



**Nurses Middle College Charter High School – Capital Region  
Board of Trustees Meeting  
Meeting Minutes**

Meeting Location: Zoom webinar.

When: Jan 24, 2022, 06:30 PM Eastern Time (US and Canada)

Topic: Nurses Middle College Charter High School-Capital Region Board of Directors Meeting

Please click the link below to join the webinar:

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I. Call to Order

Susan Birkhead called the meeting to order at 6:30pm

Mary Therriault conducted a roll call

Susan Birkhead-Present

Brenda Robinson-Present

Deborah Elliott-Present

Mary Therriault- Present

Leslyn Williamson-Not Present

Quorum established

II. Approval of the Agenda

Mary Therriault made a motion to approve, seconded by Brenda Robinson

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

III. Introductions of Board Members

Susan Birkhead requested all board members and those seeking appointment to the board to introduce themselves. Founding board members introduced themselves followed by those seeking appointment to the board, followed by staff of the NursesMC CMO.

IV. Discussion/vote to approve Resolutions

a. Resolution 1

**RESOLVED**, that the following persons are elected to the designated offices for Nurses Middle College Capital Region Charter School (the “School”) set forth below, to serve until the successor for such offices is elected and qualified or until such person’s earlier resignation or removal:

Name	Office
Susan Birkhead	Chair
Brenda Robinson	Vice-Chair
Deborah Elliott	Treasurer
Mary Therriault	Secretary

Motion to approve made by Mary Therriault, seconded by Brenda Robinson.

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

b. Resolution 2

**RESOLVED**, that the by-laws reviewed by the Board of Trustees of the School are adopted as the by-laws of the School. The School’s secretary is authorized to certify to such adoption on a copy of such by-laws and to insert such certified copy in the School’s minute book.

Motion to approve made by Susan Birkhead, seconded by Mary Therriault

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

c. Resolution 3

**RESOLVED**, that the Board of Trustees of the School shall have nine (9) members until such time that, by vote of a quorum of the Board, additional members are added.

Motion to approve made by Brenda Robinson, seconded by Mary Therriault

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve  
Deborah Elliott-Approve  
Mary Therriault- Approve  
Motion passed

d. Resolution 4

**RESOLVED**, that the following individuals are hereby appointed as members of the Board of Trustees of the School, to serve until the successor for such position is appointed and qualified or until such person's earlier resignation or removal:

Mark Little	Member
Joseph Porter	Member
Maxine Smalling	Member
Angela Antonikowski	Member
David Brown	Member

Motion to approve made by Brenda Robinson, seconded by Mary Therriault

Roll Call  
Susan Birkhead-Approve  
Brenda Robinson-Approve  
Deborah Elliott-Approve  
Mary Therriault- Approve  
Motion passed

e. Resolution 5

**RESOLVED**, that the Conflict-of-Interest Policy reviewed by the Board of Trustees of the School is adopted as the conflict of interest policy of the School.

Motion to approve made by Deborah Elliott, seconded by Brenda Robinson.

Roll Call  
Susan Birkhead-Approve  
Brenda Robinson-Approve  
Deborah Elliott-Approve  
Mary Therriault- Approve  
Motion passed

f. Resolution 6

**RESOLVED**, that the Code of Ethics Policy reviewed by the Board of Trustees of the School is adopted as the code of ethics policy of the School.

Motion to approve made by Susan Birkhead, seconded by Mary Therriault.

Roll Call  
Susan Birkhead-Approve  
Brenda Robinson-Approve  
Deborah Elliott-Approve

Mary Therriault- Approve  
Motion passed

g. Resolution 7

**RESOLVED**, that the Whistleblower Policy reviewed by the Board of Trustees of the School is adopted as the Whistleblower Policy of the School.

Motion to approve made by Brenda Robinson, seconded by Deborah Elliott

Roll Call

Susan Birkhead-Approve  
Brenda Robinson-Approve  
Deborah Elliott-Approve  
Mary Therriault- Approve  
Motion passed

h. Resolution 8

**RESOLVED**, that the Executive Committee, as set forth in the by-laws adopted by this Board, shall consist of five (5) members, including the Chair, Vice Chair, and Secretary of the Board, and two additional members of the Board.

