

# CHARTER HIGH SCHOOL FOR ARCHITECTURE + DESIGN<sup>1</sup>

BOARD OF TRUSTEES MEETING

January 24, 2017

5:00 PM

## MINUTES

### SECTION I: CALL TO ORDER

#### Opening Colloquy

This January 24, 2017 meeting of the Charter High School for Architecture + Design Board of Trustees is hereby called to Order. The time is 5:46 pm. My name is Marguerite Anglin I serve as Chair 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.

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

**A. ROLL CALL**

<b>Board Members Present</b>	<b>By Invitation: Non-Board Members in Attendance:</b>
Marguerite Anglin (“MA”) Kim Edwards (“KE”) Monique McCray (“MM”) Tep Ros, (“TR”) Lance Rothstein (“LR”) Kelly Ganczarz (“KG”) Ben Lindo (“BL”) Jeff Krieger (“JK”) Alexandra Overton, (“OR”)	Gregory Wright, CEO Allison Panek Gerald L. Santilli David Annecharico, Esq.
<b>Board Members Absent</b>	

**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

LR

SECOND

KE

VOTE:

[X] PASS

[ ] FAIL

**R4:17 Approval of the January 24, 2017 Agenda**

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the January 24, 2017 Agenda.

***Notes of Discussion / Advance Regulatory and Financial Comment:***

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

**D. APPROVAL OF MINUTES**

MOTION  
 TR  
 SECOND  
 MM  
 VOTE:  
 PASS  
 FAIL

**R5:17 Approval of Minutes of Meeting: November 22, 2016**

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the Minutes of the November 22, 2016 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>

MOTION  
 LR  
 SECOND  
 KE  
 VOTE:  
 PASS  
 FAIL

**R6:17 Approval of Minutes of Meeting: January 10, 2017**

RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the Minutes of the January 10, 2017 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>None</i>

B. Business Controller

G. Santilli

+ Introduced representatives from Citrin Cooperman, in attendance at the meeting: Christopher Hughes / David Metzgar. Mr. Hughes and Metzgar reviewed the Audit Report of Financial Statements Year Ended June 30, 2016. The board discussed debt service under the bond issue used to fund school facilities.

Upon MOTION by LR and SECOND by BL, the Board unanimously went into CLOSED SESSION for the purpose of discussing legally privileged matters.

Upon MOTION by MM and SECOND by JK, the Board unanimously went into OPEN SESSION.

G. Santilli returned to the meeting, and reviewed the Financial Operations Report, December 31, 2016. The Board and Mr. Santilli discussed the statements and line items contained therein. The Board requested information relating to timeframe of payments from the School District of Philadelphia.

Upon MOTION by LR and SECOND by BL, the Board unanimously went into CLOSED SESSION for the purpose of discussing legally privileged matters.

Upon MOTION by LR and SECOND by MM, the Board unanimously went into OPEN SESSION.

C. Board President

M. Anglin discussed:

- + Strategic Planning Initiatives beginning in February
- + Addendum to Martius Group Services
- + The joint task force to review potential opportunities for the school's premises: exploring what developers or swap scenarios may be available to CHAD. The joint task force has engaged the services of The Flynn Group, to assist them in developing a Request for Proposals regarding development at the school's premises.

D. CEO

G. Wright

+ Carl Salerno, college counselor, was introduced by G. Wright. Carl discussed a report, previously submitted and incorporated into these minutes. The Board discussed college based initiatives with Mr. Salerno. The discussed the processes by which CHAD assists students with respect to college identification and application. Mr. Salerno discussed the process of tracking alumni through the "Naviance Alumni Tracker" based software, additionally Naviance offers a wealth of resources for college-bound students.

JEFF KRIEGER left the meeting.

+ Carl Salerno briefed the board regarding the PSE-10 test, and other items appearing on his report to the Board of Trustees. The Board and Carl Salerno discussed partnerships between the school and various colleges.

Greg Wright discussed:

- + Formal dedication of CHAD library.
- + The various reports that were previously disseminated to the Board of Trustees and incorporated into these minutes.
- + Discussed college preparatory initiatives at CHAD
- + Reviewed enrollment at CHAD
- + Discussed Academics at CHAD, detailing the spreadsheets and reports previously submitted.

**SECTION III: UNFINISHED BUSINESS**

A. RESOLUTIONS

NONE

**SECTION IV: NEW BUSINESS**

A. RESOLUTIONS

MOTION

AO

SECOND

LR

VOTE:

PASS

FAIL

**R7:17 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>G. Santilli, Board</i>	<i>See Above</i>

MOTION

LR

SECOND

KE

VOTE:

PASS

FAIL

**R8:17 Audit Report of Financial Statements Year Ended June 30, 2016**

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design accepts the independent audit report of Financial Statements Year Ended June 30, 2016 as presented by Citrin Cooperman.

**By roll call:**

Marguerite Anglin – aye  
 Kim Edwards - aye  
 Monique McCray – aye  
 Alexandra Overton - absent  
 Tep Ros – aye  
 Lance Rothstein - aye  
 Kelly Ganczarz – aye  
 Ben Lindo – aye  
 Jeff Krieger – absent

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<b>Who</b>	<b>What</b>
<i>Citrin Cooperman, Board</i>	<i>See above</i>

MOOT

**R9:17 Uniform Human Resources Resolution**

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

**Resignations / Terminations**

<b>Term/Resigned Name</b>	<b>First Day</b>	<b>Last Day</b>	<b>Salary</b>
None	n/a	n/a	n/a

**Hires / Appointments**

<b>New Hires Name</b>	<b>Hire Date</b>	<b>Salary</b>
None	n/a	n/a

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<b>Who</b>	<b>What</b>
<i>None</i>	<i>None</i>

MOOT

**R10:17 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	N/A	N/A

*Notes of Discussion / Advance Regulatory and Financial Comment:*

Who	What
None	None

MOOT

**R11:17 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

*Notes of Discussion / Advance Regulatory and Financial Comment:*

Who	What

MOTION

KE

SECOND

MM

VOTE:

PASS

FAIL

**R12:17 Contract: Addendum, Martius Group**

RESOLVED, the Board of Trustees of The Charter High School for Architecture & Design hereby authorizes and directs the President, in consultation with the Business Controller and General Counsel, to negotiate the terms and conditions of an Addendum to Independent Contractor Agreement between it and Martius Group, LLC not to exceed twenty thousand dollars (\$20,000) in cost to The Charter High School for Architecture & Design;

FURTHER RESOLVED, any Officer of this Board of Trustees is authorized to delegate any task or execute any document necessary to effect this resolution, including but not limited to the execution of

such negotiated Addendum to Independent Contractor Agreement.

*Notes of Discussion / Advance Regulatory and Financial Comment:*

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>General Discussion regarding the Addendum to J. Marzano's service contract.</i>

MOTION

LR

SECOND

MM

VOTE:

PASS

FAIL

**R13:17 Contract: Confidential Settlement Agreement: In Re: DM**

RESOLVED, the Board of Trustees of The Charter High School for Architecture & Design hereby ratifies the Confidential Settlement Agreement Package: In Re: DM as presented.

*Upon MOTION by LR and SECOND by MM, the Board unanimously went into CLOSED SESSION for the purpose of discussing legally privileged matters.*

*Upon MOTION by LR and SECOND by MM, the Board unanimously went into OPEN SESSION.*

*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 28, 2017
- Next Board Training Session at February 28, 2017

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**ADJOURNMENT AT 8:00PM**

MOTION

LR

SECOND

MM

VOTE:

PASS

FAIL

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