

**MINUTES OF THE MEETING OF
THE BOARD OF TRUSTEES
for the
BEDFORD-STUYVESANT NEW BEGINNINGS
CHARTER SCHOOL**

Meeting of March 19, 2010

Members Present: Joseph Sciame; Patricia Bramwell; Victor Rivera Jr.; Cecelia Russo; Angel Charriez; Thomas Alwood; Kevin Nesbitt; Michael Gaffney.

Members Absent: Mike Nieves; Angela Kirton, Ana Beauchamp.

Also Present: Joe Martucci (Interim Academic Leader); Josh Morales (Consultant to Board); Sonia Park (Consultant to Board); Bianca Velez (Assistant to Mr. Morales).

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A quorum being present, the Meeting commenced at 4:02 pm.

Mr. Sciame advised that the minutes of the March 5 Board Meeting were not yet ready and would be made available at the next regularly meeting. Mr. Sciame then reviewed the events of the last meeting.

Mr. Sciame advised the Board that Mr. Nieves had been in touch, but was unable to attend the Meeting due to an emergency in Albany. He advised the Board that he wanted Mr. Nieves on the Board, but that the Board required a stronger commitment from him. Mr. Charriez echoed the concern and also stated that he wanted Mr. Nieves involved. Ms. Park suggested that Mr. Nieves be offered a position on an Advisory Board (to meet quarterly) if he was unable to commit to make the regular Board meetings. Mr. Sciame requested, and received by acclamation, authority to call Mr. Nieves prior to the next meeting to determine his level of commitment.

Mr. Martucci advised that he was unaware of Mr. Gaffney's whereabouts, but understood that he intended to make the Meeting.

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Further to the discussion at the last meeting, the Board, on a motion duly made by Ms. Russo and seconded by Mr. Charriez, voted 6-0 to remove Ms. Kirton from the Board due to sustained unexcused absences. Additionally, the Board, on a motion duly made by Mr. Rivera and seconded by Ms. Russo, voted 6-0 to remove Ms. Beauchamp from the Board at her request.

Mr. Sciamie reminded the Board that he wished, in his capacity as Board Chairperson, to be kept informed of all subcommittee business, but that subcommittees should otherwise limit their contacts to the subcommittee members and not the full Board.

Mr. Sciamie advised that he and Mr. Morales had met with the Brooklyn Diocesan Real Estate person ("DRep") to discuss the lease. At the meeting, Mr. Sciamie and Mr. Morales were advised of a study that had allegedly been performed by an engineering firm that detailed the work that needed to be done on the building. The Diocese was to provide a copy of that study, but it had not yet been received. During the discussion the DRep reaffirmed that the lease would be for \$18/sq. ft. and arranged for a walkthrough of the building the next week for Mr. Sciamie, Mr. Morales, Mr. Martucci, the DRep and an engineer.

Mr. Sciamie noted that the DRep had stated that the repairs to the building would cost money and asked why the Board was not retaining National Heritage Foundation ("NHF") to manage the School for us. Mr. Sciamie advised that he told the DRep that the Diocese was the landlord and had nothing to do with the operation of the School, which was the Board's domain. The DRep also asked about a lawyer to negotiate the lease and was advised that one would be provided to the Board through the Lawyers Alliance.

Mr. Morales advised that the DRep at various times set forth three different amounts as the cost of the requested upgrades to the building: \$7.9 million, then \$2.5 million, and finally \$4.7 million. Ms. Park asked what those numbers were based on and Mr. Morales responded that the DRep seemed confused at times. Mr. Rivera asked if NHF, which was working with the Diocese at other locales, was trying to undercut us, but Mr. Morales advised that he did not think so. Mr. Sciamie stated that the scope of work to be done at the building would be determined by the Board, even though Mr. Morales reported that the Diocese appeared to want to see an investment of \$12-\$15 million in the infrastructure of the Building. Mr. Morales advised that he would be bringing a representative from Two Trees Management ("TT") to go on the walkthrough and make an independent assessment of the operational needs of the building. Mr. Morales stated that, in his opinion, the bathrooms and 5th floor were OK and the infrastructure was sound. Accordingly, if a Certificate of Occupancy ("CO") for the Building was in place, all would be well and other work could be phased in. Mr. Rivera noted that, if any work was required to obtain a CO or get the building up to Code, the Diocese should be financially responsible for that, not the Board, and Mr. Alwood concurred. Ms. Bramwell asked if there was an asbestos problem in the building and Mr. Sciamie advised that he had been told that there was no such problem.

Mr. Sciamè advised that the insurance issue for the School had been addressed and proper insurance taken care of.

Mr. Sciamè advised that he had signed papers from the SED and that \$200k - \$400k would be available to the School from September 1, 2010 to August 31, 2011.

Mr. Sciamè advised that he had been receiving a number of phone calls from interested parents asking about the school and wondered why he was being singled out. Ms. Park reminded him that the documents submitted to SED, which included his contact information, were now publically available.

Mr. Morales then introduced Raj Thakker of Charter School Business Management ("CSBM"), a proposed vendor for operation and financial management startup system for the School.

Mr. Thakker advised of his personal background in charter schools and then noted that CSBM had been involved with 125 charters nation-wide since its opening, of which 35 schools, all in New York City, were still active. Mr. Thakker advised that CSBM was prepared to handle all start-up financial, auditing and business management issues while we ramp up operations and participate in the training of the Operations and Financial personnel. Mr. Thakker advised that billing would be on an hourly basis, invoiced monthly, for a matrix of services to be chosen by the Board. Mr. Thakker estimated that the full cost could be as low as \$75k and as high as \$125k, based on the level of services requested and the seniority of the personnel required. Mr. Thakker advised that they would need to start in mid-April to get everything ready for start-up.

