

CHARTER HIGH SCHOOL FOR ARCHITECTURE + DESIGN¹

BOARD OF TRUSTEES MEETING
January 23, 2018
5:30 PM

MINUTES

SECTION I: CALL TO ORDER

Opening Colloquy

This January 23, 2018 meeting of the Charter High School for Architecture + Design Board of Trustees is hereby called to Order. The time is 5:42 pm. My name is Marguerite Anglin I serve as 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.

¹ The corporate name of record is: "The Architecture & Design Charter High School", PA DOS Entity # 2879026

A. ROLL CALL

| Board Members Present | By Invitation: Non-Board Members in Attendance: |
|--|--|
| <p>Marguerite Anglin (“MA”) Lance Rothstein (“LR”) Monique McCray (“MM”) Brian Berson (“BB”) Mary Alcaraz (“MAZ”) Jeff Krieger (“JK”)</p> <p>Board Members Absent</p> | <p>Gregory Wright Rose Sciola Gerald L. Santilli Michael Thomson Michael McLeish David Annecharico, Esq. Joseph Marzano Laura Lloyd Anthony Livecchi Dan Hughes Lisa Roberts</p> |
| <p>Kelly Ganczarz (“KG”) Dionne C. Wright (“DW”) Alexandra Bonner (“AB”)</p> | |

Marguerite Anglin introduced Anthony Livecchi, a Senior Associate with Jones Lang LaSalle in Philadelphia. Anthony graduated from Lehigh University with a BS in Business and Economics. Anthony has 12 years real estate experience and is responsible for tenant representation and the disposition of real estate for clients focused on the Philadelphia Metro marketplace.

Marguerite Anglin introduced Laura Lloyd, an Executive Director of Marketing and Operations for a Community division of Comcast corporate called Internet Essentials. Laura has 22 years marketing background and leadership experience. She is interested in potential marketing Committee participation and has also been invited to the Jan 29 Open House.

Anthony and Laura are visiting as part of an exchange with Leadership Philadelphia to provide exposure for CHAD and potential Board or Committee members.

B. DISCLOSURE: EXECUTIVE SESSION BY MARGUERITE ANGLIN

1. 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

R180123.01 Approval of the January 23, 2018 Agenda

LR

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the January 23, 2018 Agenda.

SECOND

MM

VOTE:

PASS

Notes of Discussion / Advance Regulatory and Financial Comment:

FAIL

Who What
Board General Discussion

D. APPROVAL OF MINUTES

MOTION

R180123.02 Approval of Minutes of Meeting: December 19, 2017

MAZ

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the Minutes of the December 19, 2017 meeting of the Board of Trustees of Charter High School for Architecture + Design.

SECOND

LR

VOTE:

PASS

Notes of Discussion / Advance Regulatory and Financial Comment:

FAIL

Who What
Board General Discussion

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.

| <i>Who</i> | <i>What</i> |
|-------------|-------------|
| <i>None</i> | <i>None</i> |

B. Board President

Marguerite Anglin:

- + *A Board meeting of Designing Futures Foundation will be held after this evening's CHAD Board meeting*
- + *Open house to be held at CHAD on Monday 1/29/18*
- + *Reminder: All Board members should fully transition to their "chadboard.org" emails for all Board related business.*
- + *Announcement: Committee folders have been set up in Dropbox for all committee work.*

Brian Berson

- + *The Business Advisory Council ("BAC") has begun meeting and are setting its own strategic plan.*
- + *The BAC is discussing tying fundraising goals to specific items and/or services.*

Lance Rothstein / Greg Wright

- + *Discussed recent discoveries regarding facilities needs / maintenance.*
- + *A meeting has been scheduled with Flynn Company to discuss potential tenant options. Additionally, after that meeting, the facilities / administrative team intends to conduct a walk-through of the building.*

C. CEO

Dan Hughes, Armor (Web Site Design) presented to the Board of Trustees:

- + *Presented a Keynote presentation / overview of the proposed new web site design.*
- + *Discussed the design goals of the site: design aesthetic, mobile enabled, streamline information, and implement an easy to use administrative system.*

- + *The Board discussed revisions to the proposed design that lend prominence to high priority menu items.*
- + *The Board discussed, with D. Hughes, the process of testing the web site prior to “going live”.*
- + *The Board discussed, with D. Hughes, the potential functionality of allowing viewers to donate to CHAD.*
- + *The Board requested that D. Hughes forward the PDF of the presentation that he gave to the Board so that the Board could review and make additional comments.*

Gregory Wright

- + *Reviewed 4.1. CEO Board Report.1.23.2018, previously disseminated to the Board of Trustees.*
- + *Discussed enrollment, estimating enrollment to be 599 as of the Board meeting.*
- + *Discussed human resources changes before the Board of Trustees at this Board meeting.*
- + *Reported on recent discussions with Dionne Wright and the Human Resources Committee.*
- + *Discussed the purchase of a PSBA policy package, subject of a resolution this evening. Mr. Wright discussed the process by which PSBA would create and distribute a policy package for the Charter School.*
- + *Updated the Board regarding CHAD’s charter renewal process.*
- + *The Board and Greg Wright discussed school-wide progress monitoring testing.*

