

PARMA ACADEMY
(An Ohio Not-for-Profit Corporation)

BOARD MEETING
MINUTES

Parma Academy (the “School”) held a Board Meeting (the “meeting”) on January 13, 2020.

Board Members in Attendance:

Diane Faehnrich, Chairwoman
Mary Galinas, Member
Jonathan Petrea, Treasurer
Mark Sanzotta, Secretary

Board Member not in Attendance:

Sean Herod, Vice Chairman

Guests in Attendance:

Sarah O’Bryan, Associate Director of School Accountability, ACCEL
Kerry Jupina, Sponsor Representative, Charter School Specialists
Dave Massa, Fiscal Officer, Massa Financial Services
Mike Pilarski, Sr. Financial Analyst, ACCEL
Wendy Copen, Principal, Parma Academy
Christine Baranek, Teacher, Parma Academy
Samantha Hagar, Teacher, Parma Academy
Lola Judy, Board Liaison, Callender Law Group
Parent/Students for Panda of the Month recognition
Kimberly Bartlett, guest

1. Sign-in / A Call to order

The Meeting was called to order at 6:04 p.m. by Chairwoman Faehnrich. A quorum was present for the meeting.

2. Review/Acceptance of Agenda

Board members reviewed the meeting agenda. Upon Motion duly made by Mr. Petrea to accept the agenda for the January 13, 2020 meeting without amendment, seconded by Mr. Sanzotta, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

3. Reports and Updates

a. Operator Report

Ms. Copen gave the School Report. Ms. Ramos has returned from Maternity Leave. The Sunday night calls to parents received positive feedback. The students and staff created the decorations on the tree in the lobby and other winter time decorations. Ms. Copen mentioned the plan to expand to include grade 3 in their school soon.

Panda of the Month

The students were presented to the Board for both December 2019 and January 2020 Pandas of the Month. Each student's progress, since the beginning of the year, was stated by their respective teachers. Ms. Copen noted that the parents and students were welcome to stay for the meeting or leave the meeting if they chose.

Harassment, Intimidation & Bullying Report

Ms. Copen reported there were no incidents of Harassment, Intimidation & Bullying to report to the Board.

Superintendent's Residency Verification Update

There were no flags to report for residency verification.

Ms. OBryan contributed to the Operator Report. The School reaches out to local daycare centers for referrals.

b. Sponsor Report (Charter School Specialists)

Ms. Kerry Jupina gave the Sponsor Report. There was discussion regarding the At-A-Glance reports included in the meeting materials. Member Galinas had a question about indicator grades. Information about the grades and conclusions could be found on the Ohio Department of Education (ODE) website. The Sponsor earned Exemplary rating from the State of Ohio, one of only six (6) statewide sponsors received the rating. Ms. Jupina noted the possibility of the School expanding to pre-school. A Sponsor visit is planned for February.

c. Treasurer Report (Massa Financial)

Mr. Dave Massa gave the Treasurer Report. Mr. Mike Pilarski was introduced to the Board; Mr. Pilarski was in attendance to observe Board meeting protocols. Ms. Massa gave the December financial report. There was discussion regarding federal and state funds, and that they should be used to the fullest extent. The School is currently funded at about 42 FTEs, approximately the same level as enrollment. The School is operating at a loss, which is expected for a school operating in the first year. Mr. Massa explained two new pages in the report, and these will be included in reports going forward. The School is keeping up with liabilities. As enrollment increases, it is expected that funding for expenses will be covered.

The December Financial Statement was brought forward for adoption by the Board. A discussion was had. Upon Motion duly made by Mr. Petrea to accept the December Financial Statement without amendment, seconded by Mr. Sanzotta, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

d. Legal Update (Callender Law Group)

Ms. Judy noted the December 2019 Legal Update included in the meeting materials, discussing the Sponsor ratings. The Sponsor received an ‘Exemplary’ rating.

