

COMMUNITY ACADEMY OF PHILADELPHIA

Minutes of a Meeting of the Board of Directors held November 03, 2008

A meeting of the Board of Directors (the “Board”) of the Community Academy of Philadelphia, a Pennsylvania charter school, a Pennsylvania nonprofit corporation (the “Community Academy” or the “School”) was held at the offices of the Community Academy on November 3, 2008. The following Board members were present at the meeting, constituting a quorum: Jack FitzSimmons, Board Chair, Joseph Proietta, CEO and Founder, Secretary, Nick Cinalli, Wendy Williams-Blackson and Loretta Crespo. Also present at the meeting were Anna Duvivier, COO, Traci Ray-Duren, Business Manager, Priscilla Fuentes, DCEO, Chief Operating Officer, Elizabeth McCluskey, Chief Academic Officer, Yvonne McGinley DeAngelo of Larson Allen, and Enrico Pagnanelli of Duane Morris LLP.

Mr. FitzSimmons served as Chairman of the meeting and, having met a quorum, called the meeting to order at 4:06 p.m.

As the first order of business, Mr. FitzSimmons called for a review of the minutes from the meeting held on September 22, 2008 and asked whether anyone had any comments. The Board continued to review the minutes, and then, upon a motion duly made by Mr. Cinalli and seconded by Ms. Williams-Blackson, the minutes for the meeting held September 22, 2008, as amended, were unanimously approved. The Board then ordered that the minutes be placed in the Community Academy’s minute book.

Second, Mrs. McGinley of Larson Allen discussed Accountant and Business Office related matters using an agenda and a spreadsheet indicating the Actual vs. Budget for the Community Academy of Philadelphia Charter School through September 30, 2008 (the “Actual vs. Budget Spreadsheets Report”), a copy is **attached** to these minutes. Mrs. McGinley noted that the report is key to reflecting what the school is supposed to get, as opposed to what it actually received. Referencing the final page of the Actual vs. Budget Spreadsheets Report, Mrs. McGinley noted that the actual expenses of \$2,720,850.63 were markedly close to the budgeted amount of \$2,706,938.52. In addition, she noted that the key expense is salaries and that the comparisons were practically on the mark in that category.

Mr. FitzSimmons noted the high level of detail in the Actual vs. Budget Spreadsheets Report and asked that in addition to having such a report that encompasses actual versus budgeted monies for the entire school, he would like a report generated for each school. Mrs. McGinley responded that such reports already exist and that she would make sure they are provided at the following meeting.

Mr. Proietta asked if Mrs. McGinley had received any feedback on the Actual vs. Budget Spreadsheets Report and she replied that she had and that the report would be

regularly distributed to the Finance Committee as follows: the Actual vs. Budget and Detailed Activity Reports would be sent beginning in October and the Balance Sheet and Cash Flow Forecast would be sent beginning in November. In addition, the Finance Committee would be meeting one week prior to the next proposed Board Meeting, on January 5, 2009. Mrs. McGinley explained that at this meeting various proposed policies would be reviewed, including: the Whistleblower policy, the Document Destruction/Retention policy, the Travel reimbursement policy and the Draft of Policies and Procedures Manual.

Mrs. McGinley also noted a proposed Finance Committee meeting date of April 13, 2009. At this meeting, the Finance Committee would review the preliminary budget for fiscal year 2010. Mrs. McGinley noted that a final budget would need to be sent to the Board by the end of the first week in June and would require Board approval by June 30, 2009. In addition, the Auditor selection process would also take place at the proposed Finance Committee meeting on April 13, 2009.

Next, Mrs. McGinley passed around the Financial Statements and Independent Auditors' Report for the Community Academy of Philadelphia for the year ended June 30, 2008 (the "Auditors' Report"), which is **attached** to these minutes. The Board took a few minutes to review the Auditors' Report and Mrs. McGinley referred to page 31, which presented a summary of the audit findings, for additional review.

Upon a motion by Mr. FitzSimmons which was seconded and approved, it was:

RESOLVED, that the Auditors' Report was accepted by the Board.

Following a discussion provoked by Mr. Proietta concerning who was on the Finance Committee, the Board decided that the following individuals would serve on the Finance Committee: Frank Viola, as Board Treasurer, Marcus Delgado, as Vice Chair, and Jack Fitzsimmons as Chairman.

Third, Ms. Duvivier spoke about the Security Officer Training (2008) and Continuing Education Program (2008) (the "Security Training Final Report"), which is **attached** to these minutes. The Board took a few minutes to review the Security Training Final Report.