Motion to approve made by Mary Therriault, seconded by Brenda Robinson,

Roll Call

Susan Birkhead-Approve  
Brenda Robinson-Approve  
Deborah Elliott-Approve  
Mary Therriault- Approve  
Motion passed

i. Resolution 9

**RESOLVED**, that the School is authorized and directed to file an application for tax-exemption under Section 501(c)(3) of the Internal Revenue Code and pay any costs and expenses related thereto.

Motion to approve made by Susan Birkhead, seconded by Mary Therriault

Roll Call

Susan Birkhead-Approve  
Brenda Robinson-Approve  
Deborah Elliott-Approve  
Mary Therriault- Approve  
Motion passed

j. Resolution 10

**RESOLVED**, that the accounts of the School for income tax and all other purposes shall be kept on the basis of a fiscal year ending June 30.

Motion to approve made by Brenda Robinson, seconded by Deborah Elliott

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

k. Resolution 11

**RESOLVED**, that a checking account shall be established for the School, and the resolutions set forth in such bank's form of certified resolutions are adopted. The School's officers are authorized to sign and endorse checks on such account, to borrow money from such bank and to otherwise deal with such bank in accordance with such resolutions, subject to the School's fiscal policies and procedures adopted by the Board of Trustees.

Motion to approve made by Brenda Robinson, seconded by Deborah Elliott

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

V. New Business

- a. Discussion/vote to accept the letter of resignation of Leslyn Williamson from the Board of Trustees

Motion to accept made by Deborah Elliott, seconded by Brenda Robinson

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

- b. Discussion Finances

Deborah Elliott presented a detailed review of the schools 5-year projected budget highlighting that there would be philanthropy needs for the first 2-years of operation. Ms. Elliott also highlighted the line items that the CSP grant would cover in the planning phase and implementation phase.

- c. Updates-Bill Clarke provided the following updates to the Board

- i. Potential location of school

He informed the Board that the real estate market was very tight in Albany and that several buildings were visited. Pam and a representative from DBI, a firm retained by NursesMC to assist in this process, had visited a

few sites with him. He stated that the primary concern was the location in Albany, safety, access to city transportation, and parking. Currently the most viable prospects were a building on the UAlbany campus and 41 State Street. He stated DBI would be vetting the building for code compliance, fit testing for alignment with the nurses middle college school model and program of study, and the costs to renovate and lease.

ii. Head of School search

He informed the Board that the application for Head of School had been open for about a month and a half. The first round of interviews was held resulting in up to three of candidates moving to the second round. He stated that since that interview round, he received a few other applications to be reviewed. He also informed the Board that the HOS position was posted on Indeed, SchoolSpring, LinkedIn and disseminated through a network of Albany-based educators.

He stated that efforts have begun on the recruitment for the position of Enrollment and Recruitment coordinator. The job description/posting was listed on Indeed and the school website.

iii. Student recruitment efforts

He informed the Board that currently there were 16 applications from the following areas: Albany 9, Schenectady 1, Cohoes 2, Troy 3. He informed the Board that the goal was to enroll 130- 9th grade students for the fall. Formal recruiting efforts began last Thursday thanks to Dr. Robinson and Honorable Counsel member, Cory Ellis, who hosted an open house with the Arbor Hill Community Association. A series of open houses have been planned for Thursday evenings throughout the next 2 1/2 months. He reminded the Board that applications were due by April 1 and if the school received more than 130 applicants, a lottery would be held on April 5. If not, recruitment efforts would continue until 130 -9<sup>th</sup> grade students applied.

VI. Discussion/vote board meeting schedule

A motion was made by Deborah Elliott, seconded by Brenda Robinson, to conduct monthly board meetings on the fourth Monday evening of every month at 6:30pm.

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed

VII. Public comments and Announcements

No public comment

VIII. Adjournment

Motion to adjourn made by Brenda Robinson, seconded by Deborah Elliott

Roll Call

Susan Birkhead-Approve

Brenda Robinson-Approve

Deborah Elliott-Approve

Mary Therriault- Approve

Motion passed and the meeting was adjourned at 7:55pm.