE:

[X] PASS

[] FAIL

R231213.07 Approval of Holiday Bonus

RESOLVED, The Board of Trustees of Memphis Street Academy Charter School ratifies and approves of the Holiday Bonus in the amount of five hundred dollars (\$500) for all employees.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	Indicated that this was gross \$500.

MOTION:
 PABLO MATEO
 SECOND:
 MIGUEL DIAZ
 VOTE:
 PASS
 FAIL

R231213.08 2022-23 Draft Audit Financial Statements

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School Hereby approves the 2022-23 Draft Audit Financial statements, as presented, for Memphis Street Academy Charter School.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>E.Strauss</i>	<p><i>Informed the Board that there (a) were no difficulties in conducting audit; (b) no disagreements with management; (c) and no internal control/compliance issues.</i></p> <p><i>Reviewed and discussed with the Board the management and auditory responsibilities</i></p> <p><i>Indicated that the effectiveness of internal controls were not evaluated, though if there had been any issues it would have been brought up.</i></p> <p><i>Expressed best practices for cyber security</i></p> <p><i>Indicated that revenue was exceeding expenditures</i></p> <p><i>Concluded that they were issuing a clean/unmodified opinion</i></p>

ROLL CALL

Sandra Farmer - *aye*
 Barbara L. Saunders - *aye*
 Michelle Campellone - *aye*
 Pablo Mateo – *aye*
 Amber Wanner - *absent*
 Miguel Diaz - *aye*

B. DISCUSSION AND ANNOUNCEMENTS

Mr. Mateo: informed the Board that he was moving to Mt. Airy.

NEXT BOARD MEETING: JANUARY 10, 2023 AT 6:00 P.M.

ADJOURNMENT AT 7:15:PM

MOTION:

MIGUEL DIAZ

SECOND:

MICHELLE CAMPELLONE

VOTE:

PASS

FAIL