

GLOBAL LEADERSHIP ACADEMY
 CHARTER SCHOOL
 4601 W. GIRARD AVENUE
 PHILADELPHIA, PA
 BOARD OF TRUSTEES MEETING
 September 26, 2016

MINUTES

SECTION I: CALL TO ORDER

PLEDGE OF ALLEGIANCE

Opening Colloquy

This September 26, 2016 meeting of the Global Leadership Academy Charter School Board of Trustees is hereby called to Order. The time is 6:52 pm. My name is Lorenzo Hough. I serve as President to this Board of Trustees and I will facilitate this meeting.

This is a public meeting that was properly noticed in the Philadelphia Daily News and pursuant to the Pennsylvania Sunshine Act.

All members of the public are welcome, to sit and listen to the board of trustees conduct its business tonight. Members of the public who have registered with the Administrative office to participate in public comment by 5 pm on the day before this scheduled meeting may participate in public comment. At this time, I would ask that executive administration submit the list of commenters to our legal counsel. Comments will be limited to three minutes unless the Board decides to grant additional time.

A. ROLL CALL

Board Members Present	By Invitation: Non-Board Members in Attendance:
Lorenzo Hough, President Marie Simpkins, Treasurer Cheryl Mallory, Secretary Michael Campbell	Dr. Naomi Johnson-Booker, CEO Gerald L. Santilli, Business Controller Daniel H. Saidel, Esq. David Hussey, Esq. Shoshana Tyler, Principal Valerie Passalacqua, Assistant Operations Manager Natasha Martinez, School Operations Director
Board Members Absent Heloise Jettison, Vice-President Monika Davis	

B. PRESIDENT’S DISCLOSURE: EXECUTIVE SESSION

I'd like to state, for purposes of the Minutes of this meeting that on September 26, 2016, the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(x) Certain Employee Issues. To discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee employed or appointed by the agency, or former public officer or employee, provided, however, that the individual employees or appointees whose rights could be adversely affected may request, in writing, that the matter or matters be discussed at an open meeting. The agency's decision to discuss such matters in executive session shall not serve to adversely affect the due process rights granted by law, including those granted by Title 2 (relating to administrative law and procedure).

(x) Purchase or Lease of Real Property. To consider the purchase or lease of real property up to the time an option to purchase or lease the real property is obtained or up to the time an agreement to purchase or lease such property is obtained if the agreement is obtained directly without an option.

C. APPROVAL OF AGENDA

MOTION
Cheryl Mallory
 SECOND
Marie Simpkins
 VOTE:
 PASS
 FAIL

R16092601 Approval of the September 26, 2016 Agenda

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School hereby approves the September 26, 2016 Agenda.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
GLA's CEO and its Board	Reviewed the Board Agenda

Each of the board members introduced themselves to the guests in attendance.

D. APPROVAL OF MINUTES

MOTION
Cheryl Mallory
 SECOND
Michael Campbell
 VOTE:
 PASS
 FAIL

R16092602 Approval of Minutes of Meeting

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School hereby approves the Minutes of the August 22, 2016 meeting of the Board of Trustees of Global Leadership Academy Charter School.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
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SECTION II: REPORTS

A. COMMUNITY COMMENT

Community Comment Colloquy (General Counsel)

Good Evening, my name is Daniel H. Saidel. I serve as General Counsel to the Global Leadership Academy Charter School Board of Trustees. Will you please state your name for our records?

You will have three minutes to address the Board of Trustees. Any documents or communications that you might supplement your comment with should be submitted to me. I will keep the time and notify the board when three minutes have elapsed.

This Board may choose not to comment, question or respond in any way to your public comment. I will begin the time now.

<i>Who</i>	<i>What</i>
<i>Vanessa Rogers Linder</i>	<i>Introduced herself to the meeting attendees as a parent of a GLA student.</i>

B. Board President – Lorenzo Hough, President

Lorenzo Hough, President welcomed the school staff in attendance at the meeting and reported that the Board of Trustees is hoping for a very successful tenth year of Global Leadership Academy Charter School.

