

GREEN WOODS CHARTER SCHOOL
Board of Trustees Meeting
468 Domino Lane
Philadelphia, PA
August 28, 2014
7:00 PM

MINUTES

Section I:

Call to Order By: Dawn Prall-George, President

Roll Call By: Daniel H. Saidel, Esq.

Board Members:	Present:	Absent:
Dawn Prall George, President (“DPG”)	Present	
Dario Bellot, Vice President (“DB”)	Present	
Robert Lopata, Treasurer (“RL”)	Present	
Ronald A. Street (“RAS”)	Present	
Michael F. Gondos, Jr. (“MG”)	Present	
Shane Brody (“SB”)	Present	
Jen Weikert (“JW”)	Present	
Richard Meketon (“RM”)	Present	

By Invitation: Non-Board Members:

Jean Wallace, Chief Executive Officer	Present	
Gerald Santilli, Business Controller	Present	
PTA Representative		Absent
Daniel Saidel, Esq. - General Counsel	Present	
Thomas R. Trala, Jr. (“TT”)	Present	

B. Approval of Agenda

Motion DB Second RL Vote: <input checked="" type="checkbox"/> pass <input type="checkbox"/> fail	08/28/2014- 1 Approval of August 28, 2014 Agenda RESOLVED that the Board of Trustees of Green Woods Charter School hereby approves the August 28, 2014 Agenda of Green Woods Charter School.
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C. Approval of the Minutes of the May 20, 2014 board meeting of Green Woods Charter School.

Motion MG Second JW Vote: <input checked="" type="checkbox"/> pass <input type="checkbox"/> fail	08/28/14 - 2 Approval of the Minutes of the May 20, 2014 board meeting of Green Woods Charter School RESOLVED that the Board of Trustees of Green Woods Charter School hereby reviews and approves of the minutes of the May 20, 2014 board meeting of Green Woods Charter School.
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D. President’s Remarks – By: Dawn Prall-George

D. Prall-George discussed with the board: 1. the importance of the board actively participating in this annual meeting; 2. commending J. Wallace and her administrative staff for their work and dedication over the summer to prepare for the opening of the school, and; 3. the challenging economic environment that charter schools will be facing due to the changing funding formulas that have been eroding their revenues.

D. General Counsel: Report of Daniel Saidel, Esq.

Daniel Saidel reviewed with the board the board resignation of D. Copeland.

Motion RM Second SB Vote:	08/28/2014 - 3 - Resignation of Douglas Copeland as a Board Member and as Secretary of Green Woods Charter School effective July 8, 2014 RESOLVED that the Board of Trustees of the Green Woods Charter School accepts the July 8, 2014 email resignation of Douglas Copeland as a Board Member and as Secretary of Green Woods Charter School (the “Resignation”); and
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pass
 fail

FURTHER RESOLVED that the Resignation was effective as of July 8, 2014.

By Roll Call Vote:
Dawn Prall George Yes
Robert Lopata Yes
Richard Meketon Yes
Dario Bellot Yes
Michael F. Gondos, Jr. Yes
Shane Brody Yes
Jen Weikert Yes
Ronald A. Street Yes

Daniel Saidel reviewed with the board the following portion of the bylaws of Green Woods Charter School.

Board Members Terms of Office

As per the October 23, 2013 Amended Bylaws of Green Woods Charter School:

Tenure.

The Trustees of the Charter School as of October 23, 2013 (“Current Trustees”) and their Terms of Office are:

Dawn Prall George and her term of office shall expire at the August 2015 annual board meeting of the Charter School.

David Kinsey and his term of office shall expire at the August 2014 annual board meeting.

Robert Lopata and his term of office shall expire at the August 2015 annual board meeting.

Richard Meketon and his term of office shall expire at the August 2015 annual board meeting.

Douglas Copeland and his term of office shall expire at the August 2014 annual board meeting.

Dario Bellot and his term of office shall expire at the August 2016 annual board meeting.

Michael F. Gondos, Jr. and his term of office shall expire at the August 2016 annual board meeting.

