

**Independence Charter School
Board of Trustees Meeting Minutes
November 10, 2010 7:00 pm**

Board Members Present: Rona Buchalter, Mary Fitzpatrick, Derrick Johnson, Eli Lesser, Fran Melmed, Dana Twyman, Pam Prell, Pedro Rodriguez, Elsie Stern, Naomi Wyatt

Board Member(s) Absent: John Eagen

Others Present: Jurate Krokys, CEO; Shavon Norris, Teacher Reps; Stephanie Bungard, Principal; Conswelia McCourt, PTA Liaison; Leonora Cravotta, Development Director; Robin Kohles, Owner's Rep; Megan Steelman, Administrative Assistant; Jerry Santilli, Santilli & Thomson.

I. Call to Order

Rona called the meeting to order at 7:02p.m.

II. Approval of Minutes

The minutes from the October meeting were approved unanimously without changes.

III. Public Comment Period

There were no public comments.

IV. CEO Report

Jurate noted that Jurate reported that a Japanese delegation visited last Friday. ICS was the only Philadelphia school they visited. They also visited a school in the Upper Dublin School District. They had found ICS through Schools that CAN. She noted that several of our staff who are working on their principal certificate assisted with getting participants from different universities. As usual, our teachers and students were extremely impressive. Pam noted the visitors said they have a lot to learn from ICS.

Jurate stated that the revived Facilities Committee has started to meet, headed by Robin Kohles. She noted that this group will give recommendations on things such as when the roof needs to be repaired. In addition, this group will consider whether or not ICS should consider getting more space. She stated that today Ramzy went to see the First Philadelphia Literacy School space. Robin stated that various people are working on figuring out how much it will take to acquire more space.

Rona asked when the Board would have a mission and vision draft to vote on. Jurate stated that will come before February. Eli asked whether we're still on schedule for his part of the Middle States accreditation process. Jurate explained that from the information that various committees are collecting, we are supposed to draft about three strategic goals. Jurate said there will be a group to help do that, including the steering committee. Naomi asked whether the leadership organizational information has to be completed by February also or whether that is a separate piece. Jurate noted it would be ideal if that work could be completed by then. Elsie pointed out that we could always use our status at that point and report that to Middle States. Elsie stated she would like the Board to see the mission and vision part as early as possible, even if it in draft form, in order to give input earlier rather than later. Jurate noted that once the belief statement is

finalized, everything will be able to be publicized. After that there will be various focus groups during December.

Leonora added that she encourages the Board to attend ICS 365 on Friday evening, as well as a fundraiser on Monday. Jurate noted that an ICS parent has offered the Monday night event to reach out to the larger community. The tickets are \$100 each and ICS gets most of those proceeds.

Elsie asked for clarification on the SPI (School Performance Index). Jurate explained that the School District did not involve charters at all in this process and entered some things as “non-applicable” when charters did indeed have that information. Jurate noted that she attended a meeting about it yesterday and she and the principal have a one-on-one meeting on Tuesday at the School District. ICS got a 2 on a 1-10 scale (1 being the best). Rona stated that sometimes if you’re a high performing school, it’s hard to show growth. Jurate said that while that’s the case, it’s hard to see ICS as a 2 among all Philadelphia schools. Elsie asked about the results and said she was concerned about the teacher satisfaction. Jurate stated that we have no way of knowing how many surveys that rating is based on and that the School District had said they use them as long as they receive at least four. Jerry stated that this information will become public and will be used for things like bond ratings. Jerry stated that the Meredith School got a one last year. Eli asked how we’ll respond to parents who ask why we’re a two, instead of a one. Jurate said we can prepare a statement for our school. Jurate stated the School District gave regular public schools about two years to get this information straightened out and gave charters less than two months. Shavon asked whether there is an official posting of all schools, so we can see how other schools score. Jurate said that is not yet available, but she will request it. Fran asked whether this could be handled by the External Relations Committee. Derrick stated that he will gladly take on that assignment.

