

APPROVED



# The Rosalyn Yalow Charter School

## Minutes

### Special Board Meeting

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#### **Date and Time**

Monday July 10, 2023 at 8:00 PM

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#### Mission Statement

The Rosalyn Yalow Charter School will eliminate the learning achievement gap for economically disadvantaged urban children—including special needs students and English language learners—by using engaging and demanding education; a team teaching model, linking an experienced teacher with a licensed social worker in grades K-2 and with a teaching fellow in later grades; rich extracurricular activities (fencing, arts, chess) to educate the whole child; and family support counseling—all in order to graduate our students at or above grade level in literacy and math.

#### Vision

Yalow's goal: Developing the whole child, encouraging each young student to excel.

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#### **Trustees Present**

B. Yalow (remote), G. Feliciano (remote), M. Balbuena (remote), R. Lyon (remote), S. Hayes (remote)

#### **Trustees Absent**

*None*

#### **Guests Present**

A. Diacou, Kirsten Barclay, Bond Schoeneck & King (remote)

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#### **I. Opening Items**

## A. Record Attendance and Guests

### B. Call the Meeting to Order

B. Yalow called a meeting of the board of trustees of The Rosalyn Yalow Charter School to order on Monday Jul 10, 2023 at 8:00 PM.

R. Lyon made a motion to accept the agenda.

S. Hayes seconded the motion.

The board **VOTED** unanimously to approve the motion.

## II. Items for Board Approval

### A. Recommendation of Board candidate, Dr. Justin McCrary

B. Yalow noted that pursuant to Article III, Section 3.5, L. Howard is deemed to have resigned from the board, and the school will need to fill a second vacancy as well. The procedure is automatic.

*"If any Trustee shall fail to attend three consecutive meetings without excuse accepted as satisfactory by the Board, he or she shall be deemed to have resigned, and the vacancy shall be filled."*

Discussion ensued.

R. Lyon noted that at the outset of the search for additional board members the board reached a consensus to look for an individual with a legal or financial background, and/or fundraising capability. Dr. McCrary is highly qualified; he's an academician. His background is in economics, and he is a law professor. He fulfills at least two of the criteria we are looking for.

K. Barclay, general counsel for the school, pointed out that the automatic removal provision is in the NYS education law, itself, and that the board member in question has to offer a reason to the board that is acceptable to the board. There is no provision in law that the board seek out an explanation, and the explanation has to be acceptable to a majority of the board. It's automatic. The board doesn't have the discretion. The board may choose to reelect her. The law is not permissive.

G. Feliciano stated that Dr. McCrary brings an expertise and value to the board. he's passionate about education, data collection, and analyzing data. I want him on the board.

B. Yalow made a motion to to adopt the resolution in the board agenda and elect Dr. McCrary to the Yalow Board to fill out the remaining term of Ivan Lee through August 31, 2024.

R. Lyon seconded the motion.

*"The Rosalyn Yalow Charter School Board of Trustees, having conducted a thorough criminal history record check via fingerprinting which is deemed acceptable by NYSED, and having discovered no State or federal criminal history, and having verified that any academic and/or professional credential or qualification presented by the proposed member is genuine, and having reviewed the application in its entirety, has voted to select*

*Dr. McCrary as a member to its Board of Trustees, with a term expiring on August 31, 2024, pending approval by NYSED. The resolution approving Dr. Justin McCrary is adopted upon NYSED's approval."*

The board **VOTED** unanimously to approve the motion.

#### **B. Accept Deloitte Transactions and Business Analytics construction report**

B. Yalow reported that the finance committee has reviewed the Deloitte report in detail and finds that there was no malfeasance. Deloitte did a thorough audit covering all of the points that needed to be covered and found that the paperwork matches everything that was supposed to have been done. Where bids were required, bids were obtained. There were no conflicts of interest that Deloitte could discover.

Discussion ensued.

S. Hayes made a motion to accept the Deloitte Transactions and Business Analytics construction audit, as shown below.

R. Lyon seconded the motion.

"Whereas, the Board of Trustees has received and reviewed a draft audit report from Deloitte regarding the receipt and expenditure of funds; and

Whereas, the draft audit report indicates no malfeasance on the part of the school and/or its employees.

Now therefore be it Resolved, the Board of Trustees hereby accepts the draft audit report."

The board **VOTED** unanimously to approve the motion.

#### **C. October 12, 2021 NYSED Notice of Deficiency**

M. Balbuena wasn't able to locate a Corrective Action Plan. Discussion ensued.

M. Balbuena also stated that the executive director evaluation summary was submitted to NYSED on June 28, 2022.

A. Diacou stated he has never received an evaluation.

#### **D. Approve June 20, 2023 Board Minutes**

B. Yalow made a motion to approve the minutes from Monthly Board Meeting on 06-20-23.

S. Hayes seconded the motion.

The board **VOTED** unanimously to approve the motion.

#### **E. Reschedule August 15 Board Meeting**

M. Balbuena suggested holding a special meeting to review the draft charter renewal application and keep the regularly scheduled board meeting on August 15.

B. Yalow made a motion to hold a special meeting of the board to review the draft charter renewal application at 9:30 a.m., Monday, August 14.

S. Hayes seconded the motion.

The board **VOTED** unanimously to approve the motion.

### III. Closing Items

#### A. Adjourn Meeting

B. Yalow made a motion to to adjourn the meeting.

S. Hayes seconded the motion.

The board **VOTED** unanimously to approve the motion.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:57 PM.

Respectfully Submitted,

A. Diacou

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#### Documents used during the meeting

- Benchmark 10 from Complete collated charter renewal-application.pdf