

**Independence Charter School - West**  
**Board of Trustees Meeting**

**June 2, 2016**

**6:00 PM**

**1600 Lombard Street**  
**Philadelphia, PA 19146**

**MINUTES**

Section I: Call to Order

Opening Colloquy:

This Board of Trustees meeting of Independence Charter School - West is hereby called to Order. The time is 6:08 PM. My name is Gloria Shabazz. I am the President of the Board of Trustees and I will facilitate this meeting.

This is a public meeting of the Board of Trustees of Independence Charter School – West that was properly advertised pursuant to the Pennsylvania Sunshine Act.

At this time, I will ask that Roll Call be taken.

A. Roll Call by Daniel Saidel, Esq.:

Gloria Shabazz – President	("GS")
Pedro Rodriguez - Secretary/Treasurer	("PR")
Pam Prell - Vice President	("PP")
Rachel Keene, Esq.	("RK")
Dyana Reid	("DR")
Jere Paolini	("JP")
Tyesha Miley, Esq.	("TM")
Tarae Terry	("TT")

Board Members Present:

Gloria Shabazz  
Pedro Rodriguez  
Pam Prell  
Rachel Keene, Esq.  
Dyana Reid  
Jere Paolini  
Tyesha Miley, Esq.  
Tarae Terry

By Invitation: Non-Board Members:

Daniel Saidel, Esq.  
David Hussey, Esq.  
Michael Danyo  
Julio Nuñez  
Thomas Scheid  
Rona Buchalter  
Dana Twyman  
Cody Smith

Board Members Absent: \_\_\_\_\_

### B. Approval of Agenda

Motion  
RK  
Second  
DR  
Vote:  
 pass  
 fail

*Upon Motion by R. Keene, Seconded by D. Reid, the Board amended the Agenda to revise the order of agenda items.*

R16060201 Approval of the Agenda

RESOLVED, that the Board of Trustees of Independence Charter School – West hereby approves the **June 2, 2016** Agenda, as amended.

### C. Approval of Minutes

Motion  
RK  
Second  
DR  
Vote:  
 pass  
 fail

R16060202 Approval of the May 5, 2016 Board Minutes

RESOLVED, that the Board of Trustees of Independence Charter School – West hereby approves of the Minutes of the **May 5, 2016** Board of Trustees of Independence Charter School – West meeting.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>None</i>	<i>None</i>

Motion  
DR  
Second  
RK  
Vote:  
 pass  
 fail

R16060203 Approval of the May 19, 2016 Board Minutes

RESOLVED, that the Board of Trustees of Independence Charter School – West hereby approves of the Minutes of the **May 19, 2016** Board of Trustees of Independence Charter School – West meeting.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Board</i>	<i>P. Prell and P. Rodriguez abstained from voting due to their absence from the May 19, 2016 meeting.</i>

D. Community Comment — NONE

## Section II: New Business

### A. Staffing

Motion  
PR  
Second  
DR  
Vote:  
 pass  
 fail

R16060204 Human Resources

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby accepts the human resources changes, modifications and additions as presented.

<u>New Hires</u>	<u>Position</u>	<u>Start Date</u>
Wynter LaTorre-Ovaska	Kindergarten Teacher	8/10/16
Adriana Lopez	Kindergarten Teacher (Immersion)	8/10/16
Mary Gorman	2nd Grade Teacher	8/10/16
Lauren Wolf	1st Grade Teacher	8/10/16
Meaghan Smith	Classroom Teacher	8/10/16

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
R. Buchalter	<i>Discussed each of the candidates and reported that all prospective teachers have been vetted by experienced ICS staff and have participated in demonstration lessons. The hiring process is ongoing, and a special meeting will be organized in two weeks in order to consider any additional hires.</i>
Board; R. Buchalter	<i>Discussed the diversity of the school's staff, including efforts to recruit qualified candidates from a variety of backgrounds.</i>
Board; T. Scheid	<i>Discussed that some candidates have rejected offers due to being offered higher paying jobs elsewhere.</i>
J. Nunez	<i>Reported upon a potential partnership with a community organization for instructional training and that he has been in contact with several potential teacher or leadership candidates from whom he expects to receive résumés shortly.</i>

