

Huber Heights Preparatory Academy

An Ohio Not-for-Profit Corporation

ORGANIZATIONAL BOARD MEETING

MINUTES

Huber Heights Preparatory Academy (the “School”) held an Organizational Board Meeting (the “meeting”) on March 14, 2019.

In Attendance:

Scott Pullins

Dedra Hurst

Sean L. Herod

Lyndsey Shepard

Frank Stoy, Sponsor Representative Charter School Specialist

Jacci Gilliand, Sponsor Representative, Charter School Specialist

Jamie Callender, Callender Law Group

Emmy Partin, Callender Law Group

Cyndy Rees, Callender Law Group

Donald Wiggins Jr., Callender Law Group

Kevin Massa, Massa Financial Solutions

1. Sign-in / A Call to order

The Meeting was called to order at 8:02 p.m.

2. Introductions/Presentations

Attorney Callender provided a history of Community Schools in Ohio, and attendees to the Meeting were introduced.

3. Organization of Corporation

a. Nomination of Board of Directors

Candidates for membership of the Board of Directors were in attendance at the meeting, and expressed formal interest in becoming members of the Board:

Scott Pullins

Lyndsey Shepard

Dedra Hurst

Sean L. Herod

Acceptance of Appointment to the Board of Directors:

Mr. Pullins accepted appointment to the Board of Directors of the School.
Ms. Shepard accepted appointment to the Board of Directors of the School.
Ms. Hurst accepted appointment to the Board of Directors of the School.
Mr. Herod accepted appointment to the Board of Directors of the School.

b. Election of Officers

Chairperson

The office of Chairperson was brought forward for Board consideration. Upon Motion duly made by Mr. Herod to nominate Mr. Pullins as Chairman of the Board, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

Vice Chairperson

The office of Vice Chairperson was brought forward for Board consideration. Upon Motion duly made by Mr. Pullins to nominate Mr. Herod as Vice Chairman of the Board, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

Treasurer

The office of Treasurer was brought forward for Board consideration. Upon Motion duly made by Mr. Pullin to nominate Ms. Shepard as Treasurer, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

Secretary

The office of Secretary was brought forward for Board consideration. Upon Motion duly made by Mr. Pullins to nominate Ms. Hurst for Board Secretary, seconded by Mr. Herod, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

The officers of the Board are as follows:

Scott Pullins, Chairman
Sean L. Herod, Vice Chairman
Lyndsey Shepard, Treasurer
Dedra Hurst, Secretary

4. Board Committee Discussion

A. Executive Committee

Discussion regarding Executive Committees was tabled.

B. Audit/Finance Committee

Discussion regarding Audit/Finance Committee was tabled.

5. Resolutions

a. Resolution for Authorized Signatory.

The Resolution for Authorized Signatory was brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Mr. Herod to adopt the Resolution for Authorized Signatory without amendment, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

b. Resolution Ratification of Past Actions

The Adoption of the Resolution Ratification of Past Actions was brought forward for Board consideration. A discussion was had. Upon Motion duly made by Mr. Herod to adopt the Resolution of Past Actions without amendment, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

c. Resolution of Bylaws/Code of Regulations

The Resolution of Bylaws/Code of Regulations was brought forward for Board consideration. A discussion was had. Upon Motion duly made by Mr. Herod to adopt the Resolution of Bylaws/Cod of Regulations without amendment, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

d. Resolution of Sponsor Agreement

The Resolution of Sponsor Agreement was brought forward for Board consideration. A discussion was had. Upon Motion duly made by Mr. Herod to adopt the Resolution of Sponsor Agreement without amendment, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

e. Resolution of Operator Agreement

The Resolution of Operator Agreement was brought forward for Board consideration. A discussion was had. Upon Motion duly made by Mr. Herod to adopt the Resolution of Operator Agreement without amendment, seconded by Ms. Hurst, the Motion was passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

f. Resolution for Fiscal Officer Bond and Surety Policy

The Resolution for Fiscal Officer Bond and Surety Policy was brought forward for Board consideration. A discussion was had. Upon motion duly made by Mr. Herod to adopt the Resolution for Fiscal Officer Bond and Surety Policy without amendment, seconded by Ms. Hurst, the Motion was passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

f. Fiscal Officer Agreement, Massa Financial Solutions, LLC

The Fiscal Officer Agreement with Massa Financial Solutions was brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Mr. Hurst to adopt the Fiscal Officer Agreement with Massa Financial Solutions, LLC without amendment, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

g. Legal Services Agreement with Callender Law Group

The Legal Services Agreement with Callender Law Group was brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Mr. Hurst to adopt the Legal Services Agreement with Callender Law Group without amendment, seconded by Ms. Hurst, the Motion passed by unanimous affirmative vote.

Roll Call Board Member	YES	NO	Other <i>(Abstain, not present, etc.)</i>
Scott Pullins	✓		
Lyndsey Shepard	✓		
Sean L Herod	✓		
Dedra Hurst	✓		

6. Date/time and location for next meeting

There was discussion regarding the date/time and location of the next meeting of the governing board. The next meeting was scheduled for April 9, 2019, five minutes after the adjournment of the South Columbus Preparatory Academy meeting at the South Columbus Preparatory Academy, 3220 Groveport Rd., Columbus, OH 43207.

7. Adjournment

There being no further business to come before the Board, Chairman Pullins adjourned the Organizational Meeting of the governing board of Huber Heights Preparatory Academy at 9:39 p.m.

APPROVAL AND ADOPTION OF MINUTES

Motion to approve and adopt minutes of the March 14, 2019 Organizational Board meeting of Huber Heights Preparatory Academy, with/without amendments, made by

Moved by Mr. Pullins, seconded by Mr. Herod.

Roll Call Board Member	YES	NO	Other (Abstain, not present, etc.)
Lyndsey Shepard			Not present
Sean L Herod	✓ SH		
Dedra Hurst			
Scott Pullins, Chairman	✓ SP		

Executed and adopted by a vote of the Board on this 9th day of April, 2019.

Scott Pullins

 Scott Pullins, Chairman
 Huber Heights Preparatory Academy