

MEMPHIS STREET ACADEMY CHARTER SCHOOL

2950 MEMPHIS STREET
PHILADELPHIA, PA 19134

BOARD OF TRUSTEES MEETING

LOCATION:
ZOOM CONFERENCE CALL

DATE & TIME:
SEPTEMBER 11, 2024
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 6:06 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 Michelle Campellone Pablo Mateo Miguel Diaz Board Members Absent: Barbara L. Saunders	Steven Bilski Ashley Redfearn Kristine Magargee Scott Kramer Samuel Mercanti Dean Krebs, Esq. Stacey Schellinger

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:
 MICHELLE
 CAMPELLONE
 VOTE:
 PASS
 FAIL

R240911.01 Approval of the September 11, 2024 Agenda

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the September 11, 2024 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:
 MICHELLE
 CAMPELLONE
 VOTE:
 PASS

R240911.02 Minutes of the August 18, 2024 Meeting

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby approves the Minutes of the August 18, 2024 meeting of the Board of Trustees of Memphis Street Academy Charter School.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	General discussion

BARBARA L. SAUNDERS, TRUSTEE, JOINED THE MEETING.

SECTION II: REPORTS

A. COMMUNITY COMMENT

None

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
None	None

B. MEMPHIS STREET ACADEMY CHARTER SCHOOL CEO

- a. *Mr. Steven Bilski, CEO of MSA*
 - i. *Reviewed and discussed with the Board the September 2024 CEO report, previously disseminated to the Board See slides;*
 - ii. *Reviewed and discussed with the Board recent federal programming, A-TSI compliance, PIMS, and Food Service submissions;*
 - iii. *Shared various facility work occurring at the school;*
 - iv. *Informed the Board of current enrollment;*
 - v. *Informed the Board of the Back-to-School Family BBQ event;*
 - vi. *Shared the employee engagement survey results with the Board;*
 - vii. *Reviewed and discussed with the Board STAR data; and*
 - viii. *Shared and discussed efforts to recognize staff members*

C. AMERICAN PARADIGM SCHOOLS CEO

- a. *Ms. Ashley Redfearn, CEO of APS*
 - i. *Shared and discussed with the Board the September 2024 APS report, previously disseminated to the Board;*
 - ii. *Reminded the Board of the APS Mission and Vision;*
 - iii. *Shared with the Board recent hiring events;*
 - iv. *Informed the Board of certain health and safety projects occurring at MSA;*
 - v. *Discussed APS' social media/marketing efforts;*
 - vi. *Informed the Board of various HR activities and upcoming DOL changes;*
- b. *Ms. Kristine Magargee, CTO of APS*
 - i. *Shared and discussed with the Board the September 2024 APS report, previously disseminated to the Board;*
 - ii. *Shared PD Week topics, including intro to EBLI and Intro to thinkSRSD;*
 - iii. *Shared activities of Math Curricular, Instruction, and Assessment Team*
 - iv. *Shared with the Board activities of the Coaching Team and Pupil Services.*

D. BUSINESS CONTROLLER

- a. *Mr. Samuel Mercanti, Santilli & Thomson, LLC*

- i. Reviewed and discussed with the Board the July 2024 financial report, previously disseminated to the Board;
- ii. Reviewed and discussed with the Board the net income through July, balance sheet, and disbursements of \$10,000;
- iii. Discussed with the Board disbursement of remaining \$1.2M ESSER funds.

E. GENERAL COUNSEL

- a. Dean Krebs, Esq.
 - i. Reviewed and discussed with the Board the resolutions on the Agenda.

SECTION III: OLD BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION:
MIGUEL DIAZ
SECOND:
MICHELLE
CAMPELLONE
VOTE:
 PASS
 FAIL

R240911.03 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:
MICHELLE
CAMPELLONE
VOTE:
 PASS
 FAIL

R240911.04 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.

NEW HIRE / RATE CHANGE / POSITION CHANGE / RETURN LOA		
NAME	POSITION	START DATE
Jian Zhang (new hire)	Student Teacher- Temple Program	8/19/24

RESIGNATION / TERMINATION / LOA		
NAME	POSITION	EFFECTIVE DATE
Holly Marvin (resignation)	Music Teacher	8/19/24

Jocelyn Singleton (resignation)	Maintenance Associate	8/21/24
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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>

MOTION:
MIGUEL DIAZ
SECOND:
BARBARA L. SAUNDERS
VOTE:
 PASS
 FAIL

R240911.05 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
DiLemmo Construction Company	\$21,450.00	Fence Repair & Stair Replacement Publicly bid
Santilli & Thomson LLC	<u>Base Cost</u> Year 1: \$111,602 <u>Additional Services</u> Food Services Fund Accounting: \$3,500 Grant accounting, excluding Consolidated Grants: \$3,500 per \$100,000 increments Student Activity Fund Oversight: \$5,000	Business controller 5-year contract; 4% annual increase in cost

	E-rate Contracts and Bids: \$3,000	
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Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Board</i>	<i>General Discussion</i>
<i>Board</i>	<i>Discussion included noting that resolution authorizes S.Bilski to negotiate the above contracts; S. Bilski also authorized to then enter into said contracts.</i>

MOTION:

BARBARA L.
SAUNDERS

SECOND:

MIGUEL DIAZ

VOTE:

PASS

FAIL

R240911.06 Amended By-laws

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School ratifies and accepts the Amended By-laws, as presented.

