

CHARTER HIGH SCHOOL FOR ARCHITECTURE + DESIGN¹

BOARD OF TRUSTEES MEETING

June 26, 2018

5:30 PM

MINUTES

SECTION I: CALL TO ORDER

Opening Colloquy

This June 26, 2018 meeting of the Charter High School for Architecture + Design Board of Trustees is hereby called to Order. The time is 5:55 pm. My name is Marguerite Anglin I serve as 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 15

A. ROLL CALL

Board Members Present	By Invitation: Non-Board Members in Attendance:
Marguerite Anglin (“MA”) Lance Rothstein (“LR”) Monique McCray (“MM”) Brian Berson (“BB”) Mary Alcaraz (“MAZ”) Alexandra Bonner (“AB”) Jeff Krieger (“JK”) Dionne C. Wright (“DW”)	Jacqueline Jeffries Barnett Rose Scioli Victor Gonzalez Anthony LiVecchi Ricardo Rodriguez Valerie Joseph-Darden Phillip Holcombe Ricardo Rodriguez
Board Members Absent Kelly Ganczarz (“KG”)	Michael Thomson Michael McLeish Joseph Marzano David Annecharico, Esq.

B. DISCLOSURE: EXECUTIVE SESSION BY MARGUERITE ANGLIN

I'd like to state, for purposes of the Minutes of this meeting that on June 3, 2018 the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(x) Consultation with Professional Advisor or Attorney. To consult with its attorney or other professional advisor regarding information or strategy in connection with litigation or with issues on which identifiable complaints are expected to be filed.

(x) Discuss Confidential Matters. To review and discuss agency business which, if conducted in public, would violate a lawful privilege or lead to the disclosure of information or confidentiality protected by law, including matters related to the initiation and conduct of investigations of possible or certain violations of the law and quasi-judicial deliberations; *and*

On June 11, 2018 the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(x) Certain Employee Issues. To discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee employed or appointed by the agency, or former public officer or employee, provided, however, that the individual employees or appointees whose rights could be adversely affected may request, in writing, that the matter or matters be discussed at an open meeting. The agency's decision to discuss such matters in

executive session shall not serve to adversely affect the due process rights granted by law, including those granted by Title 2 (relating to administrative law and procedure).

C. APPROVAL OF AGENDA

MOTION	R180626.01 Approval of the June 26, 2018 Agenda
LR	RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the June 26, 2018 Agenda.
SECOND	
MM	
VOTE:	
<input checked="" type="checkbox"/> PASS	<i>Notes of Discussion / Advance Regulatory and Financial Comment:</i>
<input type="checkbox"/> FAIL	<i>Who What</i>
	<i>Board General Discussion</i>

D. APPROVAL OF MINUTES

MOTION	R180626.02 Approval of Minutes of Meeting: May 22, 2018
AB	RESOLVED, that the Board of Trustees of Charter High School for Architecture + Design hereby approves the Minutes of the May 22, 2018 meeting of the Board of Trustees of Charter High School for Architecture + Design.
SECOND	
JK	
VOTE:	
<input checked="" type="checkbox"/> PASS	<i>Notes of Discussion / Advance Regulatory and Financial Comment:</i>
<input type="checkbox"/> FAIL	<i>Who What</i>
	<i>Board 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. Board President

Marguerite Anglin

- + *Discussed recent challenges facing CHAD and introduced Jacqueline Barnett, Interim CEO;*
- + *Reported upon the recent June 21, 2018 meeting of the School Reform Commission;*
- + *Overview of expiring officer terms and new board members joining the board of trustees;*
- + *Introduced Victor Gonzalez, Director of Security;*
- + *Discussed the CHAD Reset Proposal and the elements of the Reset Proposal;*
- + *Reported upon the Grant Offer from The Poor Richard's Trust and invited Ms. Roberts to discuss the Grant Offer. Ms. Roberts discussed the successes of CHAD and the belief of the Poor Richard's Trust that, with great leadership, this school can continue to succeed;*
- + *Discussed Jacqueline Barnett, Interim CEO, and the Board's recent work with Ms. Barnett;*

Committee: Facilities (Lance Rothstein)

- + *The Facilities' committee has received initial estimates regarding the costs to repair the roof;*
- + *Reported upon checklists for the Building for daily/ weekly maintenance, previously disseminated*

Business Advisory Council (Brian Berson)

- + *The Annual Champagne gala will be hosted on June 27, 2018 at 7:30am; the amount pledged thus far has approximately \$158,000;*
- + *The next activity planned by the BAC will occur in October: The Annual Golf Outing*
- + *J. Barnett inquired how funds raised may be earmarked for certain priorities. B. Berson discussed opportunities for Golf Outing funds to be earmarked for certain priorities.*

