

**MINUTES OF THE
BOARD OF TRUSTEES
GREENWOODS CHARTER SCHOOL
Annual Meeting of August 30, 2016 (7:00 PM)**

1. The meeting was called to order at 7:10 PM by Shane Brody. Brody opened the meeting with a Pledge of Allegiance to the flag.
2. **Roll Call.** A roll call of those present was taken. Trustees in attendance: Dawn Prall George (Chair); Shane Brody (vice Chair); Jen Weikert (Secretary); Ronald Street. Others in attendance: Gerald Santilli, Santilli & Thomson, school controller; Jeffrey R. Stacey, Esq., O'Donnell Associates, counsel to the Board.

3. Announcement of Executive Sessions

- a. *Information.* Board Chair announced that an executive session was held prior to the start of the meeting in order for the Board to consult with its attorney for legal advice regarding information related to ongoing and threatened litigation; and to review personnel matters.
- b. *Information.* Board Chair announced an executive session to be held prior to the next regularly scheduled 2016 meeting of the Board, October 27, 2016.

4. Actions Related to Executive Session

- a. *Action.* Motion made by S. Brody, seconded by R. Street, to approve Resolution 1-A, as attached.

Roll call vote: Yes: 4 No: 0

Motion carried.

5. Changes to Agenda

- a. There were no changes to the agenda.

6. Approval of Minutes

- a. *Action.* To approve the minutes of February 18, 2016 as attached.

After a brief discussion, the action was tabled.

- b. *Action.* Motion made by S. Brody, seconded by R. Street, to approve the minutes of June 17, 2016 as attached.

Roll call vote: Yes: 4 No: 0

Motion carried.

7. REPORTS

- a. *Information.* Board Chair Report – Dawn Prall George

Ms. George wished the GWCS community a great start to the beginning of the school year, and informed all in attendance that the official start to school would be September 6, 2016.

- b. *Information.* CEO Report from Dr. Nunery (attached).

- c. *Information.* Finance Report from representative from Santilli & Thompson.

Mr. Santilli informed all in attendance that GWCS was at full enrollment capacity; that enrollment reconciliation was being done for the 2015-16 school year to reconcile funding differences between students classified regular ed. vs. special ed.; submitted a financial report (attached); and explained details of the audit procedures vis-à-vis GWFEE.

- d. *Information.* New CEO Search Committee report from J. Weikert.

Ms. Weikert provided an update to the ongoing search for a new CEO for the school. She stated that the CEO search committee did not meet its goal of finding a new candidate who could begin work on September 1, 2016, as had been previously stated. She also stated that the search had yielded a number of candidates and that the committee had begun work to narrow down candidates for the purpose of conducting interviews.

- e. *Information.* Governance and Education Committee report from R. Street.

Mr. Street informed the Board that the Governance Committee had selected Carl Jones to join the Board of Trustees as a new member, subject to approval by the entire Board per the school's by-laws. Mr. Street also informed the Board that the committee had selected Blythe McCormick to be a member of the GWFEE Board.

- f. *Information.* GWFEE report from Jen Weikert, GWFEE board chairwoman

Ms. Weikert stated that the fundraising goal for GWFEE would be \$50,000 for the 2016-17 school year.

- g. *Information.* PTA Report from Heather Cowley

Ms. Cowley reported that the executive committee of the PTA met during the week of August 22, 2016 and discussed several proposals for the 2016-

17 school year, including “mini-grants” to permit teachers to explore topics of interest with their students.

- h. *Information.* Report from counsel, Jeffrey R. Stacey

Mr. Stacey reported that he was recommending to the Board several updates to the School’s by-laws, as several of the sections were outdated and were factually inaccurate. Mr. Stacey also reported that if the Board approved several vendor contracts, that the School work to make such vendor contracts as uniform as possible for the convenience of staff and the minimization of legal risk to the School.

- i. *Action.* Motion made by S. Brody, seconded by R. Street, to approve the reports in (a) through (h) above, as stated at the meeting and/or as attached.

Roll call vote: Yes: 4 No: 0

Motion carried.

8. Other Matters/New Business

- a. *Action.* Motion by S. Brody, seconded by R. Street, to approve to approve the amendments to Sections 1, 2, 3, 4, 7, 10, 12, and 13 of the School’s by-laws as shown in the attached black-lined version.

Note: Action item 8(a) requires roll call vote and 2/3 majority to pass.

Roll call vote: Yes: 4 No: 0

Motion carried.

