

# CHARTER HIGH SCHOOL FOR ARCHITECTURE + DESIGN<sup>1</sup>

BOARD OF TRUSTEES MEETING

July 24, 2018

5:30 PM

## MINUTES

### SECTION I: CALL TO ORDER

#### *Opening Colloquy*

This July 24, 2018 meeting of the Charter High School for Architecture + Design Board of Trustees is hereby called to Order. The time is 5:35 pm. My name is Lance Rothstein I serve as the Vice-President and Interim Chairperson to 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.

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 5pm on the day before this scheduled meeting may participate in public comment. At this time, I would ask that executive administration submit the list of commenters to our legal 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 in Attendance:</b>
Lance Rothstein (“LR”) Ricardo Rodriguez (“RR”), Brian Berson (“BB”) Mary Alcaraz (“MAZ”) Alexandra Bonner (“AB”) Dionne C. Wright (“DW”) Anthony LiVecchi (“AL”) Valerie Joseph-Darden (“VJD”) Phillip Holcombe (“PH”)	Jacqueline Jeffries Barnett  Michael Thomson  Joseph Marzano  Lisa Roberts  David Annecharico, Esq.
<b>Board Members Absent</b> Monique McCray (“MM”)	

**B. DISCLOSURE: EXECUTIVE SESSION *BY LANCE ROTHSTEIN***

*1. I would 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

AB

SECOND

BB

VOTE:

PASS

FAIL

**R180724.01 Approval of the July 24, 2018 Agenda**

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the July 24, 2018 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  
 PH  
 SECOND  
 AL  
 VOTE:  
 PASS  
 FAIL

**R180724.02 Approval of Minutes of Meeting: May 22, 2018**

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the Minutes of the May 22, 2018 meeting of the Board of Trustees of Charter High School for Architecture + Design.

***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>

**SECTION II: REPORTS**

**A. Community Comment: Agenda Items**

*Community Comment Colloquy (General Counsel)*

Good Evening, my name is David Annecharico. I serve as General Counsel to the Charter High School for Architecture + Design Board of Trustees. Will you please state your name for our records?

You will have three minutes to address the Board of Trustees **regarding the business that is before this Board of Trustees during this meeting**. Any documents or communications that you might supplement your comment with 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.

<b><i>Who</i></b>	<b><i>What</i></b>
<i>None</i>	<i>n/a</i>

**B. Board President**

*Lance Rothstein*

- + *Reviewed the President’s report, previously disseminated*
- + *Reported on a recent meeting with the School District of Philadelphia Charter School’s Office: The School received a verbal indication that there would be no legal action against the school during the 2018/2019 school year. During the meeting, the CSO identified four (4) issues.*
  - *Academic Growth*

- *Special Education*
- *Finding a tenant for the building*
- *Miscellaneous compliance issues.*

+ *Reminded the board that several committees have submitted written reports that have been previously disseminated. Committees were directed to produce written reports, each month.*

+ *Governance Committee – will continue to collect names and resumes of persons who can help CHAD and the CHAD Board in their mission.*

+ *Reminded the Board that the Board has the duty to oversee the hires that the CEO makes. Lance Rothstein asked that Jacqueline Barnett review staff changes with Dionne Wright throughout any month. All human resources changes and modifications would then be ratified at the next board meeting.*

+ *Requested that the CEO produce monthly updates for the CHAD community regarding its ReNew and ReSet initiative.*

### **C. CEO**

*Jacqueline Barnett*

+ *Reviewed the CEO report, previously disseminated.*

+ *Arranged for a meeting with the CSO for Friday July 27, 2018. Ms. Barnett intends to use information coming out of that meeting to report hopeful news to the CHAD community. Ms. Barnett reports that the CSO wants to see CHAD “trend upward”.*

+ *The Board discussed what baseline data might be used to demonstrate “upward trends”. Ms. Barnett discussed various metrics involving academic performance, organizational compliance and financial health.*

