

CHARTER HIGH SCHOOL FOR ARCHITECTURE + DESIGN¹

BOARD OF TRUSTEES MEETING

January 22, 2019

5:30 PM

MINUTES

SECTION I: CALL TO ORDER

Opening Colloquy

This January 22, 2019 meeting of the Charter High School for Architecture + Design Board of Trustees is hereby called to Order. The time is 5:38 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.

¹ The corporate name of record is: "The Architecture & Design Charter High School", PA DOS Entity # 2879026
CHAD BOARD MEETING AGENDA
PAGE 1 OF 9

A. ROLL CALL

Board Members Present	By Invitation: Non-Board Members in Attendance:
Lance Rothstein Lisa Roberts Monique McCray Brian Berson Mary Alcaraz Alexandra Bonner Anthony LiVecchi Phillip Holcombe Lauren Dougherty	Michael McLeish Joseph Marzano David Annecharico, Esq. Abigail Lipow, Esq. Mary L. Lynch, CPA, CFE Haefele, Flanagan & Co, P.C.
Board Members Absent Valerie Joseph-Darden	Amber Fischer Brown Chet Blair Robert Eckley

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	R190122.01 Approval of the January 22, 2019 Agenda				
MONIQUE MCCRAY	RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the January 22, 2019 Agenda.				
SECOND					
ALEXANDRA BONNER	<i>Notes of Discussion / Advance Regulatory and Financial Comment:</i>				
VOTE:	<table border="1"> <thead> <tr> <th><i>Who</i></th> <th><i>What</i></th> </tr> </thead> <tbody> <tr> <td><i>Board</i></td> <td><i>General Discussion</i></td> </tr> </tbody> </table>	<i>Who</i>	<i>What</i>	<i>Board</i>	<i>General Discussion</i>
<i>Who</i>	<i>What</i>				
<i>Board</i>	<i>General Discussion</i>				
[X] PASS					
[] FAIL					

D. APPROVAL OF MINUTES

MOTION
 ALEXANDRA
 BONNER
 SECOND
 PHILLIP
 HOLCOMBE
 VOTE:
 X PASS
 [] FAIL

R190122.02 Approval of Minutes of Meeting: December 18, 2018

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the Minutes of the December 18, 2018 meeting of the Board of Trustees of Charter High School for Architecture + Design.

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: 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>N/A</i>

B. Board President

Lance Rothstein:

- CHAD/ DFF is currently negotiating a lease with a tenant – CAD – for the first floor space; Parent organization is OICA
- Roof and drain pipes are repaired and leak issues seem to be resolved
- Basement cleanup still needs additional repairs, but is on the right track
- The annual insurance walkthrough of the building occurred and everything is point
- CHAD continues to have interest from a broker for offers to buy the first floor
 - o However, no offers that would satisfy bondholders have been received

- *School operations*
 - o *Two visits by Education Management Organizations: String Theory and American Paradigm Schools*
 - o *Subcommittee is currently negotiating with each EMO to enter into a support agreement*
 - o *CHAD anticipates receiving proposals from each organization fairly soon*
- *Resignations from two board members: Dionne Wright and Ricardo Rodriguez*

C. CEO

Amber Fischer Brown –Chief of Staff

- *Student Enrollment*
 - o *603 students enrolled*
 - *9th grade: 165*
 - *10th grade: 188*
 - *11th grade: 149*
 - *12th grade: 101*
- *EMO's have visited the school; toured building, asked questions, went inside classrooms*
- *Curriculum and academics*
 - o *Midterms beginning this week*
- *Climate of building*
 - o *Focused heavily on attendance: 98.6 percent overall attendance rate*
 - o *Implementation of HERO program has decreased lateness by over 70%*
 - o *Parent teacher conferences will be addressing lateness*
 - o *YONDER—New cellphone policy is rolling out on January 28, 2019*
- *Communications*
 - o *Teachers communicating with parents regarding student progress*
 - o *Teachers also reaching out to administration for more support*
- *Activities*
 - o *Winter Fest was a success*
- *New Hires in human resources*
- *Walls on 2nd and 3rd floor have been repaired and repainted*
- *Building has been cleaned and cafeteria floor has been re-waxed*
- *Meeting with Drexel University professor in order to bring Masters' Students in to help with tutoring*
- *Increased number in ACE participants (3 groups of participants)*
- *Number of suspensions is decreasing*
- *Student lottery was held last Wednesday (362 applicants for all grades)*
 - o *27 students accepted; waitlist is 123*
 - o *Over the next few months mailings are being prepared for applicants*
 - o *CHAD is recruiting 8th graders at different schools*
 - o *CHAD is also addressing 10th graders that are on waitlist*
- *Student retainment*
 - o *Dr. Brady and Ms. Anderson are making sure information in the school's system is correct, and are working on system to address whether students are returning to CHAD*

D. Business Controller

Michael McLeish:

- + *M. McLeish reviewed the December 2018 financial report, previously disseminated.*
 - *Financial Report for December is in the Google Drive*
 - *Mary L. Lynch, CPA, CFE (Haefele Flanagan) presents the 2018 Audit Report, which has been uploaded to Google Drive*
 - o *Prepared on a new governmental accounting standard basis*
 - o *Financial statements prepared on government wide basis—includes everything related to the school and DFF as a component organization*
 - o *Main part of the audit is the opinion – unmodified (clean opinion)*
 - *Have to include paragraph regarding the Charter (page 2)*
 - o *Adoption of new standard—having to do with post-employment benefits liability*
 - o *Audit opinion on financial systems and internal system compliance reports as a whole*
 - o *A couple deficiencies in financial statements were found in prior year findings, which were remediated (page 64)*
 - *Compliance testing of employee files*
 - *Deficiency in internal controls surrounding internal billing process*
 - o *No new findings were found in this report for 17-18*