Rona asked Jurate to review her mission and vision reflection. Rona stated she wants to be sure the school is continually reflecting on this to help us nail down how our day-to-day operations reflect our mission and vision. Fran asked about how Jurate plans to measure ICS’s growth (i.e., staff retention, etc) and what types of data there is to quantify that. Jurate stated she will add in things such as deadlines for gathering specific information. Pam suggested waiting until after the Mission and Vision statements are revised. Elsie stated we also need baselines, as well as how we plan to measure them. Jurate stated she and the staff have reflected on this and are working on whether you measure things like global citizenship by things like how many countries a student can name, or by what students learn from things like service learning projects. She added that the staff also feel strongly that we need to measure things such as how students excel in the arts. Rona agreed that we should wait until we have the final draft of the Mission and Vision. Pam noted that “citizenship shows up on the playground” and that it may be as simple as documenting that type of behavior. Eli stated that part may be documenting all the school does in the Mission and Vision and should not just include curricular information. Pedro stated that we need to be in clear agreement about whether the Asia Society model covers enough areas for ICS. Pam noted we may need to add some more components. Rona suggested that we re-visit this in the summer. Eli noted that there is an event at Penn this weekend that ICS teachers may be interested in. Stephanie said the Global Education team has that information.

V. Finance/Business

John was not able to be at the meeting. Rona asked Jerry to review the September financial report. Jerry noted that the cash flow is down for September due to a lot of start

up supplies, etc. but continues to be strong and stated there are no unusual variances. Jerry noted that the retroactive payment from the School District was received in November and will show up in later financial reports. We moved some technology costs from Special Ed to the bond fund. We are a little overspent on books and will transfer money later in the year from an under spent category. Food Services only had two weeks of data for September and everything was on target. The audit exit conference should be scheduled in about a week; no major issues were found. Jerry stated that the audit should be available to be reviewed by the whole Board at the December meeting. Jerry recommends putting a link to the audit on the ICS website. There was general agreement to that recommendation. Jerry stated the new financial system will be going live in December at two schools; ICS will be started in the second round. Jurate will be going to training about it and the budget process next week. Pedro asked whether there were any minor audit issues. Jerry said there were no issues. Jerry clarified that there is extra audit testing due to federal programs. He stated Food Services is a separate column. Rona asked if Worlds of Opportunity Foundation has a separate audit.

Rona stated that she and some other people were at the PEC symposium the other night and noted that there were many positive comments made regarding Jerry's fine work. Eli asked whether Jerry foresees any major changes due to the political changes. Jerry stated there may be some SRC changes. Jerry said he recommends that things be lined up better, such as having a website where items you submit are retained and shared. He recommends one expanded audit by a CPA.

Elsie moved the financial resolution; Eli seconded. Naomi asked about the Northeast Foundation payment; Leonora stated that was for Responsive Classroom training. The motion passed unanimously.

VI. BOT Reports

Board Governance/Development- Elsie noted that we need to determine whether or not the Board wants to move on having Board members have a perk of student lottery preference. Elsie noted that instead of having a committee do the up front work and then bring a document to the Board to get a response. This committee has chosen to go in the other direction. Elsie reviewed Act 22, stating that preference can be given to someone who has made a contribution to the school; therefore, there doesn't seem to be any problem with the law. She stated ICS has used that part of the law in some instances in the past, but we do not need to consider that precedent-setting. Elsie noted that the initial committee conversation was a brainstorming session. On a positive side, it could be a significant incentive for Board membership, since ICS Board members invest more than five hours per month, which is more than most non-profit Boards. It could also continue the trend of Board members sending their kids to the school. She stated it would not be as pristine as it has been, but would be more transparent. Eli went on record as stating that he is abstaining from this discussion, since he is the only current Board member who stands to gain from this policy. Pam noted that although she appreciates Eli's stance, she feels he's uniquely qualified to give feedback on the issue. Eli stated he would consider that. Megan noted that as the policy currently stands, founders do have preference for the school. Naomi asked maybe we should make the discussion be about preference as opposed to an automatic seat. Pam clarified that this is about an automatic seat and that the lottery is held to fill the remaining seats.