B. Finance

a. Financial Report

Motion  
PR  
Second  
JP  
Vote:  
[x] pass  
[ ] fail

R16060205 Acceptance of the Financial Report of the Business Controller  
  
RESOLVED, that the Board of Trustees of Independence Charter School - West hereby reviews and accepts the Financial Report of the Business

Controller for April 2016 and hereby incorporates into these minutes by reference the financial statements and the documents presented by the Business Controller to the Board; and

FURTHER RESOLVED, the Board of Trustees of Independence Charter School - West ratifies disbursements for April 2016 in the amount of \$49,031.28 as presented by the Business Controller.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
M. Danyo	<i>Reviewed the financial report, highlighting that the disbursements included lease payments for prior months owed.</i>
Board: M. Danyo	<i>Discussed the internal controls system of the school's accounting software as well as the payroll approval and accounting process</i>
Board; M Danyo	<i>Discussed that rent was owed dating back to September 2015 when the school took possession of 5600 Chester Avenue.</i>
Board; D. Saidel	<i>Discussed the impact of new overtime rules under the Fair Labor Standards Act.</i>
G. Shabazz	<i>Discussed that once the school becomes fully operational, the monthly financial reports will be much more detailed; emphasized that it is important for Board members to scrutinize monthly financial reports and ask any questions that arise.</i>

b. Budget

M. Danyo presented the proposed budget to the Board, highlighting the following:

- + *The meaning of each expenditure category;*
- + *Various revenue assumptions, including the subsidy rate, special education enrollment, and the assumption that the Ready-to-Learn Block Grant program will not be continued by the State;*
- + *A portion of federal funds cannot be used in the upcoming school year and will be carried over to the ensuing fiscal year;*
- + *Various expenditure items which are funded by the school's PSP grant; and*
- + *The breakdown of facilities rental costs, including different expenditure categories for basic rent and capital improvements.*

*The budget is in line with industry standards and PSP grant requirements for expenditures on instruction and facilities. M. Danyo discussed that the school's small Year 1 enrollment requires a conservative budget and careful spending. Once adopted, the budget cannot be revised for at least 90 days.*

*T. Scheid discussed that most of the classroom and technology resources that will be purchased will be portable since classrooms will undergo renovations during the school's first several years. T. Scheid*

additionally discussed that certain PSP funds from the current fiscal year may potentially be carried over to the next fiscal year.

P. Rodriguez inquired whether the directors and officers liability insurance is included in the budget, which M. Danyo confirmed.

Motion  
PR  
Second  
JP  
Vote:  
 pass  
 fail

R16060206 2016-2017 Fiscal Year Budget

RESOLVED, that the Board of Trustees of Independence Charter School - West adopts the budget for the 2016-2017 fiscal year as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

By Roll Call Vote:

- Gloria Shabazz — aye
- Pedro Rodriguez — aye
- Pam Prell — aye
- Rachel Keene, Esq. — aye
- Dyana Reid — aye
- Jere Paolini — aye
- Tyesha Miley, Esq. — aye
- Tarae Terry — aye

C. Contracts & Purchase Approvals

Motion  
DR  
Second  
JP  
Vote:  
 pass  
 fail

R16060207 Instructional Materials

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the purchase of instructional materials for a cost not to exceed \$49,000;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of any contract and any document contemplated hereby or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>J. Nunez</i>	<i>Reported upon the curriculum materials that the school will be using, most of which are aligned with what is used by ICS.</i>

<i>T. Scheid</i>	<i>Discussed that the alignment of the curriculum materials used by ICSW and ICS will further promote collaboration.</i>
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Motion  
JP  
Second  
PR  
Vote:  
[x] pass  
[ ] fail

