

**Independence Charter School
Board of Trustees Meeting Minutes
June 11, 2008 7:00 pm**

Board Members Present: Anyabwile Banko'le, Becky Baehr, Eric Cramer, Sean Hennessy, Nicole Perkins Kilcullen, Rosina Miller, Pam Prell

Board Members Absent: Ryan Boyer, Joana Davis-Diaz, Lisa Nelson-Haynes

Others Present: Jurate Krokys, Principal/CEO, Ramzy Andrawos, Director of Operations, Megan Steelman, Administrative Assistant; Matthew Drexler, Development Associate; Robin Kohles, Owner's Rep; Michael Farrell, Amy Leigh, & Andrea Yanez, teachers; Stephanie Kindt, Kristin Nocco & Cristina Veal, parents; Pedro Rodriguez, Board member nominee; Stephanie Bungard, in-coming ICS Principal; Dana Twyman, community member.

I. Call to Order

President Becky Baehr called the meeting to order at 7:11pm.

II. Approval of Minutes

Becky asked if there were any changes to be made to the regular May Board minutes or the May Special Meeting Board minutes. Both sets of minutes were approved with no changes.

III. CEO Report

Jurate reported that ICS recently had visitors from Singapore and Guatemala; as usual the groups met with groups of students and had interesting discussions. Need Indeed has agreed to lend support to ICS to develop service learning projects; Jurate thanked Pam for making this connection. Jurate announced that ICS, unfortunately, was not chosen to be adopted by the Walnut Street Theatre; however, by being one of the four finalist schools, ICS will get some perks from the theatre. PSSA results were recently received; preliminary results seem to indicate that we've once again met AYP (adequate yearly progress) goals. One very significant result is that looking at test results for students over their years at ICS shows that the longer a student stays at ICS, the better their test results get. Jurate will give a more formal report at the next Board meeting.

Jurate introduced new ICS Principal Stephanie Bungard, who will begin working at ICS on July 1st; Jurate noted how much she is looking forward to working with Stephanie.

Jurate reported that as the school year is winding and we get ready to move from our current building, staff has been instructed on how to best pack up for the move. Students have been taking photos around the building to create a history of the building. One group also put together a short video of the new building. This Friday, Councilman Bill Green is scheduled to visit ICS and we have an appointment to meet with Councilman Jim Kenney later in this month to discuss our needs for safety lights and other things related to the new site. The eighth grade graduation is next Monday afternoon; Congressman Chaka Fattah will be the guest speaker. There were no questions from the Board in regard to the CEO report.

IV. PTA Report

Cristina confirmed that this year's Silent Auction raised \$17,000. The PTA-sponsored student talent show will be held this Saturday evening (June 14th at 5:30p.m.). September 7th will be ICS Day at Camden Riversharks baseball. This is not a fundraiser, but instead is planned to come together as we get ready to start the new school year. The top winners of the Cherrydale fundraiser went on their limo ride to Johnny Rockets recently; most of the students were from the youngest grades and told the PTA reps that their parents sold the products for them. Cristina said the PTA is thinking of also inviting a parent along with each winner next year! Cristina announced that Liz Reed is the new treasurer and Nanette Johnson is the new secretary. Susan Burrows is president and Nikki Butler is vice president. Cristina also said that ICS will most likely get another Italian grant for this coming school year.

V. Teachers' Report

Amy and Andrea reported that this continues to be an extremely busy time of the year with graduation plans, the 7th grade trip to the wetlands, the 8th grade trip to the Poconos, the 5th grade camping trip and the 4th & 5th grade orientation and shadow days to prepare for middle school. Yesterday's field day for k-2nd was cancelled due to the heat wave; students were disappointed, but teachers have been planning fun activities for them. Today's 3rd-5th grade field day went very well; tomorrow will be field day for 6th-8th graders. Several classes have taken on the task of making the ICS community more aware of the situation in Darfur. The teachers worked hard to get next year's supply lists together for the June newsletter, which is full of lots of information. The second grade Mercado de frutas profits will be used to fund a pizza and popsicle party for the second grade village, as well as to make a donation to a charity. The fourth grade recently took part in a drumming and dance workshop and the third grade participated in the "One Book, One Philadelphia" program. The teacher reps may not be available for the summer Board meetings and requested that any specific items relating to teachers not be voted on until September. Becky stated that everyone will need to be checking e-mail over the summer, since it's hard to predict what will come up over the summer months. Pam asked the teacher reps how we are alerting parents to the required summer reading. Amy said that in addition to the information in the newsletter, there is also information on the bulletin board in the front office and that information is being posted on the ICS website and being sent home with students. Nicole asked whether Amy and Andrea will be the teacher reps next year also; they explained that decision will be made during the August/September teacher in-service training and that they are willing to continue if that is what the teachers want. They said that officially there is only one teacher rep spot, but that over the past few years, two teachers have shared the responsibility. Pam said that she thinks it's very important that there is one teacher rep from each program. They also passed on thanks to the Board from Maestra Maricarmen who will be leaving ICS at the end of the month.

