

**GREEN WOODS CHARTER SCHOOL**  
**BOARD OF TRUSTEES**  
**Board Meeting Minutes**  
**February 23, 2011**

Dennis Winters, Board President, **called the meeting to order** at 7:09 pm.

**The secretary called the roll:** Doug Copeland, Micah Gold-Markel, Jeff Hammond, Rob Lopata, Rick Meketon, Laura Schwingel, Barry Sunshine, Dennis Wesley, and Dennis Winters were present.

GWCS staff and contractors present: Jean Wallace, Dan Seidel, Jerry Santilli

The Minutes for February 2, 2011 were reviewed and approved.

Copeland made the motion, and Meketon seconded. The resolution passed unanimously.

**President's Remarks:** Jean Wallace did an admirable job with the Academy of Natural Sciences forum on Sustainable Education, which Dennis Winters, Chair, emceed. The President and CEO are discussing ways to take the presentation to other audiences.

**Report from the Controller:** Jerry Santilli reviewed financial statements. Our current financial position looks good with a larger amount of revenues than expected.

**Legal Counsel's Report:** - Daniel Saidel mentioned that we have an agreement of sale with the owners of Greylock Mansion. GWCS is currently in the process of its due diligence phase.

**CEO Report:** (see attached Academic Report). Our CEO was in Harrisburg for two days as a member of the Advisory Council for Environmental Science Education in Pennsylvania. She worked on developing standards for environmental and ecological curricula in Pennsylvania. She has also been invited to serve on a panel at Harvard University in March.

**Committee Reports:** President Winters announced that the Board held a retreat earlier this month and it has formed the following Committees. Each committee should vote for its chair and let Chair know by March 10. Chairs:

- Executive/Personnel/Student Achievement - The four officers
- Finance - Dennis Wesley, Barry Sunshine, and Rick Meketon
- Audit - Laura Schwingel and Micah Gold-Markel
- Strategic Planning - Barry Sunshine and Doug Copeland
- Development/Fundraising - Jeff Hammond, Rob Lopata, and Laura Schwingel
- Governance of the Board - Rick Meketon and Micah Gold-Markel
- Nominating/Search - Rick Meketon, Barry Sunshine, Jeff Hammond, and Laura Schwingel
- Community Relations - Doug Copeland, Rob Lopata, and Jeff Hammond
- Home and School –

Reports:

Home & School: Megan Keel shared the report and indicated that the Home and School Committee planned to become a Parent-Teacher Association.

Governance: Rick Meketon reported that the committee has received sample by-laws and plans to present revised GWCS by-laws to the Board at the March 2011 Board Meeting.

**Resolutions:**

- **2/23/2011 - 1, BE IT RESOLVED** that the Board of Trustees accepts the January 2011 Report of the Controller.

Meketon made the motion, and Copeland seconded. The resolution passed unanimously.

- **2/23/2011 - 2, BE IT RESOLVED** that the Board of Trustees approves of the Green Woods Charter School ratify and approve Dennis Winters' execution of an Agreement, dated January 31st 2011, by and between Green Woods Charter School and Greylock Holdings LLC, a Pennsylvania LLC to purchase all that certain lot or piece of land with buildings, fixtures and improvements thereon erected known as 209 West Chestnut Hill Avenue in the City and County of Philadelphia in the Commonwealth of Pennsylvania for a purchase price of \$2.2 million dollars under and subject to the terms and conditions in said Agreement of Sale.

**FURTHER BE IT RESOLVED** that the Board of Trustees of the Green Woods Charter School grant the authority to Jean Wallace to execute any and all documents, contracts and other agreements necessary in her judgment to accomplish the due diligence requirements of Green Woods Charter School in the Agreement of Sale to purchase the property located at 209 West Chestnut Hill Avenue in the City and County of Philadelphia in the Commonwealth of Pennsylvania.

Wesley made the motion, and Hammond seconded. The resolution passed unanimously.

- **2/23/2011 - 3, BE IT RESOLVED**, that the Board of Trustees of Green Woods Charter School enter into a contract for Architectural Services with *j2a* Architects for the new Greylock Mansion renovations and Expansion and Educational facility conversion at an amount not to exceed 2.5% of a construction budget of \$7,800,000.00 in accordance with the proposal submitted.

**FURTHER BE IT RESOLVED** that Dennis Winters is authorized to execute the contract.

Lopata made the motion, and Wesley seconded. The resolution passed 8-1, with Gold-Markel voting against.

- **2/23/2011 - 4, BE IT RESOLVED**, that the Board of Trustees of Green Woods Charter School enter into a contract with *Santilli & Thompson* for Financial Consulting Services associated with Greylock Mansion

renovations, and Expansion, and Educational facility conversion at an amount not to exceed \$30,000.00 (paid at closing) in accordance with the proposal submitted.

**FURTHER BE IT RESOLVED** that Dennis Winters is authorized to execute the contract.

Copeland made the motion, and Gold-Markel seconded. The resolution passed unanimously.

- **2/23/2011 - 5, BE IT RESOLVED**, that the Board of Trustees of Green Woods Charter School enter into a contract with *Sylvia Marketing & Public Relations* for Public Relations Services associated with Greylock Mansion renovations, and Expansion, and Educational facility conversion at an amount not to exceed \$125.00 per hour for services to support the February 20, 2011 Open House; and a monthly fee of \$2375.00 beginning March 1, 2011.

**FURTHER BE IT RESOLVED** that Dennis Winters is authorized to execute the contract.

Wesley made the motion, and Copeland seconded. The resolution passed 8-1. Schwingel voted against the resolution.

Other Business: Winters announced a that a town hall meeting in the coming weeks and the date will be announced in the near future.

General Public Comment: One parent expressed positive support for the Greylock Mansion purchase. The meeting was adjourned at 7:45 pm. Wesley made the motion to adjourn, and Copeland seconded. The motion passed unanimously.

**Next Board Meeting: Wednesday, March 23, 2011**