Ms. Judy noted the January 2020 Legal Update included an explanation of the Residency Verification guidelines, and the mileage option for Board training sessions. The Board currently does not have a policy for mileage compensation for training sessions attended in person. There was discussion about whether this policy was needed. The Board wished to have a clear understanding of the policy, and expressed a desire to reconsider the policy at a future Board meeting. Upon Motion duly made by Mr. Petrea to table the Addendum to Board Compensation Policy Option without amendment, seconded by Ms. Galinas, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

The topic ‘*Discussion, Board Training, Mileage Reimbursement, Addendum to Board Compensation Policy Option*’ to appear on the March 9, 2020 Board meeting agenda under ‘**Old Business**’.

4. **Old Business**

Member Petrea brought forward for discussion the ‘Blessings in a Backpack’ items provided by members of a local church to students on Fridays. Mr. Petrea suggested that the Board could write a Thank You note to the church members for reaching out to their students. Ms. Copen addressed a Board question about whether the snacks were provided with a religious affiliation message. The snacks are provided without mention of religious affiliation, and there is an option for parents to opt out, if they desire.

The candidacy of Ms. Kimberly Bartlett for membership on the Board was brought forward for consideration by the Board. A discussion was had. Ms. Jupina expressed a concern that the candidate resume must be sent to the Sponsor for review prior to consideration by the Board. After conversation about where and to whom the information should be sent, the Board agreed to ask Callender Law Group to send the information to the Sponsor prior to the next Board meeting for consideration. Upon Motion duly made by Mr. Petrea to table the consideration of Ms. Kimberly Bartlett for membership on the Board pending background checks and Sponsor approval until the March 9, 2020 Board meeting, seconded by Ms. Galinas, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

The topic “*Discussion, Consideration of Candidate for Board Membership, Kimberly Bartlett*” to appear under ‘**Old Business**’ on the March 9, 2020 Board meeting agenda.

5. New Business

a Resolution, Adoption/Approval of Minutes, November 18, 2019 Board Meeting

The minutes from the November 18, 2019 Board meeting were brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Mr. Petrea to adopt the minutes from the November 18, 2019 Board meeting without amendment, seconded by Mr. Sanzotta, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

b Resolution, Adoption/Approval of HB21 School District Residency Verification Requirements

The Resolution, HB21 School District Residency Verification Requirements was brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Mr. Sanzotta to adopt the HB21 School District Residency Verification Requirements without amendment, seconded by Ms. Galinas, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

c Resolution, Adoption/Approval of Criminal Record Check for Governing Authority Members Policy

The Criminal Record Check for Governing Authority Members Policy was brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Mr. Petrea to adopt the Criminal Record Check for Governing Authority Members Policy without amendment, seconded by Ms. Galinas, the Motion passed by unanimous affirmative vote of members present.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathan Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

6. Date/time and location for next meeting

The next meeting of the governing board of Parma Academy is scheduled for **Monday, March 9, 2020 at 6:00 p.m. Eastern at 12925 Corporate Drive, Parma 44130.**

7. Adjournment

There being no further business to come before the Board, upon Motion duly made by Mr. Petrea to adjourn the January 13, 2020 Board meeting of Parma Academy, seconded by Ms. Galinas, the Motion passed by unanimous affirmative vote of members present. The meeting adjourned at 6:55 p.m.

Roll Call Board Member	AYE	NAY	OTHER <i>(Absent, Abstain, Etc.)</i>
Sean Herod			<i>Not present</i>
Mary Galinas	✓		
Jonathon Petrea	✓		
Mark Sanzotta	✓		
Diane Faehnrich, Chairwoman	✓		

APPROVAL AND ADOPTION OF MINUTES

Motion to approve and adopt minutes of the January 13, 2020 Regular Board

Meeting of Parma Academy, with / without amendments, made by

MR. SANZOTTA, seconded by MS. GALINAS

Roll Call Board Member	AYE	NAY	OTHER (Absent, Abstain, Etc.)
<u>K. BARSLEY</u> Mary Galinas	<u>[Signature]</u> <u>MG</u>		
Jonathan Petrea			<u>NOT PRESENT</u>
Mark Sanzotta	<u>[Signature]</u>		
Diane Faehnrich, Chairwoman	<u>DF</u>		

Adopted by a vote of the Board on this 9th day of MARCH, 2020.

Diane Faehnrich

*Diane Faehnrich, Chairwoman
Parma Academy*