

**iLEAD Spring Meadows  
BOARD MEETING  
MINUTES**

iLEAD Spring Meadows (the “School”), an Ohio Not-for-Profit Corporation, held a Board Meeting on May 21, 2018 (the “meeting”).

Board Members in attendance:

Scott Pullins, Chairman  
LaTanya Wilson, Vice Chairwoman  
Michelle Berry, Board Secretary  
David Shock

Board Member participation by phone:

Jacquelyn May

Board Member not in attendance:

Jeff Williams, Treasurer

Guests in Attendance:

Christine Kunishige, Maker, iLEAD Spring Meadows  
Jessica Morse, Facilitator, iLEAD Spring Meadows  
Kim Lytle, Dir. Board Staff and Community Relations, iLEAD Schools Development, via phone  
Myron Breitstein, Director of Client Relations, iLEAD Schools Development, via phone  
Kris Morris, PFLC Care Team Co-Chair, iLEAD Spring Meadows  
Dave Massa, Massa Financial Solutions, LLC, via phone  
Jessica Blair, Sponsor Representative, OCCS  
Anne Trakas, School Board Liaison, The Callender Group  
Tina Smith, Director of Portfolio Management, Highark Schools  
Kelsey Vargo, Portfolio Manager, Highmark Schools  
Cicely Watkins, parent  
Jeff Wilcox, guest

**1. Sign-in / A Call to order**

The Meeting was called to order at 6:01 p.m. by Chairman Pullins. The Chairman noted a quorum was present. Chairman Pullins moved ‘**Old Business**’ and ‘**New Business**’ to immediately follow ‘**Adoption/Approval of Minutes of previous Board meeting(s)**’

**2. Adoption/Approval of Minutes of previous Board meeting(s)**

The minutes from the April 16, 2018 Board meeting were brought forward for Board consideration. A discussion was had. Upon Motion duly made by Ms. Berry to adopt the minutes from the April 16, 2018 Board meeting without amendment, seconded by Ms. Wilson, the Motion passed by majority affirmative vote of members present. Chairman Pullins abstained.

<b>Roll Call Board Member</b>	<b>AYE</b>	<b>NAY</b>	<b>Other</b> ( <i>Abstain, Not Present, etc.</i> )
Michelle Berry	✓		
Jacquelyn May			<i>Via phone</i>
David Shock	✓		
LaTanya Wilson	✓		
Jeff Williams			<i>Not present</i>
Scott Pullins			<i>Abstain</i>

### 3. Old Business

#### *a. Resolution, Adoption/Approval of 2018/2019 Academic Calendar*

The 2018/2019 Academic Calendar was brought forward for consideration by the Board. A discussion was had. The calendar does not quite match Toledo Public Schools. There are a few weeks throughout the year for staff development. There are well over 920 instructional hours on the calendar, including about 30 hours for snow days. The hours of the school day were adjusted to meet the instructional hours requirements. School hours for the next academic year are 8:30 a.m. to 3:15 p.m. Monday through Thursday, and 8:30 a.m. to 1:00 p.m. on Friday. A week in February is planned for 9<sup>th</sup> grade service learning days. Upon Motion duly made by Ms. Berry to adopt the 2018/2019 Academic Calendar without amendment, seconded by Ms. Wilson, the Motion passed by unanimous affirmative vote of members present.

<b>Roll Call Board Member</b>	<b>AYE</b>	<b>NAY</b>	<b>Other</b> ( <i>Abstain, Not Present, etc.</i> )
Michelle Berry	✓		
Jacquelyn May			<i>Via phone</i>
David Shock	✓		
LaTanya Wilson	✓		
Jeff Williams			<i>Not present</i>
Scott Pullins	✓		

### 4. New Business

#### *a. Discussion, Education Plan Update*

The Education Plan will be discussed at a future Board meeting. The topic ‘*Discussion, Education Plan Update*’ to appear under ‘**Old Business**’ on the June 18, 2018 Board meeting agenda.