Elsie asked for feedback as to whether or not her committee should work on this issue. Derrick stated that the con is that it is in opposition to the lottery. The pro is that it's currency to attract Board members to ICS. Parents need to split resources (i.e.,

fundraising,etc) between their children's school and ICS. Fran stated that she feels a clear, transparent policy seems to make sense. Naomi stated that she feels that skewing the Board is an issue. She stated that she knows people who would jump at the chance of being on the Board in order to ensure a good school for their children. She said it could skew the board to be mostly parents, maybe we need to be sure to have a good balance. Derrick noted that would assist objectivity. Pam stated that we have different types of seats, so that one way to do that would be to only give preference to particular seats.

Pedro stated he looks at it like a corporation. If we have a process set up regarding the types of contributions the person will be able to make, then we can prevent it only being a perk for certain groups of people. He recommends that the person would have to have put in a certain amount of time. Jurate noted that is similar to the requirement of the Keystone Staff policy. Mary stated that it could help ensure a high interest level. Dana said it's important to have people who are really committed and that can be done through the preference for the Founder's Seats. It seems like a smart thing to do. Dana asked whether the time commitment would penalize some people who are unable to go above and beyond. Elsie noted that we'd need to decide whether we want to go with something like the Keystone model or whether Board service is enough, without a time limit.

Shavon stated she has a hard time with terms like "valuable currency" and wanting "certain type of people." She feels that limits a lot of people and isolates folks. In addition, how do you decide whether someone is worthy. We'd need to be careful about how ICS would offer this, since the ripple effects could be really dangerous. Having more people become Board members in order to get their kids in makes her nervous regarding their involvement and objectivity, etc. Rona stated this type of preference would be done within the scope of looking for specific skills sets, etc. Rona stated that it would most likely mean we'd get a much larger pool of Board member applicants, but we might not accept any of them. Elsie stated we're all on the Board because we care about the school, but we're all getting something out of it---whether or not we have a child in the school. Shavon shared a statement from Teacher William, who collected feedback from ICS teachers on the issue (copy of statement which Shavon read is at the end of the minutes). Rona asked that in the future things like this be e-mailed in advance for review. Elsie stated that it sounds like the Board is interested in pursuing this with the caution that we need to be sure there is a bonafide commitment. Fran stated she feels that teachers don't understand that this is a way of maintaining the integrity of the school and not for benefits for Board members. Elsie stated this isn't taking about time from other projects, but is being done as one thing within this one committee. Shavon stated that teachers need to hear more information and transparency from the committee to help teachers understand. Pedro stated that the Board has already interviewed prospective Board candidates who only come to us in order to try to get their children in and we say no right away. Pedro stated he is in total favor of staff getting preference for their children. Rona stated she feels the Board and Keystone staff policy should parallel each other. Elsie said we need to look into the differences between a paid staff position and a volunteer Board position. Elsie stated her committee will come back with a draft in a month or so.

VII. Non-BOT Committee Reports

PTA: Rona asked whether anyone had questions about the PTA report. Conswelia introduced herself as the PTA President and noted that various PTA officers will share the Board meeting attendance. She reported we used a new photographer this year and are looking forward to feedback. The PTA will be having a big drive for membership this year. There are not a lot of PTAs in Philadelphia, most are Home and School, but the numbers are slowly building.

