

**Independence Charter School
Board of Trustees Meeting Minutes
October 15, 2014 6p.m.**

Board Members Present: Rashidah Andrews (via phone), Rebecca Clothey, Brigitte Daniel, John Eagen, Susanna Greenberg, Tre Johnson (via phone), Krista Pfeiffer (via phone), Gloria Shabazz, Gregory Turlington, Dana Twyman

Board Member(s) Absent: George Awad, Mike Barsanti, Barbara Dundon, Sheila Simmons, Elsie Stern, Claiborne Taylor

Others Present: Thomas Scheid, CEO; Kristen Long, Middle School Principal; Kareem Thomas, Lower School Principal; Renee Boylan Free, Assistant Principal; Jerry Santilli, Business Manager; Michael Danyo, Santilli & Thomson associate; Julie Snell, parent; Odamis Fernandez-Sheinbaum, Student Testing & Achievement Coordinator; Megan Steelman, Compliance Manager

Call to Order

Gloria called the meeting to order at 6:07 p.m.

Approval of Minutes

John moved to accept the October Special Meeting minutes; Brigitte seconded. The meeting minutes were approved.

Public Comment

There were no public comments.

Board President and Committee Goals for 2014-2015

Gloria reviewed her goals:

- ensuring that board members receive training regarding fundraising
- succession planning
- visiting other schools to determine best practices for boards
- support ICS growth initiative
- ensure 100% giving by board members

Brigitte reviewed the goals of the Governance Committee:

- develop and implement strategies for board engagement
- vet and nominate at least seven (7) candidates for election to the board in the spring of 2015

-create a document that explicitly outlines responsibilities of all ICS board members
Brigitte noted that their committee meeting taking place at someone's home was an inspirational setting. The committee would like to have a full board potluck dinner at someone's home to help acclimate new members Greg and Rashidah. The tentative date is Thursday, December 4th. The committee hopes to nominate seven candidates, since several current board members will be rotating off at the end of this academic year.

John reviewed the draft goals for the Finance Committee:

- continues review of financial controls and processes improvement
- support CEO for potential ICS growth
- develop comprehensive 2-3 year plan with CEO and business manager to reduce operating deficit in future budgets
- in conjunction with CEO, identify opportunities and develop financial plan for expanding space needs to improve student life.

John noted that what transpires over the next few months in regard to growth will direct the committee this year.

Susanna reviewed the Human Resources Committee goals:

- participation in revision of salary step system
- oversight of staff diversity efforts within hiring, retention and promotion policies, in alignment with ICS's Racial Equity Task Force.

Susanna noted that the committee wants to include staff participation in figuring out what the step system should look like. The committee would like the Racial Equity Committee to look at best practices for hiring. Promoting open channels for staff feedback is also a priority. An additional goal (not listed) is succession planning and other items from the Middle States goals.

Tre reviewed the External Affairs Committee (EAC) goals:

- ensure that the EAC has a strategic plan for engaging key stakeholders for 2014-2015 and strategically utilizing our ICS community to engage stakeholders
- provide oversight and management of ongoing and new external relationships (non-fundraising) in key stakeholder areas, such as the School District of Philadelphia's Charter office
- support the CEO in delegation of relationships and touch-points as related to potential ICS growth

Tre noted that Tom has done a lot great work in reacting to various challenges that occurred. The committee would like to enhance ICS' proactive approach.

Dana reviewed the Curriculum Committee's goals. The first goal is to monitor the progress of Middle States goals 1 & 2. She explained that the committee is delegating work on some of the goals to other committees. Tom said he will review the Middle States timeline in his report.

Gloria said she feels it is important for the board to check in on the progress with the goals from time to time during the year.

CEO Report

Tom introduced Renee Boylan Free, the new Assistant Principal. Renee thanked the board for allowing her to become part of such an amazing school.

