

**Minutes from a Regular Meeting of the
Board of Trustees of WHIN Music
Community Charter School**

WHIN Music Community Charter School

Board of Trustees Meeting

Tuesday, 6 December 2016

7:00PM – 9:15PM Full External Board
Meeting

LOCATION:

Shearman & Sterling LLP

599 Lexington Avenue

New York, NY 10022

A meeting of the Board of Trustees (the “Board”) of the WHIN Music Community Charter School (“WHIN Charter School”) was held on Tuesday, December 6, 2016, at the offices of Shearman & Sterling, 599 Lexington Avenue, New York NY 10022.

The following Board members were present:

- Gregory David
- Robert Green
- Anne Cohen
- Kenneth Grover
- Melissa Wagner
- Ivonne Norman

The following Management members were present:

- David Gracia
- Charlie Ortiz

Also in attendance was:

- Rupa Briggs
- Chika Oparaji

1. Call to Order

Mr. David began the meeting at approximately 7:00 pm with a roll call of attendees. The Agenda of the Regular Meeting of the Board of Trustees was distributed to the Trustee Members and used as a reference throughout the meeting.

2. Accept Board Meeting notes from November 2016 Meeting (Resolution 1)

Board Chair, Mr. David, introduced a motion to accept the minutes from the Board Meeting held on November 1, 2016. The Board members discussed minor changes to the draft Board Meeting minutes.

Upon motion duly made and seconded, the Board Meeting minutes for the November 1, 2016 Board meeting, with the changes discussed by the Board, were unanimously approved by all of the Board members present.

3. Approve Amended and Restated By-Laws and Whistleblower Policy (Resolution 2)

The Board discussed the amendments to the WHIN Charter School by-laws and the Whistleblower Policy for WHIN Charter School.

Upon motion duly made and seconded, the Amended and Restated By-Laws for The WHIN Music Community Charter School and the Whistleblower Policy for The WHIN Music Community Charter School, were unanimously approved by all of the Board members present.

4. Review and accept Auditor Proposals (Resolution 3)

Mr. Gracia discussed the selection of an auditor for WHIN Charter School and noted that Mr. Gracia and Mr. Ortiz had met with two auditing firms. Mr. Green suggested that additional auditing firms be interviewed by Mr. Gracia and Mr. Ortiz prior to recommending a firm.

Upon motion duly made and seconded, the delegation of authority to the Chairman of the Finance Committee to select and approve the auditor for WHIN Charter School was unanimously approved by all of the Board members present.

5. Financials (Resolutions 4 and 5)

There was a discussion concerning the pre-operation budget, check-signing authority and the creation of a WHIN Charter School debit account.

Upon motion duly made and seconded, check-signing authority for Mr. Ortiz and the creation of a debit account for WHIN Charter School were unanimously approved by all of the Board members present.

6. Student Enrollment (Resolution 6)

Mr. Gracia discussed student enrollment efforts for WHIN Charter School in the community. Mr. Ortiz next discussed the student enrollment policy and application. The Board discussed the application.

Upon motion duly made and seconded, the student enrollment policy and application was unanimously approved by all Board members present.

7. Management Reports

Mr. Gracia notified the Board that WHIN Charter School's contract with Civic Builders expired in November. Civic Builders indicated that it will continue to assist WHIN Charter School with locating a permanent space. Mr. Gracia also discussed options for an incubator/co-location space and a discussion by the Board concerning an incubator space followed. Mr. Ortiz noted that the Board should make a final decision regarding the incubator space by February.

The Board then discussed the available employment positions and recruitment efforts by WHIN Charter School.

8. Introduction to Research Possibility

Ms. Wagner presented research findings that connect the link between neuroscience and music. The Board discussed the research and potential applicability to WHIN Charter School and agreed to re-visit the topic at a later Board meeting.

There being no further business for discussion, upon motion duly made and seconded, the meeting was adjourned at approximately 9:15 pm