



MINUTES OF THE BOARD OF DIRECTORS VOTING MEETING September 11, 2014, 6:30 PM

Regular Meeting

Kent Smith, Board President called the meeting to order at 6:37 PM.

Chuck Crabb, Sarah Pilacik, Marilyn Thomas, Andi McGunnigle, Kathleen Drennan, Kristie Hawk, Michelle Boyd, Diane Hope, Carol Schaeffer, Gina Guarino Buli, Kent Wenger, Anthony Bragoli, Kent Smith, Michael Gahr, David Cosme, Craig Gibson, Harold Smith and Eva Marie Swymelar.

OPENING STATEMENTS

None.

OUTCOME OF ANY STUDENT HEARINGS

Student A – Hearing held, committee recommends modified suspension and return to school upon completion. *Anthony moved to approve, Michael, seconded. 7-ayes, 0-nays, all in favor. Motion carries.*

MINUTES

Review & accept minutes from meeting from August 14, 2014 voting meeting.

Anthony moved to approve, Eva seconded. 7-ayes, 0-nays, all in favor. Motion carries.

COMMITTEES MEETING UPDATES

Development Committee

Gina provided a brief update on activities and upcoming events including the Steelers Raffle. Gina encouraged Board Members to participate in events.

Curriculum Committee

No update, meeting pending.

Legislative Awareness Committee

A brief discussion of recent legislation was had.

Finance Committee

Kent W., provided an update on the Budget including new financing and changes to PSERS as discussed. The revised budget was presented, discussed and reviewed.

Anthony moved to approve, Eva seconded. 7-ayes, 0-nays, all in favor. Motion carries.

Andi, Diane and Kent W., provided an update on the Bond Issuance process and proceedings, including pricing, documentation and closing. Andi discussed the rating agency visits.

Building Committee

Diane presented on the current status of construction and results of recent meetings with Reynolds.

Diane presented an Authorization of Draw on the line. Motion to accept Draw number 10, in the amount of \$1,514,877.52, for trade payments.

Kent S., moved to approve, Anthony seconded. 7-ayes, 0-nays, all in favor. Motion carries.

Diane presented an Authorization of Draw on the line. Motion to accept Draw number 11 in the amount of \$155,744.04 for soft cost reimbursement.

Kent S., moved to approve, Anthony seconded. 7-eyes, 0-nays, all in favor. Motion carries.

Diana presented four changes orders were presented for the relocation of the transformer (\$183,729.15), a credit change order for ramp construction (\$-18,531.56), lighting changes (\$28,523.31) and construction of a generator enclosure for code compliance (\$45,701.92).

Kent S., moved to approve, Anthony seconded. 7-eyes, 0-nays, all in favor. Motion carries.

HR Committee

Kathleen discussed an upcoming meeting.

CEO's Report

Gina presented updated staff roster.

Anthony moved to approve, Kent S., seconded. 7-eyes, 0-nays, all in favor. Motion carries.

Gina provided an update on the school's Charter renewal by Phoenixville Area School District.

Principals' reports

Kristie and Michelle discussed the students return and MAP testing for the lower school.

Dean of Students Report

None.

OLD BUSINESS

Gina provided an update on the school's Charter renewal by Phoenixville Area School District.

NEW BUSINESS

Chuck discussed Working Meeting September 22nd for 2014-2015 Board Goals.

Kent S., presented the first reading of Student Suspension and Expulsion Policy.

Michael moved to approve, Anthony seconded. 7-eyes, 0-nays, all in favor. Motion carries.

The Board discussed the establishing a Compliance Officer and potential candidates for such role.

The Board discussed the adoption of an alternative Continuing Disclosure Contractor in lieu of our current trustee due to confidence issues related to the trustee. The Board adopted the resolution attached hereto as Exhibit A.

Kent S., moved to approve, Anthony seconded. 7-eyes, 0-nays, all in favor. Motion carries.

The Board discussed retirement plan options and the impact of the changes to PSERS for the future and adopted the resolution attached hereto as Exhibit B.

Kathleen moved to approve, Michael seconded. 7-eyes, 0-nays, all in favor. Motion carries.

The Board discussed the 9 applications for scholarships for dual credit classes and awarded equal amounts to each applicant.

Kent S., moved to approve, Anthony seconded. 7-eyes, 0-nays, all in favor. Motion carries.

PUBLIC COMMENT

None.