ROLL CALL

Sandra Farmer - aye
Michelle Campellone - aye
Barbara L. Saunders - aye
Pablo Mateo - absent
Miguel Diaz - aye

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Board</i>	<i>General discussion</i>
<i>D. Krebs</i>	<i>Discussed changes with by-laws, including changes made in accordance with Act 55 of 2024.</i>

MOTION:

PABLO MATEO

SECOND:

BARBARA L.
SAUNDERS

VOTE:

PASS

FAIL

R240911.07 Election of Stacey Schellinger as Trustee

RESOLVED, that the Board of Trustees of Memphis Street Academy Charter School hereby elects Stacey Schellinger to the position of Trustee of the Board of Trustees of Memphis Street Academy Charter School, effective September 12, 2024; and

FURTHER RESOLVED, that Stacey Schellinger shall be administered the oath of office by legal counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>D. Krebs</i>	<i>Administered Oath of Office</i>

MOTION:
 PABLO MATEO
 SECOND:
 BARBARA L. SAUNDERS
 VOTE:
 PASS
 FAIL

R240911.08 Approval of Board Terms

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School ratifies and approves of the current Board terms, as presented below:

Cohort 1

Sandra Farmer: 7/1/24 – 6/30/27
 Miguel Diaz: 7/1/24 – 6/30/27
 Barbara L. Saunders: 7/1/24 – 6/30/27

Cohort 2

Michelle Campellone: 7/1/22 – 6/30/25
 Pablo Mateo: 7/1/22 – 6/30/25

Cohort 3

Stacey Schellinger: 9/12/24 – 6/30/26

ROLL CALL:

Sandra Farmer - aye
 Barbara L. Saunders - aye
 Michelle Campellone - aye
 Pablo Mateo - aye
 Miguel Diaz - aye

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:
 BARBARA L. SAUNDERS
 VOTE:
 PASS
 FAIL

R240911.09 Approval of Board Officers

WHEREAS, the Board of Trustees of Memphis Street Academy Charter School tabled Resolution R240614.10, regarding approving Officers for the term of July 1, 2024 to June 30, 2025;

RESOLVED, the Board of Trustees ratifies and approves of the extension of the term of those Officers described in Resolution R230614.09 from June 30, 2024 through September 11, 2024.

FURTHER RESOLVED, the Board of Trustees ratifies and approves of the Board officers for the term of September 12, 2024 to June 30, 2025, as presented:

<i>OFFICER</i>	<i>NAME</i>
PRESIDENT	<i>Sandra Farmer</i>
VICE-PRESIDENT	<i>Pablo Mateo</i>

TREASURER	<i>Michelle Campellone</i>
SECRETARY	<i>Barbara L. Saunders</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General discussion</i>
<i>Board</i>	<i>Engaged in nominations and elections of each Officer position with final unanimous approval of the list individuals above in their respective Office position.</i>

MOTION:
BLS
SECOND:
PM
VOTE:
 PASS
 FAIL

R240911.10 Resignation of Amber Wanner

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School accepts the resignation of Amber Wanner from 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>Noted that Ms. Wanner does not reside in Pennsylvania and so her resignation in required by the Amended By-Laws and Act 55 of 2024</i>

UPON MOTION BY BARBARA L. SAUNDERS AND SECOND BY MIGUEL DIAZ, THE BOARD UNANIMOUSLY ENTERED INTO EXECUTIVE SESSION FOR PURPOSES DESCRIBED IN 65 PA.C.S. § 708(A)(5) AND OTHER CONFIDENTIAL MATTERS. SPECIFICALLY, TO ENGAGE IN PRIVILEGED COMMUNICATIONS PERTAINING TO RESOLUTION R240911.11

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

MOTION:
MC
SECOND:
MD
VOTE:
 PASS
 FAIL

R240911.11. Approval of Kleinbard, LLC Engagement Letter

RESOLVED, the Board of Trustees of Memphis Street Academy Charter School accepts the Engagement Letter of Kleinbard, LLC

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: OCTOBER 9, 2024 AT 6:00 P.M.

ADJOURNMENT AT 7:42P.M.

MOTION:

BLS

SECOND:

MD

VOTE:

PASS

FAIL