

Neighborhood Charter School: Harlem
Minutes of the Meeting of the Board Trustees
August 30, 2017

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, August 30, 2017 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:05 PM.

Trustees Present in Person:

Brian Hamilton
Jefferson Hughes
Everardo Jefferson
Justena Kavanagh
Allison Mayne Peters
Ruth Meyler
Adam Rashid
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Trustees Absent (with prior notice):

Gail Brousal
Derek Fleming
Andrew Popper

Others in Attendance (those noted with an * were in attendance for only the first ten minutes of the meeting):

Amanda Bowman
Brett Gallini
Deyvis Salazar
Kelly Scott *
Laura Walsh *
Mahelia Mighty *
Michael Renda
Nick Carton *
Sherita Smith
Starr Peoples

Ten (10) of the thirteen (13) trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome

Ms Soussloff welcomed the board and staff to the meeting.
Mr. Gallini introduced the school-based leadership team and the network team to the Board.
Ms. Soussloff invited public comment. No comments were received

2. Approval of minutes:

Ms. Soussloff brought to attention two typos in the draft minutes circulated before the meeting. A motion to approve the minutes from the June 28, 2017 board meeting with the two corrections was made by Mr. Schneider, seconded by Ms. Kavanagh, and was unanimously approved.

3. Board meeting schedule:

Ms. Soussloff proposed that the Board formally add meetings in December and July to comply with the Open Meetings Law. Discussion ensued. The Board unanimously agreed to add meetings in December and July.

4. Neighborhood Charter School: Bronx Application

Ms. Soussloff updated the Board on the status of the Bronx charter. The application was submitted on August 18, 2017; Ms. Soussloff expects a reply from the State Regents office in mid-November. Ms. Soussloff informed the Board that as part of the application, the Board would need to take part in a capacity interview in Albany in late September. Discussion ensued.

5. Staff Presentation Topics

Mr. Gallini presented the Board with a list of the planned staff presentations to the Board for the 2017-2018 school year. Trustees were invited to suggest additional topics throughout the year. Ms. Meyler and Mr. Rashid asked Mr. Gallini about plans for sharing school data regularly with the Board and the Board's Accountability Committee. Discussion ensued. The Board and Mr. Gallini agreed that the School will send a data dashboard to the Board's Accountability Committee monthly; the Board at-large will receive the dashboard at least quarterly.

6. Board Committee Assignments

Ms. Soussloff distributed the proposed committee assignments for the 2017-2018 school year. A motion to approve the following committee assignments was made, seconded and unanimously approved:

Executive Committee, comprised of Officers of the Board:

Chair: Patricia Soussloff, Vice Chair: Jeff Hughes, Secretary: Cliff Schneider, Treasurer: Adam Rashid

Finance Committee:

Adam Rashid (Chair), Derek Fleming, Jeff Hughes

Accountability Committee:

Gail Brousal (Chair), Tena Kavanagh, Andrew Popper

Evaluation Task Force:

Cliff Schneider (Chair), Patricia Soussloff

Governance Committee:

Ruth Meyler (Chair), Everardo Jefferson, Arthur Sadoff, Brian Hamilton

7. Network Update, Test Score Review, Employee Manual Revision

Mr. Gallini presented on the current projects of the network team, including the School's bonus program for teachers and construction and real estate management. Mr. Gallini also presented on the School's test scores for the 2016-2017 school year. Discussion ensued.

Presentation of the employee manual was tabled until the next board meeting.

8. Principal Updates

Mr. Salazar gave the Board highlights on opening day and an overview of his academic goals for the 2017-2018 school year. Mr. Salazar highlighted the different strategies used by the School to collect student data. Discussion ensued.

9. Facilities

Ms. Smith gave the Board updates on: repairs made at the Northwest campus, the progress of the new School site at 691 St Nicholas, and the search for real estate for Neighborhood Charter School: Bronx. Ms. Smith outlined the network's search for a Project Manager to handle construction at 691 St. Nicholas and future construction in the Bronx.

10. Gala

Ms. Soussloff detailed expectations for Board members for the upcoming gala hosted by the Board, taking place on October 11, 2017.

11. Board Survey

Ms. Meyler informed the Board that each member would shortly receive a self-evaluation form to evaluate their individual effectiveness as a trustee.

