



**MINUTES OF THE
ANNUAL MEETING of the
BOARD OF TRUSTEES
GREENWOODS CHARTER SCHOOL
September 19, 2017**

This meeting was duly advertised in accordance with the Pennsylvania Sunshine Law in the Philadelphia Inquirer on September 18, 2017.¹

1. **The meeting was called to order by Dawn Prall George at 7:50 PM. The Pledge to the Flag was recited by all in attendance.**

2. **In attendance at the meeting:**

Board members: Shane Brody, Jen Weikert, Debi Durso, Bonnie Emilius, and Dawn Prall George. Reuben Mills, CEO and *ex-officio* member, and Jeffrey Stacey, O'Donnell Associates, counsel to GWCS, also in attendance.

3. **Announcement of Executive Sessions**

- a. Board Chair announced that an Executive Session was held prior to the start of the meeting in order for the Board to consult with administration regarding filling vacancies in open positions, and in order for the Board to consult with its attorney to receive legal advice regarding potential litigation in connection with special education matters and concerning the school's written charter with the School District of Philadelphia.
- b. Board Chair announced that an Executive Session will be held prior to the next regularly scheduled Board meeting.

4. **Actions Related to Executive Session**

- a. *Action.* To authorize the CEO, in consultation with legal counsel, to negotiate, execute, and deliver an Agreement to resolve a special education dispute concerning Student ID #796043, as discussed during the executive session held

¹ This meeting was designated a special meeting due to its non-inclusion on the previously adopted 2017-18 meeting calendar.

prior to the meeting of the Board, and to provide for payment of legal fees to Thalheimer & Palumbo, P.C., in an amount not to exceed \$3,500.00 within thirty (30) days of invoice for same following execution of the Agreement.

Motion: Shane Brody. Second: Jen Weikert.

Brody, Weikert, George, and Durso voted in favor of resolution; Emilius was opposed.

4-1; motion carried.

- b. *Action.* To authorize the Board Chair to sign on to a letter to the School Reform Commission, in substantial form as attached hereto (Attachment 1), identifying various objections to the written charter agreement proposed by the School District of Philadelphia for the charter term July 1, 2017 through June 30, 2022.

Motion: Shane Brody. Second: Bonnie Emilius.

All board members voted in favor of the resolution. Motion carried.

5. Public Comment

- a. *Information.* No individuals sought to provide public comment.

6. Changes to Agenda

- a. Board chair announced that several resolutions regarding contracts and hiring had been added to the agenda.

7. Approval of Minutes

- a. *Action.* To approve the minutes of July 18, 2017 as attached.

Motion: Shane Brody. Second: Debi Durso.

All board members voted in favor of the resolution. Motion carried.

8. Reports

- a. *Information.* Board Chair Report – Dawn Prall George.

Board Chair read through “Annual Report” requirements as contained in the by-laws, and provided the public with the following information:

- (a) The assets and liabilities, including the trust funds, of GWCS as of the end of the fiscal year immediately preceding the date of the report;

(b) The principal changes in assets and liabilities including trust funds, during the year immediately preceding the date of the report;

(c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation;

(d) The expenses or disbursements of the corporation, for both general and restricted purposes, during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the corporation;

(e) The capital budget and the operating budget for the corporation's current fiscal year;

(f) A schedule of proposed major activities for the current fiscal year; and

(g) A summary of the corporation's compliance with the laws and regulations of federal, state and local governmental agencies and with the standards, rules and regulations of the various accrediting and approval agencies.

