

**KEYSTONE ACADEMY CHARTER SCHOOL
Philadelphia, PA 19135
BOARD OF TRUSTEES MEETING
NOVEMBER 21, 2024
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 Gretchen Alston. I am the President 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 the 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”
Angela Epperson - Secretary	“AE”
Marie McCarthy - Member	“MM”
Tina Peterson - Member	“TP”

Board Members Present:	By Invitation: Non-Board Members Present:
Gretchen Alston Fred Phelps Alma Diggs Angela Epperson Marie McCarthy Tina Peterson	Dr. Claudia Lyles, Chief Executive Officer Daniel H. Saidel, Esq. Michael Danyo, Finance - Santilli & Thomson Dr. Kathryn Makar, Chief Academic Officer Paulda Dorisme
Board Members Absent: None	

B. Announcement of Executive Session – Mr. Daniel Saidel

I would like to state, for purposes of the Minutes of this meeting that on November 21, 2024, 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.

Special Announcement By: Mrs. Gretchen Alston, Board President

The Board of Trustees did not meet on October 17, 2024, due to a lack of quorum.

C. Approval of Agenda

MOTION
FP
SECOND
AE
VOTE:
 PASS
 FAIL

Resolution 24112101
Approval of the Agenda By: Mrs. Gretchen Alston, Board President

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

D. Approval of Minutes

MOTION
AE
SECOND
TP
VOTE:
 PASS
 FAIL

Resolution 24112102
Approval of the September 19, 2024, Board Meeting Minutes By: Mrs. Gretchen Alston, Board President

RESOLVED, that the Board of Trustees of Keystone Academy Charter School hereby approves the Revised Minutes of the **September 19, 2024**, meeting of the Board of Trustees of Keystone Academy Charter School as presented.

E. Reports

MOTION
MM
SECOND
AE
VOTE:
 PASS
 FAIL

Resolution 24112103
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 CEO and hereby incorporates into these minutes by reference the written report 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 distributed and reviewed with the board the CEO Report of Dr. Lyles:

- 1) ESSER Grant – The deadline for spending ESSER funds has passed. Purchases have been made over the past three years and up until the 30th of September. Examples of the purchases that were made using these funds include but are not limited to:
 - a. Professional memberships
 - b. Computers and carts
 - c. Projectors
 - d. Classroom materials and supplies
 - e. Telescopes and microscopes
 - f. Books
 - g. Professional development
 - h. Staff
 - i. Incentive bonuses
 - j. Attendance bonus – staff and students
 - k. Student back packs

- 2) Hispanic Heritage
 - a. Each grade level selected a country to study during Hispanic Heritage month. Some classroom doors were decorated as were hallways to reflect the selected country. Approximately 33% of KACS students identify as Hispanic.

- 3) Student Activities
 - a. Clubs began during the month of October.
 - b. Success Assemblies were held on Friday the 11th.
 - c. Saturday School began on October 12th.

Hispanic Heritage month is being recognized.

Resolution 24112104

Acceptance of the September 2024 and October 2024 Treasury Reports and the September 2024 and October 2024 Financial Reports By: Mr. Michael Danyo of Santilli and Thomson

RESOLVED that the Board of Trustees Keystone Academy Charter School hereby reviews and accepts the September 2024 and October 2024 Financial Reports 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

MOTION
TP
SECOND
FP
VOTE:
[X] PASS
[] FAIL

FURTHER RESOLVED, that the Board of Trustees of Keystone Academy Charter School reviews and accepts the September 2024 and October 2024 Treasury Reports in the respective amounts of \$807,743.10 and \$704,650.70, 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. Saidel, School Solicitor.

M. Danyo distributed and reviewed with the board the September 2024 and October 2024 Financial Reports of Michael Danyo and the September 2024 and October 2024 Treasury Reports in the respective amounts of \$807,743.10 and \$704,650.70, as presented by Michael Danyo.

F. Agreements

MOTION
MM
SECOND
AE
VOTE:
 PASS
 FAIL

Resolution 24112105 **Approval of Agreement By: Dr. Claudia Lyles, CEO**

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby retroactively approves the following agreements, as presented with:

1. CCES (Community Council Education Services), for the services which began on September 20, 2024, for student #10165623, at a prorated tuition in the amount of \$21,500.00 for the 2024-2025 School Year;
2. A Step-Up Academy for the provision of an instructional program and services for student #10190564, which began on November 11, 2024, in the prorated amount of \$79,986.48 for the 2024-2025 School Year; and
3. ATX Learning for the provision of a Special Education teacher in the amount of \$70/hr., retroactive to November 4, 2024; 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 board the Agreements as described in Resolution 24112105.