12. Adjournment

There being no further business, the board meeting was adjourned at 7:50 PM.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of the Neighborhood Charter School of Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on August 30, 2017.

Dated: 2017

Neighborhood Charter School: Harlem
Minutes of the Meeting of the Board Trustees
September 27, 2017

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, September 27, 2017 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:04 PM.

Trustees Present in Person:

Gail Brousal
Derek Fleming
Brian Hamilton
Jefferson Hughes
Everardo Jefferson
Justena Kavanagh
Allison Mayne Peters
Ruth Meyler
Andrew Popper
Cliff Schneider
Patricia Soussloff

Trustees Absent (with prior notice):

Adam Rashid
Arthur Sadoff

Others in Attendance:

Amanda Bowman
Brett Gallini
Naureen Kheraj
Starr Peoples
Deyvis Salazar
Sherita Smith
Cory Stort

Eleven (11) of the thirteen (13) trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received.

2. Minutes

A motion was made and seconded to approve the minutes from the August 30, 2017 board meeting and was unanimously approved.

3. Nominating and Governance Update

Ms. Meyler solicited feedback on the recent Board of Trustees' annual self-evaluation survey. Various comments were expressed.

4. Application for NCS Bronx Board Capacity Interview with SED

Ms. Soussloff led a discussion on the upcoming Board capacity interview for Neighborhood Charter School: Bronx. Discussion ensued.

5. Network Update

Mr. Gallini provided updates for the Board on the work of the Network, including his search for banks offering better service and interest rates from the one we currently use. Mr. Gallini presented proposals from three banks. It was agreed that Mr. Gallini would follow up with the Finance Committee on how to move forward.

6. Principal Update

Mr. Salazar provided updates for the Board on school enrollment, assessment of scholar reading levels, intervention plans, and general academic concerns. Mr. Salazar explained plans to enhance English Language Arts assessments for middle schoolers.

7. Facilities Update

Ms. Smith provided the Board with updates on facilities issues at the Northwest campus, progress on the 691 St. Nicholas site, and the search for real estate in the Bronx. Ms. Smith informed the Board that the School has hired a project manager to oversee construction progress at 691 St. Nicholas and to manage real estate needs for NCS: Bronx. Discussion ensued. Ms. Smith will reach out to the Real Estate Task Force to meet in October with the School's realtors and the project manager.

8. Development Task Force

Ms. Kavanagh updated the board on guest attendance and fundraising for the October 19 Gala. Discussion ensued.

9. Executive Session

At 7:25 PM a motion was made by Mr. Schneider, and seconded by Ms. Brousal, to enter into executive session to discuss a personnel matter. The motion was unanimously approved. All staff and visitors present left the room. At the end of the executive session a motion was made, seconded and unanimously approved to return to the plenary meeting.

10. Adjournment

There being no further business, the Board meeting was adjourned at 7:40 PM.

Neighborhood Charter School: Harlem
Minutes of a Meeting of the Board of Trustees

October 25, 2017

A meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, October 25, 2017 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:04 p.m.

Trustees Present in Person:

Gail Brousal
Derek Fleming
Brian Hamilton
Everardo Jefferson
Justena Kavanagh
Allison Mayne Peters
Andrew Popper
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Others Present in Person:

Brett Gallini
Deyvis Salazar
Michael Renda
Amanda Bowman
Starr Peoples
Sherita Smith

Ten (10) of the Thirteen (13) trustees were attendance in person and were present throughout the meeting and that constituted a quorum for the transaction of business at the meeting.

1. Call to Order:

PS called the meeting to order and invited public comment. No comments were received. She then presented on the School’s recently-completed financial audit, noting that a clean audit opinion will be delivered. A brief discussion ensued regarding two non-material points raised during the audit which will be addressed along with CSBM.

2. Approval of minutes:

A motion to approve the minutes from the September 27, 2017 board meeting was made by GB and seconded by AS and unanimously approved.

3. Nominating/Governance Committee Report

BH reported on the Committee's recent meeting and discussions around options for Board development, capacities/core competencies that the Board may want to consider adding to the Board with the nominating and election of new Trustees. A discussion ensued.

4. Election of New Trustee.

Having completed all required background check-related submissions required by the New York State Education Department, consistent with the resolution attached hereto as Exhibit A, a motion was made by AP, seconded by DF and unanimously approved to elect Starr Peoples to the Board of Trustees as the new parent representative. Allison Maine-Peters was sincerely thanked for her years of tremendous service as parent representative on the Board of Trustees.