Tom reviewed his PowerPoint presentation, including his goals for 2014-2015:

- 1) Academic: Assure that our students are benefitting from high-quality curriculum and instruction built on research-based systems. In addition, the midpoint Middle States report will be completed
- 2) Communication: Continue being visible in the ICS community and develop systems to create stronger connections with all constituencies
- 3) Renewal and Growth: Complete successful renewal of 5-year charter and finalize Modification Report for Growth beyond 1600 Lombard
- 4) Maintain financial sustainability at ICS

Tom reviewed the 5-year Renewal process:

- Board approved the packet at a Special Meeting on October 1st
- The packet was submitted on October 2nd
- There will be a site visit on November 4th

Tom reviewed Fall fundraising efforts:

-First "welcome coffee" to ICS held on September 30th. There were 10 visitors, who saw a video presentation, classroom tours and a middle school student presentation. The next event will be on November 18th

Tom reviewed Teacher Fundraising:

- Maestra Luz Marina \$4,000
- Teacher Lynn on-line appeal
- Teacher Annie on-line appeal for \$600 for books

Tom noted that we have already met the \$300,000 fundraising goal for this year due to receiving the 21st Century Grant. He noted that we will be adjusting the goal upward. The new goal is \$360, 800.

Tom reported that we had a group of visitors from Vietnam last month; they met with students who asked questions.

Tom reported that we have started participating in the Wage Works commuter program. Tom reported that Andrea Ringklib Liess is the new Take Flight Coordinator; he also noted that we are in the process of copywriting the Take Flight program.

Tom reviewed some of the new partnerships we have, including 21st Century Grant partners: TechGirlz, Philly Arts Center, Franklin Institute and Jefferson University Hospital.

Tom noted that schools are now required to submit a Comprehensive Plan; it is due on November 30th and is a 3-year plan. He noted that we also need to do a 5-year plan for the PSP Planning grant. The 5-year planning process will begin by February 2015.

Tom reviewed the resolutions:

He explained that two teachers are leaving within the school year, one to work closer to home and the other to work in the Philadelphia School District. We have a resolution for the hiring of the new middle school science teacher; we are in the process of finalizing our new hire to replace the other teacher who is leaving. In addition, we have resolutions for continuing employment for returning staff and one for a new part-time NTA hire.

John moved the termination resolution; Susanna seconded.

John moved the new teacher contract resolution, Rebecca seconded.

Dana moved the returning staff resolution, Rebecca seconded.

Susanna moved the new part-time NTA resolution, Dana seconded.

The motions passed unanimously.

Tom noted that the Philadelphia Arts in Education Partners grant helps support our drumming program. He noted that we have also received a Nature Conservancy grant that helps defray costs of our student garden. Gloria asked who wrote these grants; Tom explained that the Philadelphia Arts grant is one that we have gotten in the past and that Monika and Teacher Sophia worked on the garden grant.

Rebecca moved the Philadelphia Arts motion; John seconded.

Susanna moved the garden grant motion; Dana seconded.

The motions passed unanimously.

Tom asked Susanna to address the bylaws changes resolution. She explained that these changes have been brewing for a while, since having to gather the board for staffing changes seemed unnecessary and cumbersome. The CEO would now have hiring/firing authority; however, we would be adding an appeal process to the teacher contract. Jerry noted that it is standard practice to have the board have the hiring/firing authority. The board will still have a vote on confirming the decision, but that could be done at the next scheduled meeting. Susanna noted that we added language to the resolution requiring the CEO's action to be in keeping with ICS policies, as well as governing law. She stated that all CEO decisions on hiring/firing would be done in consultation with the board's HR committee as is policy. Gloria confirmed that our legal counsel has confirmed this

language and that it brings the bylaws in line with how we usually operate. Jerry again noted that most schools with whom he works gives the CEO authority to suspend with the intent to terminate. Tom stated that given this caution, it might be prudent to wait until the December meeting to make a decision. It was agreed to table this motion until the December meeting.

Tom reported that we need to contract for services for a student who needs vision services. Gloria read the resolution. John moved; Rebecca seconded. John asked if we are replacing someone; Tom stated that our other agency is no longer able to provide these services. The motion passed unanimously.

Tom reported that we received bids from three electric companies and felt his recommended option was the best choice. Gloria read the resolution. Rebecca moved; Dana seconded. The motion passed unanimously.

