

University Preparatory Academy

Meeting of the Board of Directors
October 26, 2017

BOARD OF DIRECTORS

Anthony Polazzi, Board Chair (Present)
Darryl Cobb (Present)
Melissa Klafter (Present)
Britt Pogue (Present)

MINUTES

1. OPENING EXERCISES

- a. Meeting called to order
- b. A quorum was established

2. PUBLIC COMMENT

- a. There were no comments by the public at this time.

3. CONSENT AGENDA

- a. **APPROVED:** The Board approved the Minutes from the July 31, 2017 Board of Directors Meeting.
Motion to approve by Melissa Klafter; second by Daryl Cobb; motion passed 3-0
Britt Pogue was not in attendance during for this vote
- b. **APPROVED:** The Board approved Minutes from the October 20, 2017 Board of Directors Meeting.
Motion to approve by Daryl Cobb; second by Melissa Klafter; motion passed 3-0
Britt Pogue was not in attendance during for this vote

4. ACTION & DISCUSSION ITEMS

a. Principal Report

- i. **APPROVED:** The Board reviewed and approved the out of field waiver(s) for instructional personnel with out of field assignments, as presented for Lori Haynie, Jasmine Hudson, Todd Lykins, and Sharda Thorpe.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed 4-0
- ii. FTE: 257
- iii. Calculating a low "C" for the 17-18 school grade; discussed data assessment; would like to further discuss assessment at the January meeting and if there are any budgeting constraints that will keep the school from obtaining the "C"; staffing update; awarded a school improvement grant and using the funds to hire interventionists.
- iv. Update on recent and upcoming events
- v. Update on building maintenance and repairs

b. Financial Report

- i. **APPROVED:** The Board reviewed and approved the Revised Annual Budget, as presented.
 1. Discussed the loss of Capital Outlay due to the school grade; eRate funding/reimbursement has not been received yet but is expected; future expansion; A/C / Electrical issues causing high FPL bills; continuing to recruit as the population is very transient.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed 4-0
- ii. **RATIFIED:** The Board discussed, reviewed, and ratified the below loans/grants (to satisfy Palm Beach County request, the terms of the previously discussed and approved loans are being reiterated for reflection on the minutes):

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1. 2016-2017 loan from Sun Capital in the amount of \$300,000 (previously approved promissory note attached) at 0% interest and repayable within 3 years of the date of the note (or May 17th, 2020)
2. 2016-2017 loan from Building Hope in the amount of \$75,000 (previously approved and executed promissory note attached) at 6% interest and repayable within 1 year of the date of the note (or January 4th, 2018)
3. 2017-2018 grant letter from Charter School Growth Fund in the amount of \$100,000 (previously discussed and approved with budget)

Motion to ratify the above by Anthony Polazzi; second by Mesliss Klaf; motion passed 4-0.


- iii. **TABLED:** The Board tabled the approval of the 2017-2018 grant letter from Sun Capital Partners in the amount of \$150,000 until an executed grant letter is received as confirmation of the grant.
- iv. **RATIFIED:** The Board ratified the receipt and filing of the Financial Statements and Independent Auditors' Report for the period ending June 30, 2017.
Motion to ratify the above by Anthony Polazzi; second by Mesliss Klaf; motion passed 4-0.

- c. Other Items by Board, Staff, or ESP
 - i. There were no additional items at this time.

5. ANNOUNCEMENTS AND NOTIFICATIONS

- a. The Florida Charter School is being held November 1-3 in Daytona (<http://charterschoolconference.com>)
- b. Next Board Meeting Date: January 16th

6. MEETING ADJOURNED



Approved

University Preparatory Academy

Meeting of the Board of Directors
February 7, 2018

BOARD OF DIRECTORS

Anthony Polazzi, Board Chair (Present)
Darryl Cobb (Present)
Melissa Klafter (Present)
Britt Pogue (Present)

MINUTES

1. OPENING EXERCISES

- a. Meeting called to order at 11:12 am
- b. A quorum was established
- c. In addition to Richard, John, and Academica, Ashley Barber and Dr. Jorge Lockard with the Department of Charter Schools are on today's call.