5. Report on School Gala

JK presented on the recently-held fundraising Gala and reported that \$43,405 was raised from the event. A discussion ensued related to fundraising and development efforts going forward.

6. Executive Director Report.

BS delivered the Executive Director Report. A discussion then ensued regarding the School's real estate development updates and search for a new potential facility for the Bronx school in anticipation of receiving a charter.

7. Principal Presentation.

As part of the Board's commitment to professional development and to showcase the tremendous work done by the School's staff, DS and MR presented on student critical thinking skills and a discussion ensued.

8. Adjournment.

There being no further business, a motion was made by CS and seconded by DF to adjourn the meeting and was unanimously approved. The meeting was adjourned at 7:36 p.m.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter School: Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on October 25, 2017.

Dated: 2017

EXHIBIT A
ELECTION OF STARR PEOPLES AS A TRUSTEE

The NEIGHBORHOOD CHARTER SCHOOL: HARLEM Board of Trustees, having conducted a thorough background check via a fingerprint scan as required and having discovered no State or federal criminal history, or having provided such history to SED if found, has voted to select STARR PEOPLES as a final candidate to its Board of Trustees, pending approval by the SED, with a term that corresponds with her tenure as President of the NCSH Parents' Association. The resolution approving STARR PEOPLES is formally adopted upon SED's approval.

Neighborhood Charter School: Harlem
Minutes of the Meeting of the Board Trustees
November 15, 2017

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, October 25, 2017 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:10 PM.

Trustees Present in Person:

Gail Brousal
Brian Hamilton
Everardo Jefferson
Justena Kavanagh
Andrew Popper
Arthur Sadoff
Cliff Schneider
Patricia Soussloff
Adam Rashid
Jefferson Hughes
Ruth Meyler
Starr Peoples

Trustees Absent with prior notice:

Derek Fleming participated by telephone.

Others in Attendance:

Amanda Bowman
Brett Gallini
Michael Renda
Deyvis Salazar
Sherita Smith

Twelve (12) of the thirteen (13) trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received. It was noted that the Regents formally approved Neighborhood Charter School: Bronx and congratulations were passed to all.

2. Minutes

A motion was made by JH and seconded by GB to approve the minutes from the October 25, 2017 Board meeting and was unanimously approved.

3. Accountability Committee Report

GB, JK and AP recently visited the School to discuss assessment and data collection with Principal Salazar. GB presented on recent discussions and a desire by the School administration to have Board members visit the School. JK led a brief discussion on student-related data and use of the dashboard. AP discussed recent events in other schools (e.g. food allergies and lock downs) and a discussion ensued regarding role of Accountability Committee, if any, in school safety measures. Mr. Gallini and Ms. Smith discussed school procedures and preparedness and training received by staff and drills conducted with students.

4. Network & Facilities Update

Mr. Gallini and Ms. Smith provided updates on potential real estate options for Neighborhood Charter School- Bronx location, work done at the NW Campus facility, filling the business manager position, bonus potential for instructional staff, reporting mechanisms for staff with complaints and a School “swag” store. A discussion ensued.

5. Board Governance

BH and CS presented to the Board on governance/oversight versus management. A robust discussion ensued.

6. Finance Committee Report

AR presented a general financial update. The School’s enrollment is currently 465 students, 70 of which are ASD students. Both numbers put the School ahead of budget. The School received a clean audit, which was filed with the State by the November 1st deadline. The transition of the School’s bank accounts to Signature Bank has been completed. Looking ahead, the School may consider bringing more of the finance function in-house.

7. Adjournment

There being no further business, CS moved to adjourn and AR seconded a motion to adjourn the meeting, which was unanimously approved. The meeting was adjourned at 7:37 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter School: Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on November 15, 2017.

Dated: 2017

Neighborhood Charter School: Harlem
Minutes of the Meeting of the Board Trustees
December 13, 2017

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, December 13, 2017 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:00 PM.

Trustees Present in Person:

Gail Brousal
Derek Fleming
Jefferson Hughes
Everardo Jefferson
Justena Kavanagh
Starr Peoples
Andrew Popper
Cliff Schneider
Patricia Soussloff
Adam Rashid

Trustees Absent (with prior notice):

Brian Hamilton
Ruth Meyler
Arthur Sadoff

Others in Attendance:

Amanda Bowman
Brett Gallini
Stephen Powers (Transwestern)
Sherita Smith

Ten (10) of the thirteen (13) trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received.

