

Independence Charter School-CC

Minutes from BOT Meeting of Wednesday, June 14, 2017

Location: 1600 Lombard St., Philadelphia, PA

Time: 6:00 PM

Next meeting: Wednesday, August 9, 2017

Board Attendees:

Rashidah Andrews	present	Greg Turlington	present	Jerry Santilli (Santilli & Thomson)
Mike Barsanti	absent	Mehreen Zaman	present	Cody Smith (staff)
Maureen Eagen	present	Ex-officio		Camilo Dominguez
Susanna Greenberg	present	Tom Scheid	present	Catie Gainor (Vault)
Tre Johnson	present	Kerry Routh	present	Michelle Lamm
Rose McNamara Jones	present	Also attending		Joanne Perez
Harry Mosley	absent	Ramzy Andrawos (staff)		Michael Perez
Krista Pfeiffer	present	Patricia Cirone (staff)		Joyce Petrenchak
Rachel Salis Silverman	present	Mike Danyo (Santilli & Thomson)		Virgil Sheppard
Ashley Tobin	present	Kristen Long (staff)		
John Trieu	absent	Dave Peterson (staff)		

Who	What
Greenberg	6:19 pm Susanna called the meeting to order.
Greenberg	<p>Approval of Minutes Susanna asked for a motion to approve the minutes from the May 10, 2017 board meeting and the special board meeting held on June 6, 2017.</p> <p>Motion to Approve: Ashley Tobin 2nd: Mehreen Zaman Abstain: Rashidah Andrews and Tre Johnson Action: Passed (voice vote)</p>
Greenberg	Susanna asked if there were any public comment. None
Scheid	<p>CEO Report Tom thanked the Board, staff, students and families for their hard work and another successful school year. Tom stated that his report would be reviewing the resolutions on the agenda.</p> <ul style="list-style-type: none"> • Renewal of Service Contracts <ul style="list-style-type: none"> ➢ Pediatric Therapeutic Services (PTS) – PTS provides occupational and physical therapy for students. Renewing the contract for threes to lock in better pricing. <p>Pediatric Therapeutic Services, Inc. Be it resolved that the Independence Charter School Board of Trustees hereby approves a 3-year contract renewal with Pediatric Therapeutic Services, Inc. effective July 1, 2017 for Occupational Therapy and Physical Therapy for the following rates:</p> <p>2017-2018 - \$74/hour for Occupational Therapy and \$98/hour for Physical Therapy 2018-2019 - \$74.50/hour for Occupational Therapy and \$98/hour for Physical Therapy 2019-2020 - \$74.50/hour for Occupational Therapy and \$98/hour for Physical Therapy</p>

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	<p>Motion to Approve: Maureen Eagen 2nd: Rashidah Andrews Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none">➤ General Healthcare Contract – General Healthcare provides our school nurse. ICS contracted with General Healthcare for several years and is very satisfied with the service. <p>General Healthcare Resources, LLC. Be it resolved that the Independence Charter School Board of Trustees hereby approve a one-year contract renewal with General Healthcare Resources, LLC effective July 1, 2017 for Nursing Services for a rate of \$40/hour.</p> <p>Motion to Approve: Maureen Eagen 2nd: Krista Pfeiffer Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none">➤ Community Council Education Services (CCE) – CCE provides one-on-one services students as may be required by the student’s IEP. <p>Community Council Education Services Be it resolved that the Independence Charter School Board of Trustees hereby approve a one-year contract renewal with Community Council Education Services effective July 1, 2017 for one-on-one student services for a rate of \$23/hour.</p> <p>Motion to Approve: Tre Johnson 2nd: Ashley Tobin Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none">➤ Santilli & Thomson, LLC Contract Renewal – As reported at the April Board meeting, an RFP was issued for Business Services. We received responses from several companies including Santilli & Thomson, LLC. The proposals were evaluated in several categories such as price, quality of schools in portfolio, reputation etc. They were vetted in both the finance and executive committees and it was recommended to renew Santilli & Thomson for Business Services for three years, which is the end of our current charter. <p>Santilli & Thomson, LLC Be it resolved that the Independence Charter School Board of Trustees hereby approve a 3-year contract renewal with Santilli & Thomson, LLC for business services effective July 1, 2017.</p> <p>Motion to Approve: Maureen Eagen 2nd: Ashley Tobin Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none">• Human Resource Updates➤ Changes of Titles for Employees – We are changing titles for three current employees. The first change is for Odamis Fernandez Sheinbuam. He has functioned in many roles, mainly around data and