Marketing Committee (Phillip Holcombe)

- + *Discussed rolling out new Web Site.*
- + *The Marketing Committee has been supporting the "Chad-vocates" Initiative.*
- + *J. Barnett discussed the prospect of utilizing students to support the process of collecting and publishing web-based content with Phillip Holcombe*
- + *The Board discussed the CHAD social media presence and ensuring uniformity in social mediums.*

Finance Committee (Jeffrey Krieger)

+ Discussed the general duties of the finance and audit committees

Education Committee (Monique McCray)

+ Discussed how the Education Committee might support Jacqueline Barnett

Marguerite Anglin discussed a Board “State of the Union”, to be published to the Board in the near future.

C. CEO

Jacqueline Barnett

+ Introduced herself to the Board of Trustees, discussing her previous experience as a cabinet member in Mayor Street’s administration;

+ Ms. Barnett has spoken to a number of incoming board of education members regarding CHAD;

+ Discussed the unique mission of CHAD, in the context of the rubric for which charters are measured by the School District of Philadelphia;

+ Discussed the unique mission of CHAD in the context of the benefits afforded to students who attend CHAD;

+ Discussed the Charter School Office’s rubric, assuring the Board of Trustees that she has been actively contacting members of several political offices regarding the survival of CHAD. Ms. Barnett strongly advised that, if CHAD engages in strategic planning to remedy certain deficiencies noted by the School District, that CHAD has a fighting chance to survive;

+ Enumerated several issues/challenges that require immediate action and corrective action;

+ Discussed several initiatives being developed in conjunction with Andrew Phillips;

+ Reviewed her testimony before the SRC on June 21, 2018 regarding the CHAD Reset Proposal;

+ Believes that new school board members are open to having a conversation regarding the CHAD Reset Proposal;

+ A meeting is scheduled between J. Barnett, M. McLeish and the Charter Schools Office;

+ Discussed potential partnerships with academic consultants in the CHAD Reset Initiative;

+ J. Barnett and the Board discussed the importance of integrating design education into the CHAD curriculum. The Board discussed “Miami Dash”, a school that integrates design education and is being studied by the administrative team (<https://www.dashschool.org>);

+ Discussed attendance issues at CHAD and strategies that she intends to employ in order to ameliorate truancy at CHAD in the 2018/2019 SY. Introduced examples of real-time dashboard data solutions;

+ Discussed the ways to increase expectations of excellence at CHAD;

+ Reported on initiatives taken to increase parent involvement and parent accountability.

+ Discussed initiatives to increase student accountability.

+ Discussed the need to create relationships with CHAD students, and the importance of grounding the effective delivery of education upon strong relationships.

Victor Gonzalez

- + Discussed and reviewed the Architecture + Design All Hazards School Safety Plan 2018 – 2019;
- + Discussed plans to schedule active-shooter training for all educators;
- + Responded to questions regarding how security assists students in partnership with the SEPTA police and shielding students from unsafe activities after they leave school. The Board requested that Mr. Gonzalez draft a report regarding the “safe-corridor” provided to CHAD students after school;
- + Responded to questions regarding how communications between parents and the school might be enhanced;
- + Discussed enhancing relations with local businesses;
- + Discussed holding a “safety dinner” for parents.

D. Business Controller

Michael McLeish

- + Reviewed the May 2018 financial report, previously disseminated;
- + Reviewed the anticipated increase to revenue based upon the new school district raises;
- + Advised that 25% of increased revenue be set aside in reserve;
- + Discussed the school’s goal of increasing operating days in reserve;
- + Discussed the furniture and equipment line item with the Board of Trustees and the purchase of computers using Title 1 funds;
- + Reviewed the DFF Cashflow Statement

The Board discussed enrollment numbers with J. Barnett and initiatives to increase student retention. J. Barnett discussed increasing diversity within teaching, administrative and design staff.