- b. *Action.* Motion by S. Brody, seconded by R. Street, to approve resignation of Dario Bellot, GWCS Trustee as per his resignation letter submitted to the Board of Trustees June 27, 2016.

Roll call vote: Yes: 4 No: 0

Motion carried.

- c. *Action.* Motion by S. Brody. Seconded by R. Street, to re-elect Shane Brody as member of the Board of Trustees of the Green Woods Charter School with his term of office expiring at the August 2019 annual board meeting.

Roll call vote: Yes: 3 No: 0

Motion carried. S. Brody did not vote.

Mr. Stacey administered the Oath of Office to S. Brody.

- d. *Action.* Motion by S. Brody, seconded by R. Street, to elect Carl Jones as a member of the Board of Trustees of the Green Woods Charter School with his term of office expiring at the August 2019 annual board meeting.

Roll call vote: Yes: 4 No: 0

Motion carried.

Mr. Jones was not in attendance at the meeting.

- e. A motion to elect Blythe McCormick to the Board of Trustees of the Foundation was tabled for consideration at a future meeting.
- f. *Action.* Motion by S. Brody, seconded by R. Street, to approve electing the following board members to be the officers of the Green Woods Charter School for the 2016-2017 school year, with such offices expiring at the August 2019 annual board meeting:

President/Treasurer: Dawn Prall George

Vice-President: Shane Brody

Secretary: Jen Weikert

Roll call vote: Yes: 4 No: 0

Motion carried.

D. George expressed her intention that her dual officership be temporary.

- g. *Action.* Motion by S. Brody, seconded by R. Street, to approve the Board of Trustees Meeting calendar for 2016-2017 as attached, and directing the administration to publish public notice of same, with regular meetings to be held on the following Thursdays at 7:00 PM:

October 27, 2016
February 23, 2017
April 27, 2017
May 25, 2017
June 22, 2017

Roll call vote: Yes: 4 No: 0

Motion carried.

- h. *Action.* Motion by S. Brody, seconded by R. Street, to direct the interim CEO and his designee to updated Employee Handbook by amending the handbook to reflect the new school year, and to ascertain, in consultation with legal counsel, whether any updates or changes need to be made to the handbook.

Roll call vote: Yes: 4 No: 0

Motion carried.

- i. *Action.* Motion by S. Brody, seconded by R. Street, to approve the 2016-2017 Student Handbook with revisions as submitted to the Board of Trustees, as attached.

Roll call vote: Yes: 4 No: 0

Motion carried.

- j. *Action.* Motion by S. Brody, seconded by R. Street, to approve the following vendor contracts in the amounts shown below and as attached, and to direct the interim CEO, in consultation with counsel, to negotiate, sign, execute, and deliver such contracts:

Educators on Call
Substitute Teacher Services \$175-200/day per teacher

Peachy Kleen
Janitorial Services \$772.50/day

~~Tozour-Trane~~
~~*Preventative Maintenance*~~ ~~\$12,165.00~~

Worth & Company
HVAC Maintenance \$9,780.00

The Board discussed the above action. R. Street suggested that the Board and the school administration think about adopting a formal purchase order process. During discussion of the Tozour-Trane and Worth & Company contracts, the motion was amended to strike approval of the Tozour-Trane contract.

Roll call vote: Yes: 4 No: 0

Motion carried.

- k. *Action.* Motion by S. Brody, seconded by R. Street, to approve the contract, as attached, by and between the school and the Y.A.L.E. School Inc. to

provide educational services in an alternative setting for a Green Woods special education student for the 2016-2017 school year for a total amount of \$49,686.00, and to direct the interim CEO in consultation with counsel to negotiate, sign, execute, and deliver the contract.

Roll call vote: Yes: 4 No: 0

Motion carried.

1. *Action.* Motion by S. Brody, seconded by R. Street, to approve the School District Of Philadelphia's Memorandum of Understanding for data access, as attached.

Roll call vote: Yes: 4 No: 0

Motion carried.

9. Public Comment

- a. *Information.* A list of individuals desiring to speak was presented to the Board Secretary prior to 7:00 PM. Each individual will be called by name and directed to the microphone, if available. Each person will be given three (3) minutes to speak.

There was no public testimony at the meeting.

10. Adjournment

- a. *Action.* Motion by S. Brody, seconded by R. Street, to adjourn the meeting.

Roll call vote: Yes: 4 No: 0

Motion carried.