

MINUTES OF THE ANNUAL MEETING OF
THE BOARD OF TRUSTEES OF
THE NEIGHBORHOOD CHARTER SCHOOL OF HARLEM

March 1, 2017

A regularly scheduled meeting of the Board of Trustees (the “Board”) of The Neighborhood Charter School of Harlem (the “School”), was held at 132 West 124th Street, New York, New York on March 1, 2017 beginning at 6:00 p.m. local time pursuant to notice duly given.

The following Trustees were present: Gail Brousal, Jefferson Hughes, Justena Kavanagh, Ruth Meyler, Allison Mayne Peters, Andrew Popper, Adam Rashid, and Patricia Soussloff.

Head of School Brett Gallini, Director of Operations Sherita Smith and Assistant Principal Deyvis Salazar were also present as was the newly elected President of the Parents’ Association, Starr Peoples, whose term will commence at the end of the school year.

Brian Hamilton and Arthur Sadoff were absent with prior notice.

Derek Fleming and Cliff Schneider were absent without prior notice.

Ruth Meyler presided as Chair of the meeting and Patricia Soussloff recorded the minutes as Secretary. Ms. Meyler called the meeting to order at 6:05 p.m.

Welcome and President’s Report. Ms. Meyler welcomed the Board, staff and the visitor and invited Ms. Peoples and the Board members to introduce themselves.

Public Comment. No requests for public comment were received.

Approval of Minutes. Ms. Soussloff asked for a motion to approve the minutes of the January 25, 2017 meeting, circulated in advance of the meeting. The motion was made, seconded and unanimously approved.

Update on St. Nicholas. Ms. Soussloff updated the Board on the timing and progress of construction, the construction loan closing and discussions with the permanent lender. She also updated the Board on tentative gala plans.

Board Succession. Ms. Meyler raised the fact that a significant number of the Trustees are due to rotate off the Board under the terms of Article III, Section 4 of our Bylaws which limits Board service of Trustees to two successive three-year terms. Given that the School is growing, will soon be moving to a permanent home and intends to replicate it was agreed that we do not want to lose the experience and institutional knowledge of a large number of board members in the near term. Following discussion a motion was made in the form of Exhibit A, was seconded and unanimously approved to amend the Bylaws to provide for three successive three-

year terms. Ms. Meyler also announced that she plans to step down as President at the end of the fiscal year but that she intends to remain on the Board.

Head of School Report. Mr. Gallini updated the Board on enrollment, hiring and upcoming practice exams and a 5th grade trip to Frost Valley. He then invited Ms. Smith to update the Board on needed repairs at the Mt. Zion site. Contractors have been engaged and the repairs are in progress. She is also requesting an updated engineer's report on the site.

Presentation on Subgroups. Mr. Salazar presented on the variety of ways the School supports students with special needs and those who are struggling in ELA and Math.

Adjournment. There being no further business to come before the Board the meeting was adjourned at 7:30 pm.

Respectfully submitted,

Patricia Soussloff, Secretary

I, Patricia Soussloff, the duly qualified Secretary of The Neighborhood Charter School of Harlem, a New York education corporation, do hereby certify that I prepared these Minutes, and that the above is a true and complete copy of the Minutes of the meeting of the Board of Trustees of the said corporation held on March 1 2017.

Dated: 2017

EXHIBIT A
RESOLUTION CONCERNING A BYLAW REVISION

WHEREAS the Board deems it important to retain the experience and institutional knowledge of veteran Trustees during the School's period of growth and expansion we desire to expand the maximum length of time a Trustee can serve on the Board,

NOW IT IS HEREBY RESOLVED: that Article III, Section 4 of the School's Bylaws shall be amended as follows (with changes shown in italics): the last sentence of Section 4 shall be amended to provide, "Trustees shall not be permitted to serve more than *three (3)* consecutive three (3) year terms, but shall not be prohibited from serving additional terms should they be nominated and elected in the future."