

**KEYSTONE ACADEMY CHARTER SCHOOL**  
**4521 Longshore Avenue**  
**Philadelphia, PA 19135**  
**BOARD OF TRUSTEES MEETING**  
**JANUARY 19, 2023**  
**BY: ZOOM VIDEO CONFERENCE**  
**MINUTES**

**SECTION I: CALL TO ORDER**

Opening Colloquy

This Board of Trustees meeting of the Keystone Academy Charter School Board of Trustees is hereby called to Order. The time is 7:00 pm. My name is Dina Hernandez. I am the Secretary of this Board of Trustees, and I will facilitate this meeting.

This is a public meeting of the Board of Trustees of the Keystone Academy Charter School that was properly advertised pursuant to the Pennsylvania Sunshine Act. The public meeting schedule is posted at the school and on the website in the monthly calendar.

All members of the public are welcome, to sit and listen to the Board of Trustees conduct its business tonight. Members of the public who have registered with the Administrative office to participate in public comment by 5 pm on the day before this scheduled meeting may participate in public comment. At this time, I would ask that executive administration submit the list of commenters to our legal counsel. Comments will be limited to three minutes unless the Board decides to grant additional time.

At this time, I will ask that Roll Call be taken.

**A. Roll Call by Daniel H. Saidel, Esq.:**

Gretchen Alston - President	“GA”
Fred Phelps - Vice President	“FP”
Alma Diggs - Treasurer	“AD”
Marie McCarthy - Member	“MM”
Tina Peterson - Member	“TP”
Dina Hernandez - Secretary	“DH”

<b>Board Members Present:</b>	<b>By Invitation: Non-Board Members:</b>
Fred Phelps Alma Diggs Marie McCarthy Tina Peterson Dina Hernandez	Dr. Claudia Lyles, Chief Executive Officer Daniel H. Saidel, Esq. Michael Danyo, Finance - Santilli & Thomson Angela Epperson “AE” Dr. Kathryn Makar, Chief Academic Officer
<b>Board Members Absent:</b> Gretchen Alston	

**B. Announcement of Executive Session – Mr. Daniel Saidel**

I would like to state, for purposes of the Minutes of this meeting that on January 19, 2023 the Board of Trustees met in Executive Session for the following purposes under 65 P.S. § 708:

(X) Discuss Confidential Matters. To review and discuss agency business which, if conducted in public, would violate a lawful privilege, or lead to the disclosure of information or confidentiality protected by law, including matters related to the initiation and conduct of investigations of possible or certain violations of the law and quasi-judicial deliberations.

**C. Approval of Agenda**

MOTION  
MM  
SECOND  
TP  
VOTE:  
 PASS  
 FAIL

**Resolution 23011901**  
**Approval of the Agenda By: Dina Hernandez**

RESOLVED, that the Board of Trustees of Keystone Academy Charter School hereby approves the January 19, 2023 Meeting Agenda as presented.

**D. Approval of Minutes**

MOTION  
AD  
SECOND  
FP  
VOTE:  
 PASS  
 FAIL

**Resolution 23011902**  
**Approval of December 15, 2022, Minutes of Meeting By: Dina Hernandez**

RESOLVED, that the Board of Trustees of Keystone Academy Charter School hereby approves the Minutes of the December 15, 2022 meeting of the Board of Trustees of Keystone Academy Charter School.

**E. Installation of New Trustee**

MOTION  
AD  
SECOND  
FP  
VOTE:  
 PASS  
 FAIL

**Resolution 23011903**  
**Installation of Angela Epperson as a Trustee of Keystone Academy Charter School By: Dina Hernandez and Daniel H. Saidel, Esq.**

RESOLVED, that Angela Epperson is hereby installed as a Trustee of Keystone Academy Charter School in accordance with the bylaws thereof; and

FURTHER RESOLVED, that Angela Epperson shall be administered the following Oath of Office by Daniel H. Saidel, Legal Counsel:

*I, Angela Epperson, do solemnly swear (or affirm) that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.*

Daniel H. Saidel, Legal Counsel, asked Angela Epperson to recite the Oath of Office.