G. Personnel

Resolution 24112106

MOTION
AE
SECOND
TP
VOTE:
 PASS
 FAIL

**Approval of the 2024-2025 Student Activities By: Dr. Claudia Lyles,
CEO**

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves the following 2024-2025 School Year after school activities and compensation for Keystone Academy Charter School staff as described below:

- 1) **Glee Club** – Dennis Hancock, twenty-one (21) hours at a rate of \$35/hr. in the total amount of \$735.00;
- 2) **Volleyball Club** –
 - a. William Masgai at the rate of \$35/hr. for thirty-two (32) hours, in the total amount of \$1,120.00; and
 - b. Charles Roberts at the rate of \$25/hr. for thirty-two (32) hours in the total amount of \$800.00;
- 3) **School Musical** – To facilitate the school musical:
 - a. Dennis Hancock at the rate of \$35.00/hr. for one hundred sixty-six-and one-half hours (166.5) in the total amount of \$5827.50;
 - b. Amanda Roberts at the rate of \$35.00/hr. for one hundred sixty-six-and one-half hours (166.5) in the total amount of \$5827.50; and
 - c. Damelis Diaz at the rate of \$25.00/hr. at the rate of \$25.00/hr. for one hundred sixty-six- and one-half hours (166.5) in the total amount of \$4162.50.
- 4) **Student Council** – To design and supervise a Student Council Program:
 - a. Kelli Pascoe at the rate of \$35/hr. for fourteen (14) hours in the total amount of \$490.00;
 - b. Kelly Abriola at the rate of \$35/hr. for fourteen (14) hours in the total amount of \$490.00;
 - c. Katie Baldwin at the rate of \$35/hr. for fourteen (14) hours in the total amount of \$490.00; and
 - d. Katelyn Kozich at the rate of \$35/hr. for fourteen (14) hours in the total amount of \$490.00; 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 2024-2025 School Year after school activities and compensation for Keystone Academy Charter School staff.

Resolution 24112107

Approval of Job Descriptions By: Dr. Claudia Lyles, CEO

MOTION
TP
SECOND
FP
VOTE:
[X] PASS
[] FAIL

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves the Keystone Academy Charter School job descriptions, as presented, for the following personnel categories:

- Building and Classroom Aide
- Building Substitute
- Cafeteria Manager
- CAO
- CEO
- Climate Manager
- Custodian
- Food Service Worker
- Guidance Counselor
- Instructional Coach
- Principal
- Receptionist
- School Secretary
- Special Education Coordinator
- Special Education Teacher
- Summer School Teacher
- Teacher
- Vice Principal; 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 Keystone Academy Charter School job descriptions, as presented.

Resolution 24112108
Approval of Salary Adjustment By: Dr. Claudia Lyles, CEO

MOTION
FP
SECOND
AE
VOTE:
[X] PASS
[] FAIL

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves a temporary position and salary adjustment for Kamisha Gayle retroactive to September 11, 2024, reflecting a change from per diem Substitute Teacher to Long-term Substitute Teacher, effective October 11, 2024, and continuing for the remainder of the 2024-2025 School Year, in the prorated annual amount of \$54,045.87; 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 the board the salary adjustment for Kamisha Gayle retroactive to September 11, 2024, reflecting a change from per diem Substitute Teacher to Long-term Substitute Teacher, effective October 11, 2024, and continuing for the remainder of the 2024-2025 School Year, in the prorated annual amount of \$54,045.87

Resolution 24112109

Approval of Extra Curricular Compensation By: Dr. Claudia Lyles, CEO

MOTION
AE
SECOND
TP
VOTE:
 PASS
 FAIL

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby retroactively approves compensation to Danielle Vokes for the provision of Orton Gillingham tutoring, per an IEP, retroactive to October 29, 2024, in the amount of \$35/hr. for two (2) hours per week; 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 retroactive compensation to Danielle Vokes for the provision of Orton Gillingham tutoring, per an IEP, retroactive to October 29, 2024, in the amount of \$35/hr. for two (2) hours per week.

