

**EXCELLENCE CHARTER SCHOOL  
BOARD OF TRUSTEES MEETING**

**June 16, 2014  
6-8:30 p.m. Board Meeting**

**Held at DCM Architecture and Engineering  
200 Federal Street, Camden, NJ 08103**

**Minutes**

**DISCUSSION TOPICS –**

- Founding Business of the Board
- Finance Report
- Next Steps on Opening
- Summer calls/ meetings

**BOARD OF TRUSTEES BUSINESS MEETING**

**Meeting called to order at 6:15 p.m. by Scott Gordon.**

**1. Appointment of the Board of Trustees**

**Resolution #0614 – 01**

Resolved, that Scott Gordon as the Incorporator of Excellence Charter School hereby appoints the following members as the school's Board of Trustees: Judy Tschirgi, Stacy Holland, Reuel Robinson, and Graham Finney.

**Motioned by the Incorporator, Scott Gordon and Approved.**

**2. Roll Call**

Present: Judy Tschirgi, Stacy Holland, and Graham Finney  
Absent: Reuel Robinson

**3. Action Resolutions**

**0614-02**

Resolved, that the Board of Trustees for Excellence Charter School approves the following actions:

- Accept the appointment of Judith Tschirgi, Graham Finney, Stacy Holland, and Reuel Robinson to serve as the founding Board of Trustees;
- Appoint Judy Tschirgi as Chair of the Board of Trustees

**0614-03**

**Resolved**, to ratify the articles of incorporation for Excellence Charter School as attached.

**0614-04**

**Resolved**, to approve the initial Bylaws for Excellence Charter School as attached.

**MOTION to approve Resolutions 0614-02, 03, and 04:  
Graham Finney; Second, Stacy Holland. Vote result: Unanimous.**

**SECTION IV – Board Resolutions**

**General Business**

**0614-05**

**Resolved**, that Excellence Charter School, is authorized to negotiate and enter into a management agreement with Mastery Charter High School for educational and administrative services with a fee of 8.5% of per pupil revenue in FY 15.

**Further resolved**, to authorize any officer of the Chair of the Board of Directors to execute the Management Agreement after presentation to the full Board for final approval via special (phone, email consent, or in person) or regular meeting.

*Discussion by Board regarding having written confirmation by counsel on file regarding no need for an RFP for these unique services required by Excellence.*

**0614-06**

**Resolved**, that the Board of Trustees appoints Tom Johnston of Porzio as legal counsel for Excellence Charter School,

**0614-07**

**Resolved**, to appoint Clifton Larsen Allen to perform audit and tax services for Excellence Charter School, for the fiscal year ending June 30, 2015.

**0614-08**

**Resolved**, that the Board of Trustees for Excellence Charter School, authorizes the application for Internal Revenue Service 501(c)3 tax-exempt status.

**0614-09**

**Resolved**, that the Board of Excellence Charter School, authorizes its Board Secretary to execute all formal documents in the absence of the Chair either by signature or via signature and power of attorney.

**Further Resolved**, that the Board of Excellence Charter School appoints Joseph Ferguson as the Board Secretary.

**0614-10**

**Resolved**, that after execution of a Management Agreement with Mastery Charter High School, the Board of Trustees of Excellence Charter School will delegate authority for the following actions to Mastery Charter High School on our behalf:

- To obtain all necessary commercial insurance coverage for Excellence Charter School, and its schools
- To seek Directors and Officers liability insurance on behalf of the Board of Trustees of Excellence Charter School;
- To authorize its employees to join the Mastery Charter High School self-insurance program for health insurance and related coverage

*Comments by Board that we should seek New Jersey based entities for services (e.g. insurance) whenever possible. Agreement that the medical coverage was the most cost effective for 2014-15, but that the SBA would look at NJ options for other insurances.*

**MOTION TO APPROVE 0614-05 through 10: Judy Tschirgi, Second, Graham Finney. Vote result: Unanimous.**

**0614-11**

Withdrawn

**0614-12**

**Resolved**, that the Board of Trustees of Excellence Charter School agrees to enter into a facility lease agreement with the Camden City School District agreement for two temporary buildings in Camden beginning as early as July 1, 2014 based on the following conditions:

- That following execution of the Management Agreement with Mastery Charter High School, the Board deputizes Scott Gordon, CEO Mastery Charter High School, to negotiate the final terms of the lease agreement with the Camden City School District subject to written consent or voice vote by the full Board.

**0614-13**

**Resolved**, that the Board of Trustees of Excellence Charter School name the following Mastery Charter High School staff for the roles listed below:

- **Jim Leonard – School Business Administrator:** The SBA is responsible for payroll, accounting and financial reporting, audit

preparation, budgeting, purchasing, insurance and other operational functions.

