

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

October 21, 2019

A 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 October 21, 2019, beginning at approximately 7:00 pm. local time pursuant to notice duly given.

The following Trustees were present in person at the meeting: Sidney Burke, Gene Johnson, and Jim Killoran. Derrick Dunlap was not present.

Also present at the meeting were (a) Jill Shahan from Empire Charter Consultants (via videoconference), (b) Jackie Lee from MMB (the School’s auditors) via telephone for the portion of the meeting indicated below, (c) the following prospective Board members: Stephanie Edwards, Tamara Houston, and Patrick Smith, and (d) the following School employees: Debra Stern, Karl Eason, Cara Martin, Phil Salmon, Jamell Scott, Bruce Tanner, and Jane Tulley.

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. *Mr. Burke noted that the New York State Education Department (“**NYSED**”) had informed the Board that, until there were five Board members approved by NYSED, the Board would not be permitted to take any official actions; Mr. Burke noted that, notwithstanding that, the Board intended to approve various matters and then ratify those actions once there were five Board members approved by NYSED.*

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

2. Approval of Prior Minutes. The minutes of the Board meetings held on September 9, 2019, were reviewed and unanimously approved.

3. Executive Director Report. Mrs. Stern, Mr. Scott, Mr. Tanner, Mrs. Martin, and Mrs. Tulley presented the Executive Director Report to the Board, including a discussion of the School’s growing SPED population, enrollment, fundraising (including for the Latin Club’s planned trip to Rome), and the assessment calendar (including clarification that iReady is being used in August/September, January, and June, and internal assessments are being used in November, June, and for the predictive test that will be taken approximately three weeks before

the state test). Members of the Board asked various questions of the members of School leadership, which were answered.

4. Emergency Plans. Mr. Tanner discussed with the Board the District Wide Safety Plan (previously approved by the Board) and School Emergency Response Plan (for Board review, comment, and approval at the next Board meeting). He also noted progress in the process of public comment and ultimately Board approval (to be included in the agenda for the next Board meeting).

5. Approval of Audited Financials. At this point, Mrs. Lee joined the meeting by phone. Mrs. Lee led a detailed discussion of the School's audited financial statements, providing a description of the key drivers of changes in each of the material line items in the financial statements. Mrs. Lee also provided an overview of the other financial statement-related documents provided to the Board prior to the meeting, including MMB's internal control report and management letter. Throughout the presentation, members of the Board asked various questions of Mrs. Lee, which were answered. Following discussion, upon motion duly made and seconded, the Board unanimously approved the audited financial statements of the School for the 2018-19 fiscal year in the form previously provided to the Board.

6. Executive Session with Auditor. The Board asked the School staff to leave the meeting, so that the Board could speak directly with Mrs. Lee without them being present. After that discussion, the School staff returned to the meeting and Mrs. Lee left the meeting.

7. Dashboard Presentation. Mr. Eason presented to the Board some examples of the kind of data presentations that will be included in the Board dashboard for future meetings. Mr. Eason and Mr. Scott answered various questions from the Board regarding the dashboard and the underlying data, which were answered.

At this point, all of the Staff other than Mrs. Stern left the meeting. Mrs. Shehan remained, to help facilitate the executive session.

8. Executive Session. Upon motion duly made, seconded, and unanimously approved, the members of the Board then in attendance went into executive session to discuss the evaluation of the School's Executive Director and the framework for future evaluations of the School's Executive Director.

9. Approval of ED Evaluation Framework. After returning from executive session, following discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

10. Prospective Board Members. At the beginning of the meeting, Mrs. Edwards, Mrs. Houston, and Mr. Smith had introduced themselves to the Board and discussed their respective backgrounds (certain background information had also previously been circulated to the Board). At this point, Mr. Burke suggested that each of Mrs. Edwards, Mrs. Houston, and Mr. Smith be elected as a Board member, subject to the NYSED approval process. Following

discussion, upon motion duly made and seconded, the resolutions attached as Exhibit B hereto were unanimously approved.

11. Items for Future Meetings.

- Analysis of beginning-of-year I-Ready test results.
- ED self-evaluation for 2018-19 school year.
- Approval of District Wide Safety Plan and School Emergency Response Plan.
- Fundraising: School staff to consider re-engaging with fundraising consultants and report back to the Board, as part of a broader discussion with the Board about fundraising strategy.
- Parent and alumni survey planning.
- Board self-evaluation planning.

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

Respectfully submitted,

Sidney Burke

Secretary for the Meeting

APPROVED:

Jim Killoran
Secretary

EXHIBIT A

[Board materials attached]

EXHIBIT B

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

October 21, 2019

A. Approval of ED Evaluation Framework

1. RESOLVED, that the form, terms and provisions of the School’s evaluation framework for its Executive Director for the 2019-20 School year, in substantially the form presented to the Board, be and hereby is, authorized and approved;

B. Election of Trustees (subject to NYSED approval)

2. RESOLVED, that, subject to NYSED approval, Stephanie Edwards be appointed as a trustee of the School for a term expiring following the Board’s 2020 annual meeting, to serve until such trustee’s replacement has been duly chosen and qualified, or until such trustee’s earlier incapacity, death, resignation or removal;
3. RESOLVED, that, subject to NYSED approval, Patrick Smith be appointed as a trustee of the School for a term expiring following the Board’s 2021 annual meeting, to serve until such trustee’s replacement has been duly chosen and qualified, or until such trustee’s earlier incapacity, death, resignation or removal;
4. RESOLVED, that, subject to NYSED approval, Tamara Houston be appointed as a trustee of the School for a term expiring following the Board’s 2022 annual meeting, to serve until such trustee’s replacement has been duly chosen and qualified, or until such trustee’s earlier incapacity, death, resignation or removal;
5. RESOLVED, that, subject to NYSED approval, Derrick Dunlap be appointed as a trustee of the School for a term expiring following the Board’s 2021 annual meeting, to serve until such trustee’s replacement has been duly chosen and qualified, or until such trustee’s earlier incapacity, death, resignation or removal;
6. RESOLVED, that, subject to NYSED approval, Gene Johnson be appointed as a trustee of the School for a term expiring following the Board’s 2022 annual meeting, to serve until such trustee’s replacement has been duly chosen and qualified, or until such trustee’s earlier incapacity, death, resignation or removal;
7. RESOLVED, that all form resolutions required by NYSED with respect to the appointment of trustees are adopted in such form utilized by NYSED, and that the Secretary is authorized to certify

such resolutions as having been adopted hereby and is directed to insert a copy of any such form resolution in the minute book immediately following these minutes;

C. Miscellaneous

8. RESOLVED, that 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
9. 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.