

**GREEN WOODS CHARTER SCHOOL**  
**468 Domino Lane**  
**Philadelphia, PA**  
**BOARD OF TRUSTEES EMERGENCY MEETING**  
**JULY 17, 2015 – JULY 21, 2015**

**Minutes**

**SECTION I: CALL TO ORDER**

**A. Roll Call by Daniel Saidel, Esq.:**

<p style="text-align: center;"><b>Board Members Present JULY 17, 2015 – JULY 21, 2015:</b></p> <p>Richard Meketon (“RM”)  Dario Bellot – Vice President, Treasurer (“DB”)  Michael F. Gondos, Jr. (MG”)  Shane Brody (“SB”)  Ronald A. Street (“RS”)  Thomas R. Trala, Jr. (“TT”)  Dawn Prall George (“DPG”)  Jen Weikert – Secretary (“JW”)</p>	<p style="text-align: center;"><b>By Invitation: Non-Board Members Present:</b></p> <p>Jean Wallace, Chief Executive Officer  Daniel H. Saidel, Esq.  Gerald Santilli, Santilli &amp; Thomson  David Annecharico, Esq.</p>
<p style="text-align: center;"><b>Board Members Absent:</b> NONE</p>	

**B. Approval of Agenda**

<p>MOTION SB</p> <p>SECOND RM</p> <p>VOTE:</p> <p><input checked="" type="checkbox"/> PASS  <input type="checkbox"/> FAIL</p>	<p><b>Resolution 15071701</b>  <b>Approval of the Agenda</b></p> <p>RESOLVED, that the Board of Trustees of Green Woods Charter School hereby approves the <b>July 17, 2015</b> Agenda.</p> <p>Richard Meketon (“RM”) <span style="float: right;"><i>aye</i></span>  Dario Bellot – Vice President, Treasurer (“DB”) <span style="float: right;"><i>aye</i></span>  Michael F. Gondos, Jr. (MG”) <span style="float: right;"><i>aye</i></span>  Shane Brody (“SB”) <span style="float: right;"><i>aye</i></span>  Ronald A. Street (“RS”) <span style="float: right;"><i>abstain</i></span>  Thomas R. Trala, Jr. (“TT”) <span style="float: right;"><i>aye</i></span>  Dawn Prall George (“DPG”) <span style="float: right;"><i>abstain</i></span>  Jen Weikert – Secretary (“JW”) <span style="float: right;"><i>aye</i></span></p>
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**C. Discussion – 468 Domino Lane by Board by Jean Wallace, CEO, Santilli & Thomson LLC, Business Controller, and Sand & Saidel, P.C., General Counsel.**

*It was reported to the Board that:*

+ *Dougherty & Sons has communicated its non-negotiable requirement that Work at 468 Domino Lane begin no later than July 20, 2015 in order for the Work to begin and be completed while the students are not attending school, i.e. The Work at 468 Domino Lane must begin while school is not in session;*

+ *It is imperative that Work at 468 Domino Lane begin no later than July 20, 2015 for the health, safety welfare, maintenance and education of the school's students;*

+ *Scope of Work of Dougherty & Sons and approval of Work at 468 Domino Lane by Gilmore & Associates and governmental regulatory authorities are complete;*

+ *Efforts to obtain a line of credit to fund the Work at 468 Domino Lane are on multiple viable tracks;*

+ *Alternative potential funding options through financial institutions to meet the Dougherty & Sons July 20, 2015 deadline using the school's fund balance while waiting for line of credit approval are available; and*

+ *Alternative potential funding option through an Angel investor is potentially available.*

*The Trustees discussed and agreed that the health, safety welfare, maintenance and education of our students are of paramount importance; the need for immediate expedited action is imperative.*

*The Trustees discussed and agreed that Project approval and this Work was granted by the Board of Trustees of Green Woods Charter School by Resolutions 06/27/2012 -13 and 8/29/12-13.*

**SECTION II: Reports and Resolutions**

MOTION  
SB  
SECOND  
RM  
VOTE:

[X] PASS  
[ ] FAIL

**Resolution 15071702**

**Report of Jean Wallace, CEO, Sand & Saidel, P.C., and Santilli & Thomson LLC**

RESOLVED that the Board of Trustees of Green Woods Charter School hereby accepts the report of Jean Wallace, CEO, Sand & Saidel, P.C., and Santilli & Thomson LLC.