2. Approval of Minutes

A motion was made by PS and seconded by JH to approve the minutes from the November 15, 2017 Board meeting and was unanimously approved.

3. Approval of NCS-B Planning Year

With the Neighborhood Charter School-Bronx eligible to begin operations in the fall of 2018, it has been the leadership team and the Board's intention- which is in the best interest of the School- to elect to take a planning year (the "Planning Year") and open to students in the fall of 2019 to provide opportunity to secure real estate, hire staff and recruit students. A motion was made by CS and seconded by AR to approve the Planning Year and was unanimously approved.

4. Facilities Update- Harlem

Mr. Gallini and Ms. Smith provided updates on the 124th Street and NW campus locations with respect to maintenance and construction needs. A discussion ensued regarding the need to extend the leases at these locations for another year and possibly seek co-located space to accommodate an additional while the 691 St. Nicholas facility is completed. Trustees and School leadership also discussed the feasibility of a mid-year move if 691 St. Nicholas is completed after the start of the 2018-19 school year. A motion was made by JH and seconded by GB to a) renew the 124th Street and NW Campus leases for an additional year; and b) if 691 St. Nicholas is not ready by July 31, 2018, then the School will not take possession until July 1, 2019 (which the developer has previously agreed to). The motion was unanimously approved.

5. Facilities Update- the Bronx

Mr. Gallini, Ms. Smith and Stephen Powers from Transwestern presented on the Civic Builders-411 Wales proposed facility and a status update on the negotiation of lease terms and engagement of legal counsel with charter school real estate experience. A discussion ensued. A motion was made by DF and seconded by CS to approve the term sheet for 411 Wales and was unanimously approved. A motion was made by DF and seconded by SP to engage Cole Schotz, P.C. as the School's legal counsel for the 411 Wales lease and the motion was unanimously approved. With the main business terms of the 411 Wales transactions approved by the Board and with minor modifications still required to be negotiated in the lease, it was suggested that the Board designate certain individuals to work with the School's legal counsel to finalize the lease. JK and JH moved to appoint Ms. Soussloff and Mr. Schneider to work with legal counsel and School leadership to complete the lease and the motion was unanimously approved.

6. Adjournment

There being no further business, CS moved to adjourn and AR seconded a motion to adjourn the meeting which was unanimously approved. The meeting was adjourned at 7:32 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter School: Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on December 13, 2017.

Dated: January 24, 2018

Neighborhood Charter School: Harlem
Minutes of the Meeting of the Board Trustees
January 24, 2018

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, January 24, 2018 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:04 PM.

Trustees Present in Person:

Derek Fleming
Brian Hamilton
Jefferson Hughes
Justena Kavanagh
Ruth Meyler
Starr Peoples
Andrew Popper
Adam Rashid
Cliff Schneider
Patricia Soussloff

Trustees Absent (with prior notice):

Everardo Jefferson
Arthur Sadoff

Others in Attendance:

Brett Gallini
Allison Roznick
Deyvis Salazar
Sherita Smith
Naureen Kheraj
Walter Rendon

Ten (10) of the thirteen (13) trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received. Ms. Soussloff recognized the planned resignation of Ruth Meyler and thanked her for her long-standing service to the School as a Founder and Trustee. It was also announced that that Starr Peoples was approved as a Trustee by NYSED.

2. Approval of Minutes

A motion was made by JH and seconded by JK to approve the minutes from the December 13, 2017 Board meeting and was unanimously approved.

3. Network Updates

Mr. Gallini presented on Network staff updates and introduced Director of Talent Allison Rosnick and projects she will undertake. Ms. Rosnick introduced herself and briefly presented on her role and plans. Mr. Gallini also announced that Michael Renda was offered and accepted job as Principal of NCS-Bronx. Mr. Gallini also discussed needs for a facility manager now that multiple properties will be operated. On the staffing front at NCS-Harlem, Mr. Gallini announced that one teacher is leaving (spouse being transferred out of state) and that role will be filled swiftly. Mr. Gallini also gave a quick update on condition of current facilities.

