

GLOBAL LEADERSHIP ACADEMY  
 CHARTER SCHOOL  
 4601 W. GIRARD AVENUE  
 PHILADELPHIA, PA  
 BOARD OF TRUSTEES MEETING  
 August 22, 2016

**MINUTES**

**SECTION I: CALL TO ORDER**

**PLEDGE OF ALLEGIANCE**

*Opening Colloquy*

This August 22, 2016 meeting of the Global Leadership Academy Charter School Board of Trustees is hereby called to Order. The time is 7:09 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

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

B. PRESIDENT’S DISCLOSURE: EXECUTIVE SESSION

*I'd like to state, for purposes of the Minutes of this meeting that on August 22, 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

**R16082201 Approval of the August 22, 2016 Agenda**

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

D. APPROVAL OF MINUTES

MOTION  
Cheryl Mallory  
SECOND  
Heloise Jettison  
VOTE:  
 PASS  
 FAIL

**R16082202 Approval of Minutes of Meeting**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School hereby approves the Minutes of the June 27, 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>
GLA's CEO and its Board	Reviewed the June 27, 2016 Board Minutes

**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>None</i>	<i>None</i>

B. Board President – Lorenzo Hough, President – No Report

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

Dr. Naomi Johnson-Booker, CEO:

1. distributed and reviewed with the board her written report, the Dashboard, student enrollment, average daily attendance, personnel, absences, vacation scheduling, climate and culture, the endorsement of diversity, the wearing of cultural attire, creating a safe school culture, the Vetri Program and special education; and

2. described that each month the board will review an instructional component presentation.

Shoshana Tyler, Principal distributed and reviewed her instructional report with the board which included academic rigor, data informed decisions, Big Picture planning and collaboration.

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

Daniel H. Saidel, Esq. reviewed with the board;

1. his experiences with other charter schools he represents that are involved in their current charter renewal process with the Philadelphia School District and the Charter School Office;

2. board governance issues; and

3. GLA’s bylaws.

E. Financial Report – Santilli & Thomson

Gerald Santilli, Business Controller distributed and reviewed with the board the form 990, Auditor's Report and the Financial documents and Treasury Report.

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

Lorenzo Hough, President and Dr. Naomi Johnson-Booker, CEO reviewed with the board that:

1. in preparation of the 2016-2017 school year and the teacher professional development which occurred before the students' arrival, the school building's rugs and floors were cleaned and paint was applied where necessary;
2. the HVAC system continues to not balance itself; and
3. the pods located in GLA's parking lot were storage facilities for the benefit of Global Leadership Academy Charter School Southwest at Huey.

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

Heloise Jettison, Vice-President and Dr. Naomi Johnson-Booker, CEO reviewed with the board the upcoming GLA Golf Outing.

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. the duties and responsibilities of the Huey CEO, administration and leadership;
2. professional development programs;
3. staffing;
4. developing partnerships with the University of Pennsylvania and the YMCA;
5. student arrival and opening date;
6. school facility repairs, cleaning and improvements;
7. the written Project Budget she distributed to the board;
8. PSP grant;
9. furniture on order;
10. technology;
11. security and surveillance; and
12. the security team and its hours of operation.

### **SECTION III: UNFINISHED BUSINESS**

#### A. RESOLUTIONS

NONE

**SECTION IV: NEW BUSINESS**

**A. RESOLUTIONS**

MOTION  
Cheryl Mallory  
SECOND  
Marie Simpkins  
VOTE:  
 PASS  
 FAIL

**R16082203 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>
<i>Gerald Santilli , GLA's CEO and its board</i>	<i>The board reviewed the Financial Reports distributed by Gerald Santilli of Santilli &amp; Thomson, Business Controller.</i>

MOTION  
Marie Simpkins  
SECOND  
Heloise Jettison  
VOTE:  
 PASS  
 FAIL

**R16082204 \$250,000 Revolving Line of Credit Increasing to a \$500,000 Revolving Line of Credit: Global Leadership Academy Charter School Southwest at Huey - Dr. Naomi Johnson-Booker, CEO**

WHEREAS, R16062713 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 two hundred fifty thousand dollars (\$250,000) (the “\$250,000 Revolving Line of Credit Agreement”);

WHEREAS Global Leadership Academy Charter School Southwest at Huey has requested an additional loan in the amount of two hundred fifty thousand dollars (\$250,000) from Global Leadership Academy Charter School under the terms and conditions of the \$250,000 Revolving Line of Credit Agreement increasing the Revolving Line of Credit to \$500,000 (the “\$500,000 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 an additional sum up to two hundred fifty thousand dollars (\$250,000), increasing the \$250,000 Revolving Line of Credit Agreement to \$500,000, 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 \$500,000 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 & Sidel, General Counsel.