SECTION III: UNFINISHED BUSINESS

NONE

SECTION IV: NEW BUSINESS

A. Resolutions

MOTION MM SECOND LR VOTE: <input checked="" type="checkbox"/> PASS <input type="checkbox"/> FAIL	<p>R180626.03 Report of Business Controller</p> <p>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.</p> <p><i>Notes of Discussion / Advance Regulatory and Financial Comment:</i></p> <table border="0"> <tr> <td style="padding-right: 10px;">Who</td> <td>What</td> </tr> <tr> <td>Board</td> <td>General Discussion (See above)</td> </tr> </table>	Who	What	Board	General Discussion (See above)
Who	What				
Board	General Discussion (See above)				

MOTION

MA

SECOND

JK

VOTE:

PASS

FAIL

R180626.04 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 in the attached *confidential and legally privileged* document (“18/19 Manning Table”);

FURTHER RESOLVED, the CEO of Charter High School for Architecture + Design is hereby authorized and directed to effect the human resources changes, modifications and additions in that 18/19 Manning Table, in consultation with the business controller and general counsel;

FURTHER RESOLVED, the Board of Trustees of Charter High School for Architecture + Design ratifies the attached 2018/2019 Standard Teacher’s At-Will Employment Agreement; and

FURTHER RESOLVED, the CEO is hereby directed and authorized, in consultation with the business controller and general counsel, to negotiate the terms and conditions of At-Will Employment Agreements between the Charter High School for Architecture + Design and those employees indicated in the 18/19 Manning Table.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

Upon MOTION by LANCE ROTHSTEIN and SECOND by MONIQUE MCCRAY, the board UNANIMOUSLY entered EXECUTIVE SESSION to discuss legally privileged items

Upon MOTION by LANCE ROTHSTEIN and SECOND by MONIQUE MCCRAY, the board UNANIMOUSLY entered PUBLIC SESSION to discuss legally privileged items

MOTION

MM

SECOND

DW

VOTE:

PASS

FAIL

R180626.05 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

Quality Cleaning Contractors, Inc. “The total monthly expenditure of this service agreement is \$2,736.67 for cleaning of ALL Common Areas including Elevator Lobbies, Stairways and \$9,416.00 for cleaning of CHAD School including annual VCT stripping and waxing...”

5.1. CHAD. 2018. Quality Cleaning MR Strategies LLC \$6,000 / mo 5.2. CHAD. 2018. MR Strategies. EXECUTED. 2018

TERM: July – November

A&I Security, LLC
Service Description / per hour

Charge per security guard hour - \$25

Overtime past 40 Hours, Holidays, and Eves of Holiday and weekends (rate of time and a half)

New Year’s Eve, New Year’s Day, Good Friday, Easter, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, Christmas Eve, Christmas Day. - \$25

Quarterly A&I Security, LLC Training - \$0

A&I Security, LLC Quality Assurance Visits - \$0

Dedicated Account Manager - \$0

5.3. CHAD. 2018. Security Contract Renewal 2018-2019
BAYADA Home Health Care, Inc. For all Services, Contractor shall be paid \$49.95 per hour, which shall be invoiced to CHAD by Contractor during the first week of every month and due on the first day of the month following such invoice. The minimum number of hours billed will be four (4).

MOOT

R180626.06 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
None	N/A	N/A

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

BRIAN BERSON left the board meeting

MOTION

LR

SECOND

MM

VOTE:

[X] PASS

[] FAIL

R180626.07 Installation: Trustees

FUTHER RESOLVED, the following persons are installed as trustees of the Charter High School for Architecture + Design:

Anthony LiVecchi
Ricardo Rodriguez
Valerie Joseph-Darden
Phillip Holcombe

By Roll Call Vote:

Marguerite Anglin - *aye*
Lance Rothstein - *aye*
Monique McCray - *aye*
Brian Berson - *absent*
Mary Alcaraz - *aye*
Alexandra Bonner - *aye*
Jeff Krieger - *aye*
Kelly Ganczarz - *absent*
Dionne C. Wright - *aye*

Notes of Discussion / Advance Regulatory and Financial Comment:

Who **What**
General Counsel *Oath of Office*

I, _____ 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.

MOTION
JK
SECOND
AB
VOTE:
 PASS
 FAIL

R180626.08 Officers

WHEREAS, pursuant to Section 4.5 of the corporate bylaws, board officers serve “for a period of two (2) years or until such time as their respective successors are duly vetted and elected”; and

WHEREAS, the Board of Trustees of Charter High School for Architecture + Design acknowledges that the current terms of President, Vice-President and Treasurer shall end on June 30, 2018.