4. Nomination and Corporate Governance Committee

Ms. Soussloff briefly introduced Walter Rendon- an education consultant and trustee on another charter school's Board- who is being considered as a Trustee and was present this evening to observe the Board meeting.

5. Real Estate Updates

Ms. Smith presented on 411 Wales lease negotiations that are in progress. A discussion ensued regarding the process, lease terms still open and concerns. DF, JH moved for the approval of a \$1 million letter of credit required by the 411 Wales Landlord and the motion was unanimously approved. A discussion then ensued re: 691 St. Nicholas anticipated delivery date and contingency plans if the facility is not ready by July 2018.

6. Finance Report

Mr. Rashid presented a finance committee report, noting that the Finance Committee met on Monday, January 22, 2018. It was noted that a budget for NCS-Bronx has been built-out and puts NCS-Bronx in a strong financial position.

7. Dashboard

Mr. Salazar presented the Dashboard, noting that Mastery (exam preparation) has begun, demographics and enrollment remain constant and as anticipated, the attendance rate for January is slightly down due to extreme cold weather and some families traveling with students out of the country, and Math and ELA interim assessment data will be ready shortly. A brief discussion ensued.

8. Adjournment

There being no further business, CS moved to adjourn and AR seconded a motion to adjourn the meeting which was unanimously approved. The meeting was adjourned at 7:16 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter School: Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on January 24, 2018.

Dated: February 28, 2018

Neighborhood Charter School: Harlem
Minutes of the Meeting of the Board Trustees
February 28, 2018

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter School: Harlem (the “School”) was held on Wednesday, February 28, 2018 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:01 PM.

Trustees Present in Person:

Gail Brousal
Everardo Jefferson
Jefferson Hughes
Justena Kavanagh
Ruth Meyler
Starr Peoples
Andrew Popper
Adam Rashid
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Trustees Absent (with prior notice):

Derek Fleming
Brian Hamilton

Others in Attendance:

Brett Gallini
Sherita Smith
Walter Rendon

Eleven (11) of the thirteen (13) trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received.

2. Approval of Minutes

A motion was made by JH and seconded by AS to approve the minutes from the January 24, 2018 Board meeting and was unanimously approved.

3. Nomination and Corporate Governance Committee

Ms. Meyler presented Walter Rendon as a candidate for election to serve as a Trustee. Mr. Rendon's education experience, work in the South Bronx and experience with educational policy was presented. The Committee recommended Mr. Rendon for nomination as a Trustee. A discussion ensued. A motion was made by JH and seconded by AS to approve the following resolution to nominate Mr. Rendon as a Trustee:

The Neighborhood Charter Schools' Board of Trustees, having conducted a thorough background check via a fingerprint scan as required and having discovered no State or federal criminal history, or having provided such history to SED if found, has voted to select Walter Rendon as a final candidate to its Board of Trustees, with a term expiring at the annual meeting in June 2021, pending approval by SED. The resolution approving Walter Rendon is formally adopted upon SED's approval.

The motion was unanimously approved.

4. Accountability Committee

Ms. Brewer presented a report from the Accountability committee. The Dashboard was viewed and a discussion amongst Trustees and School leadership ensued regarding student progress and engagement. Ms. Brewer also noted that she and Ms. Kavanagh visited the 691 St. Nicholas construction site and observed construction in progress.

5. Real Estate Updates

Mr. Gallini and Ms. Smith presented on real estate matters. At 691 St. Nicholas, the developer shared that the property should be ready for occupancy by November/December 2018, but that NCS-H will not occupy until July 1, 2019. While 691 St. Nicholas is being completed, in addition to the NW Campus and Central Campus buildings, space in 500 W. 138th Street (a NYCDOE building; to be referred to as the "Northwest Annex") has been secured to house the 3rd grade for the 2018-19 school year, as well as provide office space for the Network staff, with the plan to move the entire School + Pre-K (and Network staff) into the 691 St. Nicholas location as of July 1, 2019. It was noted that lease extensions for the Central and NW campuses have been exercised. A timeline and status update was also provided for the to-be-constructed NCS-B campus at 411 Wales. A discussion ensued.

6. Celebration of Ruth Meyler

A video and comments were presented to recognize Ms. Meyler as a founder of the School and for her dedication and service since prior to the School's inception.