**By Roll Call Vote**

- Lorenzo Hough YES
- Monika Davis ABSENT
- Marie Simpkins YES
- Michael Campbell ABSENT
- Heloise Jettison YES
- Cheryl Mallory YES

**R16082205 Uniform Human Resources Resolution - Dr. Naomi Johnson-Booker, CEO**

*PLACEHOLDER*

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

**Resignations / Terminations**

Name	Title	Comment	Last Day of Employment

**Hires / Appointments**

Name	Title	Salary	Date of Employment

*Notes of Discussion / Advance Regulatory and Financial Comment:*

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Voted to Table this resolution</i>

**R16082206 Appointment of Maillie LLC Independent Auditor – Gerald Santilli, Santilli & Thomson, Business Controller**

MOTION  
Cheryl Mallory  
SECOND  
Marie Simpkins  
VOTE:  
[X] PASS  
[ ] FAIL

**TABLED**

MOTION  
Cheryl Mallory  
SECOND

Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

RESOLVED, the Board of Trustees of the Global Leadership Academy Charter School hereby appoints Maillie LLC as their independent auditor for its 2016-2017 fiscal year under the terms and conditions as presented;

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 & Thomas, Business Controller and Sand & Saidel, General Counsel.

Contractor	Amount	Comment: Terms and Conditions
<i>Maillie LLC as GLA's independent auditor for its 2016-2017 fiscal year</i>	<i>as presented</i>	<i>under the terms and conditions as presented</i>

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<i>Who</i>	<i>What</i>
<i>Gerald Santilli and GLA's CEO and its board</i>	<i>The appointment of Maillie LLC as GLA's independent auditor for its 2016-2017 fiscal year under the terms and conditions as presented.</i>

MOTION  
 Cheryl Mallory  
 SECOND  
 Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

**R16082207 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 contract with Gillespie-Walton, LLC in the amount of \$30,000, as presented;

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

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<i>Who</i>	<i>What</i>
<i>Board</i>	<i>Voted to Table this resolution</i>

MOTION  
 Cheryl Mallory

**R16082208 Approval of Contract with WePAC, also known as West Philadelphia Alliance for Children;**

SECOND  
 Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

**Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the contract with WePAC, also known as West Philadelphia Alliance for Children, in the amount of \$10,000, as presented;

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
<i>WePAC, also known as West Philadelphia Alliance for Children</i>	<i>\$10,000</i>	<i>under the terms and conditions as presented</i>

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<i>Who</i>	<i>What</i>
<i>GLA CEO and its Board</i>	<i>Amended this resolution to approve this contract for \$10,000.</i>

**R16082209 Approval of Contract with AARP Foundation;  
 Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the contract with AARP Foundation in the amount of \$13,000, as presented;

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
<i>AARP Foundation</i>	<i>\$13,000</i>	<i>under the terms and conditions as presented</i>

**Notes of Discussion / Advance Regulatory and Financial Comment:**

<i>Who</i>	<i>What</i>
<i>GLA's CEO and its board</i>	<i>Reviewed the terms and conditions of the AARP Foundation contract.</i>

**R160822010 Approval of Contract with MACCS Health Services;  
 Dr. Naomi Johnson-Booker, CEO**

MOTION  
 Cheryl Mallory  
 SECOND  
 Heloise Jettison  
 VOTE:  
 PASS  
 FAIL

MOTION  
 Cheryl Mallory  
 SECOND  
 Marie Simpkins



VOTE:  
 PASS  
 FAIL

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the contract with MACCS Health Services in the amount of \$54156.10, as presented;

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 & Sidel, General Counsel.

Contractor	Amount	Comment: Terms and Conditions
<i>MACCS Health Services</i>	<i>\$54156.10</i>	<i>under the terms and conditions as presented</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>GLA's CEO and its board</i>	<i>Reviewed the terms and conditions of the MACCS Health Services contract.</i>

MOTION  
 Cheryl Mallory  
 SECOND  
 Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

**R160822011 Approval of Contract with Clarke Schools;  
 Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the contract with Clarke Schools in the amount up to \$4000.00 per month for the 2016-2017 school year, as presented;

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 & Sidel, General Counsel.