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	<p>assessments. Several years ago, he completed the principal program and we are recommending his title be changed from <i>Student Testing & Achievement and 21st Century Coordinator</i> to <i>Assistant Principal of Curriculum and Instruction</i>. This is a new position for the school. The former Assistant Principal position was for <i>Climate and Culture</i>. Odamis will be working with Pr. Kristen on teacher observations and he will continue to report to Pr. Kristen. Ashley Tobin asked if there was an organizational chart. Tom responded this would be finalized over the summer.</p> <ul style="list-style-type: none"> ➤ Kerry Routh’s title is changing from <i>Teacher on Special Assignment to Academic Dean</i>. In her current position, along with teaching one math class, Kerry also focuses on the math curriculum and does a lot of one-on-one work with both teachers and students. This is a new position that recognizes the work that she is doing. Kerry will report to Pr. Kristen. ➤ Naki Pratt’s title from <i>Behavior Specialist to Dean of Students</i>. In her current role, she works with students in the Tier III level. We made changes to the focus on support of student discipline interventions. Naki will report to Pr. Kristen <p>Change of Titles Be it resolved that the Independence Charter School Board of Trustees hereby approve changing Odamis Fernandez Sheinbaum’s title from <i>Student Testing & Achievement and 21st Century Coordinator</i> to <i>Assistant Principal of Curriculum and Instruction</i>, Kerry Routh’s title from <i>Teacher on Special Assignment to Academic Dean</i> and Naki Pratt’s title from <i>Behavior Specialist to Dean of Students</i>.</p> <p>Motion to Approve: Ashley Tobin 2nd: Krista Pfeiffer Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none"> ➤ Employee Resignations/Non-renewals – these employees have either resigned or were not renewed for the 2017-2018 year. One of the resignations was a part-time teacher who has been hired as a full-time teacher at ICS-West. Mehreen Zaman asked if any of these positions are still open. Tom stated there are one and half positions still open. <p>Employee Resignations/Non-renewals Be it resolved that Board of Trustees of Independence Charter School hereby accept the resignations/non-renewals of following staff effective June 30, 2017.</p> <p>Martha Lopez-Cardoza, Classroom Assistant Alejandra Yazmine Cuapio, Classroom Assistant Katherine Dean, MS Social Studies Teacher Shani Johnson, MS ELA Teacher Teresa Kelley, SLA Teacher Daniel Rombola 5th grade Math and Science Immersion Sophia Saavedra, Classroom Assistant Teacher Lindsay Szabo, Part-time SLA Teacher</p> <p>Motion to Approve: Ashley Tobin</p>

