



Commonwealth Charter Academy (CCA)
MINUTES OF THE BOARD OF DIRECTORS MEETING
January 16, 2019 at 8:30 AM

Held at the following location and via teleconference:

One Innovation Way Harrisburg, PA 17110

I. Call to Order

Mr. Dyer called the meeting to order at 8:30 a.m. when all participants were present and able to hear each other. The Board meeting was open for the public to attend.

II. Roll Call

Board Members Present: Lil Jackson, Jeff Piccola, Rob Barr (In Person); Michelle Ciora, Marcie Mulligan, Jen Delaye (via phone); Ralph Dyer (via video).

Guests in Person: Maurice Flurie, School CEO; Thomas Longenecker, COO; Sharon Pallotta, Christine Hakes, Paulie Zozos, Sandy Emerich, Jennifer Clarke, Joyce Good, Roberto Datorre, Jim Skinner, Ryan Baker, Faith Russo, School Staff; Phil Murren, Katherine Fitz-Patrick, Board Counsel

Guests via Phone: Christin Sankey, Alex Harvilchuck.

III. Executive Session

The Board entered into Executive Session at 8:30 a.m. Executive Session was held to discuss legal matters, potential contractual matters, real estate matters and Special Education matters.

Action Items a. and b. resulted from Executive Session

Action Item a. Approval to Accept Special Education Settlement Agreement as Discussed During Executive Session.

Action Item b. Approval to Authorize CEO, Board President and Board Counsel to Conduct Necessary Due Diligence and Negotiate Terms of Sales Transaction of Property Discussed During Executive Session.

Executive Session Ended at 9:16 a.m.

The Board entered into Public Session at 9:22 a.m.

IV. Approval of Agenda – R. Dyer

Mr. Dyer informed the Board that the agenda was amended to include the re-lettering of the Action Items as well as the addition of Action Item a. Approval to Accept Special Education Settlement Agreement as Discussed During Executive Session and Action Item b. Approval to Authorize CEO, Board President and Board Counsel to Conduct Necessary Due Diligence and Negotiate Terms of Sales Transaction of Property Discussed During Executive Session. Mr. Dyer asked the Board if there were any other changes to be made to the Agenda that had been noticed. There being no further items to discuss, a motion was made by Rob Barr and seconded by Lil Jackson as follows:

RESOLVED, that the agenda for the January 16, 2019 meeting of the Commonwealth Charter Academy Board of Directors, as amended is hereby approved.

The motion passed unanimously.

V. Approval of Consent Items – R. Dyer

Mr. Dyer asked the Board if there were any other items from the Consent Items they wanted moved to Action Items for discussion, or tabled. There being no further items to discuss, a motion was made by Lil Jackson and seconded by Rob Barr as follows:

RESOLVED, the Consent Items:

- a. Approval of Minutes from November 14, 2018 Board Meeting
- b. Approval of Board Payables
- c. Approval of Staffing Report
- d. Approval of Board Policy 105 (first reading) – Review of Instructional Materials and Exemption From/Modification to Instruction
- e. Approval of Board Policy 220 (first reading) – Assignment and Ownership of Intellectual Property for Students
- f. Approval of Board Policy 840 (first reading) – Use of Electronic Signatures
- g. Approval of Revision to Attachment 4 of Policy 626, Federal Fiscal Compliance

The motion passed unanimously.

VI. Approval of Action Items

- a. Approval to Accept Special Education Settlement Agreement as Discussed During Executive Session

There being no further discussion, a motion was made by Lil Jackson and seconded by Rob Barr as follows:

RESOLVED, that the Special Education settlement agreement as discussed during Executive Session is hereby approved.

The motion passed unanimously.

b. Approval to Authorize CEO, Board President and Board Counsel to Conduct Necessary Due Diligence and Negotiate Terms of Sales Transaction of Property Discussed During Executive Session.

There being no further discussion, a motion was made by Lil Jackson and seconded by Rob Barr as follows:

RESOLVED, that the approval to authorize CEO, Board President and Board Counsel to conduct necessary due diligence and negotiate terms of sales transaction of property discussed during Executive Session is hereby approved.

The motion passed unanimously.

c. Approval of Johnstown Lease Agreement

There being no further discussion, a motion was made by Rob Barr and seconded by Lil Jackson as follows:

RESOLVED, the Johnstown lease agreement is hereby approved.

The motion passed unanimously.

d. Approval of CCA 2019-20 School Calendar

There being no further discussion, a motion was made by Jeffrey Piccola and seconded by Lil Jackson as follows:

RESOLVED, the approval of CCA 2019-20 School Calendar is hereby approved.

The motion passed unanimously.

e. Approval of New Board Policy Numbering and Formatting Guidelines

The Board directs CCA staff to develop a new numbering and formatting system for current Board policies and those policies the Board will adopt in the future. Currently adopted Board policies that only receive a new number and format do not need additional Board action.

There being no further discussion, a motion was made by Lil Jackson and seconded by Rob Barr as follows:

RESOLVED, the approval of the new Board policy numbering and formatting guidelines is hereby approved.