7. Adjournment

There being no further business, CS moved to adjourn and AR seconded a motion to adjourn the meeting which was unanimously approved. The meeting was adjourned at 6:55 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter Schools, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on February 28, 2018.

Dated: March 28, 2018

Neighborhood Charter Schools
Notes from of a Meeting of the Board Trustees
March 28, 2018

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter Schools (“NCS”) was held on Wednesday, March 28, 2018 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:06 PM.

Trustees Present in Person:

Gail Brousal
Jefferson Hughes
Andrew Popper
Arthur Sadoff
Patricia Soussloff

Trustees Absent:

Derek Fleming
Brian Hamilton
Everardo Jefferson
Justena Kavanagh
Starr Peoples
Adam Rashid
Cliff Schneider

Others in Attendance:

Brett Gallini
Naureen Kheraj
Lindsey Mattingly
Walter Rendon
Alison Rosnick
Deyvis Salazar
Sherita Smith

Five (5) of the twelve (12) trustees were in attendance in person and present throughout the meeting, which did not constitute a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff noted the absence of a quorum and stated that, as a result, no business would be conducted or board action taken. Agenda items requiring board action will be taken up at the April board meeting.

2. Network Updates

NCSH: Mr. Gallini presented the NCS organization structure for the 2018-2019 school year and announced all of the school leaders. He briefly described a new middle school advisory program

to be overseen by Ms. Buck and a high school placement counseling program to be run by Ms. Bowman. The School will add a 4th class of third graders as there is adequate space in the Annex space on 138th Street. Discussion ensued.

Mr. Gallini gave a quick update on NCSH facilities, noting building issues in the Northwest campus. Mr. Gallini also provided updates on the construction of NCSH's new campus.

NCSB: Mr. Gallini presented exterior and interior projections of NCSB and elaborated on the state of the project. Discussion ensued.

3. Principal Update

NCSH: Mr. Salazar described the academic preparation being undertaken for the upcoming state tests in ELA and Math. Mr. Salazar presented interim assessments results for Kindergarten through sixth grades and provided ELA action plans for several third, fourth, fifth, and sixth grade classrooms. Mr. Salazar discussed upcoming events for the students, including sports tournaments and pep rallies.

4. Adjournment

The meeting was adjourned at 7:16 pm.

Neighborhood Charter Schools
Minutes of the Meeting of the Board Trustees
April 25, 2018

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter Schools (the “Education Corporation” or “NCS”) was held on Wednesday, April 25, 2018 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:04 PM.

Trustees Present in Person:

Gail Brewer
Derek Fleming
Brian Hamilton
Everardo Jefferson
Justena Kavanagh
Andrew Popper
Adam Rashid
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Trustees Absent:

Jefferson Hughes
Starr Peoples

Others in Attendance:

Brett Gallini
Allison Roznick
Deyvis Salazar
Naureen Kheraj

Ten (10) of the twelve (12) seated trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received. Ms. Soussloff recognized the planned resignation of Ruth Meyler and thanked her for her long-standing service to the School as a Founder and Trustee. It was also announced that that Starr Peoples was approved by NYSED.

2. Approval of Minutes

A motion was made by AP and seconded by AS to approve the minutes from the February 28, 2018 Board meeting and was unanimously approved.

3. Approval of Form 990

A motion was made by AR and seconded by AP to approve the Education Corporation's FY 2018 Form 990 and it was unanimously approved.

4. Finance Report

Mr. Rashid reported on the Finance Committee's recent meeting. It was noted that current academic year's enrollment was four (4) students less than budgeted. Mr. Gallini provided details on student departures. A brief discussion ensued. Mr. Rashid also discussed the new financial management platform which will enable growth and the production of more specific financial reports as the Education Corporation's financial management systems morphs with the addition of the Bronx school. Mr. Rashid also noted that the Education Corporation's cash position is strong and will put NCS in a strong place with the move into 691 St. Nicholas and the opening of the Bronx school in 2019.

5. Anti-Harassment Policy

Mr. Gallini presented on revisions to the Anti-Harassment Policy, noting that additional folks to whom complaints can be reported has been added.