RESOLVED, in accordance with Article IV of the corporation’s bylaws, the Board of Trustees hereby nominates and elects the following slate of board officers:

Vice-President (Interim Board Chair) – Lance Rothstein
Treasurer – Ricardo Rodriguez

Notes of Discussion / Advance Regulatory and Financial Comment:

Who **What**
Board *General Discussion*

MOTION
AL
SECOND
MM
VOTE:
 PASS
 FAIL

R180626.09 Resignations

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design acknowledges and commends Marguerite Anglin, Jeffrey Krieger and Kelly Ganczarz for their effective, steadfast and diligent service to the Charter High School for Architecture + Design; and

FURTHER RESOLVED, the Board of Trustees of Charter High School for Architecture + Design accepts the resignations of Marguerite Anglin, Jeffrey Krieger and Kelly Ganczarz from the Board of Trustees of Charter High School for Architecture + Design, effective June 27, 2018

Notes of Discussion / Advance Regulatory and Financial Comment:

Who **What**
Board *General Discussion*
Board *Commended Marguerite Anglin for her service and commitment to CHAD, thanking her for all of her hard work on behalf of the school.*

MOTION

R180626.10 All Hazards School Safety Plan

MA

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design accepts the report of Victor Gonzalez, Director of Security, regarding the previous and ongoing use of the Charter High School for Architecture + Design All Hazards School Safety Plan; and

SECOND

VJD

VOTE:

PASS

FAIL

FURTHER RESOLVED, the Charter High School for Architecture + Design All Hazards School Safety Plan 2018 – 2019 is hereby ratified as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who **What**
Victor Gonzalez See above

MOTION

R180626.11 The CHAD Reset Proposal, Financial Assistance Package from Poor Richard’s Charitable Trust

MA

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design accepts The Chad Reset Proposal synopsis as presented (“Reset Proposal”)

SECOND

MM

VOTE:

PASS

FAIL

FURTHER RESOLVED, the Board of Trustees of Charter High School for Architecture + Design accepts the June 20, 2018 financial assistance package proposal of Poor Richard’s Charitable Trust as presented (“Poor Richard’s Proposal”); and

FUTHER RESOLVED, the Charter High School for Architecture + Design shall apply the proceeds of the Grant indicated in the Poor Richard’s Proposal to fund the costs associated with implementing the Academic Oversight and Administrative Restructure components of the Reset Proposal, including third-party academic consultants in consultation with the School District of Philadelphia, to assist in restructuring CHAD’s curriculum and instruction programs, and implementing the Reset Proposal.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who **What**
Board General Discussion

MOTION

LR

SECOND

DW

VOTE:

PASS

FAIL

R180626.12 PNC Bank: Resolution for Extensions of Credit and Incumbancy Certificate

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design hereby ratifies the **Resolutions for Extensions of Credit and Incumbancy Certificates**, as presented;

FURTHER RESOLVED, the CEO, and any appropriate officers of the Board of Trustees of Charter High School for Architecture + Design are authorized and directed to execute the Resolution for Extensions of Credit and Incumbancy Certificate for The Architecture & Design Charter High School; and

FURTHER RESOLVED, the Designing Future’s Foundation is directed to cause the execution of the Resolution for Extensions of Credit and Incumbancy Certificate for Designing Future’s Foundation and L-A Liberty Square Associates, L.P pursuant to the oversight of the Charter High School for Architecture + Design Board of Trustees.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

MOTION
 AB
 SECOND
 JK
 VOTE:
 PASS
 FAIL

R180626.13 PNC Bank: Amendment to Loan Documents

RESOLVED, the Board of Trustees of Charter High School for Architecture + Design hereby ratifies the Amendment to Loan Documents made as of June ___, 2018, by and between THE ARCHITECTURE & DESIGN CHARTER HIGH SCHOOL, DESIGNING FUTURES FOUNDATION and L-A LIBERTY SQUARE ASSOCIATES, L.P. (jointly and severally, individually and collectively, the “Borrower”), and PNC BANK, NATIONAL ASSOCIATION (the “Bank”) (“PNC Amendment”), as presented;

FURTHER RESOLVED, the CEO, and Interim Board Chair of the Board of Trustees of Charter High School for Architecture + Design are authorized and directed to execute any document or delegate any task necessary to effect this resolution;

FURTHER RESOLVED, the Designing Future’s Foundation is directed to cause the execution of the PNC Amendment by it and L-A Liberty Square Associates, L.P pursuant to the oversight of the Charter High School for Architecture + Design Board of Trustees.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who *What*
Board *General Discussion*

B. Discussion and Announcements

1. Directives²

No.	To	Directive	Due
180626.A	General Counsel	Ensure that all corporate filings establishing the charter school’s identity with the Pennsylvania Department of State are correct.	July 24, 2018
180626.B	General Counsel	Terminate contracts with MR Strategies and TML Communications and solicit proposal for services at hourly rates.	June 27, 2018

2. Next Board Meeting: July 24, 2018

ADJOURNMENT AT 9:41 PM

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.

MOTION

AB

SECOND

JK

VOTE:

PASS

FAIL
