

Neighborhood Charter Schools
Minutes of the Meeting of the Board Trustees
February 15, 2023

A regularly scheduled meeting of the Board of Trustees (the “Board”) of Neighborhood Charter Schools (the “Education Corporation” or “NCS”) was held on February 15th, 2023 at 411 Wales Avenue, Bronx, New York 10454, and via video. The meeting was called to order at 6:00 PM.

Trustees Present in Person:

Heidi Baker
Walter Rendon
Justena Kavanagh

Trustees Present by Video:

Stephanie Hubbell
Cliff Schneider
Patricia Soussloff
Wylie Fennell

Trustees Absent:

Gail Brousal
Everardo Jefferson

Others in Attendance:

Michelle Rumph
Michelle Santos
Alison Rosnick
Michael Renda
Nicholas Carton
Jennifer Manning
Mr. Williams IV
She’Vonne Bowman
Coach Sean
James Weindler
Salihbai AR
Marie Destin
Nadia Brown
Ada Eileen’s Mom
Ms. Pierre
Brittney Delerme
Derrica Newman
Johanna

Seven (7) of the nine (9) seated Trustees were in attendance in person or by video 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 comments. No comments were received.

2. Approval of Minutes

A motion was made by Ms. Hubbell and seconded by Mr. Fennell to approve the minutes from the January 25, 2023 Board meeting and was unanimously approved.

3. Vice President's Report- Mt. Zion Update

Mr. Schneider reported that the negotiations for a lease surrender and termination of the Mt. Zion lease were still ongoing and that he hoped that there will be an agreement soon with Mt. Zion's counsel.

4. President's Report

-- Interim Reporting Structure: Ms. Soussloff reported on the Interim Reporting Structure that has been set up to run NCS until a new Executive Director is hired. The following leaders will meet daily at 3:15 pm and report any concerns to the President of the Board of Trustees:

Michael Renda, Head of School K-8, Harlem
Nicholas Carton, Principal, Bronx
Jennifer Manning, Director of Special Populations
Alison Rosnick, Director of Talent and HR
Michelle Rumph, Director of Finance
Michelle Santos, Managing Director of Operations

In addition, Ms. Soussloff will join the meetings as needed.

Ms. Soussloff also indicated that the leaders have requested an increase in compensation for the extra work that they will be undertaking through the end of SY 2022-2023.

-- Search for New Executive Director: Ms. Soussloff reported that Ms. Rosnick, in consultation with Jennifer Lindsay, is working to identify a search firm to start the hiring process for a new Executive Director for NCS. Once the search firm has been selected approval will be sought from the Board for their retention.

-- Message to Families: Ms. Soussloff reported that an email was sent to all NCS families to advise them of Lindsay Malanga's departure from NCS as Executive Director. No questions or comments have been received in response.

5. **Finance Update**

Ms. Rumph reported that updates on the financial health will resume at the March meeting. NCS is still projected to end SY 2022-2023 on budget and we are still monitoring student enrollment. Additionally, IRS Form 990 for the Tax Year ending on June 30, 2022 and proposed changes to the Fiscal Policies and Procedures Manual will be presented to the Board for approval at the March meeting.

6. **Executive Session**

A motion was made by Ms. Baker and seconded by Mr. Schneider to enter executive session to discuss the compensation request by the leaders involved in the Interim Reporting Structure for the additional work they are/will be performing through the end of SY 2022-2023 until a new Executive Director is hired. A motion was made by Mr. Schneider and seconded by Ms. Baker to exit executive session. No votes were taken in executive session.

7. **Approvals**

A motion was made by Mr. Schneider and seconded by Mr. Fennell to approve the per person stipend for leaders involved in the Interim Reporting Structure that was discussed in executive session which was unanimously approved.

A motion was made by Ms. Hubbell and seconded by Mr. Rendon to approve the retention of a search firm to hire a new Executive Director for NCS which was unanimously approved.

8. **Adjournment**

There being no further business, Mr. Schneider made a motion which was seconded by Mr. Rendon, to adjourn the meeting and the motion was unanimously approved. The meeting was adjourned at 7:26 pm.

Respectfully submitted,

Heidi Baker

I, Heidi Baker, the duly qualified Secretary of Neighborhood Charter Schools, a New York education corporation, do hereby certify that I reviewed 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 15, 2023.

Dated: February 15, 2023