

MINUTES OF A MEETING OF
THE BOARD OF TRUSTEES OF THE
AMANI PUBLIC CHARTER SCHOOL

June 8, 2020

A regular meeting of the Board of Trustees (the “**Board**”) of the Amani Public Charter School (the “**School**”), was held via videoconference (in light of the New York State PAUSE in response to the coronavirus (COVID-19) pandemic) on June 8, 2020, beginning at approximately 4:00 pm. local time pursuant to notice duly given.

The following Trustees were present in person at the meeting: Sidney Burke, Stephanie Edwards, Gene Johnson, Tamara Houston, and Patrick Smith. The following Trustees were not present: Jim Killoran.

Also present at the meeting were the following School employees: Debra Stern, Cara Martin, Phil Salmon, Jamell Scott, and Bruce Tanner. Mr. Burke presided as Chair of the meeting and recorded the minutes as secretary for the meeting.

Attached as Exhibit A are the materials provided to the Board at or prior to the meeting.

After noting that a quorum was present, the Chair called the meeting to order.

1. Public Comment. The Chair opened the floor for public comment. No one from the public chose to speak.

2. Nearpod. Mr. Scott noted that the meeting was occurring via Nearpod, the system that the School has begun rolling out to facilitate online classes.

3. Mission Moment. Mrs. Stern noted that the School has been including morning messages online from parents, Board members (including Mrs. Houston), and students to inspire students.

4. Fall Reopening Planning. Mrs. Stern and Mr. Scott presented to the Board regarding the School’s current planning for reopening in the Fall, including a discussion of how an A/B schedule might work, outreach to parents that has occurred for input on the schedule, a Nearpod lesson demonstration (which enables live or student-led lessons that are standard-aligned, searchable, and editable), the June schedule for live instruction, end-of-year assessments, make-up week, and graduation. Mrs. Martin also discussed adjustments that have been made for SPED students and others who need additional support. Mr. Scott and Mrs. Martin noted that there were no students at risk of not graduating this year. Members of the Board asked various questions of the members of School leadership, which were answered.

5. Approval of School Budget. Mr. Salmon presented the School’s proposed budget for the 2020-21 school year, describing the drivers of material changes from the prior year’s budget and projected actual results. He also provided an update regarding enrollment and

recruitment for the upcoming School year. Mr. Scott and Mrs. Martin discussed planned staffing changes, the impact of those changes on both the School's finances and its academic program. They also noted the different skills required for online instruction, and the blossoming of some younger teachers that they have observed during online classes (where there is less need for classroom management). Members of the Board asked various questions, which were answered. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

6. Approval of Prior Minutes. The minutes of the Board meetings held on May 20, 2020, were reviewed and unanimously approved.

7. Approval of Increase in Line of Credit. Mr. Salmon noted that, given the increased size of the School staff and related increase in payroll costs, the School's periodic payroll (including benefit costs) exceeds the School's existing \$250,000 line of credit. However, he also noted that the School has not needed to borrow under the line of credit. As a precaution, however, he recommended that the Board approve an increase in the line of credit to \$400,000. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

8. Re-Election of Trustees. At this point, Mr. Burke noted that the following members' term as Board members would expire following this meeting: Mrs. Edwards and Mr. Killoran. Following discussion, upon motion duly made and seconded, Mrs. Edwards and Mr. Killoran were unanimously re-elected for a term expiring after the 2022 Annual Meeting, as reflected in the resolutions attached as Exhibit B hereto.

9. Election of Officers. Mr. Burke then discussed the proposed Officers for the upcoming school year. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

10. Committees/Task Forces. Mr. Burke then discussed the proposed Committees and Task Forces for the upcoming school year. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

11. Schedule for Board Meetings. The Board discussed the calendar for the upcoming school year. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

12. Items for Future Meetings.

- ED self-evaluation and Board evaluation of ED performance
- Policy reviews/updates
- Test results
- Parent and alumni survey
- Board self-evaluation / strategic planning [for Board retreat]

13. Adjournment. There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

Sidney Burke
Secretary for the Meeting

APPROVED:

Stephanie Edwards
Secretary

EXHIBIT A

[Board materials attached]

EXHIBIT B

Resolutions of the
Board of Trustees (the “**Board**”)
of the
Amani Public Charter School (the “**School**”)

