

**Independence Charter School
Board of Trustees Meeting Minutes
March 9, 2011 7:00 pm**

Board Members Present: Rona Buchalter, John Eagen, Mary Fitzpatrick, Derrick Johnson, Eli Lesser, Pam Prell, Pedro Rodriguez, Elsie Stern, Naomi Wyatt

Board Member(s) Absent: Fran Melmed, Dana Twyman

Others Present: Parent; Jerry Santilli, Business Manager; Jurate Krokys, CEO ; Ramzy Andrawos, Director of Operations; William Loskosh, Teacher Representative; Leonora Cravotta, Development Director; Megan Steelman, Administrative Assistant; Barbara Ruth-Cook, parent; Maureen Eagen, parent & PTA representative.

I. Call to Order

Rona called the meeting to order at 7:15p.m.

II. Approval of Minutes

The minutes from the February meeting were approved with one change, noting that ICS has not gotten any response from the school district in regard to the charter school renewal paperwork. The minutes were approved with that change.

III. Public Comment Period

Barbara Ruth-Cook (parent). Parents met with Jurate and Dean Michelle today and feel the situation is being handled. Concern is the time it took to resolve the issue; parents didn't feel they were getting enough response/action to remedy the situation. She stated she wants to be constructive. Main concerns: slowness to respond. A child shouldn't have to continually go to the teacher telling him/her about a problem over and over. Feels ICS should take steps to improve the response time. The policy regarding bullying is intentionally broad, but possibly the staff is somewhat desensitized to it. In talking with other parents, it seems that bullying-like behavior may be more likely to happen on the playground and cafeteria where the main supervision is not by the teacher. Checked with other parents and it did seem to be a valid complaint by my child. It's not good for children to tell the teacher about a problem and have the teacher not take action. Children may also need more direction about how to be empowered and react in a constructive way. Understands the privacy concerns, but sometimes parents feel they're not getting information about how the school is handling it. The consequences for the bully need to be sensible. Rona noted that we've had conversations regarding bullying and communication. Jurate stated the meeting was very helpful and that ICS needs to be better at communicating how we respond to bullying and need to be sure that staff are recording incidents. She noted that ICS gets a huge variety of kids and our mission includes serving all of them, while preserving everyone's rights. We see a lot of success with our older students. We made a special effort to emphasize that cyber bullying will not be tolerated. There are still some students who don't consider what they're doing as bullying. ICS's bullying definition is intentionally vague, because it can include such a wide variety of things. Rona noted that it may help to have extra training for staff who supervise in the non-classroom areas. Pam stated having a peaceful environment is a major part of our global education mission.

IV. CEO Report

Jurate reported that today middle school students went to the city-wide science fair and National History Day (NHD); there were a lot of prizes awarded. The first and second place NHD winners will go to the state competition. Pam asked to get information about how many of those winning students, etc took advantage of the NHD club. The state competition tends to be mostly students from gifted support program. Elsie asked whether parents will have the opportunity to see these projects; Jurate said they will.

Tomorrow night is the 2011-2012 student lottery. This is the first year that we have a lot more Spanish Enhanced kindergarten applications. We will be pulling names for 33 kindergarten spaces. Jurate and Jerry said that several PCE schools have over 900 applications at this point. Jurate stated that we may have press. Jerry stated the Fox 29 has been following this story all week.

Jurate noted that we received a letter from the Department of Education regarding ELL student services; it will take a lot of time, but do not have any reason to be concerned. Several charter schools have received the same letter.

ICS's School Performance Index (SPI) number is two (2); the best possible rating is one (1). However, parts of the process still don't make sense. Jurate stated we need to follow up with parents and teachers, to be sure to answer the surveys or it will count against the points for the school. We're very excited about the April Middle States Accreditation visit. The final draft is ready. ICS Founder Eric Cramer has offered his work space for the reception.

Elsie asked whether the Walter Palmer Charter School decision (regarding enrollment caps) will affect how things are done. Jurate said it may have an impact. Eli stated that there are lots of details in Governor Corbett's budget regarding school vouchers, etc.