VI. Construction Update

Robin reported that construction is still going very well and that the floors look fabulous. The brick on the addition is done and now they're working on the stucco. There were concerns from the neighbors that the cooling

tower may be too noisy; however, all the systems are now on and working and the tower seems quiet. There is a back-up plan in case noise becomes an issue. There was a meeting with union reps yesterday in regard to how they might assist with the play yard preparation; Robin will be following up with them next week. Our plan has been submitted to the Water Department and the kitchen plans are moving along. We signed the telecom cabling contract and are working on the furniture order. To date 98% percent of the ICS contingency funds have been spent or earmarked. One of those items is the \$33,000 drain; Robin is still working on trying to figure out another solution that wouldn't be as costly. Becky asked when the engraved bricks will be laid. Robin said that the contractors will be done all exterior work by the end of July, so when the bricks get laid depends on what happens with the union work on the play yard. Becky asked whether Robin feels she'll need the Board to vote on anything in July, since the Board may decide not to meet in July. Robin said there may be a need if we start to go over 100% of the contingency funds, which we expect to do. Pam suggested that the Board pre-approve a certain amount. Jerry suggested that the Board could delegate that to the Executive Committee. Nicole suggested that the Board not schedule a regular meeting in July, but that it designates that same date as a possible Special Board meeting date in case it's needed. If the Special meeting happens, that would be the only item on the agenda. Becky agreed that was a good idea.

VII. Committee Reports

A. Finance

Rosina gave the floor to Jerry. Jerry stated that he'd like to take a few minutes to address the recent news articles involving charter schools. He said he wants to assure the Board and the ICS community that ICS has very good financial controls in place: regular finance meetings, regular reports and access to information. He added that the ICS Board asks questions as a good board should. Jerry said that he recommends that ICS increase the number of people on its Audit Committee. Rosina thanked Jerry for his constant oversight and willingness to explain things. Jerry said that Jurate and he work on this as a team. She also asked whether a non-Board member could sit on the Audit Committee. Jerry said that the chair of the committee needs to be a Board member, but that other members of the committee do not have to be Board members. Rosina also reminded the Board that members of the Finance Committee should not be on the Audit Committee. Nicole asked how we account for funds from things like Dress Down Day fundraisers. Jerry stated that we track those fund, as well as money received for field trips. Sean stated that the Finance Committee used to review that information monthly, but hasn't been for a while. Rosina agreed that the Finance Committee will resume doing that. Pam stated that she is glad that these charter school concerns have been in the news, because it is public money.

Jerry reviewed the April financial statement and disbursements and noted that the main reason that the allotment from the school district is higher than anticipated is due to the number of students identified as having special education needs. He explained that the other variances are small and that he is pleased with the financial picture. Rosina moved the April disbursement resolution, Sean seconded. The motion passed unanimously.

Jerry review the proposed adjustments to the 2007-2008 budget and stated that ICS has \$363,544 more revenue than anticipated and that after expenses there will be a net surplus of \$62,768. Rosina moved the budget adjustment resolution; Anyabwile seconded. The motion passed unanimously.

Rosina moved the resolution regarding recurring payments and contracts; Nicole seconded. Jurate was asked to explain the differences in the therapy costs. She and Jerry explained that after costing out the possibility of hiring our own speech therapist, it was decided that we don't quite have enough students getting speech therapy to make it financial feasible to do that. We are very happy with the current speech therapist, who works for PTS. Jurate also stated that we're working on reducing the number of hours that are spent on parent meetings and will ensure that whenever possible and appropriate, our special education staff will handle parent meetings. The motion passed unanimously.

Megan stated that a resolution regarding the audit contract did not make it to the agenda. Rosina moved the resolution:

Be it resolved that the ICS Board of Trustees approves entering into a contract with Cintron Cooperman to perform the 2007-2008 audit for an amount not to exceed \$24,000.

Nicole seconded. Jerry explained that audit costs have increased dramatically and that this amount is in line with the costs that schools are paying. The motion passed unanimously.

