

**Minutes of the Annual Meeting of the Board of Trustees of the  
Central Queens Academy Charter School  
June 13, 2022 at 6:00 PM**

A meeting of the Board of Trustees (the “Board”) of the Central Queens Academy Charter School (“CQA” or the “School”) was held on June 13, 2022 at 6:00 PM at 88-14 Justice Avenue in Elmhurst and via Zoom Video Conference, pursuant to notice duly given.

Trustees Maribel Lara, Michael Lee, Tom Ng, Sonia Park, Rick Ruvkun, Bruce Saber, Sabir Semerkant, Cathy Tse, and Joyce Wu were present in-person. Trustee Megha Jain was present by video conference. Trustee Année Kim was absent. Suv Bose, a member of the public and candidate for membership to the Board of Trustees, was also present in-person. Additionally, Ashish Kapadia, Executive Director and Glenn Liebeck, School Director were present in-person. Therese Paskoff, Director of Operations; Michelle Dalpiaz, Chief Financial Officer; and Melissa Kinsella, Director of Advancement were present by video conference.

Melissa Kinsella recorded the minutes on behalf of the Secretary, Megha Jain. All participants were able to speak and be heard and seen and were determined to be present at the meeting pursuant to the School’s bylaws. Chair, Joyce Wu, called the meeting to order and Megha Jain went through the roll call and noted the board had quorum.

I. May 2, 2022 Meeting Minutes

- a. Megha Jain presented the May 2, 2022 meeting minutes to the board. Sonia Park made a motion to approve the minutes and Sabir Semerkant seconded the motion. All board members present voted in favor and the motion passed.

II. Executive Committee Report

- a. Joyce Wu provided a brief Executive Committee report including an update on the Executive Director’s annual review. Joyce reminded the board of the Board’s fundraising goals and the need for 100% board annual giving.
- b. Joyce Wu acknowledged that Arun Bhoumik resigned from the Board of Trustees, effective immediately, to attend to a personal matter. Joyce and Ashish Kapadia thanked him for his service to the school.
  - i. Tom Ng made a motion to adjust the fixed number of Trustees from 12 to 11 as no candidate was immediately prepared to fill Arun’s seat on the board. Sonia Park seconded the motion. All board members present voted in favor and the motion passed.
- c. Joyce Wu reminded the board that the membership terms for board members, Année Kim, Rick Ruvkun and Bruce Saber were to expire in June and that all three members desired to be re-elected to the Board of Trustees for an additional term.
  - i. Maribel Lara made a motion to re-elect Année Kim to the Board of Trustees for a term of two years. Sabir Semerkant seconded the motion. All board members present voted in favor and the motion passed.

- ii. Mike Lee made a motion to re-elect Rick Ruvkun to the Board of Trustees for a term of two years. Cathy Tse seconded the motion. All board members present voted in favor and the motion passed.
  - iii. Sonia Park made a motion to re-elect Bruce Saber to the Board of Trustees for a term of two years. Cathy Tse seconded the motion. All board members present voted in favor and the motion passed.
- d. Joyce Wu presented the roster of Committees and Task Forces of the Board for FY 23 for comments.
- i. Maribel Lara made a motion to approve the roster of Committees and Task Forces of the Board for FY 2023. Tom Ng seconded the motion. All board members present voted in favor and the motion passed.
- e. Joyce Wu presented the draft board meeting calendar for FY 23.
- i. Tom Ng made a motion to approve the board meeting calendar for FY 23. Mike Lee seconded the motion. All board members present voted in favor and the motion passed.
- f. Melissa Kinsella reviewed the annual compliance forms with the board and reminded members of the need to sign and submit to CQA each year. Financial disclosure and Code of Conduct forms were distributed to board members.

### III. Finance Committee Report

- a. Michelle Dalpiaz presented the draft FY 23 annual operating budget to the Board of Trustees, which had been reviewed and approved by the Finance Committee. Michelle provided an overview and answered questions.
- i. Bruce Saber made a motion to approve the FY 23 annual operating budget as presented. Maribel Lara seconded the motion. All board members present voted in favor and the motion passed.
- b. Michelle Dalpiaz reviewed the proposed changes to CQA's Fiscal Policies and Procedures (FPP) manual which were noted and distributed to the board. Bruce Saber made a motion to approve and accept the proposed changes to the FPP. Sonia Park seconded the motion. All board members present voted in favor and the motion passed.
- c. Michelle Dalpiaz reviewed the proposed agreement between CQA and Premier Wealth Partners, which would change the current agreement from a 3-(21) non-discretionary Investment Advisor to a 3-(38) discretionary Investment Advisor for CQA's retirement funds.
- i. Sonia Park made a motion to enter into a contract with Premier Wealth Partners and to change the current agreement from a 3-(21) non-discretionary Investment Advisor to a 3-(38) discretionary Investment Advisor for CQA's retirement funds. Mike Lee seconded the motion. All board members present voted in favor and the motion passed.

- IV. Marketing Task Force Report
  - a. Maribel Lara presented a framework for marketing plans for FY 23 and identified some related needs including graphic design, video content collection and public relations support.
- V. Educational Accountability Report
  - a. Glenn Liebeck provided an Educational Accountability Report including updates on assessment results, high school placements for 8<sup>th</sup> grade graduates, teacher retention, talent recruitment, and the transition into one school for SY 2022-2023.
- VI. Executive Director Report
  - a. Ashish Kapadia provided an update on school operations including fundraising, donor relations, external relations, finance and compliance activities, and the move into the new Justice Avenue facility.
- VII. Facility Task Force Report
  - a. Ashish Kapadia provided an update on all of the school's leaseholds.
- VIII. Public Comment
  - a. No members of the public chose to make comment.
- IX. Executive Session
  - a. Maribel Lara made a motion to enter into executive session to discuss a potential litigation matter. Sabir Semerkant seconded the motion. All board members present voted in favor and the motion passed.
  - b. Maribel Lara made a motion to exit executive session. Sabir Semerkant seconded the motion. All board members present voted in favor and the motion passed.
- X. Next Meeting and Adjournment
  - a. The next board meeting is scheduled to take place on Monday, July 11, 2022.
  - b. There being no further business to come before the board, Cathy Tse made a motion to adjourn, Sabir Semerkant seconded the motion. All board members voted in favor and the meeting was adjourned.