C. Chief Executive Officer - Dr. Naomi Johnson-Booker, CEO

Dr. Naomi Johnson-Booker, CEO:

- 1. introduced the entire school staff of GLA to the Board of Trustees and praised them for their commitment to the mission and vision of GLA and for being a hardworking team of educators; and*
- 2. reviewed GLA's mission, vision and seven core pillars, highlighting this year's emphasis on intentional and consistent reflection.*

Sboshana Tyler, Principal and Julia Snyder, Director of Instruction and Curriculum:

- 1. presented a video commemorating the tenth year of GLA; and*
- 2. presented upon GLA's program of data informed instruction, highlighting the comprehensive strategies through which GLA will optimize the curriculum and academic strategies to meet the strengths and needs of all students.*

D. General Counsel – Sand & Saidel P.C.

Daniel H. Saidel, Esq. reviewed with the board the process for developing and reviewing revisions to GLA's bylaws.

E. Financial Report – Santilli & Thomson

Gerald Santilli, Business Controller distributed and reviewed with the board the Financial documents and Treasury Report.

- F. Facility Committee Report - Lorenzo Hough, President; Dr. Naomi Johnson-Booker, CEO

Lorenzo Hough, President reported that matters related to the purchase or leasing of real estate were discussed by the board during in executive session prior to the meeting.

- G. Fundraising Committee Report - Heloise Jettison, Vice-President; Dr. Naomi Johnson-Booker, CEO

Lorenzo Hough, President and Dr. Naomi Johnson-Booker, CEO reviewed with the board that the recent golf fundraiser event was successful and raised approximately \$9,000 for GLA.

- H. Management Report for Global Leadership Academy Charter School Southwest at Huey - Dr. Naomi Johnson-Booker, CEO

Dr. Naomi Johnson-Booker, CEO reviewed with the board:

- 1. monthly monitoring of GLA's performance of its obligations to GLASW;*
- 2. enrollment of GLASW has reached full capacity with a 100 student waiting list;*
- 3. GLASW's charter agreement has been finalized and executed;*
- 4. completion of construction work; and*
- 5. furniture.*

SECTION III: UNFINISHED BUSINESS

A. RESOLUTIONS

NONE

SECTION IV: NEW BUSINESS

A. RESOLUTIONS

Report of Gerald Santilli of Santilli & Thomson, Business Controller

R16092603 Report of Gerald Santilli of Santilli & Thomson, Business Controller

RESOLVED, the Board of Trustees of Global Leadership Academy Charter School accepts the Financial Report of Gerald Santilli of Santilli & Thomson, Business Controller and all documents submitted by Santilli & Thomson, which shall be incorporated into the record of this meeting.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
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MOTION
Cheryl Mallory
SECOND
Michael Campbell
VOTE:
[X] PASS
[] FAIL

<i>Gerald Santilli , GLA's CEO and its board</i>	<i>The board reviewed the Financial Reports distributed by Gerald Santilli of Santilli & Thomson, Business Controller.</i>
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PERSONNEL

R16092604 Human Resources Resolution - Dr. Naomi Johnson-Booker, CEO

RESOLVED, the Board of Trustees of Global Leadership Academy Charter School accepts the human resources changes, modifications and additions as presented.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>GLA's CEO and its board</i>	<i>The board reviewed the written report of proposed personnel changes.</i>

MOTION
Cheryl Mallory
SECOND
Michael Campbell
VOTE:
 PASS
 FAIL

Revolving Line of Credit: Global Leadership Academy Charter School Southwest at Huey

R16092605 \$500,000 Revolving Line of Credit Increasing to a \$1,000,000 Revolving Line of Credit: Global Leadership Academy Charter School Southwest at Huey - Dr. Naomi Johnson-Booker, CEO

WHEREAS, R16082204 resolved that the Board of Trustees of Global Leadership Academy Charter School authorized and directed its business controller and general counsel to negotiate the terms of a revolving line of credit agreement between it and Global Leadership Academy Charter School Southwest at Huey not to exceed five hundred thousand dollars (\$500,000) (the "\$500,000 Revolving Line of Credit Agreement");