Shane Brody and his term of office shall expire at the August 2016 annual board meeting.

Jen Weikert and her term of office shall expire at the August 2014 annual board meeting.

Each Current Trustee shall hold office until the Current Trustee’s term expires unless the Current Trustee dies, resigns, is removed, or becomes disqualified.

Each Trustee, and if this Trustee is a Current Trustee who is reelected as a Trustee after the expiration of the Current Trustee’s term of office, shall hold office for three (3) years, unless the Trustee dies, resigns, is removed, or becomes disqualified. The term of office of each Trustee shall be for a period effective upon appointment and qualification and ending three years after the expiration of the term which such Trustee is appointed to fill or until a successor is duly elected. A trustee may be reelected or reappointed for consecutive terms.

Daniel Saidel reviewed with the board the Election of Board Members for Board Terms Expiring August 28, 2014:

David Kinsey: Board Term Expired at the August 2014 annual board meeting; David Kinsey resigned as of November 18, 2013.

By Resolution 04/23/2014 - 5 - Election of **Ronald A. Street** as board member of the Board of Trustees of the Green Woods Charter School

RESOLVED that the board of Trustees of the Green Woods Charter School elects Ronald A. Street as a board member of the Board of Trustees of the Green Woods Charter School for the unexpired board term of David Kinsey.

Douglas Copeland: Board Term Expired at the August 2014 annual board meeting; Douglas Copeland resigned as of July 8, 2014.

Jen Weikert: Board Term Expired at the August 2014 annual board meeting.

Motion | 08/28/2014 - 4 - Election of **Jen Weikert** as a Board Member of the Board
RL | of Trustees of the Green Woods Charter School

Second |
RS | RESOLVED that the Board of Trustees of the Green Woods Charter School
elects Jen Weikert as a Board Member of the Board of Trustees of the Green

Vote: | Woods Charter School with her term of office expiring at the **August 2017**

pass
 fail

annual board meeting.

BE IT FURTHER RESOLVED that Jen Weikert, as a continuing condition of her board membership, shall execute and deliver the Acknowledgment of Duties, Conflicts of Interest Policy and Confidentiality Form to the chief executive officer of the Green Woods Charter School on or before the Annual Meeting of each year.

By Roll Call Vote:
Dawn Prall George Yes
Robert Lopata Yes
Richard Meketon Yes
Dario Bellot Yes
Michael F. Gondos, Jr. Yes
Shane Brody Yes
Jen Weikert Yes
Ronald A. Street Yes

Installation Date: August 28, 2014: The following Oath of Office was administered by Daniel H. Saidel, Esq. to **Jen Weikert**;

I, Jen Weikert 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.

Jen Weikert accepted her election and position as a Board of Trustee of Green Woods Charter School.

Motion
MG
Second
RL

08/28/2014 - 5 - Election of **Ronald A. Street** as a Board Member of the Board of Trustees of the Green Woods Charter School

Vote:

RESOLVED that the Board of Trustees of the Green Woods Charter School elects Ronald A. Street as a Board Member of the Board of Trustees of the Green Woods Charter School with his term of office expiring at the **August 2017** annual board meeting succeeding David Kinsey's term.

pass
 fail

BE IT FURTHER RESOLVED that Ronald A. Street, as a continuing condition of his board membership, shall execute and deliver the Acknowledgment of Duties, Conflicts of Interest Policy and Confidentiality Form to the chief executive officer of the Green Woods

Charter School on or before the Annual Meeting of each year.

By Roll Call Vote:
Dawn Prall George Yes
Robert Lopata Yes
Richard Meketon Yes
Dario Bellot Yes
Michael F. Gondos, Jr. Yes
Shane Brody Yes
Jen Weikert Yes
Ronald A. Street Yes

Installation Date: August 28, 2014: The following Oath of Office was administered by Daniel H. Sidel, Esq. to **Ronald A. Street**;

I, Ronald A. Street 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.

Ronald A. Street accepted his election and position as a Board of Trustee of Green Woods Charter School.