R16060208 Student Computers

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the purchase of student computers and software for a cost not to exceed \$155,000;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of any contract and any document contemplated hereby or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Board</i>	<i>Discussed that this resolution will authorize the school to spend up to the budgeted amounts allocated for student technology supplies.</i>
<i>G. Shabazz; R. Andrawos</i>	<i>Discussed the school's fiscal controls for processing purchases that have been approved by the Board, including the request for proposals process for all purchase orders.</i>
<i>Board; T. Scheid</i>	<i>Discussed that all students will be provided with one-to-one access to computers</i>

Motion  
PR  
Second  
JP  
Vote:  
[x] pass  
[ ] fail

R16060209 Staff Furniture and Equipment

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the purchase of staff furniture and equipment for a cost not to exceed \$26,000;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of any contract and any document contemplated hereby or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>G. Shabazz</i>	<i>Discussed that this purchase authorization would include furniture for administrative and teaching staff as well as staff computers.</i>

*T. Terae left the meeting at 7:20 pm and returned at 7:25 pm.*

Motion  
JP  
Second  
RK  
Vote:  
 pass  
 fail

R16060210 Ned's Metropolitan Cleaning Services, Inc.

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves a one year contract with Ned's Metropolitan Cleaning Services, Inc. in the amount of \$49,992 for cleaning services;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of the contract and any document or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>G. Shabazz</i>	<i>Reported that Ned's Metropolitan Cleaning Services provided the lowest quote received by ICSW and that it is the existing cleaning services provider for ICS.</i>
<i>R. Andrawos</i>	<i>Reported upon the scope of services included in the proposal.</i>

Motion  
TM  
Second  
PR  
Vote:  
 pass  
 fail

R16060211 Standard Digital Imaging

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves a three year copy machine lease with Standard Digital Imaging in the amount of \$800 per month, plus monthly usage charges;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of the contract and any document or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>G. Shabazz</i>	<i>Discussed that R. Andrawos negotiated a reduced price for ICSW.</i>
<i>R. Andrawos</i>	<i>Described the scope of equipment and services included in the lease proposal.</i>

Motion  
PR  
Second  
DR  
Vote:  
 pass  
 fail

#### R16060212 Classroom Furniture

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby authorizes the purchase of classroom furniture for a cost not to exceed \$60,000;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of any contract and any document contemplated hereby or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

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

Motion  
PR  
Second  
PP  
Vote:  
 pass  
 fail

#### R16060213 Keystone Health Plan East

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby authorizes and approves the purchase of an employee medical plan from Keystone Health Plan East, in consultation with the Business Controller and Legal Counsel;

FURTHER RESOLVED, that the Board of Trustees of Independence Charter School - West hereby authorizes BMC Benefit Services to serve as broker for the transactions contemplated hereby;

FUTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of any contracts and any document or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
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<i>T. Scheid</i>	<i>Reported that BMC provided ICSW with the best rate available given the size of the school and the anticipated age of the school's employees and that he worked with G. Santilli to ensure that the health benefits plan conforms with the school's budget and with all legal requirements.</i>
<i>Board; T. Scheid</i>	<i>Reviewed an overview of the health benefits plan.</i>
<i>P. Rodriguez</i>	<i>Proposed various revisions to the health plan.</i>

Motion  
PR  
Second  
DR  
Vote:  
[x] pass  
[ ] fail

R16060214 Amendment to Agreement

WHEREAS, Independence Charter School - West and Independence Charter School have entered into an Academic and Support Agreement to replicate the school design of Independence Charter School;

WHEREAS, the Charter Agreement of Independence Charter School - West requires approval by the Charter School Office of the School District of Philadelphia ("CSO") of the form of the Academic and Support Agreement; and

WHEREAS, the CSO has, prior to granting approval of the form of the Academic and Support Agreement, requested modifications to the same;

BE IT RESOLVED, that the Board of Trustees of Independence Charter School - West hereby authorizes and approves written modification to the Academic and Support Agreement, contingent upon approval by Independence Charter School and the CSO; and