V. Finance/Business

Jerry asked if the Board will be approving receipt of the audit tonight; John said he will work on a resolution and present it later this evening. Jerry noted that in March we drew down the remainder of the bond funds. Since we have more students who receive special education services this year than we anticipated, that funding is almost double what was expected. Jerry noted he needs to take out the "Take Flight" program funds from the budget, since that is a separate program that is having funds raised for that specific purpose and not part of the school's funding. He noted there have been a significant number of leaves of absences and that since a lot of the staff have a bank of sick days they are using, we've been paying the teacher on leave and the substitute in several situations. Jerry stated there are very few negative variances in the financial report and that the cash flow is relatively stable at this point in the year. The only unusual expense #6913 was related to the FLAP grant. The Food Services Account has a surplus at this time. John moved the disbursement resolution; Derrick seconded. Pedro asked whether we've checked on whether we can get some savings for electricity. Ramzy said he has looked into it and it looks like we may be able to save some money; Ramzy will get more information. Pam asked whether we keep separate books for the FLAP grant; Jurate stated that both Leonora and Santilli and Thomson do keep track of that. The motion passed unanimously.

John asked Derrick to give a report on the audit review. Derrick stated that there was some concern about how long the audit took; however, there were no areas of concern. The auditors found the financial controls are sound; there were no findings. He added there was discussion regarding next year's audit to be sure it gets done in a timelier

manner. Jerry stated he'll forward an electronic copy of the audit report. Jerry stated the 990 form is due May 15th. Jerry recommends that we change auditors, since we've used the company for four years and that it is a good practice to change every four or five years. John noted that due to the Walter Palmer decision (regarding enrollment caps), ICS can now request funds for students for whom we have not been paid over the years. Pam asked what other charters are doing. Jerry stated that it would go back to July 2008 (so for FY 2008-2009 and 2009-2010). He stated that some schools are waiting until April to decide that. Pam and Eli said we should invoice the school district. Jerry noted that ICS also has some paperwork waiting for a response from the School District. Naomi said that she'd rather put them on notice now, so they can know they owe us. There was agreement, especially since the budget will be so tight next year, to send a bill to the School District now. Jerry stated his office will gather the billing information and we'll send it through ICS's legal counsel. We'll ask legal counsel to notify the appropriate people at the state regarding our plans. John moved a resolution regarding accepting the audit: Be it resolved that the Independence Charter School Board of Trustees hereby approve and accept as presented the annual audit completed by Citrin & Cooperman for 2010. Eli seconded. The motion passed unanimously. Naomi thanked the staff for having things organized, which made their job easier.

VI. Non-BOT Committee Reports

PTA: Maureen Eagen reported that the PTA is currently seeking officer nominations for next school year. The PTA had circulated a report in advance of the meeting, along with a letter regarding questions about how ICS handles long-term substitute teacher transitions. John asked Ryan Boyer agreed to talk with Senator Tony Williams, regarding possible changes to charter school law, which may mean the PTA would not be able to serve wine and beer at its annual Silent Auction. Maureen responded that the PTA is proceeding with having wine and beer at the event and that if there are changes to legislation, the PTA will proceed accordingly. The PTA is still working on contacting senators to get more information. Rona asked if there are questions about the PTA report. There were no questions; Rona asked Jurate to respond to the letter sent by the PTA. Jurate reported that today Pr. Stephanie sent a letter, explaining the process, to the PTA and to Rona. A letter went out today to the parents in Tr. Elisse's class; Jurate noted this was too late and ICS will rectify that in the future. The letter to the PTA and Rona, basically states that we follow the same process in filling long-term sub positions as we do for filling regular teaching positions.