VIII. BOT Committee Reports (continued)

Curriculum: Pam noted that the report she circulated was for October and November. She stated that Stephanie's presentation last month addressed committee questions. We're working on closing the achievement gap. In November the Middle States Accreditation process. She stated that report will be finalized and then there will be more work on strategic goals. Pam stated that it is very exciting to know the issues are coming from staff. She stated that although there will be certain priorities, other things will also be addressed. Rona noted that this will address various ways to measure success beyond PSSA scores. Pedro stated that the issue of teaching to the test is a problem nation-wide. He recommended that the External Relations Committee take on this issue also. Eli asked whether we're ready to start celebrating ICS graduate's early decisions on colleges, rather than waiting until the Spring.

External Communications: Derrick reported that the committee is meeting every other Monday. The committee is moving forward with the committee structure and is open to parents, Board members and staff---whether as members or ad hoc. The committee is still establishing goals including a communications strategy. He encouraged Board members to bring in interested visitors for them to see the school. He stated we want to be strategic about outreach for funds and will be developing a brochure. ICS parent Janet Pinkerton is working on that. The committee wants to assist with strategies for communicating to a larger audience; this would include things like communicating information about alumni admissions to colleges. We also are working on strategizing for positioning ourselves for some corporate giving. Derrick stated that parent Chris Genera has volunteered to host a fundraising event at Chiefa restaurant. At venues like this, we need to talk about not just what we're doing at ICS, but how that fits into the bigger picture. Leonora noted that Development will need a little extra time on next month's agenda. She stated that although these ideas are not new, we are now expanding our contacts. Pam asked whether we're still working on the advisory board idea. Derrick stated that the committee is first working on the committee structure and then will move to start on the advisory board. Fran asked whether the committee has the documents from when Fran worked with the Development Committee. Derrick said he has at least one document. Leonora agreed to be sure to get the information to Derrick. Fran offered her files also. Stephanie asked if there's a way to comp a few staff people to events such as the one being held on Monday. Shavon stated that would also help demystify the Board members. Eli stated that at things like the mural dedication, we need to notify people about Board members being available to answer questions. Leonora stated that we should have a few spaces for staff at Monday's event. Derrick asked Stephanie to identify some teachers. Pam volunteered to plan this with Derrick. Fran also recommended this as a good Board Give-Get requirement. Some Board members noted they had not yet heard about Monday's event until tonight.

IX. Old Business

Rona asked how people think the paperless meetings are working. Overall it seems to be working well and Megan always has the documents on a thumb drive if people want to save it. Rona stated we still are not getting all the reports in a timely manner. Eli will be setting up a Google Docs site. Pedro said he feels we should have the financial report on paper. There was general agreement with that we should have a couple hard copies available at each meeting. Naomi asked when ICS school visits will be scheduled. Rona stated that she has asked Jurate, but hasn't received an answer yet. The purpose of the observations is to familiarize Board members with the day-to-day working of the school. Shavon stated that teachers now have more information about visitors. Rona asked Stephanie to be sure to send a message to teachers, letting them know Board observations

are not part of the teacher observation process. Rona said it could be the same type of schedule as last year. Megan and Stephanie agreed to work on this. Shavon stated that it would be nice if the observer could stay for more than one class period in order to see the whole arc of the class.

X. New Business

There was no new business discussed.

XI. Adjournment

Pedro moved for adjournment; Naomi seconded. The meeting was adjourned at 9:17 p.m.

Handouts circulated at this meeting:

Agenda

CEO report

September 2010 financials

PTA Report

Finance Minutes

Curriculum Minutes

Notes from ICS Teachers Regarding the issue of Board Member's having preference in the ICS Student Lottery (compiled by Tr. William Loskoch and read by Tr. Shavon Norris)

When the BOT first started discussing the idea of employee preference in the lottery, a process that has taken over a year and is still not finalized, a major concern was the idea of teachers gaming the system with the intention of working at ICS to for the sole purpose of guaranteeing a spot for their child in the lottery. The HR Committee thoughtfully addressed this concern by requiring a time commitment of two full years before the staff member can even apply for the Keystone Staff status where the employee must then provide evidence of going above and beyond their contractual obligations. Even after doing that, the staff member must maintain employment when the student enrolls, resulting in a three year commitment at minimum, in order to have their child guaranteed a spot in kindergarten, or a spot on the waiting list in other grades.