Tom reported that we are having a difficult time finding qualified substitute teachers this year. He stated that the resolution is required in order for someone receiving a PSERS pension to sub at our school. The administrator substitute would be someone that we may need several times a year. A separate resolution would be needed for additional individuals. Jerry also noted that these resolutions are only good for the current school year. Susanna moved the substitute teacher motion; Greg seconded. The motion passed unanimously. The resolution was amended to say TEACHER/ADMINISTRATOR John moved; Rebecca seconded. The motion passed unanimously.

Finance Report

John reported that we need several people to volunteer to be on the audit committee; Gloria said you do not need to be a financial person to be on the committee. Contact John to volunteer. Mike reported that there will be some changes to the unaudited statement; one change is that we will be getting the last PSERS payment from last year, so that variance will go away. Mike pointed out that the only large variance was a \$20,000 in "special services." That was due to additional special education evaluations. He noted that all targets were met. He reminded everyone that the variance in federal funds was due to a decrease in these funds, which occurred for many charter schools. John asked if there are any concerns from the auditors; Mike said there were no concerns reported. Jerry stated that the auditors check payroll, student records and employee records.

Mike reviewed the August financials; he said we'll have a food services report at the next meeting. Mike stated there will be a budget adjustment to note the grant money that was given for computers. Mike stated that the \$668,000 is the money used from the fund balance in order to balance this year's budget. Gloria noted that we cannot do that every year. Mike stated the revenue is on-target at this time; however, the school district has not yet reconciled enrollment so some changes could occur after that. Gloria asked if anyone has any questions. Jerry added that members can also contact he or Mike Danyo with questions. Susanna asked about the legal fees for Luz Marina Guevarra Conde; Mike noted that was in regard to her visa extension. Rebecca moved the May disbursement resolution; Dana seconded. The motion passed unanimously. Gloria asked why we have a check to PECO if the company has a different name; Jerry explained that there is a third party provider, but PECO bills. Dana moved the June disbursement motion; Susanna seconded. Mike Danyo noted that the food services program did very well last year. The motion passed unanimously. John moved the August disbursement motion; Dana seconded. The motion passed unanimously.

Rain Garden Presentation

Gloria introduced ICS Parent Julie Snell, who is a horticulturist and a landscape architect. Julie noted that we have a rain garden in our school yard. She would like to volunteer her services to make the rain garden more viable. She noted that the maintenance of the rain garden has been a challenge, especially in regard to educating the students about it and involving the students in this project. She reported that ICS will be eligible for storm water credits and Julie would like to get a small committee together to handle the project. Julie has talked with the PTA and there is interest. Julie would like the board's support and approval; she's not sure if it should be a committee of the board. She stated that communication about the garden was an issue the first time around. She hopes the resurgence of the garden will encourage the school to include this information in the curriculum. She stated that Philadelphia has an initiative for green infrastructure. Gloria noted that residents are charged for storm water; the school would get credits towards that cost if our storm water management system is working. Gloria said she doesn't think we need official board approval for this and that the board appreciates Julie donating her time for this. Julie suggested talking about this with the CEO's Staff Council. Gloria welcomed Julie to come back at another time with an update and asked that she bring some student helpers with her too.

Growth Planning

Gloria announced that Rebecca is now the chair of the Growth Committee. Tom reviewed a Power Point. He reported that House Bill 1177 (cigarette tax) included lifting the moratorium on starting new charters. Applications in Philadelphia are due on November 15, 2014. The School Reform Commission will vote on applications by February 2015. The board held a retreat in February 2014 and three subcommittees were formed. This Sunday there will be a half day planning meeting with representatives from the K-8 and High School Growth Committees.