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	<p>2nd: Rachel Salis-Silverman Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none"> • Revision to Financial and Purchasing Policies – The revision being presented is what has been in practice so there is no need for the bylaws to be changed. There were different documents - one that relates to financial policies and procedures and another document that is the purchasing policy. This revision went in front of the finance committee and after some review, it was discovered that the policy was not aligned with what was in practice. The revision streamlines the policy. In short, all purchases for professional services, materials, supplies and equipment may be made upon authorization of the CEO unless the contemplated purchase is for more than \$10,000 in which case prior approval is required from the Board of Trustees. <p>Financial and Purchasing Policies Be it resolved that the Independence Charter School Board of Trustees hereby approve the revised Business and Finance Policies and Procedures and the ICS Purchasing Policy as presented.</p> <p>Motion to Approve: Maureen Eagen 2nd: Ashley Tobin Action: Passed unanimously (voice vote)</p> <ul style="list-style-type: none"> • Language Task Force <ul style="list-style-type: none"> ➤ Task force held second meeting, which is looking at our two-program model ➤ Four additional meetings are planned ➤ Eighteen members are on the task force representing various stakeholders – both current and former board members, staff members, and parents. ➤ Pr. Kristen is the lead on the project <p>Kristen added:</p> <ul style="list-style-type: none"> ➤ That the first two meetings were mainly about laying the ground work <ul style="list-style-type: none"> ○ What is the purpose of the task force ○ Setting norms for the group ○ Looking at education around the world ➤ Third meeting is scheduled for next week – an update will be sent to the community after the meeting ➤ Will continue to meet over the summer and will make a recommendation to the Board in November.
Long	<p>Principal's Report: Kristen reported the following:</p> <ul style="list-style-type: none"> ➤ School is over (cheers from Board). <ul style="list-style-type: none"> ○ 2016-2017 was a really good year. ○ Had a nice end of the year BBQ for the staff on June 9 ○ Springboard program will begin on July 10
Routh	<p>Staff Representative Report: Kerry reported the following:</p> <ul style="list-style-type: none"> ➤ Alumni Day was held on June 3 – 100 students attended representing every graduating class. <p>Susanna thanked Kerry for her service during the 2016-2017 year.</p>

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Danyo	<p>Financial Report: Mike reported the following:</p> <ul style="list-style-type: none">• Cash at 6.3 million – 226 days of cash on hand as of 4/30/17.• Decrease from March to April due from ICS West. ICS West issued ICS-CC a \$100,000 check for payment towards the first-year management agreement. One more payment is due.• 21st Century - February to April invoices are outstanding.• Due to the District is related to the rate decrease in late February/early March – approximately \$214,000 has been returned to the District.• Revenue over expenses current - \$281,233 under projected budget by \$210,166.• Revenue is \$275,000 better than projected, but expenditures are approximately \$65,000 more than projected. Leaving a net of \$210,000 revenue better than projected at this point. This additional revenue has to do with the subsidy rate increase and ICS budgeting flat.• Fewer disbursements this month – due mostly to timing.• Only one check over \$10,000 – Pediatric Therapeutic Services• Food Service Revenue over expenses current - \$16,060 under projected budget by \$32,622. <p>April 2017 Disbursements Be it resolved that the Independence Charter School Board of Trustees hereby approves disbursements from the month of April 2017 in the amount of \$102,268.75</p> <p>Motion to Approve: Mehreen Zaman 2nd: Rosie McNamara-Jones Action: Passed unanimously (voice vote)</p> <p>Susanna asked Mike to report on the District subsidy rates announcement for the 2017-2018 year. Mike Reported the following:</p> <ul style="list-style-type: none">• Rates were released on Friday – they are about 2.5% higher for regular education and a 7.5% increase in special education, which in total is a little under \$300,000 in additional revenue. Jerry Santilli commented that the special education increase seems abnormally high, based on his experience. He went onto say there may be a small increase in the spring when the District reconciles, but not at this level. Greg Turlington stated that the final rates for 2017-2018 are based on the 2016-2017 expenditures. Jerry confirmed that this is correct; however, the District is required to adopt a budget on May 31 and at the same time, they typically revise the current year’s budget. The rates they gave for 2017-2018 match the 2016-2017 rates. If it turns out that the District did not spend as much as allocated, Jerry expects the rates to drop when they reconcile. For the past two years, the subsidy rates have dropped in the spring. Susanna stated that District has been sued over this rate change. Jerry stated yes, and a petition has been filed to recoup the money. A number of schools have asked the State to redirect the funds. The State has followed suit and has redirected the funds. The District has filed an appeal and the first step of the appeal is an administrative hearing, which is scheduled for June 19 and June 20. Jerry expects that this will end up in court. <p>Susanna asked Greg to give an update on the refinancing of the Bonds. Greg reported that three banks were engaged to provide RFPs for refinancing the school’s bonds.</p>