The motion passed unanimously.

f. Approval to Accept the 2017-18 Audit

Mr. Dyer congratulated the staff that worked on the audit. Mr. Longenecker thanked the Board and Finance Committee for their work on the clean audit. There being no further discussion a motion was made by Rob Barr and seconded by Michelle Ciora as follows:

RESOLVED, the acceptance of the 2017-18 audit is hereby approved.

The motion passed unanimously.

g. Approval of Board Resolution to Designate CEO-Elect

Mr. Dyer informed the Board that Mr. Longenecker will enter into an 18 month transition period to become the CEO of Commonwealth Charter Academy. There being no further discussion, a motion was made by Rob Barr and seconded by Lil Jackson as follows:

RESOLVED, the approval of Board resolution to designate CEO-Elect is hereby approved.

The motion passed unanimously.

Mr. Longenecker thanked the Board for their support during this transition process.

Dr. Flurie thanked the Board for being thoughtful in the process of the leadership moving forward. Jeffrey Piccola added that he is humbled to be a part of the change at CCA. Mr. Dyer thanked Phil Murren and John Walp for creating the Board resolution.

VII. Oral Reports

a. CEO Report

i. Student Academic Achievement (FPO#1)

Dr. Flurie reviewed the iReady data with the Board and informed the Board that they will receive a more detailed version after the mid-year assessments. Dr. Flurie informed the Board that this year's new students are significantly more behind than new students from last year. Dr. Flurie informed the Board that CCA needs to develop a program for students to grow.

ii. Succession Planning and Administrative Capacity (FPO#2)

Dr. Flurie commended the Board for approving Action Item g. and informed the Board that he will act in an advisory role to Mr. Longenecker during the reorganization of the administrative team.

iii. The Commonwealth Charter Academy Brand (FPO#3)

Dr. Flurie informed the Board that the Department of Agriculture, private businesses, researchers, educational facilities and legislators have contacted CCA and asked for tours of the Agworks facility. Mr. Longenecker informed the Board that the Agworks dedication was a huge success.

Dr. Flurie informed the Board that the PA Chamber is working on initiatives to partner with CCA to march the message of K-12 career development forward.

Dr. Flurie informed the Board that he and Tom Longenecker were invited by LearningMate to visit the University of Hull's innovation labs.

Dr. Flurie informed the Board that the Department of Education requested CCA's scope and sequence for created courses. Dr. Flurie congratulated Jennifer Clarke and Dr. Joyce Good and staff for meeting PDE's deadline with efficiency. He further informed the Board that he anticipates CCA will receive correspondence about the charter renewal within the next few months.

Rob Barr questioned how the charter law works in Pennsylvania regarding renewing the school's charter. Dr. Flurie responded that Pennsylvania law states the charter school can continue to operate unless the charter is revoked.

Dr. Flurie congratulated Tom Longenecker for receiving his new recognition from PASBO and informed the Board that Tom has held his certification since 2003.

b. COO Report

i. Facilities Update

Mr. Longenecker reviewed the facility report with the Board members.

Dr. Flurie informed the Board that the genetics and tissue labs at the Agworks center have been certified and those using the labs must undergo specific training prior to their lab use.

ii. LMS Update

Joyce Good updated the Board on the LMS progress and informed the Board that CCA is addressing comments from families and working with Andculture to address top priorities. She further informed the Board that CCA is on track to complete courses by March 1, 2019.

iii. Safe2Say Something Implementation

Roberto Datorre reviewed the Safe2Say information with the Board.

Jeffrey Piccola left the Board meeting at 10:21 am

iv. Enrollment Update

Jennifer Clarke reported to the Board that 9,440 students are currently enrolled in CCA and that Intent to Return will begin in March.

c. Financial Reports

Christine Hakes thanked Faith Russo and Ryan Baker for their work on the audit.

Faith Russo reviewed the November 2018 revenues and expenditures. Ryan Baker reviewed the forecasted revenues and expenditures and investment schedule.

VIII. Information Items

Mr. Dyer reminded the Board that the April 10, 2019 Board meeting was changed to April 17, 2019.

Mr. Dyer congratulated Lil Jackson again for graduating from Leadership Harrisburg.

Mr. Dyer informed the Board that the National Charter School Conference is scheduled for June 30 - July 3, 2019 in Las Vegas, Nevada and the iNACOL conference is scheduled for October 28 - 31 in Palm Springs, California.

Mr. Dyer informed the Board that the ASU/GSV Summit cost has increased for Board members so this conference will no longer be offered. He informed the Board members that other conference opportunities are being explored.

Mr. Dyer recommended a trip to Lindsay, California for those Board members and administrative staff who have not yet visited.

IX. Board Member Comments

There were no Board member comments.

X. Adjournment and Next Meeting Date February 13, 2019 at 8:30 AM

Mr. Dyer inquired if there was any other business or discussion. There being no further business or discussion, he noted that the next Board meeting is scheduled for February 13, 2019 starting with an Executive Session. The Board being at the end of its agenda, the meeting was adjourned at 10:47 AM.

Sharon Pallotta, Assistant Secretary