

APPROVED



# Summit Academy Charter School

## Minutes

### Board Meeting

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#### Date and Time

Wednesday May 8, 2019 at 7:00 PM

#### Location

27 Huntington Street Brooklyn, NY 11231

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#### Trustees Present

F. Mitchell (remote), M. Bernard, M. Washington, N. Campbell, N. Dominguez, R. Watson, Y. Houlder

#### Trustees Absent

R. Guarini

#### Guests Present

Alice Bartley, Chad Bascombe, Iveliz Colon, Kentia Coreus, Laurie Hazeley, Michael Kohlhagan, S. Douglas

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### I. Opening Items

#### A. Record Attendance and Guests

#### B. Call the Meeting to Order

M. Bernard called a meeting of the board of trustees of Summit Academy Charter School to order on Wednesday May 8, 2019 at 7:27 PM.

## II. New section

### A. Approve minutes for March Meeting

N. Dominguez made a motion to approve minutes from the Board Meeting on 03-12-19 Board Meeting on 03-12-19.

R. Watson seconded the motion.

The board **VOTED** unanimously to approve the motion.

## III. Renewal

### A. Review of Approved Charter Agreement

- SACS was renewed by New York State Department of Education for 5 years with the agreed upon conditions.
- There will be a new board taking over as of July 1, 2019. Michael Bernard will remain on the board. All other members will submit resignation letters.

## IV. Governance

### A. Vote for new members

- Vote in the Office of School Design and Charter Partnerships (OSDCP) approved slate of board members in accordance with Section 2.12 (b) of the charter agreement. Below is the list of approved individuals who will take office effective July 1, 2019:
  1. Audrey Baker
  2. Rosalyn Barnes
  3. William Colavito
  4. Virginia Connelly
  5. Shelley Jallow
  6. Velma Martin
  7. Michael Nieves
- The Board noted that pursuant to the 2018 Summit Academy Charter School Bylaws, Section 3.2, a 2/3 vote is required from the Board to vote in a new Trustee.
- Charter Agreement
  - The Board noted that Section 1.3 (page 2) of the Charter Agreement was listed as "Reserved." Why? **Response:** DOE noted that they do not know but will get back to us
- 2.12 vote in new board members in accordance with our bylaws; 2/3 vote is required to vote in new members. We do not have 2/3 present at this meeting. A special board meeting will be called on May 14.
  - Board noted a Conflict of Interest where a board member has an association with CEI. Summit Lawyer to review with DOE and advise

- Not approving the slate puts us in violation of the application. The DOE will not hold the Summit Board of Directors liable. The DOE will absolve the Summit Academy Board of harmless. DOE to provide the hold harmless in writing
- Laurie, SED can advise us that the application was approved/denied on Monday, Board of Regents will want to know when the next meeting will be
- DOE Counsel and Summit Counsel will communicate to draw up an agreement to hold us harmless. DOE will provide an update in 24-48hrs
- Selection Committee – Per the DOE, Summit Leadership will need to sign-off on offer letters but they are not allowed to be a part of the selection committee
- Offer Letters will have benefits and pay identified; May 30th. CEI will have a meeting with Summit's Operations Team to review the benefits and pay structure. CEI made a commitment to make the most competitive offer that the financials can withstand. Employees are being screened to return to their current role
- Our next board meeting is scheduled for Tuesday, May 14th; resolution should be received prior to that date
- DOE will make a recommendation to revise the bylaws
- If the current employees have an issue or question during this process who do they go to since the current board is closing out and the new board will not start until July 1st? DOE advised that they should reach out to the Authorizers.

DOE expects Summit to vote in the full slate.

- CEI has submitted 5 board members some of which are employees of CEI
- Can additional members be voted on the board? Yes, but not until after July 1st
- Can there be a board member going forward that includes a current parent member so that current culture can be retained
- What things look like going forward. Parents will be invited to take part in shaping the future vision of Summit
- Ms. Douglas: the process is very interesting for our teaching staff, but not very clear for operational
- The Board asked what the new org chart looks like? CEI advised that one will be created based on the enrollment count. They can put something in place for student recruitment

## V. Closing Items

### A. Adjourn Meeting

R. Watson made a motion to adjourn the meeting.

N. Dominguez seconded the motion.

The board **VOTED** unanimously to approve the motion.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:34 PM.

Respectfully Submitted,  
Y. Houlder