

Neighborhood Charter Schools  
**Minutes of the Meeting of the Board Trustees**  
June 22, 2022

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter Schools (the “Education Corporation” or “NCS”) was held on Jun 22, 2022 at 691 St. Nicholas Avenue, New York, NY and via Zoom. The meeting was called to order at 6:01 PM.

**Trustees Present:**

Heidi Baker  
Gail Brousal  
Wylie Fennell  
Brian Hamilton  
Stephanie Hubbell  
Jefferson Hughes  
Everardo Jefferson  
Justena Kavanagh  
Samantha Ramos  
Walter Rendon  
Cliff Schneider  
Patricia Soussloff

**Trustees Absent:**

None.

**Others in Attendance:**

Lindsay Malanga  
Michelle Rumph  
Derrica Newman

*All twelve of the twelve 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 invited public comments, and none were received. Ms. Soussloff also introduced Tarzlyn Coleman who will be the new parent representative on the Board once approved by NYSED, and thanked Ms. Ramos for her service on the Board.

**2. Approval of May 2022 Minutes.**

Mr. Fennell made a motion to approve and Ms. Baker seconded the motion to approve the May 2022 Board meeting minutes and the motion was unanimously approved.

3. **President's Report.** Ms. Soussloff introduced noted that NCS received a five (5) year renewal of the Harlem charter at the Regents' June 2022 meeting. It was noted that NCS is waiting to receive feedback from Mt. Zion on proposed work on the facility. Ms. Soussloff discussed the Board self-evaluation and next steps regarding same. Ms. Soussloff thanked Mr. Hamilton for his long-standing service on the Board and to NCS as he transitions off the Board, and Ms. Soussloff noted that the Board may seek to add additional Trustees. Ms. Soussloff noted that there was an anonymous complaint from what appears to be a staff member, and Ms. Soussloff responded. A discussion re: complaint and resolutions process ensued.
4. **Board Actions.**
  - a. **Office Elections and Committee Assignments.** A Motion made by Ms. Baker and Mr. Rendon to approve officers and committee assignments for 2022-23 per the attached report and was ominously approved.
  - b. **DASA and FOIL Policies.** A motion was by Ms. Hubbell and seconded by Ms. Baker to approve the revised DASA and FOIL policies and was unanimously approved.
5. **Executive Director's Report.** Ms. Malanga presented end of year data, including actual enrollment, average daily attendance for FY 22 and enrollment and average daily attendance targets for FY 23. Ms. Malanga reported on academic proficiency in ELA and Math and assessment data. A discussion ensued. Ms. Malanga also presented on the mock Regents exams and performance on same. Ms. Malanga also presented on student discipline (suspension) data and high school placement. It was noted that there is some room for improvement in the high school placement process and a discussion ensued.
6. **Treasurer's Update.** Mr. Rendon presented on FY 22 financials and the FY 23 Budget. It was noted that per the FY 23 Budget, NCS should have an increase in net cash of nearly \$800,000 and a cumulative net cash of \$7.3 Million—NCS is in a healthy growth pattern. The proposed FY 23 Budget will help NCS meet its priorities of ensuring that students receive a rich educational experience, complete with all programs and opportunities a child could want in a K-8 experience while NCS still remains fiscally sound. A motion was made to by Ms. Hubbell and seconded by Mr. Fennell to approve the FY 23 Budget as presented and was unanimously approved.
7. **Board Transition.** Ms. Soussloff recognized Mr. Hamilton as a founding member of the Board and Mr. Hamilton noted that he made the decision to not stand for reelection given other commitments and the desire to ensure that the Board has active members to continue to lead NCS. Mr. Hamilton was thanked by all for his service.
8. **Executive Session.** A motion was made by Mr. Fennell to enter executive session

to discuss a confidential employment matter, the motion was seconded by Ms. Kavanaugh and was unanimously approved. Mr. Fennell made a motion to exit executive session which was seconded by Mr. Schneider and unanimously approved.

**9. Approval of Executive Director Compensation.** A motion was made by Mr. Schneider and seconded by Ms. Ramos to award Ms. Malanga the full bonus for which she is eligible under her offer letter, as well as a 3% increase to her salary for FY 23, consistent with the 3% raise being awarded to all NCS staff. The motion was unanimously approved.

**10. Adjournment.** There being no further business, Ms. Sousloff made a motion which was seconded by Ms. Kavanaugh, to adjourn the meeting and the motion was unanimously approved. The meeting was adjourned at 7:26 pm.

Respectfully submitted,

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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 22, 2022.

Dated: July \_\_\_, 2022