

**iLEAD Spring Meadows**  
**Board Meeting**

**MINUTES**

The Board of Directors (the ‘Board’) of iLEAD Spring Meadows (the “School”) held a Regular Board Meeting (the “meeting”) on July 15, 2019.

**Board Members in Attendance:**

Jacquelyn May  
LaTanya Wilson, Vice Chairwoman  
Jeff Williams, Treasurer  
Jeff Wilcox  
Scott Pullins, Chairman

**Board Members not in Attendance:**

Michelle Berry, Secretary  
David Shock

**Guests in Attendance:**

Darrin Beconder, Vice President of Oversight, Ohio Council of Community Schools  
C. David Massa, Massa Financial Solutions  
Monique Myers, Regional Outreach Coordinator, iLEAD Schools  
Sarah Hawley, School Director, iLEAD Spring Meadows  
Kelly Dyer, Director of Midwest Development, iLEAD Schools, via phone  
Amer Kuric, Chief Strategy Officer, iLEAD, via phone  
Sami Denos, Portfolio Manager, Highmark School Development, via phone  
Jen Behnfeldt, Parent  
Debra Wilkins, Parent  
Kris Morris, Parent  
Cicely Watkins, Parent  
Cyndy Reese, Board Liaison, Callender Law Group  
Mike Garcar, Board Liaison, Callender Law Group

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

The meeting was called to order at 6:08 p.m. by Chairman Pullins. A quorum was present for the meeting.

**II. Adoption/ Approval of Minutes from Previous Board Meeting(s)**

*Minutes, June 17, 2019 Board meeting*

The minutes from the June 17, 2019, Board meeting were brought forward for Board consideration. A discussion was had. Upon Motion duly made by Ms. May to adopt the minutes from the June 17, 2019 Board meeting without amendment, seconded by Mr. Williams, the Motion passed by a majority affirmative vote of members present. Chairman Pullins abstained, as he was not present at the June 17, 2019 Board meeting.

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

### **III. Reports and Updates**

#### **a. Operator Report**

Mr. Pullins began the Operator Report by discussing the school's academic and financial challenges. Mr. Pullins distributed a letter that the Ohio Council of Community Schools (OCCS), Massa Financial Solutions, Highmark School Development, Sarah Davis, and Mr. Pullins have put considerable time into which outlines solutions to overcome the School's academic and financial challenges. Mr. Pullins thanked all parties involved for their commitment to providing solutions in order to ensure the School is able to remain operating.

Ms. Hawley continued the Operator Report by discussing the School's four (4) curriculum areas of focus for the 2019-2020 School year. These are aligning the master schedule to increase learner performance, increasing the amount of time facilitators have during the day to provide intervention, becoming more data driven, and focusing on social and emotional learning.

School activities were discussed. The initial meeting of the School's parent support group, iSupport, was recently held. The group will oversee various events and fundraisers throughout the School year. Committee coordinators have been identified to oversee various functions of the group.

School enrollment was discussed. Since June, the School has seen an increase in enrollment. Currently, there are approximately 196 completed and verified learners for the 2019-2020 School year. About 30 learners who were enrolled in the School last year have not reenrolled, nor have their parent or guardian informed the School the learner will not be returning. Approximately 25 students are in the process of enrolling.

Residency verification was discussed. All current students meet verification requirements.

School recruitment was discussed. The School is hosting a movie night on July 17<sup>th</sup> that is open to the community. Ms. Hawley expects more than 200 attendees to attend this event. The School is also hosting a back to school carnival on August 10<sup>th</sup> that is open to the community. The School's iSupport group is planning this event. Ms. Hawley thanked iSupport for the time and energy put into planning this event thus far.

Ms. Hawley reported that staff from Ashland University will be at the School on August 8<sup>th</sup> meeting with administrators. The visit will be the first of many regular visits throughout the year in which Ashland University staff will perform a curriculum audit and give

recommendations as to how the curriculum can be improved. Ms. Hawley thanked OCCS for giving the School a grant which is covering the cost of this service.

Mr. Pullins thanked Ms. Hawley for her hard work and leadership over the last month.

**b. Sponsor Report**

Mr. Becorder gave the Sponsor Report. Mr. Becorder thanked Mr. Kuric, iLEAD Spring Meadows Board members, and the School's administration for the hard work and constructive discussions that have occurred for the past month. Mr. Becorder gave additional information to the Board about the partnership the School will have with Ashland University for the 2019-2020 School year. Based on past results, some schools have seen 10-point improvements year over year. Once Ashland University's work is complete, a formal report will be issued to the School's administrators and facilitators, and OCCS. Mr. Becorder expressed his willingness to summarize any of the report's recommendations to the Board.

OCCS will be opening up a grant cycle at the end of July and will work with the School's administrators to identify any needs the School has that might be able to be addressed by a grant.

On August 6<sup>th</sup>, OCCS will be hosting its annual Convocation Day in Columbus. All administrators are invited to attend. This year's focus will be on social and emotional learning.

Ohio's operating budget was discussed. Ohio House Bill 166, the State's two (2) year operating budget has still not been finalized. Leaders in both the House and Senate are negotiating minor differences that exist in each chamber's version of the bill. However, there are several provisions contained in both the House and Senate version of the bill which will assist community schools across Ohio.