#### *b. Resolution, Adoption/Approval of Five-Year Forecast*

The Five-Year Forecast was brought forward for consideration by the Board. A discussion was had. Mr. Massa provided information regarding the Five-Year Forecast. The Fiscal Year 2019 information is different from the Five-Year Forecast from October 2017. There were changes incorporated from the Operator and Fiscal staff; updates are brought forward for consideration every October and May. Changes and updates will be made as necessary. Upon Motion duly made by Mr. Shock to adopt the Five-Year Forecast without amendment, seconded by Ms. Berry, the Motion passed by unanimous affirmative vote of members present.



<b>Roll Call Board Member</b>	<b>AYE</b>	<b>NAY</b>	<b>Other</b> ( <i>Abstain, Not Present, etc.</i> )
Michelle Berry	✓		
Jacquelyn May			<i>Via phone</i>
David Shock	✓		
LaTanya Wilson	✓		
Jeff Williams			<i>Not present</i>
Scott Pullins	✓		

*c. Resolution, Adoption/Approval of Preliminary Budget 2018/2019*

The Preliminary Budget for the 2018/2019 Academic Year was brought forward for consideration by the Board. A discussion was had. Learner estimates are about 150. There was conversation about Federal programs, federal funds, and other topics. The projected enrollment for Fiscal Year 19, about 250 learners, was considered achievable. Staffing increases needed for the higher enrollment were accounted for, as well as rent based on the forbearance agreement with Highmark. The budget will be reforecast as new data comes in. Conversation continued about whether the School would need to reach 275. Ms. Lytle contributed to the discussion; the numbers are adjusted according to more realistic estimates. Mr. Massa provided additional comment, and can review data with Ms. Lytle. Ms. Blair noted that if the Sponsor agreement needs to be amended based on the budget discussion, the Board will be informed. Upon Motion duly made by Ms. Berry to adopt the Preliminary Budget for the 2018/2019 Academic Year without amendment, seconded by Mr. Shock, the Motion passed by unanimous affirmative vote of members present.

<b>Roll Call Board Member</b>	<b>AYE</b>	<b>NAY</b>	<b>Other</b> ( <i>Abstain, Not Present, etc.</i> )
Michelle Berry	✓		
Jacquelyn May			<i>Via phone</i>
David Shock	✓		
LaTanya Wilson	✓		
Jeff Williams			<i>Not present</i>
Scott Pullins	✓		

Conversation continued about the budget assumptions. Mr. Breitstein contributed to the discussion. The goal of 275 is desired, but approximately 250 is more likely, and more in line with realistic goals. Additional support from iLEAD Schools Development is needed. Mr. Massa noted that the budget can be adjusted as necessary. Board members were encouraged to contact Mr. Massa or Mr. Breitstein with any additional questions or concerns.

The Adoption/Approval of the Treasurer Report was brought forward for consideration by the Board. Upon Motion duly made by Ms. Wilson to adopt the Treasurer Report without amendment, seconded by Ms. Berry, the Motion passed by unanimous affirmative vote of members present.

<b>Roll Call Board Member</b>	<b>AYE</b>	<b>NAY</b>	<b>Other</b> ( <i>Abstain, Not Present, etc.</i> )
Michelle Berry	✓		
Jacquelyn May			<i>Via phone</i>
David Shock	✓		
LaTanya Wilson	✓		
Jeff Williams			<i>Not present</i>
Scott Pullins	✓		

Mr. Shock left the meeting at 6:24 p.m. The meeting commenced without a quorum.

