



September 8, 2020
Board Meeting via Zoom

Agenda

1. Call to Order
2. Public Comments
3. Adoption of September and July 2020 Agendas
4. Approval of June and July 2020 Minutes
5. Vote on a resolution to enter into a sublease with FOSIHP
6. Adjournment



Thursday, July 30 @ 6:30 pm
Board Meeting via Zoom

Agenda

1. Call to Order
2. Public Comments
3. Adoption of July 2020 Agenda
4. Approval of June 2020 Minutes
5. CEO Update
6. Adjournment



Board of Trustees Meeting via Zoom

July 30, 2020 @ 6:30 pm

Minutes

Trustees Present

Leticia Remauro
David Sorkin (prospective board member)
Noemi Zibuts
Ernest Paige

Others Present:

Jon Rosenberg, CEO, Hebrew Public

Lauren Murphy, External Relations Manager, Hebrew Public

1. Call to Order

Leticia Remauro opened the meeting at 6:33 pm and reminded everyone in attendance to use the “chat” feature for public comments or to email the board at info@hebrewpublic.org and the comments will be addressed within 48 hours.

2. Adoption of July 2020 Agenda

The agenda could not be adopted as a quorum wasn't present. The agenda will be adopted at the next board meeting where there is a quorum.

3. Approval of June 2020 Minutes

The minutes could not be approved as a quorum wasn't present. The minutes will be approved at the next board meeting where there is a quorum.

4. CEO Update

1. General SIHP Update

United Land Realty Inc, Father Capodanno Site:

- Special-Purpose Entity (Friends of Staten Island Hebrew Public)
 - Friends of Staten Island Hebrew Public is a legal entity that was created in order to enter into a lease with a landlord and sublet the facility to our school
 - Reduces financial risk for non-profit organizations
 - 501c3 with no staff, rent expenses only
 - \$200,000 will be paid upfront on behalf of the school, it will be applied towards prepaid rent for the first 2 years of the lease
 - The money would be recuperated in sublet rent that FOSI would charge SIHP

2. NYC & Philly Reopening Plan

- Currently planning for a hybrid reopening, limited class sizes, batching, improved ventilation, hygiene...etc
- All Hebrew Public schools are offering parents a remote-only option for children during the first quarter of school
- All plans contingent on NY State allowing us to reopen physically in September
- No word on busing from NYC
- Concerns over child care options
 - Hebrew Public is currently trying to provide school-aged childcare for staff and families

5. Adjournment

The meeting was adjourned at 6:53 pm.



**Board of Trustees Meeting
via Zoom**

June 18, 2020 @ 6:30 pm

Minutes

Trustees Present

Leticia Remauro
Angela Mirizzi-Olsen
Shelley Jain
Yelena Sklyar
Ernest Paige
Noemi Zibuts

Others Present:

Lauren Murphy, Hebrew Public
Jon Rosenberg, Hebrew Public
Cliff Schneider, Legal Counsel

1. Call to Order

Noemi Zibuts opened the meeting at 6:38 pm and reminded everyone in attendance to sign up for public comments if they wished to speak.

2. Adoption of Agenda(s)

Angela Mirizzi-Olsen made a motion to adopt the June 2020 agenda. Noemi Zibuts seconded and the motion carried unanimously.

3. Approval of Minutes

Noemi Zibuts made a motion to approve the April 2020 minutes. Shelley Jain seconded and the motion carried unanimously.

4. Facilities Update

- Timeline for construction has changed since SIHP has requested a third planning year
- Covid-19 has impacted funding for the year ahead
- Supplies for construction (steel) gather many materials from China
- We may not need to focus on two buildings- the first building has enough classrooms for K-5, will have a cafeteria, MPR, outdoor play space, but no gym

5. Approval of Board Meeting Dates for 2020-21

Yelena Sklyar made a motion to approve the Board Meeting Dates for 2020-21. Noemi Zibuts seconded and the motion carried unanimously.

6. Board Member Renewals through 2023

- Shelley Jain
- Yelena Sklyar
- Angela Mirizzi-Olsen

Noemi Zibuts made a motion to approve the term renewals of the individuals listed above. Shelley Jain seconded and the motion carried unanimously.