I have confidence that the BOT will see the dangers in granting BOT members an immediate lottery preference and should the BOT decide to enact a lottery preference policy it will require time commitments and performance meeting, if not exceeding those of the Keystone Staff Policy.

I've provided a response to the initial considerations Elsie emailed out on Tuesday.

A board member lottery preference policy would potentially:

1. Incentivize and reward what is, in the scheme of non-profit boards, pretty labor-intensive board service.

I believe that the role of a BOT member is as labor-intensive as the member makes it. It's clear that certain BOT members take a more active role than others, just as some teachers take a more active role than others. The Keystone Staff Policy requires teachers to show they go above and beyond their minimum required duties. Would BOT members be expected to show how they go above and beyond? Is it enough to be merely a rubber stamp?

“It does not seem equitable that lottery benefits vary so greatly from one stakeholder (BOT) to the next (staff).” – Lower School Teacher

Should we be rewarding BOT members for their service?

“Privileging students because of who their parents are sends a very muddled message, and I think the more that slots are reserved for children of BOT members (or teachers), the more it taints the school’s claim that we provide a quality education to all children, regardless of their background. –Middle School Teacher

I hope that the BOT recruits future members who are intrinsically motivated and dedicated to providing the best options for urban families. Do we want BOT members who are in this for personal gain?

2. Help us retain one of our distinctive features: our board members actually send their kids to our school (contra many other charters).

The BOT has historically been comprised of an overwhelming majority of parents. Last year, 75% of the BOT were parents. Is it really a concern of the BOT that its makeup would somehow shift to nonparents? If anything, the BOT should be exploring options to recruit nonparents to the BOT. I find it worrying that without a clear policy that requires a time commitment and evidence of outstanding achievement people with hidden or self-serving agendas might be recruited to the BOT with one intention in mind: a guaranteed kindergarten spot.

After all,

“While BOT members do much for the school, they are doing that work out the desire to create the best school for ALL children, not just theirs.” – Middle School Teacher

3. Skew our pool of potential board members toward the child rearing years demographic.

Isn’t it already skewed this way? What blinders are in place because of this? What steps are the BOT taking in recruiting people outside of this demographic?

4. Create a lottery preference for kids, who will, most probably, be from professional families.

Who will, in effect, take away spots from the city’s most needy families.

5. Make the lottery process (and explanations of it) a little less pristine but also more transparent.

People respect transparency and truthfulness. I believe having a clear policy on this would take away from the “wink, wink” decisions that people believe occur.

I am not against the idea of BOT preference in the lottery, but I do wonder why a new policy needs to be created. What’s wrong with granting eligible BOT

members founder's status? Are there clear expectations for why and how a person could be granted founder's status? If not, perhaps the BOT could work on identifying those areas, which would then provide a framework or guide for interested BOT members to work toward. Also, why are we already moving onto BOT preference when the Staff preference is not complete?

Most importantly, I can't help but wonder why this is a BOT priority when there are many pressing issues at hand; namely the racial and socio-economic achievement gaps present within the school, financial development, and increasing the school's recognition and presence throughout the region. Spending time on creating special privileges for adults is distracting us from our main stakeholder, children. I find it troubling that it appears we are spending time making ICS about adults, and not about children first.

**Independence Charter School
November 10, 2010
Resolutions**

ADOPTED

1. September Disbursements (Elsie moved; Eli seconded)

Be it resolved that the Independence Charter School Board of Trustees hereby approve disbursements from the month of September 2010 in the amount of \$322,997.97 as presented to the Board.

**Resolutions
DEFEATED
None**

**Resolutions
TABLED**