SECTION III: UNFINISHED BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. Resolutions

MOTION

ALEXANDRA BONNER

SECOND

PHILLIP HOLCOMBE

VOTE:

X PASS

[] FAIL

R190122.03 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:

<i>Who</i>	<i>What</i>
<i>M. McLeish</i>	<i>See Above</i>
<i>Board</i>	<i>General Discussion</i>

MOTION
 PHILLIP
 HOLCOMBE
 SECOND
 MONIQUE
 MCCRAY
 VOTE:
 X PASS
 [] FAIL

R190122.04 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.

HIRES		
NAME	TITLE	EFFECTIVE DATE
Jennifer Lynne	Special Ed Teacher	1/28/19
Arial King	Teachers Assistant	1/10/19
Angela Chimino	Math Teacher	1/25/19
Chelsea Lowe	Teachers Assistant	1/14/19
Lajuana Stidmon	Science Teacher	1/22/19
Robert Burns	Math Teacher	1/22/19
Peter Phillips	Physical Education Teacher	1/22/19
Maria Franey	Receptionist	2/4/19
Nicole Saylor	English Teacher	1/28/19

TERMINATIONS / RESIGNATIONS		
NAME	TITLE	EFFECTIVE DATE
Yacov Crawford	Chief of Staff	12/28/18

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board	<i>At the directive of the Board of Trustees, the Administration shall coordinate business controller before finalizing</i>

MOOT

R190122.05 Professional Services

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
<i>None</i>	<i>N/A</i>	<i>N/A</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>N/A</i>	<i>N/A</i>

MOOT

R190122.06 Purchases

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
<i>None</i>	<i>N/A</i>	<i>N/A</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>N/A</i>	<i>N/A</i>

MOTION

BRIAN BERSON

SECOND

MONIQUE MCCRAY

VOTE:

X PASS

[] FAIL

R190122.07 Board of Trustees

RESOLVED, in accordance with Paragraph 3.5 of the Corporate bylaws:

- Lauren Dougherty is hereby installed as Trustee of the Board of Trustees of the Charter High School for Architecture and Design; and
- Lisa Roberts is hereby installed as Trustee of the Board of Trustees of the Charter High School for Architecture and Design; and

FURTHER RESOLVED, the Board of Trustees accepts the resignations of Dionne Wright and Ricardo Rodriguez as Board Trustees, effective January 22, 2019.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Oath of Office</i>	<i>I, <u>LAUREN DOUGHTERY</u> do solemnly swear (or affirm) that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.</i>
<i>Oath of Office</i>	<i>I, <u>LISA ROBERTS</u> do solemnly swear (or affirm) that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.</i>

MOTION
 ALEXANDRA
 BONNER
 SECOND
 MONIQUE
 MCCRAY
 VOTE:
 X PASS
 [] FAIL

R190122.08 Officers

RESOLVED, the Board of Trustees accepts the resignation of Lance Rothstein from the position of Vice-President of this Board of Trustees;

FURTHER RESOLVED, the Board of Trustees ratifies the following slate of officers of the Board of Trustees:

President: Lance Rothstein
 Vice President: Lauren Dougherty

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION
 PHILLIP
 HOLCOMBE
 SECOND
 ALEXANDRA
 BONNER
 VOTE:
 X PASS
 [] FAIL

R190122.09 Audited Financials

RESOLVED, the Board of Charter High School of Architecture + Design approves the audit report as presented by Haefele, Flanagan & Co, P.C.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

By Roll Call

Lance Rothstein - aye
Lisa Roberts - aye
Monique McCray - aye
Brian Berson - aye
Mary Alcaraz - aye
Alexandra Bonner - aye
Anthony LiVecchi - aye
Valerie Joseph-Darden -
Phillip Holcombe - aye
Lauren Dougherty - aye

R190122.10 Family Educational Rights and Privacy Act Designees

MOTION
 LISA ROBERTS
 SECOND

RESOLVED, the Board of Trustees designates String Theory Schools as agent of the School having a legitimate educational

MONIQUE
MCCRAY

VOTE:

X PASS

[] FAIL

interest such that it is entitled access to education records under 20 U.S.C. §1232g, the Family Educational Rights and Privacy Act. (“FERPA”). String Theory Schools, its officers and employees shall comply with FERPA at all times; and

FURTHER RESOLVED, the Board of Trustees designates American Paradigm Schools as agent of the School having a legitimate educational interest such that it is entitled access to education records under 20 U.S.C. §1232g, the Family Educational Rights and Privacy Act. (“FERPA”). American Paradigm Schools, its officers and employees shall comply with FERPA at all times.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

***Lance Rothstein requests to move into executive session
Monique McCray moves to open executive session; Lauren Dougherty seconds
Monique McCray Moves to come out of executive session; Lauren Dougherty
Seconds***

B. Discussion and Announcements

1. *Directives*²

<i>No.</i>	<i>To</i>	<i>Directive</i>	<i>Due</i>

2. *Next Board Meeting: February 26, 2019*

ADJOURNMENT AT 8:30

MOTION

MM

SECOND

LD

VOTE:

X PASS

[] FAIL

² 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.