Ms. Duvivier explained that nineteen (19) of the School officers received safety training by Temple University. Nine (9) went through the basic training program and ten (10) went through the continuing education program. All nineteen (19) officers received an OC Training - Pepper Spray Certification in the use of a foam type of pepper spray. Ms. Duvivier explained that the School used Temple for the training because they were the best, most receptive and could quickly accommodate the School's training needs. The training was conducted during the summer. Ms. Duvivier explained that while everyone does not currently carry the pepper spray, everyone has been trained using the spray. Ms. Duvivier explained that Page 2 of the Security Training Final Report has a summary of the training that took place with Temple. Ms. Duvivier also instructed that the foam pepper spray is the least invasive form of spray.

Mr. Proietta reminded the Board that the School is immune from being sued for actions taken as a quasi-political subdivision, but that under the law, the School would need to prove they did everything within the guidelines to avoid liability.

Ms. Duvivier then made reference to the October 2, 2008 email from Jane Dalton of Duane Morris LLP, attached to these minutes. Referring to the email, Ms. Duvivier opined that while local government agencies are typically immune from liability under the Pennsylvania Tort Claims Act, there are two exceptions that, according to Jane Dalton, do not apply to the School. Notwithstanding that it was unlikely the School could be subject to liability for using the foam pepper spray, the Board decided to follow Jane Dalton's recommendation from the email to make a publication available to the school that explained (1) why the School deems it necessary for security to carry the spray (i.e., to protect the student and faculty community from intruders, etc...); (2) that all security personnel carrying the pepper spray are required to complete training and certification pursuant to the NTA guidelines; and (3) what the protocol is for using the spray (i.e., what situations warrant such use, and what the follow up treatment should be).

Ms. Duvivier explained that obviously the best defense is overly publishing, but, regarding indoors use of the spray, perhaps it was not necessary that all security personnel carry the spray. Ms. Duvivier suggested maybe limiting the spray to the guard check, the desk one bypasses after the guard check, and/or maybe just the active supervisor. However, she explained that it is probably necessary that whoever is outside during dismissal has use of the spray during that time. The Board discussed that the ultimate responsibility for check in and checkout of the spray for the dismissal person would fall on Mr. Proietta.

Mr. Proietta explained that the his administration would create the published document under the guidelines suggested by Jane Dalton to be published on the Internet and in the School and a draft of the notice would be provided at the next meeting for approval. Ms. Duvivier clarified that she would send a draft of the published notice to the Board via email so that suggested edits and revisions could be made prior to the next Board meeting. Mr. FitzSimmons then inquired as to whether Ms. Duvivier had considered a rapid response team. Ms. Duvivier explained that the School uses various security codes for different types of incidents and that she would like the Board to attend some mock drills so they can witness how fast the security personnel can respond to emergencies.

Ms. Duvivier then referred the Board to page 15 of the Security Training Final Report which listed possible next steps for the program. Ms. Duvivier then concluded by confirming that she would send a draft publication to the Board using Jane Dalton's recommendations as well as some dates and times for mock demonstrations.

Fourth, Ms. Duvivier directed the Board to the Employee Summary Report, attached to these minutes. Ms. Duvivier reviewed that the School had hired Osmar Martinez and Dana Baynes in Operations and that Elsie Centeno, a Daycare giver, had

left the School. Ms. Duvivier explained that if further details were needed regarding Elsie Centeno's departure, she would be happy to discuss that matter in private.

Fifth, Mrs. McCluskey provided an update on School Academics and related activities. Mrs. McCluskey explained that the School had worked very hard on the 2008-2009 Academic Plan and was waiting back from the School District of Philadelphia who is acting as the IU this year. The report is due to the state by November 16th. The framework for continuous school improvement planning was passed out to the board and is **attached** to these minutes.

Next, the Board reviewed a chart for scholastic achievement that compared students at the School to other like schools in Philadelphia. The comparison report is **attached** to these minutes. Mrs. McCluskey instructed that at the top of the page is the no child left behind target and that the percentage indicated the number of students scoring proficient or advanced scores. Mrs. McCluskey noted that our scores are not fantastic, but that they may be comparable to local or similar schools in our area. Mrs. McCluskey explained that the first two pages were for elementary schools and the third page was for the School's 11th graders as compared to other High Schools in the area.

Mr. FitzSimmons then asked why math was such an issue. Mr. Proietta explained that the School had evaluated the math program last year and chosen and instituted a new math program. Mr. FitzSimmons inquired as to whether the effect from such a change in program takes a few years or is immediate. Mrs. McCluskey responded that she didn't think there would be much immediate fluctuation in scores because while the teachers were impressed with the new resources provided by the new math program, the new program was derived from the same publishing company and so the transition was more seamless.