VII. BOT Committee Reports

Curriculum: Pam circulated a report prior to the meeting; the committee will not be meeting in March. Pam stated that this committee is going to try to document lessons learned from the Take Flight experience. She asked if there are any concerns. She noted that the program is currently being handled by a parent volunteer, but we need to make sure the school is ready to handle it in the future. Derrick noted he will be hosting a meeting at the school on March 26th regarding the future of the program (funding, etc). Jurate stated that we are looking at identifying two destinations, which would be reassuring to the parents and will make things more manageable. Pam stated that may also help with knowing the costs, so that some parents may volunteer to pay themselves, instead of using one of the scholarships. Pam noted that the original process was to have it teacher-driven, regarding dreaming up a trip on which you'd like to take kids. Jurate stated the money will go through the ICS student activities fund, which will make the most sense in tracking the money and expenses. Pam noted that if we do accept teacher proposals again, we should ask them submitting the proposals to research things like

wiring funds, etc. Elsie asked what type of insurance we have for the trip; Pam said we have purchased comprehensive travel insurance.

External Relations: There was not report. Derrick stated that our goal was to raise \$100,000 he encouraged Board members to contribute, since it helps with grants in the future. Jurate noted the goal is to have 100% participation. She stated we're going to make a big push with students and staff after PSSA testing is over (in April). At this point we have almost 15% participation (under \$13,000). Parent Barbara Ruth-Cook asked if we seek out private foundations. Leonora stated that we do, but that she would be very happy to meet with her about suggestions. Pam asked whether or not we're also appealing to parents for foundation/funder connections. Derrick stated we have not done that yet, but we did emphasize that we're eligible for matching donations.

Board Governance/Development: Elsie credited Fran for her work on this issue. She stated they committee decided to hold off on making a policy about preference for Board members' children in the ICS student lottery. She stated one reason was that we first need more information about what types of people we're recruiting/need on the Board. Elsie stated that in her conversations with people from other charters, she found that most had much clearer definition of Founders. She stated the committee recommends the resolution to no longer name additional individuals as Founders. Jurate stated that what occurs to her is that if this is passed, then she'd recommend that the Board design some other type of honor to people who have contributed to the foundation of the school. Pam stated that may be something that the CEO would bring to the Board. Jurate stated that CEO may be asked to nominate someone. John stated that since the committee is meeting again soon and we may have an additional resolution, so maybe we should wait until later to consider this. Elsie stated this resolution doesn't address the confusion about the ambiguity about the three types of Board seats (Community, Founder, Parent). Megan noted that the current by-laws include certain situations where only a certain number of Founders can vote on certain things, so if we don't name any more Founders, then eventually no one will be around to vote on those things. Elsie noted that her committee is looking at some changes that need to be made to the by-laws. Pedro moved the resolution; Pam seconded. John and Eli abstained. The motion passed.

VIII. Old Business

Rona asked Eli to give an update on the Middle States Accreditation process. He circulated the draft booklet to Board members. Eli reported that he, Rona and Jurate met with the team leader, Lou DeAngelo, who has been working with MSA for many years. He also met with other individuals and went on a tour. Mr. DeAngelo had lots of positive things to say and that he thought we were ready to go forward with the process. He emphasized that the visit is about making sure we do get accredited. At the end of the visit, there will be an oral report to the CEO and to staff. A written report will be received several weeks later. Jurate noted that Mr. DeAngelo said that we should have a basic sense of whether or not we've met the standard for accreditation by that last Friday afternoon. Jurate stated that the team will meet with all teachers to see how involved the staff has been in the MSA process. Jurate noted that at the end of the week of the site visit, ICS will be given commendations and recommendations. Rona noted that all schools get recommendations, no matter how great the school is. Eli stated that his interactions with the teachers is that there's real excitement brewing about this. Eli handed out copies of the mission and belief statements and the goals and noted that the strategic planning group is still finalizing the final edits and the goals need to be put into a matrix. Rona asked that there be an executive summary; Eli agreed he would be sure that gets done. Eli noted this is a seven year accreditation. Jurate noted this information