Tom explained that he has met with our business office and that board member Krista Pfeiffer is also donating time to work on this project. Tom noted that he feels strongly that ICS take advantage of this opportunity. He hopes to submit two applications, one for another K-8 (2015-2016) and one for a 9-12 (2016-2017). The high school would specify a 2016-2017 start date for the high school. Gloria noted that this is not the planning process we had anticipated, but that we need to take advantage of this opportunity. Jerry noted that if they reject the application, you have 30 days to rewrite it, as opposed to waiting for another year. Tom thanked Krista for donating so much of her time to assist with this process. John asked about what consultants will be assisting; Tom said PSP recommended some consultants who have experience with this. Tom stated that school district has identified zip codes that need additional schools and are looking favorably on charters that are doing well. Dana asked whether we get to make the decision about 50% catchment and 50% lottery; Tom said the school district would probably want 100% catchment, but that we would hope to negotiate. Dana asked whether we will be including our plan of having several "feeder" charters for the high school. Tom said he has shared that idea with the Charter School Office. Susanna stated that it sounds like we're moving ahead on all three options. Tom stated that the 21st Century grant includes staff funding for a 20-student 4-year old kindergarten program; that could happen starting in March or could be in the summer. Gloria stated that we still have planning grant money that we will be using. In addition, this Sunday afternoon's discussion will also inform this process. Jerry cautioned that you can no longer have a financially feasible school if there are not at least 700 students. Jerry stated that the cost of running a high school is very high. Also, he said if you want to give preference to your 8th graders for the new high school, be sure to include that in the application. Also, some students coming from other schools can mean high costs for remediation to bring students up to the academic standards ICS requires. Jerry also said that it is a challenge to find qualified

high school teachers in math and science. Gloria noted that all board members are welcome to come to Sunday's planning meeting. Jerry offered to be called by cell phone on Sunday if there are any questions. Gloria said that during this process, we may need to reconvene to discuss potential board members for the new school(s) and to decide whether or not the current school and board would be actively involved in the new school(s). Kristen pointed out that there are also some concerns about whether the current school might lose students to this new school that would be in their neighborhood, which would change the climate at our school. Jerry stated that the decision as to what pension plan to use at the new school(s). That decision needs to be made at the time of the application. We will have minutes taken at the meeting. Jerry noted that before the application is submitted, you need to decide on the name and have your legal counsel do the paperwork for incorporation. Rebecca clarified that a subgroup of people who were involved with the growth committees are involved in Sunday's discussion group.

Adjournment

Gloria asked for a board member volunteer to be the board's liaison to the Worlds of Opportunity board, as we had agreed to at an earlier meeting; John volunteered. Gloria also reminded the board that we need several members to meet with the charter renewal team on the morning of November 4th; members who are available should contact Megan. The meeting was adjourned at 8:29p.m.

Independence Charter School

October 15, 2014

Resolutions

ADOPTED

Teacher Contract Terminations

Be it resolved that the Independence Charter School Board of Trustees approves the 2014-2015 contract termination for Kristen Beaver and Jennifer Jutzi.

New Teacher Contract

Be it resolved that the Independence Charter School Board of Trustees hereby approve the 2014-2015 contract for Danielle Staley.

Philadelphia Arts in Education Partnership Grant

Be it resolved that the Independence Charter School Board of Trustees hereby accepts the grant from the Philadelphia Arts in Education Partnership (PAEP) in the amount of \$2,000.

Nature Conservancy Grant

Be it resolved that the Independence Charter School Board of Trustees hereby accepts the grant from The Nature Conservancy: Nature Works Everywhere Garden Grant from the Nature Conservancy in the amount of \$2,500.

Returning Non-Teaching Staff

Be it resolved that the Independence Charter School Board of Trustees hereby approves the 2014-2015 continued employment for the following returning non-teaching staff:

Full-time NTAS: Adriane Polen & Nabila Simms

Transportation Coordinator: Michelle Coats

Classroom Assistants: Martha Cardoza-Lopez, Ismael Rodriguez, Analisa Fede, Susan Burrows, Gia Guadagnino, Elsa Carol Cabrera, Kelly Acuna, Maria "Noira" Marmejejo, Lisa Palandro,

Technology Coordinator: David Peterson

Director of Operations: Ramzy Andrawos

Part-time NTA/LTAs: Marien, Flowers, Nathalie Martinez & Jose Morales

Food Services Coordinator: Neyza Cabrera

Family & Community Liaison: Jenny Hoedeman-Eiteljorg

Receptionist: Maureen Long

Special Education Student Support: James Boykin & Miriam Collins

Tutors: Suzanne Cilli, Anna Evans & Rosemary Williams

Building Coordinator: Jose Rodriguez

Compliance Manager: Megan Steelman

IT Helpdesk Assistant: Cody Smith

Computer Lab Assistant: Larry Elliot

New Non-Teaching Staff

Be it resolved that the Independence Charter School Board of Trustees hereby approve the 2014-2015 hiring of the following non-teaching staff:

Classroom Assistants: Jim Gilroy, Annamarie Brown, Jon Mosca, Jennifer Cox, Kathy Navarrete

Classroom Aide: Patricia Alvarado

Staffing Plus Contract

Be it resolved that the ICS Board of Trustees approves the 2014-2015 contract with Staffing Plus to provide a teacher of the visually impaired to render services in compliance with a student's Individualized Education Plan (IEP) at the cost of \$100 per hour for services and \$500 for each evaluation.

May Disbursements

Be it resolved that the Independence Charter School Board of Trustees hereby approves disbursements from the month of May 2014 in the amount of \$343,943.21.

June Disbursements

Be it resolved that the Independence Charter School Board of Trustees hereby approves disbursements from the month of June 2014 in the amount of \$193,748.40

August Disbursements

Be it resolved that the Independence Charter School Board of Trustees hereby approves disbursements from the month of August 2014 in the amount of \$319,181.84.

Substitute Teacher Hire

Be it resolved that the hiring of substitute teacher Dean Abrams is the result of a Personnel Shortage emergency for qualified day-to-day substitute teacher, and that this appointment follows the regulations as specified by PSERS Retirees returning to public school employment (PA Code 24 PA C.S. 8346 (b.) (b.1)).

Electric Company

Be it resolved that the Independence Charter School Board of Trustees hereby approves the contract with Natures Current/Direct Energy electric company for the term of 36 months at the rate of 8.29 per kilowatt.

Substitute Teacher/Administrator Hire

Be it resolved that the hiring of substitute administrator Michelle Byruch, to be available as an administrator substitute, is the result of a Personnel Shortage emergency for this type of position, and that this hire follows the regulations as specified by PSERS Retirees returning to public school employment (PA Code 24 PA C.S. 8346 (b.) (b.1)).

Resolutions DEFEATED: None

Resolutions TABLED – None

Bylaws Update

Be it resolved that the Independence Charter School Board of Trustees approves the following changes to the bylaws:

Section 5.5. The CEO.

The CEO shall undertake and be responsible for day-to-day management of ICS within the framework of policies and procedures established by the Board.

The CEO shall present recommendations to the Board on all matters pertaining to ICS operations including, but not limited to: education policy, ~~the hiring and dismissal of faculty,~~

~~staff and their~~ benefits, curriculum, budgeting, contracts with suppliers and vendors, disciplinary matters and all other matters where Board action is required. **The CEO shall be entitled to hire and fire all staff and employees, subject to compliance with ICS' Budget and all applicable law. The CEO shall be permitted to set individual salaries of employees, subject to compliance with ICS's Budget and salary scale as approved by Board.** The CEO shall present his or her recommendations to the Board in writing within a reasonable time prior to the meeting at which Board action is sought and shall provide the Board with such background data and supporting documentation as the Board reasonably requires to make an informed decision. The CEO shall hold an ex officio seat on the Board.

and

Section 4.3 Matters Requiring Board Action

.No ICS employee, officer, agent, representative or other person affiliated with ICS may undertake any of the actions enumerated in this Section without the prior consent of the Board pursuant to a duly adopted resolution:

- (a) textbook adoption;
- (b) adopting an annual budget for ICS;
- (c) adopting a purchasing policy;
- (d) purchasing or selling land;
- (e) leasing new buildings or changing locations for ICS;
- (f) incurring or increasing any indebtedness;
- (g) adopting new courses of study;
- (h) designating or changing depositories for school funds;
- (i) entering into a contract that obligates ICS to perform an act or acts, obligates ICS to refrain from acting or obligates ICS to pay for goods and/or services, except as set forth in the ICS Purchasing Policy, as adopted and amended by the Board;
- (j) entering into contracts with and making appropriations to an intermediate unit, school district or Area Vocational/Technical School for ICS's proportionate share of the cost of services provided or to be provided by the foregoing entities; or
- (k) other matters designated by the Board from time to time.