Angela Epperson recited the Oath of Office:

“I, Angela Epperson, do solemnly swear that I will support, obey and defend the Constitution of the United States and the Constitution of this Commonwealth, and that I will discharge the duties of my office with fidelity.”

**By Roll Call Vote:**

Gretchen Alston - Absent  
Fred Phelps Yes  
Alma Diggs Yes  
Marie McCarthy Yes  
Tina Peterson Yes  
Dina Hernández Yes

Angela Epperson stated to the board that she accepted the position as a Trustee of Keystone Academy Charter School.

Angela Epperson thereafter joined the board in its deibertion of the January 19, 2023 board agenda.

**F. Reports**

MOTION  
TP  
SECOND  
MM  
VOTE:  
 PASS  
 FAIL

**Resolution 23011904**

**Acceptance of the Chief Executive Officer Report By: Dr. Claudia Lyles, CEO**

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby accepts the reports of the Chief Executive Officer and hereby incorporates into these minutes by reference their written reports to the board; and

FURTHER RESOLVED, that Dr. Claudia Lyles, CEO, or any officer of this Board is directed and authorized to execute any document necessary or delegate any task necessary to effect this resolution in consultation with Daniel H. Saidel, School Solicitor.

Dr. Lyles reported to the board:

- 1) Pre-construction
  - a. BSI plumbers and PGW visited the school on Tuesday to plan to move the gas lines. The work will take several days. A new gas line was installed on MLK Day. The line is not active. All work of this type will take place when the building is empty.

- 2) Staffing

- a. All classroom positions have been filled either internally or with new candidates. There are three non-certified teachers in classrooms; two have degrees in education and are waiting to pass the test. The third has an Associate’s degree.
- b. Mr. Katsoff’s last day will be February 3<sup>rd</sup>. His replacement is on the January agenda for ratification. A luncheon will be provided for him on February 3<sup>rd</sup>.

**3) Safety**

- a. Fire drills are being conducted according to schedule.

MOTION  
AD  
SECOND  
FP  
VOTE:  
 PASS  
 FAIL

**Resolution 23011905**

**Acceptance of the December 2022 Treasury Report: By Mr. Michael Danyo of Santilli and Thomson**

RESOLVED that the Board of Trustees Keystone Academy Charter School hereby reviews and accepts the December 2022 Financial Report of Michael Danyo and hereby incorporates into these minutes by reference the financial statements and the documents presented by Michael Danyo to the board; and

FURTHER RESOLVED, that the Board of Trustees of Keystone Academy Charter School accepts the *December 2022 Treasury Report* in the amount of \$533,035.78 as presented by Michael Danyo of Santilli and Thomson; and

FURTHER RESOLVED, that Dr. Claudia Lyles, CEO, or any officer of this Board is directed and authorized to execute any document necessary or delegate any task necessary to effect this resolution in consultation with Daniel H. Saidel, School Solicitor.

M. Danyo distributed and reviewed with the board the December 2022 Financial Report of Michael Danyo and the *December 2022 Treasury Report* in the amount of \$533,035.78 as presented by Michael Danyo.

**G. Personnel**

MOTION  
AE  
SECOND  
TP  
VOTE:  
 PASS  
 FAIL

**Resolution 23011906**

**Approval of Appointments By: Dr. Claudia Lyles, CEO**

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves the appointments of the following personnel:

- 1) Greta Jazdzewski to the position of Teacher at a prorated annual salary of \$65,934.22, effective January 30, 2023; and

FURTHER RESOLVED, that Dr. Claudia Lyles, CEO, or any officer of this Board is directed and authorized to delegate any task necessary to effect this resolution in consultation with Daniel H. Saidel, School Solicitor.

