

Minutes

Organizational Board Meeting of the Online School of Arizona Board of Directors

Date: Wednesday, June 30, 2021
Time: 6:00 pm MST
Location: To be conducted via Zoom conference

Item 1: Call to Order / Roll Call

Erin Albert called the meeting to order at 6:04 pm. MST

Join Zoom Meeting – For Public Attendance

When: Wednesday, June 30, 2021 at 6:00p.m. MST
Link:

<https://us02web.zoom.us/j/86845759955?pwd=V1FIRGZyK25zYlNmZjRibnAvUnNYQT09>

Meeting ID: 868 4575 9955

Passcode: 535276

Dial by your location

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Board Member	Present	Absent
Erin Albert - President	x	
Laura Hatton – Vice President/Treasurer	x	
Paul Mendoza – Secretary	x	

Item 2: Pledge of Allegiance

"I pledge allegiance to the Flag of the United States of America, and to the Republic for which it stands, one Nation under God, indivisible, with liberty and justice for all."

Item 3: Statement of Purpose

"This meeting is a meeting of the Board of Education in public for the purpose of conducting the Academy's business and is not to be considered a public community meeting. There is a time for public participation during the meeting as indicated in the agenda."

Item 4: Regular Business

- Approval of the Agenda

Motion: Erin Albert Second: Paul Mendoza

Ayes: 3 Opposed: 0

The motion passed unanimously.

- Public Comments on Agenda Items (none at this time)
- Correspondence (none at this time)

- Approval of the Minutes as presented

Motion: ___ Erin Albert _____ Second: ___ Laura Hatton _____

Ayes: : ___ 3 _____ Opposed: ___ 0 _____

Motion carried to approve minutes. The motion passed unanimously.

- Financial Reports
 - Travis Gostinger: The packet of financial reports will be put together for the board. The startup funding is not in place yet. Expenses have begun to incur based on startup budget and preliminary startup expenses:
 - Staff cost
 - Marketing
 - Legal
 - Operational/compliance items

To date: \$92,000.00 in line with startup budget and application submitted.

Item 5: Leadership Update

- Management Company
 - Property Update (Doug McNeil) – We have worked out an arrangement with ACD (American Charter Development) to provide financing for the Glendale site which also accommodates additional compensation to ACD for the loss of the Tucson site. They have put up about \$80,000 for the due diligence deposit. We are rolling these funds into the Glendale project. It would be helpful to have an official resolution because it includes revised terms/conditions. We also received word from the contractor that the city of Glendale issued all the permits we need to move forward with the Glendale site. The site will not be completed until at least a couple weeks after the start of the school calendar. Working with Brooke Drooger, according to the Arizona State Charter Schools Commission this isn't a problem because we are an online school, and we can start our school calendar on August 9 even though the learning center may not be ready for a couple weeks after that.
 - Tucson Site
 - Doug McNeil - We were not going to be able to pull that together (finance and facilities). We recommend that we postpone a Tucson center until we have better enrollment and revenues to support this site. We were lacking in the enrollment and running way behind in getting the site operational. We recommend we delay the opening until such time that there is a viable location. We have the flexibility to open a Tucson center as soon as we feel there is enough enrollment to support it.

- Robert Giordano – ACD was also concerned that our enrollment wasn't growing quick enough to pay for the Tucson building. We already had an obligation for the Glendale site. We can go back to the table quickly if the enrollment is there.
 - Doug – The construction industry (Covid/post-Covid) is experiencing cost increases. We feel it will be prudent to delay getting into another rehab program because the supply/demand is out of kilter right now.
 - Funding Update
 - On track based on original projections. Same as what was submitted with our application.
 - Student Enrollment / Marketing
 - Mitch – we are behind. Total of 17 enrolled at this time. We've also seen an increase in potential students that are Spanish speaking. We also hired two Engagement Managers, one in Tucson (Vanessa) and one in Glendale (in the midst of hiring). Vanessa is bilingual and relates well to the demographic and age group we're reaching out to. We've also hired a Registrar; she will help with SIS and also wants to be very engaged in enrollment; she has experience in admissions.
 - Travis and Mitch have an upcoming meeting with LoveYourSchool.org – highlight schools in Arizona and build awareness through their podcast. Have them link directly to the (onlineschoolofarizona.com) site.
 - Compliance
 - Travis – Website matches State's expectations with our field rep with the state department (Shannon). This is very close to completion.
 - We need to list the estimated counts for our students (ADE Process) – we've been working with Diamond Financial Solutions, Michelle Diamond.