+ *Discussed challenges and goals with respect to the delivery of special education at CHAD. The Pennsylvania Department of Education has made copies of all special education records at CHAD, incident to the potential nonrenewal of CHAD. Ms. Barnett is working with PDE to resolve any systemic issues. Additionally, the previous CHAD director of special education has been retained to audit CHAD’s special education files and engage in recommended corrective action. Additionally, personnel have either been hired or sought to grow the special education department.*

+ *The Board discussed 11<sup>th</sup> grade enrollment statistics between 2017 and 2018. The Board discussed openings and the mechanics and requirements of a student enrollment waitlist.*

+ *Reported upon the July 9, 2018 meeting with the CSO.*

+ *Reported that she has visited String Theory Schools and is in discussions with String Theory Schools regarding what services String Theory Schools might offer. The Board discussed the potential retention of String Theory Schools.*

+ *Discussed the potential benefits of block scheduling.*

+ *Discussed the logistics of differentiated learning, in the context of special education.*

+ *The Board discussed alternative options for academic partnership with schools that are “design minded”.*

+ Discussed the transition of Andrew Phillips to Director of Innovation and administrative plans to ensure that design thinking is implemented with fidelity in the CHAD educational program.

+ Discussed summer school at CHAD.

+ Discussed uniform changes at CHAD; Exhibited sample uniforms provided by Executive Apparel.

+ Discussed renaming the entrances of the building from "Gate A" to something more welcoming to students.

+ Reported upon the introduction of photographic swipe cards

+ Discussed the creation of a Junior / Senior lounge and the introduction of transition time.

+ Reported upon meetings with nutritionist regarding improving food services at CHAD

+ Reviewed Strategic Partnership initiatives

#### *Facilities Committee – (Anthony Ewing)*

+ The current goal is to lease the vacancy in the first floor of 105 S. 7<sup>th</sup> Street.

+ MSC retail has been retained to broker the vacancy on the first floor of 105 S. 7<sup>th</sup> Street.

+ A real prospect has been developed and meetings are scheduled to take place between Mr. Ewing and that prospect.

#### *People and Policy Committee – (Dionne Wright)*

+ The PPC is meeting to discuss the hiring process at CHAD. Reviewed the PPC report, previously submitted.

#### *Finance Committee – (Ricardo Rodriguez)*

+ Reviewed the Finance Committee's written report, previously disseminated.

#### *Strategic Advisor – (Joseph Marzano)*

+ Reviewed the Strategic Advisor report, previously disseminated.

+ Discussed developing "Ambassadors" for CHAD

+ Mr. Rothstein encouraged Board members to utilize the services of Joseph Marzano

#### *Marketing Committee – (Phillip Holcombe)*

+ Reviewed the Marketing Committee report, previously disseminated.

+ Discussed the development of web site.

#### *Business Advisory Council – (Brian Berson)*

+ Reviewed the Finance Committee's written report, previously disseminated.

+ This year's annual breakfast: still compiling results

+ Next year is the twentieth anniversary of CHAD. Mr. Berson discussed planning something very special

+ Corporate and individual sponsorships: Mr. Berson is to receive a list from J. Barnett regarding "special list items" for potential purchase.

- + Discussed the golf outing leadership and logistics
- + The Board discussed using donated funds for scholarships.

**D. Business Controller**

*Michael Thomson*

- + Reviewed the CHAD Financial Report, June 2018, previously disseminated.
- + Discussed recent Legislative initiatives regarding Charter School Funding, and reported upon one initiative that was detrimental to Philadelphia Charter Schools (see report)

**SECTION III: UNFINISHED BUSINESS**

NONE

**SECTION IV: NEW BUSINESS**

**A. Resolutions**

MOTION  
AB  
SECOND  
DW  
VOTE:  
 PASS  
 FAIL

**R180724.03 Report of Business Controller**

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design 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:***

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

MOTION  
DW  
SECOND  
RR  
VOTE:  
 PASS  
 FAIL

**R180724.04 Uniform Human Resources Resolution**

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design ratifies the human resources changes, modifications and additions as presented.