**c. Treasurer Report**

C. David Massa gave the Treasurer Report. Mr. Massa discussed the School's June financials noting that the cash balance is low. While the School was funded at 199 FTE's which is higher than last year, the current rent structure makes it difficult for the School to be financially stable.

Mr. Massa discussed a proposal to address the School's financial challenges. HighMark School Development has agreed to reduce the School's rent from approximately \$47,000 per month to about \$17,000 per month. Management fees will also be deferred. These two steps combined with an increasing enrollment, are signs that the School is headed in the right direction. The benefit of these steps will be realized over time.

However, this does not solve the immediate cash on hand challenges the School is facing. Mr. Massa proposed the Board enter into a factoring agreement with a third party company providing the School with the needed cash to maintain operations. Mr. Massa distributed information showing factoring agreement rates from two companies that specialize working with community schools. After going over each proposal, Mr. Massa recommended the School contract with Charter Asset Management. A discussion was had as to the proposal submitted by Mr. Massa.

Mr. Massa asked that the Board formally vote on authorizing Massa Financial Solutions to negotiate on the Board's behalf with Charter Asset Management. Upon Motion duly made by Mr. Pullins to authorize Massa Financial Solutions to negotiate with Charter Asset Management on the Board's behalf, seconded by Mr. Williams, the Motion passed by unanimous affirmative vote of members present.

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

The approval of the Treasurer Report was brought forward for consideration by the Board. Upon Motion duly made by Mr. May to adopt the Treasurer Report without amendment, seconded by Mr. Wilcox, the Motion passed by unanimous affirmative vote of members present.

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

#### **d. Legal Update**

Mike Garcar gave the Legal Update. Mr. Garcar reported that the Authorized Signatory Resolution for the Board to consider is an updated version of the previous Resolution adopted at the March 10, 2016 meeting. This Resolution authorizes the Chairman to sign agreements that would reduce the costs of the corporation. Mr. Garcar also reported that the Internet Safety Policy for the Board to consider is required to be updated annually.

#### **IV. Old Business**

There was no Old Business to discuss for this meeting.

## V. New Business

### a. *Resolution, Adoption/ Approval of Personnel Report, May 17, 2019 through August 1, 2019*

The Personnel Report from May 17, 2019 through August 1, 2019 was brought forward for consideration by the Board. Ms. Hawley reported that four (4) facilitators resigned from the School during this time. All of these resignations were a result of moving out of the area. The School has identified candidates to replace these positions. More information will be available to Board members at the August Board meeting. Upon Motion duly made by Mr. Wilcox to adopt the Resolution, Adoption/ Approval of Personnel Report, May 17, 2019 through August 1, 2019 without amendment, seconded by Mr. Williams, the Motion passed by unanimous affirmative vote of members present.

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

### b. *Resolution, Adoption/ Approval of Internet Safety Policy, 2019/2020 Academic Year*

The Internet Safety Policy was brought forward for consideration by the Board. A discussion was had. Ms. Hawley reported that iLEAD internet servers are housed at iLEAD School headquarters in California and that iLEAD information technology (IT) staff are constantly monitoring and filtering content. Upon Motion duly made by Mr. Wilcox to adopt the Resolution, Adoption/ Approval of Internet Safety Policy, 2019/2020 Academic Year, seconded by Mr. Williams, the Motion passed by unanimous affirmative vote of members present.

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

### c. *Resolution, Adoption/ Approval Authorized Signatory*

The Authorized Signatory Resolution was brought forward for consideration by the Board. A brief discussion was had. Upon Motion duly made by Mr. Williams to adopt the Resolution, Adoption/ Approval Authorized Signatory, seconded by Ms. May, the Motion passed by unanimous affirmative vote of members present.

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

**VI. Open Discussion/ Public Comment**

There was no Public Comment during the meeting.

**VII. Date/time and location for next meeting:**

**Regular Board meeting Monday, August 19, 2019 6:00 p.m. Eastern at iLEAD Spring Meadows 1615 Timberwolf Drive, Holland 43528.**

**VIII. Adjournment**

There being no further business to come before the Board, upon Motion duly made by Mr. Williams to adjourn the July 15, 2019 Board meeting of iLEAD Spring Meadows, seconded by Mr. Wilcox, the motion passed by unanimous affirmative vote of the members present. The meeting adjourned at 7:16 p.m.

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

### APPROVAL AND ADOPTION OF MINUTES

The Motion to approve and adopt the Minutes from the July 15, 2019 Regular

Board meeting of iLEAD Spring Meadows with without amendments made by

Wilcox, seconded by Williams.

#### **ROLL CALL:**

| <b>Board Member<br/>Name/Initials</b> | <b>AYE</b> | <b>NAY</b> | <b>OTHER</b> ( <i>abstain,<br/>not present, etc.</i> ) |
|---------------------------------------|------------|------------|--|
| Michelle Berry                        |            |            | not present  |
| Jacquelyn May                         |            |            | via phone  |
| David Shock                           |            |            |  |
| Jeff Wilcox                           |            |            |  |
| Jeff Williams                         |            |            |  |
| LaTanya Wilson                        |            |            |  |
| Scott Pullins,<br>Chairman            |            |            | Not present  |

Executed and adopted by a vote of the Board on this 19<sup>th</sup> day of August, 2019.

LaTanya Wilson ~~Scott Pullins, Chairman~~ Vice  
iLEAD Spring Meadows Chairman