Rosina moved the motion regarding payment to the owner's rep; Nicole seconded. Rosina explained that a certain amount had been budgeted for payment to Robin Kohles as the ICS owner's rep and that we've reached the maximum on that. For her remaining work, the cost is estimated at \$15,000. Eric asked what the hourly rate is and was told it's \$45; the group agreed that is a very good deal. The motion passed unanimously.

Rosina moved the motion regarding Sonitrol security; Pam seconded. Rosina asked Robin to give details about this. Robin stated that we received several bids for the security system at the new site; two were low. We decided that is very important to have interior and exterior cameras. One bidder, Sonitrol, uses sound instead of motion detectors. Both bidders came down in price in subsequent discussions. Both companies had fine references. Robin stated that she doesn't have a preference, but that Jurate liked the Sonitrol system since it would most likely cut down on false alarm costs. Pam asked who monitors the cameras; Rosina explained that the cameras would be used to investigate after an incident takes place. Pam asked what the liability is for not monitoring cameras. Jerry stated that outside cameras can help catch vandals and that using cameras inside schools has been documented as helping to maintain safe schools (he used the example of a camera quickly identifying someone who had vandalized a bathroom. Although the cameras are not in the bathrooms, having the cameras in the hallway helped narrow down the field of suspects). He also explained that Jurate and others will be able to remotely access the system, so if a call comes in, they can check the cameras to see if anything is actually taking place. Nicole stated that she doesn't think it's a liability issue. Jerry stated that he has several clients who have Sonitrol and are very happy with it. Sean asked whether

Sonitrol can remotely look at the videos. Robin stated Sonitrol would call Jurate or Ramzy and one of them would need to remotely access the system. Becky asked whether we would be leasing or owning the equipment. Robin said we'd own it. Jerry said the issue of monthly fees still needs to be resolved. Eric stated that the cost for Sonitrol's monthly monitoring seems to be a lot more than what the cost of a few false alarms would be. Robin stated that Sonitrol has a more sophisticated system. Anyabwile asked for clarification as to whether it's correct that one of the systems would cost about \$300 a year to monitoring and the other would be about \$600 per month. Rosina stated that she would withdraw the current resolution. Pam suggested amending it to delegate the Executive Committee to make the decision after getting more information; Jerry said information is needed from both companies regarding maintenance fees also. Becky asked Jurate her opinion. Jurate stated that since we're making such an investment in the new site, we should consider that when making the decision. Rosina proposed an amended resolution:

Be it resolved that the Independence Charter School Board of Trustees hereby approves entering into a contract with a party to be determined by the Executive Committee to install security for ICS's new facility at 1600 Lombard Street for a total amount not to exceed \$106,901, which is \$46,400 above what was budgeted, with the excess amount being covered by the amount available for appropriation in ICS's reserve fund; and further resolves to amend the 08-09 budget to include an annual maintenance and monitoring fee not to exceed \$8,200.

Eric seconded; the motion passed unanimously.

B. Development

Becky reported that Fran Melmed and Lisa were unable to attend tonight's meeting, but Fran had circulated the report and financial sheet earlier this week. She asked Matt if there was anything else to report. Matt stated that the committee has asked the Policy Committee to consider a naming rights policy. He also emphasized that we're at 96% of our annual goal with two more weeks to go. He also said that we sold twice as many engraved bricks than expected. Becky stated that 96% includes 100% participation from Board members. Stephanie Kindt stated that the committee wants to be clear about the ground rules on naming rights. She mentioned that although something big would obviously need Board approval, possibly something smaller---like a bench could be decided at the committee level. Stephanie also announced that the tentative date for the ribbon cutting ceremony at the new site is October 18th and that it would include a Fall festival. The tentative date for the wine tasting fundraiser is October 23rd. The annual calendar event will be on November 21st.

C. Community Relations

Becky reported that Joana was unable to attend tonight's meeting. She asked Anyabwile or Kristin to give an update. **Kristin** reported that she's circulating draft minutes. The committee hopes to finalize plans for a regular nominating process and is working on getting access, as needed, for the ICSinfo list serve. The committee hopes to add a line to the consent form that parents sign every year, asking if the family wants to be added to the list serve. The committee is also working on creating a

business network. Kristin also reported that parent Monika Kreidie reports that the SRC Charter School Task Force meetings have been great.