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	<p>Currently, the finance committee is doing a comparison analysis on the banks. There are some unknown factors that are important for our decision to refinance and if we do refinance, how much will we borrow. Until we know the outcome of those items, we are going to hold off on making a final decision. Susanna stated that one of the unknowns that Greg is referring to is our application to the District for additional seats. This is still outstanding and we would like to know the outcome of this request before a decision to refinance is made. Tom stated that this request would not be reviewed until the SRC meets in August. Greg asked Tom if we would be able to enroll the additional students in time for the start of the new school year. Tom responded that he will work with the admissions staff to see how many students and in which grades we can enroll students. It is more likely to be a rolling admission. Rachel Salis-Silverman asked if the window for refinancing is closing. Susanna responded that there is not an end window of when we can refinance, but there is a beginning as to when we can start to refinance. The date that we can start the process is June 15. Tom added that the last variable in the refinancing is the interest rate. We could be ready to proceed, but the interest rates could go up and it is no longer advantageous to refinance.</p>
Scheid/Salis-Silverman	<p>Committee Reports: Communications Report</p> <p>Tom reported that Vault Communications, a full-service public relations firm, offered to do a communications audit for ICS pro-bono. The process of the audit started in the fall of 2016 with Vault Communications and board member Rachel Salis-Silverman interviewing different stakeholders. Tom introduced Catie Gainor an Account Executive with Vault Communications. Catie reported that along with Tom, Rachel and two of her colleagues they worked on an extensive communications audit of ICS. From the information garnered from the various stakeholders, they looked at what each stakeholder sees as the challenges for ICS, where the opportunities are and where would they like to see the school in the future. The plan was presented to Tom and Rachel on May 18. Tom and Rachel responded in the course of the presentation, talked amongst themselves about what the priorities would be, given the robust number of tactical recommendations made, and reported back to Vault Communications who amended the plan accordingly. Catie went on to say that these are long-term goals and therefore the execution of the plan will be a long-term effort. Below are the findings of the audit and recommendations. Entire audit presentation is on file in the CEO's office.</p> <ul style="list-style-type: none"> • ICS Strengths, Weaknesses, Opportunities and Threats (SWOT Analysis) as seen by the stakeholders <ul style="list-style-type: none"> ICS Strengths: <ul style="list-style-type: none"> ○ Walks the talk ○ Community minded ○ Language program ○ Glowing reputation ○ Excellent staff ○ Diversity (socioeconomic and racial) ○ Mission is embraced by families ○ "Winning the Lottery" ICS Weaknesses: <ul style="list-style-type: none"> ○ Not a fundraising powerhouse ○ Physical space ○ Enhanced/Immersion divide ○ Lack of transparency ○ Lack of strong case for fundraising

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	<ul style="list-style-type: none"> ○ Perceived achievement gap ○ Behavioral challenges ICS Opportunities: <ul style="list-style-type: none"> ○ Digital engagement ○ Smart, articulate students ○ Committed board and parents ○ CEO Tom is well-liked and passionate ○ Growing alumni network ○ Void of print collateral ○ Lots of material for developing the “ICS story” ICS Threats: <ul style="list-style-type: none"> ○ Charter school “baggage” ○ Financial sustainability ○ Competition for teachers and staff ○ Difficult to serve diverse needs of students ○ Not currently prepared for crisis ○ Other schools or causes may seem more worthy of philanthropic support ● Master Goal is to: <ul style="list-style-type: none"> ○ Enhance awareness and strengthen the reputation of Independence Charter School within the city of Philadelphia and among the school community to positively impact its future fundraising and expansion capabilities. ● Objectives are to: <ul style="list-style-type: none"> ○ Showcase school’s successes and differentiates it from the “charter school” stereotype ○ Develop materials for fundraising success ○ Identify key influencers and cultivation strategy for target audiences ○ Improve internal communications and create opportunities to foster community ● Strategies are to: <ul style="list-style-type: none"> ○ Leverage the school’s mission and history to make a case for philanthropic support ○ Transparency with regular communications and print materials ○ Demonstrate the impact of an ICS education ○ Establish stronger digital connections for families and offer more opportunities for face-to-face interaction ○ Showcase accomplishments and media coverage with immediacy to increase real-time visibility ○ Streamline a series of key messages for marketing and development ● Key Audiences are: <ul style="list-style-type: none"> ○ Students and families ○ Teachers and staff ○ Current and potential donors ○ Philadelphia education community ○ Media ○ Legislators ○ Campus-adjacent neighborhoods ○ Prospective students and families

