

Thursday, May 12, 2016 Minutes

REORGANIZATION MEETING

MEETING PLACE: 321 E. Third St, Bethlehem, PA 18015

6:00pm

The CEO called the meeting to order at 6:00pm.

- I. Pledge of Allegiance:
- II. Moment of Silence:
- III. Roll Call:

Present:

Mario Acerra	Paul Braden	Otto Ehram
Mark Ferguson	John Filipos	Yvette Johnson
Rosemary Murdy-Haber	Len Perrett	Charles Stinner

Absent:

William Moran

Also Present From Administration:

Diane LaBelle, Executive Director Cheryl Schurz, Director of Finance

- IV. Reorganization/ Governance Actions:

- 1. The Board of Directors approves the following **Board Appointments:**

Terms Expire May 2017 - May 2019

MM: Johnson

SM: Braden

ACTION CARRIED: 9-0

BOARD OF DIRECTORS AND ADMINISTRATIVE INFORMATION

Term Expires – May 2017

OPEN	Charles Stinner Air Products, Vice President, Taxes
Rosemary Murdy-Haber Professor, Music	William Moran Judge, Retired

Term Expires - May 2018

Otto Ehram Bethlehem Steel, Retired	Mark Ferguson Iron Mountain, Marketing
OPEN	OPEN

Term Expires – May of 2019

Mario Acerra NCC, Professor	Paul Braden Pastor, Retired
Leonard Perrett Dept. Chair of English , Retired	Yvette Johnson Just Born, Manager Financial Planning & Analysis
John Filipos Buckno Lisicky & Co., CPA/Shareholder	

The Executive Director welcomes the new board. Action then proceeds to the nomination of officers.

- After soliciting nominations from the Board, the Board Development committee recommends the following **Officer Nominations** for the 2016-2017 school year:
 President: Mario Acerra
 Vice-President: Yvette Johnson
 Treasurer: Paul Braden

If there are no further nominations, the chair entertains a motion to elect the slate of officers.

MM: Stinner SM: Murdy-Haber ACTION CARRIED: 9-0

AT THIS POINT IN THE MEETING THE NEW PRESIDENT TAKES OVER THE CHAIR

- Committee Assignments** made by President:

Finance Committee:

Paul Braden, chair John Filipos Charles Stinner

Curriculum Committee:

Len Perrett, chair Rosemary Murdy-Haber

Resource Development Committee:

Otto Ehram, chair Mark Ferguson

Board Development Committee:

Yvette Johnson, chair

Special Committee:

William Moran

- Foundation Board Assignments:**

Based on the recommendation of the Executive Director, the Board of Directors appoints Mark Ferguson as Liaison to the Foundation Board.

Based on the recommendation of the Executive Director, the Board of Directors appoints Charles Stinner as Liaison to the Foundation Board Finance Committee.

MM: Stinner SM: Filipos ACTION CARRIED: 9-0

Administration

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4. **Appointment of Providers:**

Based on the recommendation of the Executive Director, the Board of Directors appoints Hutchinson, Gillahan & Freeh. as auditors.

Based on the recommendation of the Executive Director, the Board of Directors appoints the following firms as attorneys at law of record:

Latsha Davis Yohe & McKenna, P.C., Exton, PA, Charter School Specialists
King, Spry, Herman, Freund & Faul, LLC, Bethlehem, PA, Public School Law Specialists
Worth, Magee & Fisher, Allentown, PA, Public School Law Specialists
MacMain Law Group, Malvern, PA, Public School Law Specialists
Fitzpatrick, Lentz, Bubba, Center Valley, PA, Real Estate Specialists
Flamm, Walton PC, Allentown, PA, Employment Specialist
Marshall, Dennehey, Warner, Coleman & Goggin, Allentown, PA, Employment Specialist
Fellheimer & Eichen LLP, Philadelphia, PA, Real Estate Specialists

Based on the recommendation of the Executive Director, the Board of Directors appoints Equinox as benefits broker.

