

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

**June 20, 2016**

A regular meeting of the Board of Trustees (the “**Board**”) of the Amani Public Charter School (the “**School**”), was held at the School’s facility at 60 South Third Avenue, Mount Vernon, NY on June 20, 2016, beginning at approximately 6:30 pm. local time pursuant to notice duly given.

The following Trustees were present in person at the meeting: Sidney Burke, E. Adell Dowdy, David Eichler, Laura Francis, Robert Jones, and Stephanie McCaine.

Jim Killoran and Richard Thomas were not present.

Also present at the meeting were Debra Stern (the School’s Executive Director) and, for the public comment period, Charnay Phaire (the School’s Director of Operations). 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. Mr. Phaire spoke to the Board regarding the termination of his employment, the circumstances leading up to that termination, and his request for a severance payment from the School. He provided some materials to the Board and then left the meeting.

At this point, Mr. Eichler arrived.

The Board discussed the matters raised by Mr. Phaire with Mrs. Stern, who explained the School’s view of the situation and answered various questions from the Board. The Board members agreed to review the materials provided by Mr. Phaire and consider at a future meeting what further action, if any, would be appropriate.

2. Approval of Prior Minutes. The minutes of the Board meeting held on May 9, 2016, were reviewed and unanimously approved.

3. Budget. Mrs. Stern noted that Mr. Bailey had been injured in a car accident and was unable to attend the meeting. The Board unanimously approved, on an interim basis, the School’s proposed budget for the 2015-16 school year (as presented at the previous Board meeting), with the expectation that the final budget for the year will be discussed and voted upon at the next meeting of the Board.

4. School Snapshot. Mrs. Stern presented the School Snapshot to the Board, including a discussion of staffing changes and staff recruitment, operations, instructional matters and faculty observations, enrollment, other upcoming events (including graduation), and student discipline. Mrs. Stern also discussed the lead testing that the School performed, and how Mr. Tanner used that as an opportunity to create an educational exercise for students. Mrs. Stern also reported on the transition plan that was in place in connection with the departure of Mr. Whalen (the School's Director of Curriculum and Instruction) from the School. Members of the Board asked various questions of Mrs. Stern, which were answered.

5. Re-Election of Trustees. At this point, Mr. Burke noted to the Board that terms as Board members of Mrs. Dowdy and Mr. Jones would expire following this meeting. Following discussion, upon motion duly made and seconded, each of them was re-elected for a term expiring after the 2019 Annual Meeting, as reflected in the resolutions attached as Exhibit B hereto.

6. Election of Officers. Mr. Burke then discussed the proposed Officers for the 2016-17 school year. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

7. Committees/Task Forces. Mr. Burke then discussed the proposed Committees and Task Forces for the 2016-17 school year. Following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

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

9. Finance Committee Report. Mr. Jones reported to the Board on his conversation with Ms. Summa from Westchester Bank regarding their advertising and commitment to the community. Mr. Jones reported that he was satisfied with Ms. Summa's response and appreciated her interest in building a relationship with the School (such as offering to teach a financial literacy class to scholars and their parents).

10. Education and Accountability Committee Report. Mrs. Dowdy reported to the Board that they were planning to meet with Mr. Whalen this week to further discuss his transition.

11. Relationship with MVCSD. Mr. Jones noted the discussion of the School at a recent MVCSD trustee candidate meeting, and various misperceptions and inaccuracies that were asserted about the School at that meeting. He noted that, in light of these statements, the School should continue its work in the community on the public relations front. The Board discussed these matters, and Mr. Jones volunteered to talk with certain MVCSD trustees about the possibility of collaboration between the School's and MVCSD's trustees.

12. Items for Next Meeting.

- ED self-evaluation
- Teacher attendance

- Algebra results (this year vs last)
- Budget
- Investment of operating reserve
- Parent and alumni survey

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

Respectfully submitted,

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Sidney Burke  
Secretary for the Meeting

APPROVED:

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E. Adell Dowdy  
Vice Chair

## **EXHIBIT A**

[Board materials attached]

**EXHIBIT B**

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

June 20, 2016

**A. Re-Election of Directors and Officers**

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

Term expiring on the date of the 2019 Annual Meeting:

E. Adell Dowdy  
Robert Jones

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
Adell Dowdy	Vice Chair
David Eichler	Treasurer
Jim Killoran	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
E. Adell Dowdy	Committee Member
David Eichler	Committee Member
Stephanie J. McCaine	Committee Member
Jim Killoran	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>
David Eichler	Chair
Robert Jones	Committee Member
Richard Thomas	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>
E. Adell Dowdy	Chair
Laura Francis Clarke	Committee Member
Robert Jones	Committee Member
Brenda Mizell	(non-Board member)

**C. Formation of Task Forces**

6. RESOLVED, that the following individuals shall be appointed to serve on the Facilities 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:

Jim Killoran  
 Debra Stern (Executive Director / non-Board member)  
 Charlie Stern (non-Board member)  
 Roxanne Neilson (non-Board member)

7. RESOLVED, that the following individuals shall be appointed to serve on the Fundraising and Communications 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:

Jim Killoran (chair)  
 Stephanie McCaine  
 Richard Thomas  
 Debra Stern (Executive Director / non-Board member)  
 Charlie Stern (non-Board member)  
 Yasmeen Livingston (Director of Advancement and Legal / non-Board member)

**D. Approval of Board Meeting Schedule for 2016-17**

8. RESOLVED, that regular meetings of the Board for the 2016-17 school year be scheduled for the following dates at 6:30pm local time:

- July 11
- August 8
- September 12
- October 17 (because of Columbus Day)
- November 14

- December 12
- January 9
- February 13
- March 13
- April 10
- May 8
- June 12

**E. Miscellaneous**

9. RESOLVED, that the officers of the School and the Executive Director, Director of Curriculum and Instruction, 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

10. 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.