FURTHER RESOLVED, that the board officers of Independence Charter School - West and each of them are directed and authorized to delegate any task necessary to effect this resolution and to execute the written modification to the Academic and Support Agreement contemplated hereby in consultation with Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>D. Saidel</i>	<i>Reported upon the amendments that have been proposed by the Charter School Office, including several revisions that will reduce ICS's control over various aspects of ICSW.</i>
<i>T. Scheid</i>	<i>Emphasized that it is important for the schools to continue to work closely together.</i>

By Roll Call Vote:  
Gloria Shabazz — aye  
Pedro Rodriguez — aye  
Pam Prell — aye

Rachel Keene, Esq. — noted as absent during roll call  
 Dyana Reid — aye  
 Jere Paolini — aye  
 Tyesha Miley, Esq. — aye  
 Tarae Terry — aye

Motion  
 PR  
 Second  
 JP  
 Vote:  
 pass  
 fail

R16060215 TeamUp Program

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves a one year contract with Playworks in the amount of \$15,000 for student activities programming and related services, subject to payment of such \$15,000 fee by Independence Charter School;

FURTHER RESOLVED, the President is authorized and directed to negotiate the terms and conditions of the contract and any document or delegate any task necessary to effect this resolution in consultation with the Business Controller and Legal Counsel; and

FURTHER RESOLVED, any officer of this Board is directed and authorized to execute the contract and any other document necessary to effect this resolution in consultation with the Business Controller and Legal Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
Board; T. Scheid	<i>Discussed that the program is not included within the scope of ICSW's budget and discussed that approval of the program will be contingent upon agreement by ICS to fund the program under the Academic and Support Agreement.</i>

D. Updates

a. Building

*T. Scheid reported that the school has received a certificate of occupancy for 5600 Chester Avenue, which enables the school to begin receiving subsidy payments beginning in July. G. Shabazz announced the following upcoming events and encouraged attendance and participation by the Board and members of the school team:*

- + A zoning hearing on June 8 at 2:00 pm;*
- + A community meeting on June 13 at 6:30 pm at the 12th Police District; and*
- + A Board training event on June 22.*

b. Enrollment and Registration

*C. Smith reported that the school's enrollment is above 300 students.*

c. Board Training

The Board discussed scheduling regarding the upcoming June 22 Board training.

E. Policies

Motion  
TM  
Second  
PR  
Vote:  
[x] pass  
[ ] fail

R16060216 English Language Learner Policy

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the English Language Learner Handbook and Policies as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>G. Shabazz; T. Terry</i>	<i>Discussed the process for drafting the policy, including reference to ICS's existing policy.</i>
<i>G. Shabazz</i>	<i>Discussed that the policy committee is working on various other policies which should be completed soon and distributed for Board consideration.</i>

Motion  
PR  
Second  
TT  
Vote:  
TABLED

R16060217 Annual Notice of Special Education Services Child Find

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the Annual Notice of Special Education Services Child Find as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Board; R. Buchalter</i>	<i>Discussed that the policy should be presented to the special education coordinator for her input prior to Board approval.</i>

Motion  
PR  
Second  
DR  
Vote:  
[x] pass  
[ ] fail

R16060218 Attendance Procedure

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the Independence Charter School - West Attendance Procedure as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>G. Shabazz</i>	<i>Reported that the proposed policy has been reviewed and approved by T. Scheid and J. Nunez as well as the attendance coordinator from ICS</i>

F. 2016-2017 Board Meeting Calendar

Motion  
PR  
Second  
DR  
Vote:  
TABLED

R16060219 Board Meeting Calendar

RESOLVED, that the Board of Trustees of Independence Charter School - West hereby approves the Board meeting calendar for the 2016-2017 fiscal year as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
<i>Board</i>	<i>Discussed proposed meeting dates for the upcoming school year.</i>

Section III: Discussion and Announcements

*The next scheduled Board meeting will be held on June 16 at 6:00 pm.*

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**ADJOURNMENT @ 8:42 PM**

MOTION

PR

SECOND

JP

VOTE:

PASS

FAIL

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