D. Strategic Plan Report

None

E. Business Controller

Michael McLeish:

- + *Reviewed the financial report for December 2017 with the Board of Trustees, previously submitted to the Board.*
- + *The Board discussed reporting upon Designing Futures Foundation summary financials during future CHAD Board meetings.*

Audit Report – Citron Cooperman

- + *Reviewed the audit of CHAD Financials year ended June 30, 2017.*

SECTION III: UNFINISHED BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

MOTION

R180123.03 Report of Business Controller

MM

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.

SECOND

BB

VOTE:

PASS

Notes of Discussion / Advance Regulatory and Financial Comment:

FAIL

Who

What

Board

General Discussion, See Above

MOTION

R180123.04 Audit of Financial Statements year ended June 30, 2017

JK

RESOLVED, the Board of Trustees of Designing Futures Foundation hereby approves the audit of Financial Statements year ended June 30, 2017 as presented.

SECOND

MM

VOTE:

PASS

by roll call vote:

FAIL

Marguerite Anglin – *aye*

Jeff Krieger – *aye*

Lance Rothstein – *aye*

Dionne C. Wright - *absent*

Kelly Ganczarz - *absent*

Monique McCray – *aye*

Alexandra Bonner - *absent*

Brian Berson – *aye*

Mary Alcaraz – *aye*

Notes of Discussion / Advance Regulatory and Financial Comment:

Who

What

Board, Citrin Cooperman

See above

MOOT

R180123.05 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 |
|------|-------------------|---------------|--------------------------------------|
| None | None | None | |

Notes of Discussion / Advance Regulatory and Financial Comment:

| <i>Who</i> | <i>What</i> |
|------------|-------------|
| <i>n/a</i> | <i>n/a</i> |

MOTION

LR

SECOND

MM

VOTE:

PASS

FAIL

R180123.06 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 |
|--|--------------------------------------|---------------|--|
| | BENT CREEK EDUCATIONAL SERVICES, LLC | \$15,000 | Provision of a comprehensive set of essential policies serving as the foundation for the Charter School Policy Manual. |

Notes of Discussion / Advance Regulatory and Financial Comment:

| <i>Who</i> | <i>What</i> |
|----------------------------|--|
| <i>Board</i> | <i>General discussion.</i> |
| <i>Board / Greg Wright</i> | <i>Discussed the roll-out of policies promulgated by the PSBA.</i> |

MOTION

R180123.07 Uniform Human Resources Resolution

LR

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

SECOND

MM

VOTE:

PASS

FAIL

HIRES

NAME TITLE SALARY

Amy Anderson

Administrative Assistant
\$40,000

TERMINATIONS / RESIGNATIONS

NAME TITLE EFFECTIVE DATE

Kezia Wolf
English Teacher (Resignation)

January 26, 2018

Notes of Discussion / Advance Regulatory and Financial Comment:

Who What

Board General Discussion – Greg Wright discussed the items above with the Board of Trustees. The Board requested that Dionne Wright and the Human Resources Committee be apprised of this resolution.

MOTION
LR
SECOND
MM
VOTE:
 PASS
 FAIL

R180123.08 Amendment to Loan Documents

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design hereby ratifies the AMENDMENT TO LOAN DOCUMENTS by and between THE ARCHITECTURE & DESIGN CHARTER HIGH SCHOOL, DESIGNING FUTURES FOUNDATION and L-A LIBERTY SQUARE ASSOCIATES, L.P. (jointly and severally, individually and collectively, the “Borrower”), and PNC BANK, NATIONAL ASSOCIATION (the “Bank”) as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

| <i>Who</i> | <i>What</i> |
|--------------|---------------------------|
| <i>Board</i> | <i>General Discussion</i> |

Michael McLeish Reviewed the Amendment to Loan Documents and the service of debt by CHAD.

MOTION
MM
SECOND
LR
VOTE:
 PASS
 FAIL

R180123.09 Charter: Business Advisory Council

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design hereby ratifies the Business Advisory Council Charter as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

| <i>Who</i> | <i>What</i> |
|--------------|---------------------------|
| <i>Board</i> | <i>General Discussion</i> |

B. COMMUNITY COMMENT: NON-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 general topics not discussed 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.

| <i>Who</i> | <i>What</i> |
|-------------|-------------|
| <i>None</i> | <i>None</i> |

C. DISCUSSION AND ANNOUNCEMENTS

- *Next Board Meeting: February 27, 2018*
- *Greg Wright discussed the Financial Interest Statements to be submitted by public officials.*

ADJOURNMENT AT 8:08 PM

MOTION

BB

SECOND

MM

VOTE:

PASS

FAIL