D. Human Resources

Sean stated that there was no meeting in the past month and asked Jurate to give an update on HR issues. Jurate stated that Principal Stephanie came to visit and met lots of students and staff. She will be participating in the curriculum writing. At this point, the only teacher position for which we don't have a candidate is for kindergarten immersion; Maestra Maricarmen just notified ICS this week of her leaving. Jurate distributed a confidential list to Board members, listing teachers who are leaving ICS this year and their reasons for leaving. She stated that several are leaving to pursue international opportunities. She stated that especially as we plan for our next charter renewal, we are doing our best to hire certified teachers; however, it is difficult given that we try as much as possible to get native Spanish speakers for our immersion program and so many of those candidates are not eligible to become certified in Pennsylvania. Pam remarked that it's nice to see such stability in our middle school program and that she's glad so many of our new teachers are remaining for a second year. Jurate stated that we have lost some good candidates between the interview and demonstration lesson due to high competition for great teachers. However, she emphasized how important demonstration lessons are, since some people have great interviews, but do not have great demonstration lessons. Sean moved the hiring resolution; Nicole seconded. The motion passed unanimously.

E. Policy

Nicole reported that since she was on jury duty for the last committee meeting, Becky would report on that. Becky said it was great to have several teachers at the recent committee meeting to discuss the sick leave policy. Becky summarized that we plan to move back to employees having ten sick days a year without differentiating between short and long term days for those ten; the committee had talked about having five available at the start of the year and the other five being available in January. However, Becky said that since that meeting, Jerry has said that all his other clients give the ten days up front and that there should not be a problem recouping money from someone who uses unearned sick days and then leaves before the end of the year. Becky said she's open to considering that. Becky reported that the committee also discussed the possibility of teachers being paid \$75 per day for any unused personal days, instead of the current policy of being paid \$150 if two personal days are remaining at the end of the year. Jerry said that as long as we're changing the current sick day pay out of 25%, the new plan for the personal days would be feasible. Becky also reported that the committee started discussing the possibility of having special professional development perks that teachers can earn. The basic requirements would be having been at ICS for a certain amount of year, having a certain amount of banked sick time and having satisfactory classroom observations. Amy is working on a draft of that proposal. Nicole stated that with such a plan, we're hoping to still be able to offer a conservative sick time pay out. Eric asked if there is a resolution. Becky stated that the committee wanted to wait until we had more information on the professional development possibility.

F. Curriculum

Pam stated that there was no meeting, since the committee wants to wait until Principal Stephanie can participate. In keeping with the strategic plan, the committee will next look at the world cultures curriculum. Pam noted that although it is not on tonight's agenda, since the Board does need to vote on curriculum she does want to move a resolution regarding the Being a Writer program:

Be it resolved that the ICS Board of Trustees approves the use of the Being a Writer curriculum as a supplement to our literacy curriculum.

Rosina seconded; the motion passed unanimously.

Pam also reported that the committee has been talking about the use of middle school strategies in order to provide some consistency throughout different classes. The plan is to choose two or three common strategies for the coming year---possibly having homework collected at the same time in each class, standard note-taking, etc. Research has shown these strategies can help with the transition in middle school.

G. Executive

Becky suggested that for the 2008-2009 Board schedule that there be no meeting in July and that all other meetings will be held on the second Wednesday of the month at 7p.m. Everyone agreed with this plan.

VIII. Public Comment Period

Stephanie Kindt suggested that the Board use a model similar to the one currently being learned by the Development Committee in having a system in place by which a potential Board nominee is met with and requirements reviewed before any type of official nomination becomes public.

IX. Old Business

There was no old business.

X. New Business

There was no new business

XI. Board Elections & Officer Elections

Becky reintroduced Board nominees Pedro Rodriguez, who is nominated for a 2-year Community seat, and Kristin Nocco, who is the newly elected Parent seat rep. Pam introduced guest Dana Twyman, whose Board member nomination the Board will vote on at the next meeting. Pam stated that Dana, who is a professional acquaintance of Pam's, has many years of teaching and curricular experience and has a degree in public policy. Becky asked for a roll call vote for Pedro's election to the Board. All voted yes; Pedro was elected unanimously. Becky swore in these two new Board members, who agreed to swear or affirm to abide by the ICS bylaws, the laws of Pennsylvania and the constitution of the United States. Becky reported that the terms for the seats held by Lisa Nelson-Haynes and Joana Davis-Diaz have both expired and that neither was interested in being nominated again at this time. In addition, she announced that Sean will be stepping down with one year left on his term due to work commitments. She stated that Pam and Rosina's terms also expire and that both are interested in being nominated again. Sean nominated Pam

for a 3-year Founder seat; Rosina seconded. Pam accepted the nomination. A roll call vote was taken and Pam was elected unanimously. Nicole nominated Rosina for a 3-year Founder seat; Anyabwile seconded. Rosina accepted the nomination. A roll call vote was taken and Rosina was elected unanimously.