Richard Meketon ("RM")	<i>aye</i>
Dario Bellot – Vice President, Treasurer ("DB")	<i>aye</i>
Michael F. Gondos, Jr. ("MG")	<i>aye</i>
Shane Brody ("SB")	<i>aye</i>
Ronald A. Street ("RS")	<i>aye</i>
Thomas R. Trala, Jr. ("TT")	<i>aye</i>

Dawn Prall George (“DPG”)  
Jen Weikert – Secretary (“JW”)

*abstain*  
*abstain*

**Section III: Unfinished Business**

MOTION  
SB  
  
SECOND  
RM  
  
VOTE:  
  
 PASS  
 FAIL

**Resolution 15071703**  
**Final Phase Scope of Work**

WHEREAS under 06/27/2012 -13, this Board of Trustees of Green Woods Charter School previously authorized the financing and purchase of the purchase of the property at 468 Domino Lane; and

WHEREAS under 8/29/12-13, this Board of Trustees of Green Woods Charter School authorized the financing of the Project at 468 Domino Lane, including but not limited to the funding of the funding of a debt service reserve fund and capitalized interest, if necessary to fully finance the demolition of existing structures, construction, equipping and furnishing of an approximately 60,000 square feet 3-story educational facility and outdoor learning lab and surface parking at the School Facility and related capital expenditures;

WHEREAS additional work is required to consummate the Project authorized and directed by 8/29/12-13;

RESOLVED that the Jean Wallace, CEO, general counsel and business controller are authorized and directed to:

- a. Obtain Scopes of Work for all remaining work necessary to consummate the Project from any and all contractors necessary to consummate the same (“Final Phase Scope of Work”);
- b. Negotiate the terms and conditions of any document necessary to effect this resolution and to begin and complete the Final Phase Scope of Work; and
- c. Appropriate any financing necessary to begin and complete the Final Phase Scope of Work; and

FURTHER RESOLVED, that Jean Wallace, CEO or any Officer of this Green Woods Charter School Board of Trustees is authorized and directed to delegate any task and execute any document necessary to effect this resolution;

FURTHER RESOLVED, that all acts of any officer, agent, employee, attorney, or others acting for or on behalf of this School, which are in accord with the intent, purpose and spirit of the foregoing resolutions, and whether heretofore or hereafter done or taken shall be, and the same hereby are,

ratified, confirmed and adopted in all respects, and any party may rely upon the continuing efficacy of the foregoing resolutions and the power of any person to act as aforesaid, until a resolution set forth herein shall have been revoked in a further writing executed by this Green Woods Charter School Board of Trustees.

Richard Meketon (“RM”)	<i>aye</i>
Dario Bellot – Vice President, Treasurer (“DB”)	<i>aye</i>
Michael F. Gondos, Jr. (MG”)	<i>aye</i>
Shane Brody (“SB”)	<i>aye</i>
Ronald A. Street (“RS”)	<i>abstain</i>
Thomas R. Trala, Jr. (“TT”)	<i>aye</i>
Dawn Prall George (“DPG”)	<i>aye</i>
Jen Weikert – Secretary (“JW”)	<i>aye</i>

*The Board members present authorized and directed Jean Wallace, CEO to move forward with the site remediation necessary to complete the Project and as was previously authorized by Resolutions 06/27/2012 -13 and 8/29/12-13. The Trustees discussed and agreed that the health, safety welfare, maintenance and education of our students is of paramount importance; the need for immediate expedited action is imperative and that Dougherty & Sons must begin Work at 468 Domino Lane no later than July 20, 2015 in order for the Work to begin and be completed while the students are not attending school, i.e. The Work at 468 Domino Lane must begin while school is not in session.*

#### **Section IV: New Business**

None

#### **SECTION V: DISCUSSION AND ANNOUNCEMENTS**

The board meeting votes of Richard Meketon (“RM”), Dario Bellot – Vice President, Treasurer (“DB”), Michael F. Gondos, Jr. (MG”) and Shane Brody (“SB”) were cast and recorded on July 17, 2015.

The board meeting votes of Ronald A. Street (“RS”), -Thomas R. Trala, Jr. (“TT”), Dawn Prall George (“DPG”) and Jen Weikert – Secretary (“JW”) were cast and recorded on July 21, 2015.

## **Adjournment**

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