*d. Discussion, Board Member Candidate*

Mr. Jeff Wilcox was introduced as a potential candidate for membership on the Board. Mr. Wilcox provided his background as a retired educator with 34 years in private Christian Schools. Mr. Wilcox was a candidate for School Leader, and is still interested in serving the School and learners on the Board. Chairman Pullins thanked Mr. Wilcox for attending the meeting. Consideration for membership on the Board and a vote by the Board would take place at the next Board meeting. The topic '*Discussion, Board Member Candidate Jeff Wilcox*' to appear on the June 18, 2018 Board meeting agenda under '**Old Business**'.

## 5. Reports and Updates

### a. Operator Report

Ms. Kunishige gave the Operator Report. Ms. Kunishige announced her departure in July from iLEAD Spring Meadows; she has accepted a position with a different company. There was conversation about changes and adjustments that would need to be made for the next academic year. Discussion continued regarding re-arranging office manager duties and the addition of a Director of Strategy and Logistics. Changes in service agreements could be applied to the salary of the person would serve at Director of Strategy and Logistics. There was conversation about whether the person selected for the position could also serve as a substitute teacher if necessary. The School is searching for a candidate who is licensed or could be licensed.

### b. Sponsor Report

Ms. Blair provided the Sponsor Report. There was discussion about the Board Brief included in the meeting materials. The Sponsor is working with the School staff on Opening Assurances to the School will be able to open in August. Conversation continued regarding the Board survey tool available to assess performance. One Board member can complete the survey for the Board. Ms. Blair will send samples to the Board for their review.

Discussion continued regarding the recent Toledo Mud Hens game, where 50 students and staff attended the game. There were approximately 500 students in attendance at the game in celebration of National Charter School Week.

There was conversation regarding Board training. All Board members are compliant for training for the academic year.



**c. Treasurer Report**

The discussion for the April 2018 Financial Statement, Five-Year Forecast and Preliminary Budget for the 2018/2019 Academic Year was held under ‘**New Business**’.

**d. Legal/Legislative Update**

There was discussion regarding increased activity in the Legislature at this time.

**6. Open Discussion**

Ms. Smith and Ms. Vargo from Highmark Capital provided positive comment about their visit to the School. Highmark Capital is the developer of the facility and acts as the landlord. There was discussion about options for the School, including purchase/refinance of the building at year five (5).

**7. Date/time/location for next meeting:**

**Regular Meeting Monday, June 18, 2018 at 6:00 p.m. Eastern at iLEAD Spring Meadows, 1615 Timberwolf Dr., Holland 43528.**

**8. Adjournment**

There being no further business to come before the Board, upon Motion duly made by Ms. Wilson to adjourn the May 21, 2018 Board meeting of iLEAD Spring Meadows, seconded by Ms. Berry, the meeting adjourned at 6:47 p.m. by common consent.

<b>Roll Call Board Member</b>	<b>AYE</b>	<b>NAY</b>	<b>Other</b> ( <i>Abstain, Not Present, etc.</i> )
Michelle Berry	✓		
Jacquelyn May			<i>Via phone</i>
David Shock			<i>Not present for vote</i>
LaTanya Wilson	✓		
Jeff Williams			<i>Not present</i>
Scott Pullins	✓		

## APPROVAL AND ADOPTION OF MINUTES

The Motion to approve and adopt the Minutes from the May 21, 2018 Regular Board meeting of iLEAD Spring Meadows with / without amendments made by

MS. WILSON, seconded by MR. WILLIAMS.

### ROLL CALL:

Board Member	AYE	NAY	OTHER (abstain, not present, etc.)
Michelle Berry			<u>via phone</u>
Jacquelyn May <u>JM</u>	<u>✓</u>		
David Shock <u>DS</u>			<u>not present</u>
Jeff Williams <u>JW</u>	<u>✓</u>		
LaTanya Wilson <u>LW</u>	<u>✓</u>		
Scott Pullins, Chairman <u>SP</u>	<u>✓</u>		

Executed and adopted by a vote of the Board on this 18th day of JUNE, 2018.

2018-11-20

Scott Pullins, Chairman  
iLEAD Spring Meadows