Becky asked for nominations for Board officers. Rosina nominated Pam and Nicole as Co-Presidents for the 2008-2009 fiscal year; Eric seconded. Sean asked what the bylaws say about this. Becky said the bylaws are not clear on this and only say “a president.” Sean asked if that means we’d be out of compliance with our bylaws. Anyabwile asked why we would elect co-presidents. Pam stated that neither she nor Nicole felt they could individually commit for that role. Becky stated this means that different people will chair the meeting each month and noted that the only responsibility of the President, according to our bylaws, is chairing the Board meeting. She added that de facto, the President has a lot of organizational responsibilities. Kristin asked if this could cause confusion as to who is in charge. Sean suggested possibly changing the title to Chairperson. He reminded everyone that when the President or Chair or any other Board member speaks to the CEO, they speak as an individual. A Board member is only a Board member at a Board meeting. A roll call vote was taken with Kristin abstaining. Nicole and Pam were elected Co-Presidents. Rosina stated that since we have co-presidents, maybe a vice president is not needed. Pam nominated Becky as Vice President; Eric seconded. Becky accepted the nomination and was elected unanimously. Pam nominated Anyabwile for Secretary; Nicole seconded. Anyabwile accepted the nomination and was elected unanimously. Nicole nominated Rosina for Treasurer; Sean seconded. Rosina accepted the nomination and was elected unanimously.

Becky stated that the Board has not named additional founders in a long time. She nominated Sean and Nicole to be designated as Founders for all the work they have given to ICS; Eric seconded. There was a roll call vote of all Founders who are currently on the Board (Pam, Rosina, Becky and Eric); Sean and Nicole were designated as Founders unanimously. Becky closed by thanking Sean for his many years of phenomenal service to the school.

XII. Adjournment

Anyabwile moved for adjournment; Eric seconded. The meeting was adjourned at 9:57p.m.

Handouts circulated at this meeting:

Agenda

Minutes from the May 2008 meeting

CEO report

Finance Committee minutes

April Financials

Development Budget Adjustment for 2007-2008

Construction Report & Financial Summary

Development Committee Report & Revenue Report

Policy Committee Minutes

**Independence Charter School
June 11, 2008
Resolutions**

ADOPTED

April Disbursements

Be it resolved that the Independence Charter School Board of Trustees hereby approves disbursements from April 2008 in the amount of \$260,900.47 as presented to the Board.

2007-2008 Budget Revisions

Be it hereby resolved that the Board of Trustees of the Independence Charter School adopt the revised budget for the 2007-08 fiscal year attached here.

2008-2009 Recurring Payments and Contracts

Be it resolved that the Board of Trustees of Independence Charter School approves the following recurring payments and contracts for the school year 2008-09.

Audit Expense

Be it resolved that the ICS Board of Trustees approves entering into a contract with Cintron Cooperman to perform the 2007-2008 audit for an amount not to exceed \$24,000.

Additional Owner's Rep Payment

Be it resolved that the Independence Charter School Board of Trustees hereby approves an additional payment to Robin Kohles for her work as Owner's Rep for the new building project in an amount not to exceed \$15,000, to be debited from the amount available for appropriation in ICS's reserve fund.

Security Contract

Be it resolved that the Independence Charter School Board of Trustees hereby approves entering into a contract with a party to be determined by the Executive Committee to install security for ICS's new facility at 1600 Lombard Street for a total amount not to exceed \$106,901, which is \$46,400 above what was budgeted, with the excess amount being covered by the amount available for appropriation in ICS's reserve fund; and further resolves to amend the 08-09 budget to include an annual maintenance and monitoring fee not to exceed \$8,200.

New Hires for 2008-2009

Be it resolved that the following individuals be offered full time positions as listed for the 2008-2009 school year under the terms and conditions specified by the CEO and the ICS contract:

Maya Mendizabel-Shoup: 4th Grade Immersion
Andres Cisneros: Multi-prep
Michael Connor: Multi-prep
Tara DiSalvo: 3rd Grade Enhanced
Adrienne Keen: 4th Grade Enhanced
Luz Guevara-Conde: Kindergarten Immersion

Being a Writer Curriculum

Be it resolved that the ICS Board of Trustees approves the use of the Being a Writer curriculum as a supplement to our literacy curriculum.

DEFEATED

None.

**Resolutions
TABLED**

None.