

**MINUTES OF MEETING OF BOARD OF DIRECTORS
OF
NEW ALTERNATIVE EDUCATION HIGH SCHOOL OF OSCEOLA COUNTY, INC.
D/B/A MAIN STREET HIGH SCHOOL**

March 12, 2020

A meeting of the Board of Directors of New Alternative Education High School of Osceola County, Inc. d/b/a Main Street High School, a Florida not for profit corporation, (the "School") was held at Main Street High School, 1100 North Main Street, Kissimmee, FL 34741 on March 12, 2020 at 4:30 P.M.

The following directors were physically present at the meeting: Bruce Gillett, Jim McGregor and Belinda Kirkegard.

The following directors was present *via Zoom* video conference: Gary Smith, Charles Barnett and Marvin Pitts.

Also physically present were: Thom Jackson, President & CEO, EdisonLearning and Dr. Sherrell Hobbs, SVP Achievement Operations and Results, EdisonLearning.

Also present *via Zoom* video conference were: Jennifer Anglin, Director of Career and Technical Education Programs, EdisonLearning; Ken Edwards, Chief Financial Officer, EdisonLearning; Jeff Wood, Director, Tripp Scott LLP; Ralph Arza, Principal, Ralph Arza & Associates; Luis Sullivan, Associate, Ralph Arza & Associates; and Pamela McCoy, President & Director of Compliance, Charter Service Solutions of Florida, Inc.

The meeting was called to order at 4:28P.M.

A quorum was present.

Mr. Gillett chaired the meeting. Ms. McCoy, who serves as the Board Liaison, recorded the minutes.

There being no Public Comment, the first order of business was Board approval of the consent agenda. Mr. Barnett motioned that the Board approve the following consent agenda items: (1) the minutes from the Board meetings on March 12, 2020; and (2) the Out of Field Agreement for Ms. Perez, Ms. Samitas and Mr. Hawk. Mr. Barnett seconded Mr. Smith's motion. The vote carried unanimously.

Next, the Board turned to Governing Board Matters. The first item to be discussed was the Settlement Agreement with the Arnold Law Firm. Mr. Wood explained that the agreement was to erase the remaining debt. Mr. Barnett seconded Mr. Smit's motion to accept and allow Mr. Gillett to sign the agreement. The motion passed unanimously. The second item, recommendation of new Board member Viane Garces-Dominguez, was put on hold until later int the meeting. Approval of Auditors, Keefe McCullough, was the third item to be discussed. The audit engagement letter is for a 3-year period, 2020-2022. Mr. Pitts seconded Mr. MacGregor's motion to approve the auditors. The vote carried unanimously. The final item under Governing Board Matters was Updates and Informational Matters. Mr. Jackson provided an update on NorthStar Academies,

Inc. He informed the Board that there is a new underwriter, BB&T and that the closing is anticipated to be no later than June 12, 2020. There was a brief discussion regarding the effects on the application for the Nursing Assistant program. Mr. Gillett asked if the application would be modified to show the owner of the building. Mr. Jackson then told the Board members that they will have school-based email addresses and that there will be an on-line Governing Board binder. This will avoid large attachments being emailed and allow them to not use their personal email addresses. Next, Mr. Jackson gave the Board a legislative update based upon a summary document provided by Ralph Arza & Associates and included in the Board packet. Mr. Jackson summarized the status of the most relevant legislation. There were questions from the Board with respect to whether there will be an adverse impact on the state's education budget. Mr. Jackson indicated that his best information as of the date of the Board meeting is that the budget for the current fiscal year remains intact.

Mrs. Kirkegard provided the Board with an overview of Ms. Viane Garces-Dominguez's resume. She told the Board that her skill set includes Marketing, Advertising and Branding, Technology and Social Media. Mr. Gillett stated that Ms. Garces-Dominguez had a very impressive resume. Mr. Gillett suggested that Ms. Garces-Dominguez should be invited to the next Board meeting to meet the members and observe the duties of the Board. Mrs. Kirkegard replied that she would extend the invitation to Ms. Garces-Dominguez. Mr. Smith moved that Ms. Garces-Dominguez be nominated to serve on the Board pending her appearance at the next or a future board meeting before she is confirmed by the Board. Mrs. Kirkegard seconded Mr. Smith's motion. The vote carried unanimously.

School Matters was next on the agenda. Ms. Perez presented the School Principal's Report. A discussion ensued with respect to enrollment, retention, attendance and events. Mr. MacGregor congratulated Ms. Perez on the great information she provided. The School Principal's Report was accepted as submitted.

Dr. Hobbs presented a new template for the EdisonLearning Operational Report. The Board members suggested revisions to the format and substance of the report which it thought could help to clarify the report's conclusions. Mr. Pitts offered his assistance to Dr. Hobbs and her team, which Dr. Hobbs welcomed.

Next, Dr. Hobbs reported that EdisonLearning had developed COVID-19 protocols for the school to follow. Dr. Hobbs informed the Board that a letter also would be sent to the parents. She stated that the school's COVID-19 protocols were consistent with the District's expectations. There was a brief discussion in regard to how staff would be paid and online monitoring. Mr. Pitts made a motion that the Board adopt an emergency plan that the management company puts together for COVID-19 procedures. Mrs. Kirkegard seconded the motion and the vote passed unanimously. Mr. Jackson asked Dr. Hobbs to circulate the COVID-19 document to the Board members.

The last item for discussion under School Matters was the Nursing Program. There was discussion regarding the liability of students training off-site, lessons in document are only for females, the number of credits that will be earned in the Nursing Program and the overall layout of the document. Mr. Gillett asked if the Board needed to approve the document. Ms. Anglin stated that the Board just needed to acknowledge that they know the program will be added to Main Street High School. Mr. Gillett stated that if lessons for males were added to the document and the blank pages were marked as such, then he would ask for a motion to acknowledge the addition of the Nursing Program to MSHS. Ms. Anglin assured him the requests would be completed. Mr.

MacGregor seconded Mrs. Kirkegard's motion and the vote passed unanimously.

Mr. Edwards reviewed the January Financial and Cash Flow Reports. He told the Board that, from a financial perspective, the school is performing better than the prior years. A detailed discussion ensued regarding the grant revenue, capital outlay and cash flow. The Bank of America account came into question. It was decided that Michelle Schmitt will work with Mr. Smith to close out the account at the end of the year. The financial reports were accepted as presented.

Mr. Barnett asked about graduation and Dr. Hobbs let him know that the calendar had not been updated yet. He asked that the calendar be updated as soon as possible.

It was noted that the next meeting is scheduled for June 11, 2020.

There being no further business, the meeting was adjourned at 6:30p.m.

By: Delinda Kirkegard
Title: 6/15/2020