6. Real Estate Updates

Ms. Gallini presented updates on all three (3) buildings. With respect to 691 St. Nicholas, staff is working with project managers and the developer to reflect a July 2019 rent commencement date, which will be reflected in a Lease amendment. Staff and the Finance Committee are also working to establish a budget to recommend to the Board for certain projects that will be completed prior to July 2019 at the Education Corporation's expense (e.g. certain signage, scoreboard in the gym, lockers, etc.). With respect to the Bronx property (411 Wales), the property has been approved by the Board of Standards and Appeals for a zoning variance to permit School use. The temporary co-tenant has been identified (The New American Charter School). With respect to the NYCDOE space for 2018-19 for Grade 3, the Education Corporation has signed an MOU with the NYCDOE.

7. Teaching Fellows Program

Ms. Roznick presented on her role as Director of Talent Management and current projects, which are currently focused on hiring, noting that hiring for 2018-19 is going well. Ms. Roznick also presented on the process for hiring and different platforms used to recruit candidates. Ms. Roznick also presented on the new partnership with Relay Graduate School of Education to help staff members pursue masters and certification while teaching during the day. The Education Corporation will pay for one-half of teachers' tuition at Relay which will be treated as a loan that the teachers need to repay if they do not work for NCS a period of three years (2 years enrolled in Relay and the 1 year thereafter). A discussion ensued.

8. Middle School Advisory

Mr. Salazar and Mr. Gallini presented on the implementation of the advisory program where students can share in small groups and learn tools to express social and emotional struggles common to middle school students. Program will be led by NCS' social worker. A discussion ensued.

9. Executive Session

A motion was made by GB and seconded by AS to enter into executive session to discuss employment matters and was unanimously approved, and the Board entered into executive session. During executive session, a vote was taken to approve the compensation structure for the Executive Director for the FY 2019 School year.

10. Adjournment

There being no further business, CS moved to adjourn and AR seconded a motion to adjourn the meeting which was unanimously approved. The meeting was adjourned at 7:43 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter School: Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on April 25, 2018.

Dated: May 23, 2018

Neighborhood Charter Schools
Minutes of the Meeting of the Board Trustees
May 23, 2018

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter Schools (the “Education Corporation” or “NCS”) was held on Wednesday, April 25, 2018 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:04 PM.

Trustees Present in Person:

Gail Brewer
Derek Fleming
Brian Hamilton
Everardo Jefferson
Justena Kavanagh
Adam Rashid
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Trustees Absent:

Jefferson Hughes
Starr Peoples
Andrew Popper

Others in Attendance:

Brett Gallini
Naureen Kheraj
Allison Roznick
Sherita Smith

Nine (9) of the twelve (12) seated trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received.

2. Approval of Minutes

A motion was made by GB and seconded by EJ to approve the minutes from the April 25, 2018 Board meeting and was unanimously approved.

3. Preview of June Annual Meeting

Ms. Soussloff provided an overview of the upcoming meeting. A brief discussion ensued.

4. Board Self Evaluation

Ms. Sousloff noted that Trustees are still returning their self-evaluation forms and when all have been submitted, results will be collated and circulated.

5. Development Discussion

Ms. Sousloff led a discussion regarding engagement and fundraising efforts that have been suggested by Trustees. A discussion ensued. It was also noted by Mr. Gallini that Board of Regents Chancellor Rosa and Regent Meade will be visiting the School on May 24th. A general discussion ensued regarding proactively sharing information about the School through communications with outreach to third parties, the press and other stakeholders.

6. 2018-19 Draft Budget Presentation

Ms. Smith provided a detailed presentation on revenue and expense projections for FY 2019. Trustees also discussed marketing efforts to enhance family outreach to generate interest in the Schools and enhance brand development in Harlem and the Bronx. A discussion ensued.

7. Real Estate Updates

Ms. Smith and Mr. Gallini presented on updates regarding and repairs/renovation to all three properties for NCS: Harlem.

8. Executive Director Evaluation Process

Mr. Schneider presented on the recently-created evaluation process.

9. Executive Session

CS moved and PS seconded motion to enter into executive session to discuss a personnel matter. Motion was unanimously approved and the Board entered into executive session.

10. Adjournment

There being no further business, CS moved to adjourn and EV seconded a motion to adjourn the meeting which was unanimously approved. The meeting was adjourned at 7:59 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter Schools, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on May 23, 2018.

Dated: June __, 2018

Neighborhood Charter Schools
Minutes of the Meeting of the Board Trustees
June 27, 2018

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter Schools (the “Education Corporation” or “NCS”) was held on Wednesday, June 27, 2018 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:07 PM.