June 8, 2020

A. Re-Election of Directors and Officers

1. RESOLVED, that each of the following persons be appointed as a trustee of the School for the term set forth above such persons’ name, to serve until such trustee has been duly chosen and qualified, or until such trustee’s earlier incapacity, death, resignation or removal:

Term expiring following the 2023 Annual Meeting:

Stephanie Edwards
Jim Killoran

2. RESOLVED, that each of the following persons be appointed as officers of the School in the position set forth opposite such person’s name, each to serve until his or her successor has been duly chosen and qualified, or until such officer’s earlier incapacity, death, resignation or removal:

<u>Name</u>	<u>Position</u>
Sidney Burke	Chair
Gene Johnson	Vice Chair
Jim Killoran	Treasurer
Stephanie Edwards	Secretary

B. Appointment of Committees

3. RESOLVED, that the following individuals shall be appointed to serve on the **Executive Committee**, each to serve until his or her successor has been duly chosen and qualified, or until such individual’s earlier incapacity, death, resignation or removal:

<u>Name</u>	<u>Position</u>
Sidney Burke	Chair
Stephanie Edwards	Committee Member
Jim Killoran	Committee Member
Gene Johnson	Committee Member
<i>Vacant</i>	Committee Member

4. RESOLVED, that the following individuals shall be appointed to serve on the **Finance Committee**, each to serve until his or her successor has been duly chosen and qualified, or until such individual’s earlier incapacity, death, resignation or removal:

<u>Name</u>	<u>Position</u>
Jim Killoran	Chair
Sidney Burke	Committee Member
Patrick Smith	Committee Member

5. RESOLVED, that the following individuals shall be appointed to serve on the **Education and Accountability Committee**, each to serve until his or her successor has been duly chosen and qualified, or until such individual's earlier incapacity, death, resignation or removal:

<u>Name</u>	<u>Position</u>
Gene Johnson	Chair
Stephanie Edwards	Committee Member
Tamara Houston	Committee Member

C. Formation of Task Forces

6. RESOLVED, that the following individuals shall be appointed to serve on the **Amani 10 Fundraising Task Force**, each to serve until his or her successor has been duly chosen and qualified, or until such individual's earlier incapacity, death, resignation or removal:

Charlie Stern (chair, non-Board member)
 Jim Killoran
 Tamara Houston
 Debra Stern (non-Board member)

D. Approval of Board Meeting Schedule for 2020-21

7. RESOLVED, that regular meetings of the Board for the 2020-21 school year be scheduled for the following dates at 4:00pm local time:

- July 13
- August 10
- September 14
- October 19 (because of Columbus Day on October 12)
- November 9
- December 14
- January 11
- February 8
- March 8
- April 12
- May 10
- June 14

E. 2019-20 School Budget

8. RESOLVED, that the School's 2020-21 budget, in substantially the form presented to the Board, be and hereby is, authorized and approved, with such changes as the Authorized Representatives (as defined below), or any of them, may determine are necessary or appropriate;

F. Approval of Increase in Line of Credit

9. RESOLVED, that the Authorized Representatives are, and each of them hereby is, authorized and directed for and on behalf of the School, to take any and all actions necessary to increase the School's existing line of credit (with the School's current bank or a different bank) to an amount not to exceed \$400,000 in the aggregate, on substantially the same terms as those presented to the Board, with such changes to such terms as any such Authorized Representative may determine are necessary or appropriate (with the execution of any written agreement by an Authorized Representative constituting definitive evidence of such determination);

G. Miscellaneous

10. RESOLVED, that the officers of the School and the Executive Director, Director of Curriculum and Instruction, Director of Finance, and Director of Operations (in each case, whether acting, interim, or permanent) (collectively, the "**Authorized Representatives**"), be, and each of them hereby is, authorized, empowered and directed to execute and deliver any and all other agreements, instruments, certificates and other documents, to pay such fees and taxes, to give such notices, to make such filings, to obtain such governmental and third-party consents, and to take such actions in the name and on behalf of the School as such Authorized Representatives may deem necessary or advisable to effectuate the purposes and intentions of the foregoing resolutions; and

11. RESOLVED, that the authority and power given under the foregoing resolutions shall be deemed retroactive and any and all acts authorized thereunder performed prior to the passage of the foregoing resolutions be, and they hereby are, ratified and approved.