Resolution 24112110

Approval of Mentor Stipends By: Dr. Claudia Lyles, CEO

MOTION
AE
SECOND
MM
VOTE:
 PASS
 FAIL

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves the appointments of Kerri Weist and Colleen Myers as mentors for Gaviyonne Gibbons and Carima Caesar for the 2024-2025 School Year, along with payments to the mentors in an amount that is not to exceed \$500.00 each; 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 appointments of Kerri Weist and Colleen Myers as mentors for Gaviyonne Gibbons and Carima Caesar for the 2024-2025 School Year, along with payments to the mentors in an amount that is not to exceed \$500.00 each.

H. Federal Grant Expenditures

Resolution 24112111

MOTION
FP
SECOND
TP
VOTE:
 PASS
 FAIL

Approval of all Pandemic Era Federal Grants Expenditures, including ESSER and PCCD By: Dr. Claudia Lyles, CEO

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves all pandemic era federal grants expenditures, including ESSER and PCCD, made during the period beginning on January 1, 2020, and ending on October 17, 2024; 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 all pandemic era federal grants expenditures, including ESSER and PCCD, made during the period beginning on January 1, 2020, and ending on October 17, 2024.

I. Professional Development

MOTION
AE
SECOND
FP
VOTE:
 PASS
 FAIL

**Resolution 24112112
Attendance at Professional Development Programs By: Dr. Claudia Lyles, CEO**

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby approves participation, and related fees for the following personnel to attend programs of professional development:

- 1) Desiree Amerman – 2025 PDE Data Summit, Department of Education, Hershey Lodge, March 24-26, 2025, in the amount of \$867.00; and
- 2) Rebecca Norcross, Morgan Kretzinger and Vincent Colavita to Innovative School Summit, AccuTrain, NYC, February 13-15, 2025, in the amount of \$1,596.00 (registration only);
- 3) Kathryn Makar and Amy Hess – Improving School Performance (PAFPC0, Pittsburgh PA, January 26-30, 2025, in the amount of \$3367,60 (Title II funds); 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 participation, and related fees for the Keystone Academy Charter School personnel to attend programs of professional development.

J. Policy

Motion
AE
Second
MM
Vote:
 pass
 fail

Resolution 2411213

Adoption of Bullying Policy By: Dr. Claudia Lyles, CEO

RESOLVED that the Board of Trustees of Keystone Academy Charter School hereby adopts the *Employee and Parent Bullying* policy, as presented; 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 distributed and reviewed with the board the Keystone Academy Charter School *Employee and Parent Bullying* policy.

K. Board Trustee Nominations and Installations: and Board Officer Nominations

Preamble to the Resolutions: By Daniel H. Saidel, Esq.

Composition. The Board shall be composed of no less than three (3) and no more than seven (7) natural persons of full age. No member of the Board of School Directors of the chartering school district shall serve on the Board.

Election of Trustees. Nominations shall be placed before the Board as needed at any regularly scheduled or special meeting open to the public. Nominations may be made by a Nominating Committee or by any Trustee. The Trustees will cast an open, public ballot. A simple majority of a quorum is required for election.

Tenure. The Board shall consist of not more than seven (7) members designated as either a "Class A" Trustee or a "Class B" Trustee, who shall have the same rights, obligations and privileges, except that the terms of service for each class of Trustee shall expire at different times, as further set forth in the Keystone Academy Charter School by-laws.

Each Trustee shall hold office until the Trustee's term expires unless the Trustee dies, resigns, is removed, or becomes disqualified.

In order to establish and maintain staggered two-year terms for Trustees, the seats of "Class A" Trustees shall expire and shall be subject to an election during the Annual Meeting held in each even numbered year; and the seats of "Class B" Trustees shall expire and shall be subject to an election during the Annual Meeting held in each odd numbered year. A Trustee may be reelected or reappointed for consecutive terms.

Current board members and their titles:

Gretchen Alston - President	"A" Board Member
Fred Phelps - Vice President	"A" Board Member
Alma Diggs - Treasurer	"A" Board Member
Angela Epperson - Secretary	"B" Board Member

Marie McCarthy - Member "B" Board Member
Tina Peterson - Member "B" Board Member

1. "Class A" Trustees terms shall expire in 2024 and Class "A" Trustees will be nominated and thereafter installed by board resolution and vote by the Board of Trustees.
2. "Class B" Trustees terms shall expire in 2025 and Class "B" Trustees will be nominated and thereafter installed by board resolution and vote by the Board of Trustees.