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	<ul style="list-style-type: none"> ○ ICS Board of Directors <p>Strategies to showcase the great things that are happening at ICS and to promote giving:</p> <ul style="list-style-type: none"> ● Website Enhancements: <ul style="list-style-type: none"> ○ Address website hierarchy and navigation to make crucial information easier to find ○ Update the “Give” page to make a case for ongoing support ○ Add additional information to the “About” section that ties the ICS mission to current information about the school ○ Create grade-specific Facebook Groups (e.g. “Class of 2019”) ● eNewsletters - Regular communication that comes out from ICS to engage all the stakeholder audiences. <ul style="list-style-type: none"> ○ Update monthly newsletters to include branded imagery and a consistent layout ○ Consider switching to a dedicated email marketing vendor ○ Customize newsletters to provide relevant updates for each constituency ● Digital Platform for Students <ul style="list-style-type: none"> ○ Develop a platform where student work can be showcased ● Organization and Donor Collateral – Articulate where funding comes from and volatility of funding. <ul style="list-style-type: none"> ○ Develop a multi-purpose arsenal of organization collateral to increase transparency and support development efforts ● Growing the ICS Stakeholder Network <ul style="list-style-type: none"> ○ Build ICS’ key audiences, spanning corporate, industry, and individual influencers who can advance ICS’ goals of philanthropy and positioning within the Philadelphia school landscape ● Media Relations <ul style="list-style-type: none"> ○ Position CEO Tom as a leader in charter school management to help tell the story of how ICS can serve as a model for other institutions ○ Submit for non-profit and education leadership awards ○ Increase local and regional coverage to cultivate donor base and manage overall reputation ○ Capitalize on existing opportunities to garner media coverage ○ Develop proactive PR campaign to support the ICS story ● Alumni Outreach – Grow relationship <ul style="list-style-type: none"> ○ Plot out a process for remaining in contact with alumni post-graduation ○ Establish a vehicle for alumni-student mentorship ○ As alumni age, encourage them to get involved in school governance ● Community Events and Partnerships – Host in our own community <ul style="list-style-type: none"> ○ Plan public events centered in the two ICS-adjacent communities and invite neighbors to engage with the school ○ Seek a partnership with a local company with a philanthropic focus that aligns with the values of the school ● Employee Engagement <ul style="list-style-type: none"> ○ Develop an internal engagement program to help foster community and pride among employees across both ICS campuses ● Communal Student Project <ul style="list-style-type: none"> ○ Institute an annual project that engages the whole student body without