Motion	08/28/2014 - 6 - Election of Thomas R. Trala, Jr. as a Board Member of
RS	the Board of Trustees of the Green Woods Charter School
Second	
RM	RESOLVED that the Board of Trustees of the Green Woods Charter School
Vote:	elects Thomas R. Trala, Jr. as a Board Member of the Board of Trustees of
	the Green Woods Charter School with his term of office expiring at the
	August 2017 annual board meeting succeeding Douglas Copeland's term.
[X] pass	
[] fail	BE IT FURTHER RESOLVED that Thomas R. Trala, Jr., as a continuing
	condition of his board membership, shall execute and deliver the
	Acknowledgment of Duties, Conflicts of Interest Policy and Confidentiality
	Form to the chief executive officer of the Green Woods Charter School on
	or before the Annual Meeting of each year.
	By Roll Call Vote:
	Dawn Prall George Yes
	Robert Lopata Yes
	Richard Meketon Yes

Dario Bellot Yes
 Michael F. Gondos, Jr. Yes
 Shane Brody Yes
 Jen Weikert Yes
 Ronald A. Street Yes

Installation Date: August 28, 2014: The following Oath of Office was administered by Daniel H. Saidel, Esq. to **Thomas R. Trala, Jr.;**

I, Thomas R. Trala, Jr. 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.

Thomas R. Trala, Jr. accepted his election and position as a Board of Trustee of Green Woods Charter School.

Motion	8/28/2014 - 7 Election of Board Officers
RM	
Second	RESOLVED that the Board of Trustees of Green Woods Charter School
MG	hereby elects the following board members to be the officers of Green Woods Charter School:
Vote:	
	President: Dawn Prall George
[X] pass	Vice-President: Dario Bellot
	Treasurer: Robert Lopata
[] fail	Secretary: Jen Weikert
	By Roll Call Vote:
	Dawn Prall George Yes
	Robert Lopata Yes
	Richard Meketon Yes
	Dario Bellot Yes
	Michael F. Gondos, Jr. Yes
	Shane Brody Yes
	Jen Weikert Yes
	Ronald A. Street Yes
	Thomas R. Trala, Jr. Yes

Dawn Prall George accepted her election and position as President of Green Woods Charter School.

Dario Bellot accepted his election and position as Vice-President of Green Woods Charter School.
Robert Lopata accepted his election and position as Treasurer of Green Woods Charter School.
Jen Weikert accepted her election and position as Secretary of Green Woods Charter School.

Section II: Reports and Resolutions

A. Report of Gerald Santilli, Business Controller

Motion DB Second MG	08/28/2014 - 8 - Financial Report of Gerald Santilli G. Santilli reviewed with the board that charter schools lost the state pension reimbursement for the 2014-2015 fiscal year.
Vote: [X] pass [] fail	<p>In addition, the Governor's Budget Office (GBO) informed PSERS that charter schools will no longer receive PSERS reimbursements as of July 1, 2014. This means that the elimination of the charter reimbursement is being applied RETROACTIVELY to charter school 2013-2014 pension obligations incurred but not yet paid. This additional decrease in revenue, combined with last minute notice, may force addition budget amendments - and some charters will potentially default on bond ratio coverage.</p> <p>Santilli & Thomson has been engaged in this issue for several weeks and it has reviewed this matter in Harrisburg; describing this situation that such a retroactive action would be both unfair and inconsistent with the intention of the General Assembly.</p> <p>G. Santilli reported that there would be no financial statements for the board's review at this board meeting as the June 30, 2014 year end close out of the books and records of Green Woods Charter School is under way.</p> <p>G. Santilli distributed and reviewed with the board the Treasurer's Report.</p> <p>RESOLVED that the Board of Trustees of Green Woods Charter School hereby reviews and accepts the Financial Report of G. Santilli and hereby incorporates into these minutes by reference the Treasurer's Report and the documents presented by G. Santilli to the board.</p>
Motion DB	08/28/2014 - 9 - Amended Budget for 2014-2015: By Gerald Santilli