I Marie McCarthy, a Board Member of the Board of Trustees of the Keystone Academy Charter School, do hereby nominate the following persons to be "A" Board Members of Keystone Academy Charter School, effective immediately:

Gretchen Alston - President "A" Board Member;
Fred Phelps - Vice President "A" Board Member; and
Alma Diggs - Treasurer "A" Board Member.

Resolution 2411214

Installation of Gretchen Alston as a Trustee of Keystone Academy Charter School By: Daniel H. Saidel, Esq.

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

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

By Roll Call Vote:

Gretchen Alston YES
Fred Phelps YES
Alma Diggs YES
Marie McCarthy YES
Tina Peterson YES
Angela Epperson YES

Daniel H. Saidel administered the following oath of office:

I, Gretchen Alston, 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.

Resolution 2411215

Installation of Fred Phelps as a Trustee of Keystone Academy Charter School By: Daniel H. Saidel, Esq.

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

MOTION
MM
SECOND
FP
VOTE:
 PASS
 FAIL

MOTION
GA
SECOND
TP
VOTE:
 PASS
 FAIL

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

By Roll Call Vote:

Gretchen Alston YES
Fred Phelps YES
Alma Diggs YES
Marie McCarthy YES
Tina Peterson YES
Angela Epperson YES

Daniel H. Saidel administered the following oath of office:

I, Fred Phelps, 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.

Resolution 2411216

Installation of Alma Diggs as a Trustee of Keystone Academy Charter School By: Daniel H. Saidel, Esq.

MOTION
GA
SECOND
FP
VOTE:
[X] PASS
[] FAIL

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

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

By Roll Call Vote:

Gretchen Alston YES
Fred Phelps YES
Alma Diggs YES
Marie McCarthy YES
Tina Peterson YES
Angela Epperson YES

Daniel H. Saidel administered the following oath of office:

I, Alma Diggs, 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.

Board Officerships:

I Marie McCarthy, a Board Member of the Board of Trustees of the Keystone Academy Charter School, do hereby nominate the following persons to be

Officers, as described in the Office Title immediately following their name, to be Board Officers of Keystone Academy Charter School, effective immediately:

Gretchen Alston – President;
Fred Phelps - Vice President;
Alma Diggs - Treasurer; and
Angela Epperson – Secretary.

Resolution 2411217

**Board of Trustees of Keystone Academy Charter School’s Election of the Board Officers of Keystone Academy Charter School Board of Trustees
By: Daniel H. Saidel, Esq.**

MOTION
AE
SECOND
FP
VOTE:
 PASS
 FAIL

RESOLVED, that the Board Members of the Board of Trustees of the Keystone Academy Charter School do hereby elect the following persons to be Board Officers of the Board of Trustees of the Keystone Academy Charter School, as described in the Office Title immediately following their name, effective immediately, in accordance with the bylaws thereof:

Gretchen Alston – President;
Fred Phelps - Vice President;
Alma Diggs - Treasurer; and
Angela Epperson – Secretary.

By Roll Call Vote:

Gretchen Alston YES
Fred Phelps YES
Alma Diggs YES
Marie McCarthy YES
Tina Peterson YES
Angela Epperson YES

Gretchen Alston accepted the position as President;
Fred Phelps accepted the position as Vice President;
Alma Diggs accepted the position of Treasurer; and
Angela Epperson accepted the position of Secretary.

Additional Class “A” board Member Nomination:

I Gretchen Alston, a Board Member of the Board of Trustees of the Keystone Academy Charter School, do hereby nominate the following person to be “A” Board Members of Keystone Academy Charter School, effective immediately: Paulda Dorisme.

Resolution 2411218

Installation of Paulda Dorisme as a Trustee of Keystone Academy Charter School By: Daniel H. Saidel, Esq.

MOTION
 FP
 SECOND
 GA
 VOTE:
 PASS
 FAIL

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

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

By Roll Call Vote:

Gretchen Alston YES
 Fred Phelps YES
 Alma Diggs YES
 Marie McCarthy YES
 Tina Peterson YES
 Angela Epperson YES

Daniel H. Saidel administered the following oath of office:

I, Paulda Dorisme, 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.

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>

L. DISCUSSION AND ANNOUNCEMENTS

THE NEXT REGULARLY SCHEDULED KEYSTONE ACADEMY CHARTER SCHOOL BOARD OF TRUSTEES MEETING IS TO BE HELD BY ZOOM ON DECEMBER 19, 2024.

ADJOURNMENT

MOTION
 TP
 SECOND
 FP
 VOTE:
 PASS
 FAIL