<b>HIRES</b>		
<b>NAME</b>	<b>TITLE</b>	<b>SALARY</b>
Tamara Odrick	Administrative Assistant	\$45,000
Dawn Carmichael	Office Manager (current employee but restructuring of roles)	\$50,000
Jason Clark	Math Teacher	\$52,000
Yacov Crawford	Compliance Officer / Executive Assistant	\$44,000
Andrew Phillips	Chief Innovations Officer (current employee but restructuring of roles)	\$100,000

TERMINATIONS / RESIGNATIONS		
NAME	TITLE	EFFECTIVE DATE
Joy Waldinger	Design Teacher (Resignation)	July 18, 2018

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

Who	What
Board	General Discussion
Board	Discussed how salaries are set commensurate with the market will bear.

Upon MOTION by VALERIE JOSEPH-DARDEN and SECOND by DIONNE WRIGHT, the board UNANIMOUSLY entered EXECUTIVE SESSION for the purpose of discussing legally privileged matters.

Upon MOTION by ALEXANDRA BONNER and SECOND by BRIAN BERSON, the board UNANIMOUSLY entered PUBLIC SESSION.

**R180724.05 Uniform Professional Services Contracts Resolution**

RESOLVED, the Professional Services Contracts and associated reports listed below are hereby accepted and ratified;

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute any document necessary to effect this resolution.

Contractor	Amount	Comment: Terms and Conditions
Dr. Melissa Oyer	i. Fifty dollars (\$50) per hour of Services rendered by Contractor; and ii. Thirty-seven dollars and fifty cents (\$37.50) per hour of Services rendered by any agent, subcontractor or employee of Contractor that are pre-approved by CHAD.	Audit and correction of special education files.

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

Who	What
Board	General Discussion

MOTION  
AB  
SECOND  
RR  
VOTE:  
 PASS  
 FAIL

MOOT

**R180724.06 Uniform Purchase Services Contract Resolution**

RESOLVED, the Purchase Services Contracts and associated reports listed below are hereby accepted and ratified;

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute any document necessary to effect this resolution.

Contractor	Amount	Comment: Terms and Conditions
None	None	None

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

Who	What
n/a	n/a

MOTION

PH

SECOND

MA

VOTE:

PASS

FAIL

**R180724.07 POOR RICHARDS**

WHEREAS, under R180626.12 and R180626.13, the Charter High School for Architecture + Design ratified certain loan documents wherein The Poor Richard’s Charitable Trust was made guarantor of debt between PNC Bank and the Charter High School for Architecture + Design (“Guaranteed Debt”),

RESOLVED, the Board of Trustees of the Charter High School for Architecture + Design hereby acknowledges the right of The Poor Richards Trust to pursue any and all legal remedies against the Charter High School for Architecture + Design incident to the Charter School for Architecture + Design’s default on Guaranteed Debt, through subrogation, and in its capacity as Guarantor of Guaranteed Debt.

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

Who	What
Board	General Discussion

**B. Discussion and Announcements**

1. Directives<sup>2</sup>

<sup>2</sup> The terms and conditions of all agreements between the Charter High School for Architecture + Design and its employees, contractors and agents contain directives to such employees, contractors and agents. Additionally, the Board of Trustees of Charter High School for Architecture + Design reserves the right to issue directives to all persons within its authority and control in any format or at any time. However, the Board reserves this Agenda item to memorialize certain of those aforementioned directives as it chooses, from time to time.



<b>No.</b>	<b>To</b>	<b>Directive</b>	<b>Due</b>
180724.A	General Counsel	Research and Analyze the requirement for background checks of Board Members	August 21, 2018

2. Next Board Meeting: August 21, 2018

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## ADJOURNMENT AT 8:00PM

MOTION

AB

SECOND

RR

VOTE:

PASS

FAIL

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