Trustees Present in Person:

Gail Brousal
Brian Hamilton
Everardo Jefferson
Justena Kavanagh
Starr Peoples
Andrew Popper
Adam Rashid
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Trustees Absent:

Derek Fleming
Jefferson Hughes

Others in Attendance:

Brett Gallini
Victor Rios
Sherita Smith
Downey Tang

Nine (9) of the twelve (12) seated trustees were in attendance in person and present throughout the meeting, which constituted a quorum for the transaction of business at the meeting.

1. Welcome and Public Comment

Ms. Soussloff began the meeting and invited public comment. No comments were received. Ms. Soussloff also introduced NCS’ new data manager Downey Tang.

2. Approval of Minutes

A motion was made by JK and seconded by AS to approve the minutes from the May 23, 2018 Board meeting and was unanimously approved.

3. Nominating and Governance Report

- a. **Election of Officers.** The same slate of officers currently serving the Board- Ms. Soussloff as Chair, Jeff Hughes as Vice Chair, Cliff Schneider as Secretary and Adam Rashid as Treasurer was proposed for re-election for FY 2019. A motion was made by GB and seconded by AS to approve this slate of officers and was unanimously approved.
- b. **Committee & Task Force Assignments.** A slate of committee members for the Finance, Accountability, Nominating and Governance Committees, Evaluation Task Force and Real Estate Task Force (slates as attached hereto as Schedule 1 and incorporated by reference herein) was proposed for election. A motion was made by AP and seconded by GB to approve the above-mentioned committee and task-force assignments and was unanimously approved.
- c. **Re-Election of Trustee.** With the terms for Trustees Ms. Brousal, Mr. Hughes, Ms. Kavanagh and Mr. Schneider expiring, each such Trustee has expressed a desire to be re-elected for another three (3) year term. A motion to re-elect Trustees Ms. Brousal, Mr. Hughes, Ms. Kavanagh and Mr. Schneider was made by AS and seconded by GB and unanimously approved.

4. Finance Committee Report

Mr. Rashid reported on the Finance Committee's recent meeting. It was reported that CSBM and Ms. Smith have been working on implementing the new financial management software. Mr. Rashid reported that the Finance committee recommends the approval of the FY 2019 budget and highlighted the one-time deficit that the NCS is projected to experience in relation to NCS' plans to move into three new facilities over the next year as well as the need to replace certain technology that has aged-out (e.g. SmartBoards). A discussion ensued.

- a. **Approval of FY 2019 Budget.** A motion to approve the FY 2019 for NCS budget (including such "sub-budgets" for each of NCS: Harlem and NCS: Bronx campuses) was made by JK and seconded by GB and unanimously approved.
- b. **Approval of Signature Bank Transfers.** A motion to approve the transfer of banking relationship was made by AP and seconded by GB and unanimously approved.
- c. **Approval of Increase of Facilities Reserve.** With several moves planned for this year into new facilities, it is the position of the Finance Committee that the Facilities Reserve should be increased to include up to \$1.5 million to cover expenses such as moving and relocation, renovations, equipment and a capital reserve as required by the NCS: Bronx sublease that NCS will incur (as per the budget) in FY 2019. A motion was made by SP and seconded by JK and unanimously approved.

5. Report on NCS: Harlem

Mr. Gallini presented a report on recent visits from the NYSED Board of Regents, status of construction at the St. Nicholas location, attendance at the National Charter Schools Conference and the organization chart for FY 2019. Mr. Gallini

also presented on the plan to change the “T” in NCS’ LIGHT values to “Teamwork” and received positive feedback from the Board. Mr. Gallini also reviewed the number of staff that replied to the NYCDOE survey. A general discussion ensued. Mr. Gallini and Mr. Tang presented on End of Year student performance data and a discussion ensued.

6. Executive Session

CS moved and PS seconded motion to enter into executive session to discuss a personnel matter. Motion was unanimously approved and the Board entered into executive session.

7. Adjournment

There being no further business, CS moved to adjourn and PS seconded a motion to adjourn the meeting which was unanimously approved. The meeting was adjourned at 7:31 pm.

Respectfully submitted,

Cliff Schneider, Secretary

I, Cliff Schneider, the duly qualified Secretary of Neighborhood Charter Schools, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on June 27, 2018.

Dated: July __, 2018