Motion to adjourn meeting made by Chuck, Michael, seconded. 7-eyes, 0-nays, all in favor. Motion carries.

Kent S., adjourned the meeting at 9:04 PM.

Exhibit A

Resolution for Appointment of New CDC

[See Attached]

Exhibit B

Resolution for Adoption of Alternative Retirement Plan

[See Attached]

BOARD RESOLUTION: ADOPTING AN ALTERNATIVE CONTINUING DISCLOSURE CONTRACTOR FOR RENAISSANCE ACADEMY

The Board of Directors of the Renaissance Academy designated as a public education institution desires to adopt an alternative Continuing Disclosure Contractor ("CDC").

BACKGROUND:

WHEREAS, Renaissance Academy Charter School, a Pennsylvania non-profit corporation (the "School") is exempt from Federal taxation as an entity organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended;

WHEREAS, the Board desires to adopt the services of an alternative CDC for the new 2014 Series Bond Financing;

THEREFORE, BE IT RESOLVED THAT:

The Board intends to engage an alternative CDC at the Closing of the 2014 Series Bond deal.

It is the intention of the Board to engage Digital Assurance Certification, LLC to perform these services.

The Board authorizes the Finance Committee to act on its behalf with respect to the engagement.

BE IT FURTHER RESOLVED, that all acts of any officer, agent, employee, attorney, or others acting for or on behalf of the School, which are in accord with the intent, purpose and spirit of this Resolution, and whether heretofore or hereafter done or taken shall be, and the same hereby are, ratified, confirmed and adopted in all respects, and any party may rely upon the continuing efficacy of this Resolution and the power of any person to act as aforesaid, until this Resolution shall have been revoked in a further writing executed by this Corporation; and

BE IT FURTHER RESOLVED, that the Secretary of the School is hereby authorized and directed to insert these resolutions into the minutes of the meetings of the Board of Directors.

The foregoing Resolutions are hereby duly adopted by the Board of Directors of Renaissance Academy Charter School as of the 11th day of September, 2014.

WHEREFORE, the undersigned Secretary of the School certifies that the foregoing is a true and correct copy of resolutions duly adopted by majority vote of the Board of Directors, at a meeting duly convened according to law and held on September 11, 2014, that said resolutions have been duly recorded in the minutes of the Board of Directors of the School; and that said resolutions remain in full force and effect as of this date.



Secretary

**BOARD RESOLUTION: ADOPTING AN ALTERNATIVE PSERS 403(B) PLAN
FOR RENAISSANCE ACADEMY**

The Board of Directors of the Renaissance Academy designated as a public education institution desires to adopt an alternative PSERS 403(b) Retirement Plan effective upon approval from Pennsylvania State Employee Retirement System ("PSERS").

BACKGROUND:

WHEREAS, Renaissance Academy Charter School, a Pennsylvania non-profit corporation (the "School") is exempt from Federal taxation as an entity organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended;

WHEREAS, the Board desires to adopt an alternative PSERS Plan and to offer this Plan as a PSERS alternative to new employees hired for the 2015 – 2016 school year;

THEREFORE, BE IT RESOLVED THAT:

The Board intends to adopt an alternative PSERS Plan for the 2015 – 2016 school year. For any employee that is hired for the 2015 – 2016 school year and thereafter, in lieu of contributing from their respective salary a mandatory employee contribution, into the Pennsylvania State Employee Retirement System ("PSERS"), such contributions will be made into the alternative PSERS Plan.

It is the intention of the Board that the alternative PSERS 403(b) Plan will conform to applicable federal and state statutory requirements, and that employee salary reduction contributions and any employer contributions to the program will be within eligible limits as set out in IRS regulations.


The Board authorizes the Business Manager to act on its behalf with respect to the Plan, and formulation of rules and procedures for the enrollment of new employees in the Plan, and the development of procedures for the administration of the Plan, to be presented to the Board for review and approval.

BE IT FURTHER RESOLVED, that all acts of any officer, agent, employee, attorney, or others acting for or on behalf of the School, which are in accord with the intent, purpose and spirit of this Resolution, and whether heretofore or hereafter done or taken shall be, and the same hereby are, ratified, confirmed and adopted in all respects, and any party may rely upon the continuing efficacy of this Resolution and the power of any person to act as aforesaid, until this Resolution shall have been revoked in a further writing executed by this Corporation; and

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Secretary