Mr. Proietta noted one reason for low test scores could be that the programs used by other schools in the School District of Philadelphia for math may be more test friendly but our teachers had made a decision not to use such programs. Mr. Proietta noted that anyone that looks at these stats has to wonder what they really mean given that some of the statistics on various schools make absolutely no sense (ie average income, reputation of school as compared to percentages in math and reading on the comparison chart). The Board generally discussed that perhaps other schools are using training materials that specifically train their students to take the scholastic tests and perform higher.

Mr. FitzSimmons inquired as to how the School could monitor the on-going progress of the programs instituted. Mrs. McCluskey responded that such an initiative involved a combination of attempting to institute a benchmark program to let students know what to expect on the tests and working with teachers to make sure that students are paying attention. She further explained that such efforts are difficult to quantify and that progress can be seen by principals doing formal or informal observations and working with personnel.

Mrs. McCluskey mentioned that in the last meeting the Board had inquired as to how to monitor success aside from test scores. Other ways included looking at not only test scores, but also student achievement in the form of progress over time, post secondary readiness and success and student engagement as measured through attendance and continued enrollment and overall improvement in these areas. Mrs. McCluskey explained that she has been working with Mr. Viola and Mr. Baldino to progress this initiative into something that the Board can use when the charter comes around.

Mr. FitzSimmons commented to the Board that one way to gauge success of the School may be in focusing on what the IQ is of a certain child and on how they perform relative to their IQ. Mrs. McCluskey agreed that would be helpful but that at present, the School only conducts IQ testing for special-ed students. Mr. FitzSimmons inquired as to whether the School could institute IQ testing for all students and Mr. Proietta responded that such testing would require a major effort.

Next, Ms. Duvivier referred to a letter dated October 29, 2008 from the School District of Philadelphia, **attached** to these minutes. In the letter, the School District of Philadelphia confirms that they have reviewed and accepted the School's annual report for the Academic Year 2007-2008.

Frank Viola joined the meeting via teleconference. (FRANK CALLED IN)

Sixth, the Board moved on to a discussion of "Other" business and Mr. Viola had nothing to share.

Next, Ms. Duvivier explained that the School had made two (2) IT decisions last year: (1) to change to the LIFE program, a financial program that the School is currently satisfied with; and (2) to change the student management system to Powerschool, a program that the School is not really thrilled with at this time. Ms. Duvivier explained that there have been many glitches in the Powerschool program that had not been expected. For example, the School was required to pay additional money to have Powerschool design the report card and Powerschool does not actually provide support for the report card they designed. Ms. Duvivier explained that she planned on calling the regional manager for Powerschool to get some clarity from them that their support team is just not giving us the right answers. She noted that there is another school management system that is getting great reviews. Ms. Duvivier concluded that perhaps the School needed to either make a full transition into using Powerschool by mastering it or move onto another provider. However, she did note that she had received feedback from other charter schools that use Powerschool and their feedback was overwhelmingly negative.

Mr. Proietta noted that previously we could never get the attendance correct with the old report card system used and that was the reason we decided to switch to Powerschool. He warned the Board that sticking with Powerschool will probably end up costing the School more money than was budgeted for that expense. Ms. Duvivier replied that they would continue to attempt to cut corners with the expenses for

Powerschool and that while it is a functional system, it takes at least a year for someone to master it. Mr. Viola agreed that it was ridiculous to take a year to integrate 1200 students on such a system. Ms. Duvivier replied that it had taken the School longer because of the PIMS that are mandated by the state and that without the PIMS it only would have taken 4-6 months for complete integration.

Mr. Viola suggested having the School's IT team investigate the matter by contacting the IT people at other schools to potentially confront PowerSchool together. Ms. Duvivier responded that the School currently has an internal user group focused on the issue but that unfortunately, the IT Department is extremely small and while they help the best that they can, much of their energy has been focused on other projects such as the creation of the new website and integration of technology in the classroom. Ms. Duvivier concluded that they needed to schedule a meeting with the Powerschool sales representative as soon as possible.

Seventh, the Board moved on to a discussion of "New Business" but there was nothing to be shared.

The next meeting of the Board was then set for Monday, January 12, 2008 at 4:00 p.m. at the School.

Eighth, the Board discussed various upcoming events at the school including the Friday, December 12, 2008 visit of Dr. Ackerman, the superintendent of the School District of Philadelphia and the upcoming homecoming basketball games against Morrisville High School. In addition, the Board discussed the NFL moms Reading Across America program which will take place in March of 2009. Ms. Duvivier will be providing the date at a later time.

Upon motion duly made, seconded and approved, the meeting was adjourned at 5:48 p.m.

Respectfully submitted,

DRAFT

Enrico Pagnanelli, Esquire
Secretary of the Meeting