Board Chair informed the public that Omnivest would provide information as to assets and liabilities, and that additional financial information would be contained in a forthcoming audit report. Board Chair discussed that GWCS had overcome mid-year challenges in funding reduction by conservatively budgeting for the school year, and that the Board regularly kept informed of financial developments, through finance committee meetings and through finance reports from Omnivest. Board Chair discussed the thorough job that the administration, in conjunction with the Board and with Omnivest, had done on the Budget for the previous and current fiscal years; and advised the public that GWCS is in compliance with laws applying to the Charter School.

b. *Information.* CEO Report from Reuben Mills. *Report is attached.*

c. *Information.* PTA report from J. McClaren. *Ms. McClaren informed the public regarding the recent efforts by the PTA to build community within GWCS, outreach to families, and potential projects of the PTA for the remainder of the school year.*

d. *Information.* GWFEE report from J. Weikert. *Weikert discussed the fundraising goals for GWFEE for 2018 including a \$75,000 goal; Weikert explained that a number of heavy lifts for the Board and for GWFEE were behind them, including the hiring of a new CEO, and that focus could resume on fundraising efforts at the board-level.*

e. *Information.* Finance Report (including Budget Report) from representatives from OmniVest. *Report is attached.*

f. *Information.* Report from counsel, J. Stacey. *Stacey informed the Board and the public as to a recent opinion by the Pennsylvania Supreme Court regarding amendments to written charter agreements and the elimination of review by the Charter School Appeals Board thereof; as to the lack of recent legislative developments; and as to news reports about a study performed by Research for Action regarding charter schools.*

g. *Action.* To approve the reports in 8(a)-8(f) above, as stated at the meeting and/or as attached.

Motion: Shane Brody; Second: Bonnie Emilius.

All board members voted in favor of the resolution. Motion carried.

9. Other Matters/New Business

a. *Action.* To restate and to approve the Board of Trustees Meeting Calendar for the remainder of the 2017-18 School Year as stated below, and to direct administration to publish notice for same:

October 26, 2017

December 21, 2017

February 22, 2018

April 26, 2018

June 28, 2018

Motion: Shane Brody; Second: Bonnie Emilius.

All board members voted in favor of the resolution. Motion carried.

b. *Action.* To approve electing the following board members to be the officers of the Green Woods Charter School for the 2017-2018 school year, with such offices expiring at the Board's 2018 Annual Meeting:

President: Dawn Prall George

Vice-President: Jen Weikert

Treasurer: Bonnie Emilius

Secretary: Jen Weikert

Motion: Debi Durso; Second: Jen Weikert.

All board members voted in favor of the resolution. Motion carried.

c. *Action.* To approve the 2017-18 Student/Parent Handbook, as attached.

Motion: Bonnie Emilius; Second: Shane Brody.

All board members voted in favor of the resolution. Motion carried.

- d. *Action.* To approve the 2017-18 Employee Handbook, as attached.

Motion: Shane Brody; Second: Debi Durso.

All board members voted in favor of the resolution. Motion carried.

- e. *Action.* To ratify the contract for Extended School Year (“ESY”) services with Wordsworth Academy in the amount of \$5,075.00, as attached.

Motion: Shane Brody; Second: Debi Durso.

All board members voted in favor of the resolution. Motion carried.

- f. *Action.* To approve the following vendor contracts, in the following amounts, as presented to the Board and as attached, and to authorize the CEO to negotiate, execute and deliver the contracts:

- a. Pediatric Therapy - \$75/hour to \$120/hour
- b. Melady Landscaping Services - \$13,280.00 (consisting of lawn mowing, \$5,580.00; weeding, \$800.00; shrub trimming, \$900.00; mulching, \$4,100.00; spring cleanup, \$800.00; and 2 fall clean ups, \$1,100.00)
- c. Melady Snow Removal - \$2,600 to \$5,500 (dependent on weather event)
- d. Peachy Kleen - \$772.50/day

Motion: Shane Brody; Second: Debi Durso.

All board members voted in favor of the resolution. Motion carried.

- g. *Action.* To approve the filling of employment vacancies and new hires, in the positions and at the wages/salaries as indicated in the schedule provided to the Board by the CEO.

Motion: Debi Durso; Second: Bonnie Emilius.

All board members voted in favor of the resolution. Motion carried.

- h. *Action.* To ratify and approve the contract with Edlio for website construction in the amount of \$6,450.00.

Motion: Bonnie Emilius; Second : Debi Durso.

All board members voted in favor of the resolution. Motion carried.

10. Adjournment

- a. *Action. Upon motion by Shane Brody, which was seconded by Debi Durso, and with the support of all board members present, the meeting was adjourned at 8:50 PM.*

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