

Neighborhood Charter Schools
Minutes of the Meeting of the Board Trustees
June 19, 2019

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 19, 2019 at 132 West 124th Street, New York, NY. The meeting was called to order at 6:01 PM.

Trustees Present in Person:

Brian Hamilton
Jefferson Hughes
Everardo Jefferson
Justena Kavanagh
Starr Peoples
Andrew Popper
Adam Rashid
Walter Rendon
Arthur Sadoff
Cliff Schneider
Patricia Soussloff

Trustees Absent:

Gail Brousal

Others in Attendance:

Samantha Ramos
Amanda Bowman
Nicholas Carton
Francesca Aparo
Victor Rios
Downey Tang
Wiley Fennell
Sarah Iannucci

Twelve of the thirteen 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 JH and seconded by AS to approve the minutes from the May 29, 2019 Board meeting and was unanimously approved.

3. President's Report

Ms. Soussloff then introduced and welcomed Wylie Fennell, an early friend of NCS and now a Trustee of Friends of Neighborhood Charter Schools. Ms. Soussloff also introduced Sarah Iannucci as the NCS' recently-hired Chief of Schools. Board meeting dates for the 2019-20 school year were also shared, and after a brief discussion, it was agreed to move the July meeting to July 24, 2019 to accommodate travel schedules.

4. Approval to Proceed with Negotiations to Amend the 691 St. Nicholas Avenue Lease

Mr. Schneider provided an overview of the process whereby the Lease for 691 St. Nicholas will be assigned to Friends of NCS, Inc. ("FONCS"), FONCS will sublease back to the School and a Leasehold Condominium will be created so that the Property can be exempt from real estate taxes given that both FONCS and NCS are tax-exemption organizations. A motion was made by JH and seconded by AS to proceed with negotiations to effectuate such assignment, sublease and Leasehold Condominium and was approved, with Mr. Schneider abstaining from the vote as he is also a trustee on the FONCS Board.

5. Re-Election of Trustees; Re-Election/Election Officers and Committee Members and Chairs

A motion was made by CS and seconded by AS to re-elect and elect, as applicable, the Trustees, Officers, Committee Members and Chairs set forth on **Schedule 1** attached hereto, and was unanimously approved.

6. Board Self-Evaluation Process

Ms. Soussloff presented on the process of reviewing board self-evaluations responses and individual conversations between each board member and a member of the Nominating and Governance Committee. The committee will report out on results at the July/August meeting with the end product of a list of priorities and discussion topics for the Board in the upcoming year. A brief discussion ensued.

7. High School Placement

Ms. Bowman presented an end-of-year update on high school readiness and development of the high school placement process. A discussion ensued.

8. Finance Report

Mr. Rashid and Mr. Rios represented on the FY 20 Budget. A discussion ensued. AS made a motion that was seconded by JH to adopt the FY 20 Budget as presented and was unanimously approved. Mr. Rios then represented on proposed changes to the NCS's Financial Policies and Procedures that have not been updated since 2012, with such changes needed to reflect NCS's current operating procedures. It was noted that the revised draft Financial Policies and Procedures were reviewed by the finance committee as well as Charter School Business Management. The draft Financial Policies and Procedures will be circulated to the Board in advance of the July Board meeting for review and approval at the July Board meeting.

9. School Reports

Ms. Iannucci presented on her background and her first 30 days as Chief of Schools at NCS. Her focus has been on getting to know the school, its leaders, culture and curriculum, and helping the Principals and academic leadership staff define roles and responsibilities. A discussion ensued.

10. Enrollment, Hiring, Academic Data and Facilities

Mr. Rios and Mr. Carton presented on enrollment, hiring, end of year academic data and facilities progress. Discussion ensued.

11. Adjournment

There being no further business, a motion was made to adjourn the meeting, was seconded and was unanimously approved. The meeting was adjourned at 7:35 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 19, 2019.

Dated: July 24, 2019

Schedule 1

Slate of Trustees

For re-election to an additional 3-year term:

Derek Fleming
Brian Hamilton
Arthur Sadoff

Slate of Officers, Committee Members and Chairs

Officers/ Executive Committee:

President: Patricia Soussloff
VP: Jeffrey Hughes
Treasurer: Adam Rashid
Secretary: Cliff Schneider

Board Committees:

Finance Committee: Responsible for financial oversight
Chair: Adam Rashid Members: Derek Fleming, Walter Rendon

Accountability Committee: Monitors the schools progress toward meeting its organizational and academic goals

Chair: Gail Brousal Members: Tena Kavanagh, Andrew Popper

Governance Committee: Nominates trustees, officers and committee members and ensures the effectiveness of the board through education and evaluation

Members: Everardo Jefferson, Arthur Sadoff, Walter Rendon, Patricia Soussloff

Evaluation Task Force: Evaluates the performance of the Executive Director

Chair: Cliff Schneider Members: Patricia Soussloff, Jeff Hughes, Brian Hamilton