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	<ul style="list-style-type: none"> ○ Final product can be merchandized across all communications channels and potentially leveraged for media coverage (depending on scale) <p>Rachel stated that timing of accomplishing the “Green Light” tactics is deliberately vague. She recognizes that there are no new resources to help get this work done and this needs to be a shared responsibility among members of the Board, Communication & Development Committee, Tom and the ICS staff. The “Green Light” tactics timing is Summer 2017 with evaluation in January 2018. Those tactics include:</p> <ul style="list-style-type: none"> • Digital <ul style="list-style-type: none"> ○ Website updates ○ Facebook groups: K through 3rd grade (Classes 2029 thru 2026) • Collateral with Digital Components <ul style="list-style-type: none"> ○ Annual report ○ Brochure • Growing ICS’ stakeholder network <ul style="list-style-type: none"> ○ Alumni outreach ○ Corporate and individual prospects for philanthropy ○ Legislators, educators and other Philadelphia influencers • Media Relations <ul style="list-style-type: none"> ○ CEO positioning/thought leadership ○ News jacking and story mining ○ Awards submissions ○ Proactive pitching <p>The rest of the objectives are considered “Yellow Light” tactics and the time to complete these tasks will be based on the evaluation of pace and resources. Those tactics include:</p> <ul style="list-style-type: none"> • Digital <ul style="list-style-type: none"> ○ Dedicated email marketing ○ Platform for student work • Collateral <ul style="list-style-type: none"> ○ Infographics ○ Eighth-grade videos ○ Other content as identified • Internal Communication <ul style="list-style-type: none"> ○ Communal student project(s) ○ Community events & partnerships ○ Employee engagement <p>A question and answer session followed the presentation.</p> <p>Susanna thanked Rachel and Tom for spearheading the project and recognized Vault Communications for doing this work pro bono.</p>
Greenberg	<p>Election of New Executive Board Slate: As discussed at the last board meeting, the new Executive Board Slate, which has been nominated for the 2017-2018 year is: Greg Turlington, President Maureen Eagen and Tre Johnson, Co-Vice Presidents Harry Moseley, Treasurer Krista Pfeiffer, Secretary</p>

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	<p>The nominees left the room in the so that the board members could discuss any questions or concerns. There were none.</p> <p>Resolution: Approval of Executive Board Slate Be it resolved that the Independence Charter School Board of Trustees hereby accept the Executive Board Slate for the 2017-2018 school year: Greg Turlington, President, Tre Johnson and Maureen Eagen, Co-Vice Presidents, Harry Moseley, Treasurer and Krista Pfeiffer, Secretary</p> <p>Motion to Approve: Rashidah Andrews 2nd: Susanna Greenberg Abstain: G. Turlington, T. Johnson, M. Eagen, Harry Moseley and K. Pfeiffer from their own nomination Action: Passed (voice vote)</p>
Greenberg	<p>Nomination of New Board Members: Susanna stated that there are five nominees for the board for the 2017-2018 school year and asked Rashidah to present them to the board. Rashidah reiterated that there are five new nominees, one of which is the parent rep, Jo Tiongson-Perez, who has already been voted on. The other nominees are Michelle Lamm who has done development work for ICS, Camilo Dominguez, who has worked closely with Krista Pfeiffer, Joyce Petrenchak, who has strong financial background and Virgil Sheppard, whose background is working on intervention programs with schools.</p> <p>Susanna stated that everyone had a copy of the nominees' resumes and asked if there were any questions. There were none. Susanna then stated that she, Rashidah and Ashley Tobin are ending their terms tonight. In terms of the succession of the committees, Susanna stated that Rachel Salis-Silverman and Rosie McNamara Jones will co-chair the Development Committee, Maureen Eagen will chair the Governance Committee, Harry Moseley will move over and chair the finance committee, and Mehreen Zaman will chair the HR Committee.</p> <p>Resolution: Approval of ICS Board Members Be it resolved that Board of Trustees of Independence Charter School hereby accept the nomination and appointment of Camilo Dominguez, Michelle Lamm, Joyce Petrenchak and Virgil Sheppard to the Board of Trustees of Independence Charter School to serve as a Trustee of Independence Charter School in accordance with the Bylaws of Independence Charter School.</p> <p>Motion to Approve: Maureen Eagen 2nd: Rashidah Andrews Action: Passed unanimously (voice vote)</p>
Pfeiffer	<p>Swearing in of New Board Members Krista informed the new members that as Trustees of a public charter school that they are public officials in Pennsylvania. She then swore them in: "I do solemnly swear, or affirm, that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office as a member of the</p>

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	Independence Charter School Board of Trustees with fidelity.” Before ending the meeting, Tom presented the outgoing board members with flowers and a framed piece of student artwork.
Greenberg	Adjournment Motion to Adjourn: Rashidah Andrews 2nd: Greg Turlington Action: Passed unanimously (voice vote) Susanna adjourned the meeting at 8:09 pm

Respectfully submitted by: Patricia Cirone