is in essence the same as what was circulated previously, but we reformatted, took out redundancy, etc. Pam reminded them that we need to take out things like RACI, etc. Pam stated she is interested in seeing a matrix by year by year. Naomi stated that Rona did work on something like that; Jurate stated they will start with that and expand it over seven years. Naomi asked whether any school can try to get MSA. Jurate said anyone can apply. Rona stated that it was very clear to the team leader that we have very ambitious goals; he said that although you want to be realistic, you also want to be ambitious. He added that there is an opportunity mid-way to reevaluate. Eli stated that we'll report out each year, but we'll also want to have a group that will be regularly tracking our progress on these goals. Pam stated that some goals will clearly be able to be taken on by specific committees and will become the goals of those committees. Elsie asked whether there's anything we need to do since the team will be here during PSSA testing. Eli stated he and Jurate will talk tomorrow to plan for finalizing the documents; Eli asked Megan to send the MSA calendar information to the board members. Eli would also like to plan a celebration for the staff for all their work on this. Pedro stated that one of his students is in the recertification process for MSA and is having a bit of a problem due to not meeting some ambitious goals.

Rona asked Naomi to discuss the administrative leadership process. There were three main findings: 1) revised organizational structure (splitting the principal position into Lower School and Middle School Director positions, eliminating the Curriculum Specialist position, since there should be more time for the Directors to be involved with curriculum, Teacher Leaders (3-4) who would teach part time and coach/mentor part of the time. 2) Big picture things that are important (i.e., work/home life balance), enough time for collaboration, clear line of responsibility, 3) RACIing functions and tasks to make sure they're clearly defined. Naomi asked Jurate to give an update on the timeline. Jurate stated that this will be a lot to do over the next few weeks. She stated the working groups will start by writing job descriptions for the director and teacher leader position. She noted that William has some great suggestions for the interview process (based on a process he's gone through). Jurate stated this will give teachers a chance to provide leadership; there will not be any additional compensation, since they will be given the time for the leadership opportunities. Naomi encouraged the Board to forward information to her before Tuesday when the working group meets for one last time. Eli asked if the group came to consensus; Naomi said there was consensus about the basic revised structure. There were some people who leaned toward a smaller group level, but there was agreement that this model will give teacher leader opportunities. Pam said she feels that the shared values and concerns were addressed. Naomi asked if any of the group members wanted to comment; there were no additional comments. Eli asked why the other model was also included; Naomi stated that we felt that might be something we want to move to in the future. Eli stated this process should be documented, so we can present at a national conference or write a journal article. Rona stated there seemed to be enormous agreement on the values. Pam stated this is the first time we've had staff involved in developing our administrative model, which seems like a healthy process to have.

Megan reminded everyone they need to submit the Financial Interest forms before May.

IX. New Business

There was no new business.

X. Adjournment

John moved for adjournment; Pedro seconded. The meeting was adjourned at 9:15p.m.

Handouts circulated prior to this meeting:

Agenda
CEO report
Finance report
January 2011 financials
Curriculum Report
Board Governance/Development report
PTA Report and letter
Draft February 2011 meeting minutes

Handouts distributed at the meeting:

MSA update

Independence Charter School

March 9, 2011

Resolutions

ADOPTED

1. January Disbursements (John moved; Derrick seconded)

Be it resolved that the Independence Charter School Board of Trustees hereby approve disbursements from the month of January 2011 in the amount of \$201,106.40 as presented to the Board.

2. 2009-2010 Audit (John moved; Eli seconded)

Be it resolved that the Independence Charter School Board of Trustees hereby approve and accept as presented the annual audit completed by Citrin & Cooperman for 2010.

2. Founders' List (Pedro moved; Pam seconded)

Be it resolved that the list of ICS Founders be limited to those individuals currently listed in the by-laws, section 3.1 and those individuals named as Founders since the inception of the school. This list includes all individuals who hold, or have held, Founder seats on the Board of Trustees since the school's inception. As of March 9, 2011, the ICS Board will no longer designate additional individuals as Founders.

Resolutions

DEFEATED

None

Resolutions

TABLED