7. Board Officer Nominations & Vote on Approval

- Leticia Remauro, Chair
- Shelley Jain, Vice Chair
- Yelena Sklyar, Treasurer

Angela Mirizzi-Olsen made a motion to approve the board nominations of the individuals listed above for the next year. Noemi Zibuts seconded and the motion carried unanimously.

9. Public Comments

None.

10. Adjournment

Leticia Remauro made a motion to end the meeting at 7:14 pm, Ernest Paige seconded and the motion carried unanimously.

**RESOLUTIONS OF THE BOARD OF TRUSTEES OF
STATEN ISLAND HEBREW PUBLIC CHARTER SCHOOL**

The Board of Trustees (the “**Board**”) of Staten Island Hebrew Public Charter School, a New York not-for-profit education corporation (the “**School**”), at a duly constituted meeting of the Board held on September 8, 2020, does hereby (i) approve and adopt the following resolutions and (ii) direct that these resolutions be recorded among the minutes of the proceedings of the School.

WHEREAS, in conjunction with Friends of Staten Island Hebrew Public, Inc. (“**Friends Of**”), the School has finalized lease terms and documentation to secure for the School a new (to-be-constructed) facility located at 829 Father Capodanno Blvd., Staten Island, NY (the “**Premises**”) to house its student body, anticipated to begin with the 2021-22 school year; and

WHEREAS, for strategic purposes, Friends Of will be the prime tenant under the lease (the “**Lease**”; attached hereto as **Exhibit A**) with the landlord (the “**Landlord**”) of the Premises and will sublease the Premises to the School; and

WHEREAS, under the terms of the Lease, as a material inducement to Landlord to enter into the Lease, the Owner requires that the School guaranty the payment of rent and other expenses set forth in the Lease pursuant to a Guaranty of Lease (the “**Guaranty**”; attached hereto as **Exhibit B**); and

WHEREAS, the School desires to sublease the Premises from Friends Of pursuant to a sublease (the “**Sublease**”) which incorporates by reference the Lease, establishes a rent that shall be affordable under the School’s budget and which shall include the rent due under the Lease as well as other facilities operational costs (e.g. utilities, maintenance, service contracts, etc.), all as to be more fully set forth in the Sublease; and

WHEREAS, the School desires to issue a Guaranty to satisfy the Landlord’s requirements; and

WHEREAS, the School wishes to approve the general terms of the Sublease as set forth above, commit to entering into the Sublease by April 1, 2021 and approve Guaranty which shall be executed promptly following the approval of these resolutions so that Friends of can enter into the Lease for the Premises;

NOW THEREFORE, BE IT RESOLVED, that after due deliberation and consideration, the Board believes securing the Premises to be in the best interest of the School and necessary and advisable and approves the general terms of the Sublease, commits to executing a Sublease containing such general terms on or before April 1, 2021 and approves the School executing the Guaranty so that Friends Of can execute the Lease; and

BE IT FURTHER RESOLVED, that the School is hereby authorized and directed to execute and deliver the Guaranty and such further agreements, assignments, pledges, instruments, consents and any other documents ancillary to Guaranty necessary, proper and/or

advisable in the determination of any Proper Representative (as defined below) and the payments related thereto as set forth above;

BE IT FURTHER RESOLVED, that any Trustee or officer of the School or the Board's designee (each, a "**Proper Representative**"), be and hereby is authorized and directed, jointly and severally, to execute and deliver the Guaranty and any other documents consistent with the transactions described above and such further agreements, assignments, pledges, instruments, consents and documents ancillary to the Guaranty or necessary in the determination of any Proper Representative, in the name of and on behalf of the School, and to pay all such expenses and taxes as in their judgment shall be necessary, proper and advisable in order to fully carry out the intent and accomplish the purposes of the foregoing resolutions; and

BE IT FURTHER RESOLVED, that all actions heretofore taken by any Proper Representative, for and on behalf of the School in connection with the Guaranty including, but not limited to, the execution of the Guaranty shall be and hereby are ratified and approved, and that the authority given hereunder shall be retroactive and any and all acts hereunder performed prior to the passage of these resolutions are hereby ratified and approved.

Adopted: September 8, 2020

Secretary of the Board of Trustees