

SOUTHTECH CHARTER ACADEMY, INC.
SOUTHTECH PREPARATORY ACADEMY, INC.
SOUTHTECH SUCCESS CENTER, INC.
October 30, 2019 Minutes of the Special Governing Board Meeting

1. *Call to order by James Notter at 6:05pm*
2. *Pledge of Allegiance*
3. *Roll Call by Ayesha Edmond*
 - Present: Roger Dunson, Ayesha Edmond, Jonathan Flah, Dan Heller, Diane Heinz, Robert Kesten, Suzanne Nicolini, and James Notter
 - Absent: Aram Bloom, Russell Feldman, and Carl McKoy
- Quorum**
4. *Open Public Meetings Act Statement* – The meeting has been properly noticed.
5. *Introduction of New Board Clerks:* Ruthy Pelaez and Lisa DeVine will now serve as the Board Clerks
6. *Introduction of Agenda Items and Purpose of the Meeting:*
 - a. 5a: Vote on the Pemco contract closeout
 - b. 5b: Elect Interim Vice Chair
7. *Public Comments for Agenda Item 5a*
 - a. Glen J. Torcivia, Esquire presented the history of the Pemco contract as well as the financial ramifications it had for SouthTech Charter Academy. He explained that if SouthTech and Pemco agreed on a figure by the end of the meeting, the new contract could be signed and a check cut severing ties immediately. This would generate a financial savings for SouthTech Charter Academy as they would not have to continue to pay the monthly fees to Pemco
 - b. Floor opened up for discussion by Board Members
 - c. **Motion to accept the new contract at \$55,000 by Robert Kesten**
Seconded by Diane Heinz
 - d. Public Comment by Joshua Heald of Pemco. Mr. Heald stated that he had permission to accept an offer between \$60,000-\$65,000 and that he would need to speak to his investors about any figure below that.
 - e. Motion tabled while Mr. Heald contacted his investors.
8. *Board discussion of Agenda Item 5b*
 - a. In the absence of current Vice Chair Aram Bloom, Mr. Notter felt it critical to elect an Interim Vice Chair to facilitate in important board responsibilities.
 - b. **Motion to nominate Robert Kesten as Interim Vice Chair by Diane Heinz**
Seconded by Suzanne Nicolini.
No other nominations by the board.
Vote on the motion. The motion passed with all in favor.
9. *Return to Agenda Item 5a*
 - a. Joshua Heald returned from making his phone call and stated that his investors refused to accept any offer below \$60,000. That being said any ramifications from agreeing to SouthTech's offer of \$55,000 to settle the contract would only be felt by Pemco and not by SouthTech Charter Academy. After deliberating Mr. Heald agreed to accept the contract at \$55,000.
 - b. **Motion to accept the new contract at \$55,000 back on the table.**
Vote on motion: The motion passed with 6 votes in favor, 1 vote against (Dan Heller), and 1 abstained (Jonathan Flah).
 - c. The contract closeout was signed by both parties and a settlement check was issued thus ending all further contractual obligations by SouthTech.
10. *Significant Items to bring forward at the next Board Meeting as introduced by James Notter:*
 - a. Bridge Loan
 - b. Purchase of the SouthTech Preparatory property (run through finance committee)
 - c. Transportation agreement
 - d. Transition to the new SouthTech Academy campus
 - e. Student Retention Program
 - f. Vocational Rehabilitation
 - g. Filling the vacant Superintendent/Director position

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11. Motion to Adjourn:

Mr. Kesten motioned to adjourn at 7:33pm. Seconded by Suzanne Nicolini. All in favor.

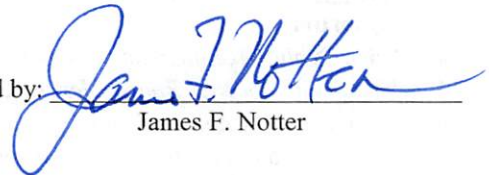
The next regular Board meeting will be on December 12, 2019.

Minutes Prepared by:



Lisa DeVine

Approved by:



James F. Notter