Dr. Lyles reviewed with the board the appointment of Greta Jazdzewski to the position of Teacher at a prorated annual salary of \$65,934.22, effective January 30, 2023.

## H. Professional Development

MOTION  
AE  
SECOND  
AD  
VOTE:  
 PASS  
 FAIL

### Resolution 23011907

#### Approval of Professional Development By: Dr. Claudia Lyles, CEO

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves attendance, travel, registration, lodging and meals for Kathryn Makar to attend Ignite 23/NASSP School Leadership Conference on July 12-15, 2023 in Denver, CO in a total amount of \$2522.55; and

FURTHER RESOLVED, that Dr. Claudia Lyles, CEO, or any officer of this Board is directed and authorized to delegate any task necessary to effect this resolution in consultation with Daniel H. Saidel, School Solicitor.

Dr. Lyles reviewed with the board the travel, registration, lodging and meals for Kathryn Makar to attend Ignite 23/NASSP School Leadership Conference on July 12-15, 2023 in Denver, CO in a total amount of \$2522.55.

## I. Audit

MOTION  
MM  
SECOND  
TP  
VOTE:  
 PASS  
 FAIL

### Resolution 23011908

#### Approval of Audit By: Dr. Claudia Lyles, CEO and Michael Dany of Santilli and Thomson

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves the 2022 Audit of Keystone Academy Charter School as prepared and submitted by Maillie.

Dr. Lyles and M. Danyo reviewed with the board the 2022 Audit of Keystone Academy Charter School as prepared and submitted by Maillie

#### By Roll Call Vote:

Gretchen Alston Absent

Fred Phelps Yes

Alma Diggs Yes

Marie McCarthy Yes

Tina Peterson Yes

Dina Hernández Yes

Angela Epperson Abstain

**J. Rental Expenditures**

MOTION  
AD  
SECOND  
TP  
VOTE:  
 PASS  
 FAIL

**Resolution 23011909**

**Approval of Rental Expenditures By: Dr. Claudia Lyles, CEO and Michael Danyo of Santilli and Thomson**

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves payment from Keystone Academy Charter School for prepaid rent in the amount of Six Million (\$6,000,000.00) Dollars to Keystone Foundation; and

FURTHER RESOLVED, that Dr. Claudia Lyles, CEO, or any officer of this Board is directed and authorized to delegate any task necessary to effect this resolution in consultation with Daniel H. Saidel, School Solicitor.

**By Roll Call Vote:**

- Gretchen Alston Absent
- Fred Phelps Yes
- Alma Diggs Yes
- Marie McCarthy Yes
- Tina Peterson Yes
- Dina Hernandez Yes
- Angela Epperson Abstain

Dr. Lyles and M. Danyo reviewed with the board the payment of prepaid rent in the amount of Six Million (\$6,000,000.00) Dollars from Keystone Academy Charter School to Keystone Foundation.

*Community Comment Colloquy (General Counsel)*

Good evening, my name is Daniel H. Saidel, with Sand & Saidel, PC, and General Counsel to the Keystone Academy Charter School Board of Trustees. Will you please state your name for our records?

You will have three minutes to address the Board of Trustees. Any documents or communications that you might supplement your comment with should be submitted to me. I will keep the time and notify the board when three minutes have elapsed.

This Board may choose not to comment, question, or respond in any way to your public comment. I will begin the time now.

<i>Who</i>	<i>What</i>
<i>NONE</i>	<i>NONE</i>

**K. DISCUSSION AND ANNOUNCEMENTS**

THE NEXT REGULARLY SCHEDULED KEYSTONE ACADEMY CHARTER SCHOOL BOARD OF TRUSTEES MEETING IS TO BE HELD BY ZOOM ON FEBRUARY 16, 2023.

**ADJOURNMENT**

MOTION  
TP  
SECOND  
MM  
VOTE:  
 PASS  
 FAIL

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