

Paideia Academies Inc. Corporate Board Meeting Notes

August 29, 2022

5:00pm

Time stamps indicate Youtube Chapters in the Paideia Youtube Channel recorded meeting
<https://youtu.be/nVncMViL8bQ>

Dr. Winsor acting Chair in the absence of Mrs. Ophelia McNeill as per bylaws.

I. Call to Order/Verifying Quorum – (00:00:21)

Members Present via Zoom:

Dr. Winsor
Mrs. Mendonca
Ms. Garrison
Dr. Tietgen
Mrs. Pena
Mrs. Baker

Absent:

Mrs. Shmaltz
Mrs. O'Neal

Guests Via Zoom:

Mr. Dane Fernandes, Kutak Rock LLP

II. Resignation from Board and as Chairperson – Ophelia McNeill (00:01:20)

Ophelia McNeill notified Dr. Winsor via email of resignation as of July 5th, 2022
Mrs. O'Neal loved being on the board. She has decided to step away from the board due to other events in her life. We express deep gratitude to Mrs. O'Neal for her service.

III. Discussion/Vote to approve previous minutes – July 7, 2022 (00:03:01)

Motion by Dr. Tietgen to approve the Paideia Corporate Board meeting minutes from July 7, 2022.

Second by Mrs. Mendonca

Voice Vote-

Yes: Unanimous

No: none

Abstentions: none

Motion passes unanimously

IV. Call to the public – limited to 3 minutes. Please state your full name, address and organization (if applicable) for the record. Corporate board to follow the Public Comment Guidelines as written above.
(00:05:44)

None

V. Executive Leadership Report (00:06:29)

o Enrollment – enrollment down in most areas.

Dr. Winsor has begun the launch of SchoolMint Connect and Enroll. This is an online system for New Family Relationship Management. The system will take a family from first interest, tour, enrollment packet to first day of school and re-enrollment in February. It is designed to enhance communication between the school and the family and simplify the enrollment process for the family.

o Staffing – fully staffed except playground coaches.

Modifications in staffing due to suppressed enrollment numbers.

o Paideia Liberal Arts Academy Construction progress review

Dr. Winsor presented the final build designs to include landscape design.

o Budget & Finance current and 5-Year Projection Report by Joel Brice

Dr. Winsor reviewed the key budget indicators from FY22 and projected FY23

- DSCR: FY22=1.41; FY23 projected 1.49
- DCOH: FY22=236.64; FY23 projected 252.05
- Net Income: FY22=\$1,852,802; FY23 projected \$1,947,946

VI. Discussion/Vote Corporate Authorizing Resolution for Project and Obligation Transaction Baseline Addition 2022 (00:30:15) and (00:45:23)

o Guest Representative – Dane Fernandes, Kutak Rock LLP

Resolution 1: Authorizing Resolution and Obligation Transaction

Explanation by Mr. Fernandes of the debt obligation transaction for the PLA additional build.

Motion by Dr. Tietgen to adopt the authorizing resolution for project and obligation transaction as presented.

Second by Zuri Baker

Roll Call Vote:

Dr. Winsor- Executive Director- yes

Dr. Tietgen- Member- yes

Mrs. Baker- Member- yes

Ms. Garrison- Member—yes

Dr. Lechuga-Pena- Member- yes

Mrs. Mendonca- Member- yes

Yes: Unanimous

No: none

Abstentions: none

Motion passes unanimously

VII. Discussion/Vote Corporate Resolution Expressing Official Intent Regarding Certain Capital Expenditures to Be Reimbursed with Proceeds of an Obligation. (00:42:09) and (00:47:00)

o Guest Representative – Dane Fernandes, Kutak Rock LLP

Explanation of resolution permitting the loan funds to be used for any pre-build expenses.

Motion by Dr. Tietgen to adopt the resolution expressing official intent of reimbursement as presented.

Second by Mrs. Mendonca

Roll Call Vote:

Dr. Winsor- Executive Director- yes

Dr. Tietgen- Member- yes
Mrs. Baker- Member- yes
Ms. Garrison- Member—yes
Dr. Lechuga-Pena- Member- yes
Mrs. Mendonca- Member- yes

Yes: Unanimous

No: none

Abstentions: none

Motion passes unanimously

VIII. Schedule Annual Corporate Board Meeting (00:48:43)

o October 24, 2022 5:00pm to 6:30pm

o 1535 E Baseline Rd. Conference Room - In-person.

IX. Adjournment (00:51:55)

Motion by Dr. Tietgen to adjourn

Second by Dr. Lechuga-Pena

Voice Vote-

Yes- Unanimous

No: none

Abstentions: none

Motion passes unanimously

Meeting adjourned at _5:57pm_

Beth Mendonca
Approved by

10/24/2022
Date