Based on the recommendation of the Executive Director, the Board of Directors appoints HMK as liability insurance broker.

Based on the recommendation of the Executive Director, the Board of Directors appoints PenServ as 403b Administrator.

Based on the recommendation of the Executive Director, the Board of Directors appoints Carbon Lehigh IU 21 as Technology Support and PowerSchool support.

Based on the recommendation of the Executive Director, the Board of Directors appoints St Luke's University Health Network as Athletic Trainer.

Based on the recommendation of the Executive Director, the Board of Directors appoints Source 4 Teachers as sub service provider.

MM: Stinner SM: Filipos ACTION CARRIED: 9-0

V. Executive Session:

Motion: The Board of Directors moves to go into Executive Session at 6:07pm.

MM: Braden SM: Johnson ACTION CARRIED: 9-0

VI. Open Session:

The Board of Directors returns to Open Session at 6:12 pm.

Opening Remarks –

- Mr. Acerra, Board President – President Acerra thanked the Board for their continued service to Charter Arts.
- Ms. Diane LaBelle, Executive Director – Ms. LaBelle also thanked the Board for their continued service and reminded the Board of the opportunities to attend performances at the school during the month of May.

VII. Public Comments: (limited to 3 minutes per individual) None.

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- VIII. **Acceptance of April 14, 2016 Minutes and Executive Committee Minutes**
Motion: Based upon the recommendation of the Executive Director, the Board of Directors approves the April 14, 2016 Minutes and Executive Committee Minutes.
MM: Johnson SM: Ferguson ACTION CARRIED: 9-0
- IX. Personnel
Proposed 2016-2017 Staff Roster
Motion: Based upon the recommendation of the Executive Director and the Executive Committee, the Board of Directors approves the proposed 2016-2017 Staff Roster.
MM: Braden SM: Johnson ACTION CARRIED: 9-0
- X. **Foundation Board Report**
Mr. Mark Ferguson reported that the Foundation Board has identified potential donors. Scott Hawk has worked on managing the Foundation Board and has developed a Dashboard for the Foundation Board. The current focus is on the Gala of Dreams. The Foundation Board is planning cultivation events and continues to look for new Foundation Board members.
- XI. **Old Business** None.
- XII. **New Business**
Finance Committee
March 2016 Financial Reports
The Board of Directors reviewed the March 2016 Financial Reports.
- Presentation of 2016-2017 Development and School Budgets.**
Rev. Braden presented the Development Budget and School Budget and entertained questions from the Board of Directors. The Board of Directors will approve the budgets at their June 2016 meeting.
- Curriculum Committee - no report.
- Executive Committee
Proposed 2016-2017 Meeting Schedule
Motion: Based upon the recommendation of the Executive Director and the Executive Committee, the Board of Directors approves the proposed 2016-2017 Meeting Schedule.
MM Johnson SM: Murdy-Haber ACTION CARRIED: 9-0
- Resource Development Committee – no report.
- Board Development Committee
Motion: Acceptance of Mr. Bill Moran’s resignation from the Board. The Board thanks Mr. Moran for his service to the Board and his work on the Special Committee, developing the Venture Academy.
MM: Johnson SM: Braden ACTION CARRIED: 9-0
- Mrs. Johnson asked the Board to consider inviting colleagues and acquaintances to join the Board. Mrs. Johnson handed out an Eligibility Form, an Application Form, and the Committee Structure (page 3) of the ByLaws, Expertise in the Arts and Community is needed.**
- XIII. Public Comments: (limited to 3 minutes per individual) None.
- XIV. Adjournment
Motion to adjourn: 7:04PM **MM: Ehram SM: Johnson ACTION CARRIED: 9-0**

Next Meeting Date and Time: Thursday, June 9, 2016, 6pm

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Respectfully Submitted.

Cheryl Schurz
Board Secretary