WHEREAS Global Leadership Academy Charter School Southwest at Huey has requested an additional loan in the amount of five hundred thousand dollars (\$500,000) from Global Leadership Academy Charter School under the terms and conditions of the \$500,000 Revolving Line of Credit Agreement increasing the \$500,000 Revolving Line of Credit to \$1,000,000 (the "\$1,000,000 Revolving Line of Credit Agreement");

RESOLVED, the Board of Trustees of Global Leadership Academy Charter School authorizes and directs that Global Leadership Academy Charter School loan to Global Leadership Academy Charter School Southwest at Huey a sum up to one million dollars (\$1,000,000), increasing the \$500,000 Revolving Line of Credit

MOTION
Cheryl Mallory
SECOND
Michael Campbell
VOTE:
 PASS
 FAIL

Agreement to \$1,000,000, under the terms and conditions of the \$500,000 Revolving Line of Credit Agreement between it and Global Leadership Academy Charter School Southwest at Huey;

FURTHER RESOLVED, that Dr. Naomi Johnson-Booker, CEO or any officer of this Board is directed and authorized to negotiate the terms and conditions of and to execute the \$1,000,000 Revolving Line of Credit Agreement between it and Global Leadership Academy Charter School Southwest at Huey or any other document necessary or delegate any task necessary to effect this resolution in consultation with Santilli & Thomson, Business Controller and Sand & Saidel, General Counsel.

By Roll Call Vote

- Lorenzo Hough- aye
- Monika Davis - absent
- Marie Simpkins – aye
- Michael Campbell – aye
- Heloise Jettison - absent
- Cheryl Mallory – aye

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>Gerald Santilli , GLA's CEO and its board</i>	<i>Discussed the proposed amendment to the Revolving Line of Credit between GLA and GLASW.</i>

EMPLOYMENT CONTRACT WITH Dr. Naomi Johnson-Booker, CEO

R16092606 Approval of Employment Contract with Dr. Naomi Johnson-Booker, CEO

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the employment contract with Dr. Naomi Johnson-Booker, CEO, as presented;

FURTHER RESOLVED, that Lorenzo Hough, President any officer of this Board is directed and authorized to negotiate the terms and conditions of and to execute the employment contract with Dr. Naomi Johnson-Booker, CEO and any other document necessary or delegate any task necessary to effect this resolution in consultation with Santilli & Thomson, Business Controller and Sand & Saidel, General Counsel.

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
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MOTION
Cheryl Mallory
 SECOND
Marie Simpkins
 VOTE:
 PASS
 FAIL
TABLED

Board	Voted to Table this resolution
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CONTRACTS

**R16092607 Approval of Contract with Gillespie-Walton, LLC;
Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the mentorship and induction consulting services of Gillespie-Walton, LLC, at a cost not to exceed \$37,000;

FURTHER RESOLVED, that Dr. Naomi Johnson-Booker, CEO or any officer of this Board is directed and authorized to negotiate the terms and conditions of and to execute any document necessary or delegate any task necessary to effect this resolution in consultation with Santilli & Thomson, Business Controller and Sand & Saidel, General Counsel.

Contractor	Amount	Comment: Terms and Conditions
Gillespie-Walton, LLC	\$37,000	To be negotiated by the CEO in consultation with the Business Controller and General Counsel

Notes of Discussion / Advance Regulatory and Financial Comment:

Who	What
GLA's CEO and its board	Discussed that the service fee will be negotiated in order to potentially save costs

MOTION
Cheryl Mallory
SECOND
Michael Campbell
VOTE:
 PASS
 FAIL

B. DISCUSSION AND ANNOUNCEMENTS

Dr. Naomi Johnson-Booker, CEO discussed with the board the possibility of seeking an amendment to the GLA charter agreement in order to expand to high school grades.

C. THE NEXT REGULARLY SCHEDULED GLOBAL LEADERSHIP ACADEMY CHARTER SCHOOL BOARD MEETING IS TO BE HELD ON OCTOBER 24, 2016 AT 4601 W. GIRARD AVENUE PHILADELPHIA PA.

ADJOURNMENT @ 8:16 PM

MOTION

MICHAEL
CAMPBELL

SECOND

LORENZO
HOUGH

VOTE:

PASS

FAIL