Mr. Charriez asked about billing and was advised by Mr. Thakker that CSBM had "floated" amounts until monies had been received by start-ups.

Mr. Thakker asked if there was a Business Manager and Director of Operations in place. Mr. Morales said that the School was in the process of looking for them but that it was not a priority at the start-up phase.

Mr. Rivera asked about the readiness of the manpower for a new assignment and Mr. Thakker said that CSBM was in the process of hiring 6 new people and would have sufficient staff to provide dedicated personnel to the School.

Mr. Thakker was then excused from the Meeting.

Ms. Park then advised that she had reached out to the Vice-President of New Schools for Core Knowledge ("CK") and that Ms. Velez had arranged for a tour of PS 106 so that the Education Committee could see an actual CK classroom. Mr. Martucci advised that he would attend the tour. Ms. Park advised that the CK was using its website to post job applications for

CK teachers, but that it was not "live" yet. Ms. Park further advised that she, Mr. Martucci, Mr. Morales and Ms. Velez had also toured the Manhattan Charter School and were able to look at their technology lesson planning.

Ms. Park advised that Mr. Morales was finalizing the job descriptions ("JD") and that resumes already were being submitted to the school. Ms. Park stated that Mr. Martucci was checking the School's web-site daily to retrieve applications. Ms. Park finished her report by advising that she would be following up with the CK people.

Mr. Nesbitt arrived.

Mr. Rivera asked about the status of the JDs and Ms. Park and Mr. Morales advised that they had been distributed and posted on the website. Ms. Russo advised that she had numerous problems with the JDs that she had seen in their use of tense, verbiage, redundant language and the setup/format thereof. She advised that she wished to have JDs ready for Mr. Martucci to distribute at a job fair to be held at St. Johns the next week, but could set it up so that Mr. Martucci could only receive resumes at the fair. Mr. Morales advised that he would remove the JDs from the website until Wednesday (March 24), recirculate them through the Education Committee and obtain comments therefrom.

Ms. Park suggested that we only collect resumes from the website at the moment, But Ms. Russo advised that she wanted something to hand out at the fair. Ms. Park and Mr. Morales wondered if the level of applicant at the fair warranted this effort, but Ms. Russo advised that the fair would be for those with masters degrees and over only. Mr. Morales suggested that a general statement regarding the School design/culture/neighborhood be prepared and that, if asked, persons could be advised that salaries would be par with the DOE pay scale. It was determined that a one sheet handout would be prepared for the fair and that potential applicants would be advised JDs would be on-line later in the week and that they could submit resumes there.

Mr. Morales then advised that his potential interviewee for Board training would be unable to attend due to illness.

Mr. Morales provided the Board with a Task List to review. The Task List was a checklist of guidelines that needed to be accomplished, broken down by month. Mr. Morales suggested that the Board periodically review the List to determine how well they were doing against their deadlines. Mr. Morales advised that he would update the List and report at the next meeting as to the progress.

The Board next interviewed Leticia Theodore Green for one of the vacancies on the Board. Ms. Green provided her personal and professional background and stated her interest in being on the Board. Ms. Green advised that she was up to the challenge of being a Board member and was

Mr. Morales advised that he would speak with Mr. Martucci about the library grant previously discussed.

After discussion, on a motion duly made by Mr. Charriez and seconded by Mr. Nesbitt, Ms. Green was voted onto the Board by a vote of 7-0.

Ms. Park noted that the Renaissance Charter School had recently sent out new application/information material embedded in a local newspaper. Mr. Sciame concurred that a new approach was needed. Ms. Bramwell noted that Our Time Press was a local newspaper that she was aware of. Mr. Morales asked Ms. Bramwell to check on pricing for an advertisement. Mr. Alwood wondered if we should attempt to get a local paper to write an article about the School, but Mr. Morales thought it was too soon and Ms. Park thought an article about the first day of school would be better.

Mr. Morales strongly recommended that CSBM be engaged by the Board, noting that no one else provided these services. Accordingly, on a motion duly made by Ms. Bramwell and seconded by Mr. Charriez, the Finance Committee and the consultants were authorized to discuss the terms of engagement for CSBM by a vote of 6-0-1, with Mr. Nesbitt abstaining.

Mr. Sciame noted that the next scheduled meeting was to take place on April 9 at 5:00 pm, immediately prior to the lottery, if needed.

Mr. Sciame noted some concern with the progress on the academic side and Mr. Martucci's commitment. Mr. Morales noted that the chart would allow the Board to see specifically what was being done, or not done, in the area that Mr. Martucci was responsible for. He further noted that the new organizational chart for the School was flexible, but that the Board needed to determine if Mr. Martucci was an interim or permanent hire, so that an appropriate search could be conducted for his second-in-command.

Mr. Sciame noted that he had a Graduate Assistant looking at the website for comments and Mr. Morales responded by noting that the present setup is only temporary and that we should not overly rely on it.

Mr. Morales further noted that the Directors and Officers insurance was in place.

Mr. River reminded the Board that committees should now be functioning and active and ready to report at each Board meeting.

Upon a motion duly made by Mr. Rivera and seconded by Mr. Nesbitt, the Board voted unanimously to adjourn at 6:02 until the next regularly scheduled meeting of the Board on April 9, 2010 at 5:00 pm.

A large, stylized handwritten signature in black ink, located in the bottom right corner of the page. The signature is highly cursive and difficult to decipher, but it appears to be a single name.