Contractor	Amount	Comment: Terms and Conditions
<i>Clarke Schools</i>	<i>Up to \$4000.00 per month</i>	<i>under the terms and conditions as presented</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>GLA's CEO and its board</i>	<i>Reviewed the terms and conditions of the Clarke Schools contract.</i>

MOTION  
 Cheryl Mallory  
 SECOND  
 Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

**R160822012 Approval of Contract with Therapy Solutions;  
 Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the contract with Therapy Solutions for the 2016-2017 school year, as presented;

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
<i>Therapy Solutions</i>	<i>As presented</i>	<i>under the terms and conditions as presented</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>GLA's CEO and its board</i>	<i>Reviewed the terms and conditions of the Therapy Solutions contract.</i>

MOTION  
 Cheryl Mallory  
 SECOND  
 Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

**R160822013 Approval of Contract with Therapy Source;  
 Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves the contract with Therapy Source for the 2016-2017 school year, as presented;

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
<i>Therapy Source</i>	<i>As presented</i>	<i>under the terms and conditions as presented</i>

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
<i>GLA's CEO and its board</i>	<i>Reviewed the terms and conditions of the Therapy Source contract.</i>

MOTION  
 Cheryl Mallory  
 SECOND  
 Marie Simpkins  
 VOTE:  
 PASS  
 FAIL

**R160822014 Approval of the Purchase of 4635-37 W. Girard Avenue, Philadelphia PA;  
 Dr. Naomi Johnson-Booker, CEO**

RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves of the Redevelopment Agreement dated November 5, 2015 (the “November 5, 2015 Redevelopment Agreement”) by and between the Philadelphia Redevelopment Authority (“PRA”) and the Global Leadership Academy Charter School (“GLA”) for the purchase by GLA of 4635-37 W. Girard Avenue, Philadelphia PA from the PRA, as presented;

FURTHER RESOLVED, that the Board of Trustees of Global Leadership Academy Charter School approves of and ratifies the execution of November 5, 2015 Redevelopment Agreement by Lorenzo Hough, President and Dr. Naomi Johnson-Booker, CEO;

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, including any mortgage or note or any Addendum(s) to the November 5, 2015 Redevelopment Agreement necessary or delegate any task necessary to effect this resolution in consultation with Santilli & Thomson, Business Controller and Sand & Saidel, General Counsel; and

FURTHER RESOLVED, that all acts of any officer, agent, employee, attorney, or others acting for or on behalf of GLA, which are in accord with the intent, purpose and spirit of the resolutions set forth herein, and whether heretofore or hereafter done or taken shall be, and the same hereby are, ratified, confirmed and adopted in all respects, and any party may rely upon the continuing efficacy of the resolutions set forth herein and the power of any person to act as aforesaid, until a resolution set forth herein shall have been revoked in a further writing executed by GLA.

**By Roll Call Vote**

Lorenzo Hough YES  
 Monika Davis ABSENT  
 Marie Simpkins YES  
 Michael Campbell ABSENT  
 Heloise Jettison YES  
 Cheryl Mallory YES

Notes of Discussion / Advance Regulatory and Financial Comment:

<i>Who</i>	<i>What</i>
GLA’s CEO and its board, Daniel H.	Reviewed the terms and conditions of the November 5, 2015 Redevelopment Agreement, the proposed PRA drafted Purchase Money Mortgage, Note and Addendum To Redevelopment Agreement.

<i>Saidel, Gerald</i>	
<i>Santilli</i>	

B. DISCUSSION AND ANNOUNCEMENTS

Lorenzo Hough presented the following to Nellda Harris, Vanessa Rogers Linder and Wayne Mallory (those persons attending this board meeting):

*Additional Community Comment Colloquy*

Good Evening, my name is Lorenzo Hough. I serve as President of the Global Leadership Academy Charter School Board of Trustees. If you have any Community Comment now that our Board Agenda has been completed, please state your name for our records?

<i>Who</i>	<i>What</i>
<i>Nellda Harris</i>	<i>Ms. Harris asked the school to review its policies and procedures as to how school staff presents themselves to parents and guardians and that it should be part of the staff professional development. GLA's CEO and its board reviewed this issue with Ms. Harris.</i>

<i>Who</i>	<i>What</i>
<i>Vanessa Rogers Linder</i>	<i>Ms. Rogers Linder reviewed with the board her views as to whether there should be a female health education teacher for grades 5-8 for female students. GLA's CEO and its board reviewed this issue with Ms. Rogers Linder.</i>

C. THE NEXT REGULARLY SCHEDULED GLOBAL LEADERSHIP ACADEMY CHARTER SCHOOL BOARD MEETING IS TO BE HELD ON SEPTEMBER 26, 2016 AT 4601 W. GIRARD AVENUE PHILADELPHIA PA.

## ADJOURNMENT

MOTION

Marie Simpkins  
SECOND

Cheryl Mallory

VOTE:

[X] PASS

[ ] FAIL