Item 6: Board Strategy and Planning

- Approval of Proposed 2021/2022 Budget as presented

Motion: ___ Erin Albert _____ Second: ___ Paul Mendoza _____

Ayes: : ___ 3 _____ Opposed: ___ 0 _____

The motion passed unanimously.

- Travis – 3-year budget with assumptions and detailed narrative. Some of the items will not exactly match what the final operations will be; September will be a budget amendment.

- Needs to be posted to our website and ADE Connect, 10 days for public review. After the 10 days we will have a special board meeting to adopt the budget. Once approved this will be posted to our website as the official budget.
 - Based on 220 students for the first year
 - Roughly 110 students per location
 - \$1.8M total Revenue
 - \$1.814 total Expenses
 - Ending Fund Balance \$66,000.00 year one

Monday, July 12 – get together for approval

- Approval of Address Change
 - Robert – If any board member moves, we have 10 days max to inform the State Board and upload the changes. Please let us know asap, so we can update changes.
- Approval of Executive Director as an Authorized Representative
 - Tim – We would like to add Mitch as our Executive Director as an authorized representative to sign on behalf of the board.

Motion: ___ Erin Albert _____ Second: ___ Laura Hatton _____

Ayes: : ___ 3 _____ Opposed: ___ 0 _____

The motion passed unanimously.

- Approval of Board Policies
 - Tim – There are a number of state and federal legal requirement that the board has to have a policy regarding. Lynn Adams does this for many charter school in the state of Arizona as her firm has put together policies in 10 specific areas (emailed out). “LR” legally required policies to be part of the handbook.

Motion: ___ Erin Albert _____ Second: ___ Paul Mendoza _____

Ayes: : ___ 3 _____ Opposed: 0 _____

The motion passed unanimously.

- Approval of the Student Handbook as presented
 - Tim – Asking the board to approve the student/parent handbook that has been legally vetted.

Motion: Erin Albert Second: Laura Hatton

Ayes: : 3 Opposed: 0

The motion passed unanimously.

- Approval of the Educational Program
 - Tim – This is a mandated program we have to provide to the state. They review to make sure we are meeting the Arizona state curriculum compliance. The Educational Program is also in our handbook.

Motion: Erin Albert Second: Paul Mendoza

Ayes: : 3 Opposed: 0

The motion passed unanimously.

- Approval of School Calendar
 - Tim – Seek the board’s approval, once approved by legal counsel. An updated calendar will be sent out.

Motion: Erin Albert Second: Laura Hatton

Ayes: : 3 Opposed: 0

The motion passed unanimously.

- Approval of Insurance
 - Travis – The school is required to have insurance in place by July 1st. We’ve worked with General Agency and EMC (Employers Mutual Casualty Co.) to put a proposal together for insurance and put it together in a binder to send off to the state, effective tomorrow. This is all set, just wanted to make sure the board recognized the approval of the insurance and that this was in place.

Motion: Erin Albert Second: Paul Mendoza

Ayes: : 3 Opposed: 0

The motion passed unanimously.

- Approval of ACD Loan Financing Documents
 - Doug – we are in the process of fine-tuning the ACD loan documents to include some expenses ACD has included for the Tucson site and updates for the Glendale site. Mitch was able to acquire furnishings for the Glendale site.

Motion: Erin Albert Second: Laura Hatton

Ayes: 3 Opposed: 0

The motion passed unanimously.

Item 7: Public Comments on Non-Agenda Items

None

- Approval of Budget Board Meeting Review
 - Travis – vote on approving the day/time for the special board meeting: Monday July 12th at 6:00 MST time

Motion: Erin Albert Second: Paul Mendoza

Ayes: 3 Opposed: 0

The motion passed unanimously.

Item 8: Adjournment

Erin Albert adjourned the meeting at Wednesday, June 30, 2021 6:48 pm. MST

Motion: Erin Albert Second: Laura Hatton

Ayes: 3 Opposed: 0

The motion passed unanimously.