- **Michael Patron – Affirmative Action Officer and Title IX Coordinator:** An AAO is a member of the professional staff who has responsibility to coordinate and implement the school efforts to comply with the regulations of N.J.A.C. 6A:7 and to promote a working and learning environment free of discrimination on the basis of race, color, national origin, religion, gender, sexual orientation, age or disability. This person also serves as the Title IX Coordinator. Title IX of the Education Amendments of 1972 protects people from discrimination based on sex in education programs and activities that receive federal financial assistance.
- **Melinda Shorday – Section 504 Officer:** The Section 504 Officer is responsible for assuring that the school is in compliance with Section 504 of the Rehabilitation Act of 1973. Section 504 is a civil rights law that prohibits discrimination against individuals with disabilities. Section 504 ensures that students with medical or other disabilities have equal access to an education.

**MOTION to approve Resolutions 0614-12 and 13: Judy Tschirgi, Second, Graham Finney. Vote result: Unanimous.**

#### **0614-14**

**Resolved**, that the Board of Trustees of Excellence Charter School adopt the preliminary policies and procedures listed below with the final versions to be presented at a future meeting:

- Student-Parent Handbook
- Employee Handbook
- Fiscal Policy and Procedures Manual

*Discussion by Board of content of the handbooks and manual.*

**MOTION to approve Resolution 0614-14: Graham Finney, Second, Judy Tschirgi. Vote Result: Unanimous.**

#### Finance Resolutions

##### **Finance Presentation (attached)**

- **Section I – Enrollment and Staffing Assumptions**
- **Section II – Funding Assumptions and Preliminary FY15 Budget**

Yonca Agatan as part of the founding team presented the financials for Excellence Charter School using the NJDOE template.

Discussion by Board regarding considering a local bank. Founding team staff noted that there is a PNC branch in downtown Camden, but that they would look at any locally-based institutions in the next year as a part of a long-term plan for banking services over time in Camden.

**0614-15**

**Resolved**, to ratify creation of the following operating bank accounts at PNC Bank for Excellence Charter School, Inc.:

- North Camden Elementary
- Cramer Hill Elementary

**0614-16**

**Further Resolved**, to approve the following cash disbursement and check signing procedures, and delegate authority to the following individuals to approve disbursements and sign checks on behalf of Excellence Charter School, Inc.:

- Each check will have two signers
- One signer will always be a trustee of the Board
- Judy Tschirgi and Graham Finney will be the trustee check signers
- Judy Tschirgi will always be one of the signers for checks over \$25,000
- We can use electronic stamped signatures for trustees
- Jim Leonard (SBA), Scott Gordon (CEO), Yonca Agatan (CFO) and Joe Ferguson (COO) are appointed as additional signers by approval of the full Board
- Jim Leonard (SBA) and Yonca Agatan (CFO) are appointed to have authority to release payments for standard, recurring expenditures such as payroll, benefits, utilities, rent, monthly facilities maintenance contracts, monthly professional service contracts, and insurance

**MOTION to approve resolutions 0614-15 and 16: Graham Finney, Second, Judy Tschirgi. Vote result: Unanimous.**

**0614-17**

**Resolved**, to approve the preliminary FY15 budget summary and cash flow statement for Excellence Charter School, as presented.

**MOTION to approve resolution 0614-17: Graham Finney, Second, Judy Tschirgi. Vote result: Unanimous.**

**0614-18**

**Resolved**, that Excellence Charter School, authorizes the use of electronic signatures for acceptance of any state and federal grant money received from the New Jersey Department of Education.

**0614-19**

**Resolved**, that Excellence Charter School, Inc. requests from the Mastery Charter Schools Foundation \$1,300,000 in start-up and operating cash flow loans to finance facilities renovation, start-up costs and initial operating expenses of the two Camden campuses with a payment term date of June 30, 2016.

**MOTION to approve resolutions 0614-18 and 19: Stacy Holland, Second, Graham Finney. Vote result: Unanimous.**

**0614-20**

**Resolved**, that Excellence Charter School, will be responsible for remitting the employer's share of staff Social Security coverage to the New Jersey Division of Pension and Benefits.

**0614-21**

**Resolved**, that Excellence Charter School, designates Mary Fehrle (Mastery Charter High School) as the pension Certifying Officer and Jim Leonard (Mastery Charter High School - SBA) as the Supervisor of the Certifying Officer for all New Jersey state-administered retirement systems.

**MOTION to approve resolutions 0614-20 and 21: Stacy Holland, Second, Judy Tschirgi. Vote result: Unanimous.**

4. Adjourn at 7:41 p.m.

Meeting minutes certified by the Board Secretary:

  
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Board Secretary, Joseph Ferguson

6/17/14  
Date