Second RL	G. Santilli distributed and reviewed with the board the amended line items in the Amended Budget.
Vote: [X] pass [] fail	RESOLVED that the Board of Trustees of the Green Woods Charter School approves the Amended Budget for 2014-2015 as presented and hereby incorporates into these minutes by reference the Amended Budget for the 2014-2015 school year as presented by G. Santilli to the board.
	By Roll Call Vote: Dawn Prall George Yes Robert Lopata Yes Richard Meketon Yes Dario Bellot Yes Michael F. Gondos, Jr. Yes Shane Brody Yes Jen Weikert Yes Ronald A. Street Yes Thomas R. Trala, Jr. Yes

B. Report of Jean Wallace, Chief Executive Officer

Motion RS Second MG	08/28/2014 - 10 - Report of Jean Wallace, Chief Executive Officer
Vote: [X] pass [] fail	J. Wallace distributed and reviewed her written reports with the board. RESOLVED that the Board of Trustees of Green Woods Charter School hereby reviews and accepts the Report of Jean Wallace, Chief Executive Officer as presented and hereby incorporates into these minutes by reference the written reports as presented by J. Wallace to the board.

Motion RM Second SB	8/28/2014 – 11 Employee Handbook
Vote: [X] pass	J. Wallace reviewed with the board the modifications to the Employee Handbook. RESOLVED that the Board of Trustees of Green Woods Charter School hereby reviews and approves of the Green Woods Charter School Employee

fail | Handbook as presented.

Motion | 8/28/2014 - 12 Student Handbook
MG |
Second | J. Wallace reviewed with the board the modifications to the Student
DB | Handbook.
Vote: |
 pass | RESOLVED that the Board of Trustees of Green Woods Charter School
 fail | hereby reviews and approves of the Green Woods Charter School Student
Handbook as presented.

Motion | 8/28/2014 - 13 Board Meeting Calendar
RM |
Second | The board reviewed various alternative Board Meeting Calendars for this
DB | school year.
Vote: | RESOLVED that the Board of Trustees of Green Woods Charter School
hereby reviews and approves of the 2014-2015 Green Woods Charter School
 pass | board meeting calendar as follows:
 fail |
RM voted | August 28, 2014
No | October 30, 2014
February 26, 2015
April 30, 2015
May 28, 2015
June 25, 2015

Motion | 8/28/2014 - 14 Keares Electric Contract
RM |
Second | J. Wallace reviewed with the board the Keares Electric Contract.
SB |
Vote: | RESOLVED that the Board of Trustees of Green Woods Charter School
hereby reviews and approves the Keares Electric Contract as presented.
 pass |
 fail |

Motion RS Second RL Vote: <input checked="" type="checkbox"/> pass <input type="checkbox"/> fail	8/28/2014 - 15 BP Environmental Trash Contract J. Wallace reviewed with the board the BP Environmental Trash Contract. RESOLVED that the Board of Trustees of Green Woods Charter School hereby reviews and approves the BP Environmental Trash Contract as presented.
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C. Green Woods Foundation for Environmental Education: Report of Dawn Prall George and Jen Weikert

On August 18, 2014 a planning meeting was held with J. Wallace. Topics discussed and reported to the board were: 1. the next golf outing; 2. individual giving; 3. year end 2014 annual appeal; 4. 2015 community outreach project; 5. projecting the financial needs and specific line item requirements of Green Woods Charter School; and 6. the requirement that each board member of the Foundation and each board member of Green Woods Charter School pledge their personal financial support for the Foundation and/or Green Woods Charter School.

D. Strategic Planning Committee - No Report

E. PTA: Report of PTA Representative – No Report

F. Public Comment on Agenda Items Only - None

Section III: Unfinished Business - None

Section IV: New Business

Motion to go into closed session with Attorney Daniel H. Saidel re: potential litigation; by RM; Seconded by JW; passed unanimously.

Motion to come out of closed session by RM; Seconded by DB; passed unanimously.

Section V: General Public Comment - None

The next regularly scheduled board meeting of the Green Woods Charter School is scheduled for October 30, 2014 at 468 Domino Lane, Philadelphia PA.

Adjournment