2. PUBLIC COMMENT

- a. Dr. Lockard from the Department of Charter Schools to provide an update on his observations at UPA.
 - i. Been making weekly visits for data chats and classroom visitations; optimistic about this year's school's FSA performance; mentions the support being provided being helpful; Doug Rodriguez discusses the support that Academica is providing; Anthony Polazzi requests to know specific improvements; Doug discusses the iReady data and the learning gains of the 4th graders; increases in both reading and math across the board; changed the math program this year which has made a big difference with the 3rd graders; iReady usage has increased allowing more students to be on it; 8 retainees in 3rd grade which will contribute towards learning gains; confident that at least the school will receive 1 grade (Grade D) increase, possibly 2 (Grade C); Ashley Barber discussed the new teachers in 3rd and 4th grade are very driven, more targeted instruction to each student.

3. CONSENT AGENDA

- a. **APPROVED:** The Board approved the Minutes from the October 26, 2017 Board of Directors Meeting.
Motion to approve by Anthony Polazzi; second by Darryl Cobb; motion passed unanimously
 - b. **APPROVED:** The Board approved to Receive and File the Financial Statements for the period ending December 31, 2017.
Motion to approve by Anthony Polazzi; second by Darryl Cobb; motion passed unanimously
 - c. Board Membership
 - i. **APPROVED:** The Board approved to appoint Melissa Klafter as the Board Chair (Mr. Polazzi shall remain on the board).
 - ii. **APPROVED:** The Board approved to accept the resignation of Britt Pogue from the Board of Directors.
 - iii. **APPROVED:** The Board approved to nominate Mr. Casey Moye as a Director of the Governing Board.
 1. Note: Final election shall occur after nominee has been cleared by the Sponsor and has completed the required governance training.
Motion to approve by Melissa Klafter; second by Darryl Cobb; motion passed unanimously
 - iv. Dr. Jennifer Porter may also be a future board candidate.
- Britt Pogue exited the meeting at this time.

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4. ACTION & DISCUSSION ITEMS

- a. Principal Report
 - i. See Attached
 - ii. Enrollment – 257 Oct FTE / 237 current enrollment; as student culture improves some students have left; discussed marketing efforts.
 - iii. Data Discussion
 - iv. Testing Dates
 - v. Discussed
 - 1. Copier Lease – need to get out of existing lease and enter into new agreement for a new machine with a new company; Collette from Academica will assist.
 - 2. Changing Phone Service
- b. Financial Report
 - i. **APPROVED:** The Board reviewed and approved to adopt the Revised Annual Budget.
 - 1. Per student funding has decreased approx. \$200 per student; the board requests additional information on this.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed unanimously
 - ii. Tabled due to time constraints: Independent Auditor
 - 1. Keefe McCullough audit engagement ended for 6/30/17 audit and tax reporting. Discuss whether the Board would like to renew agreement with Keefe McCullough (engagement letter will be requested), or perform an RFP for audit and tax services for 6/30/18 through 6/30/20 reporting periods.
 - iii. Tabled due to time constraints: Review and Approval of Revised Financial Policies and Procedures
 - iv. Tabled due to time constraints: Approval of extension for repayment until the end of the school year of the Building Hope Loan
 - 1. The loan matured on 1/2/18.
- c. Tabled: Adoption of Conflict of Interest Policy (Two samples provided)
 - i. The board will reconvene in two weeks to take action on this item.
- d. Other Items by Board, Staff, or ESP
 - i. None

5. ANNOUNCEMENTS AND NOTIFICATIONS

- a. Annual Meeting: May 15th

6. MEETING ADJOURNED



Approved

University Preparatory Academy

Meeting of the Board of Directors
February 28, 2018
11:00 am

BOARD OF DIRECTORS

Melissa Klafter, Board Chair -- Present
Anthony Polazzi -- Present
Darryl Cobb -- Present
Casey Moye (Member Elect / Non-Voting) - Absent

MINUTES

1. OPENING EXERCISES

- a. Meeting called to order
- b. Establish Quorum

2. PUBLIC COMMENT

- a. There were no comments by the public.

3. ACTION & DISCUSSION ITEMS

- a. **APPROVED:** The Board approved the Minutes from the February 7, 2018 Board of Directors Meeting.
Motion to approve by Anthony Polazzi; second by Darryl Cobb; motion passed unanimously
- b. Financial Report
 - i. Independent Auditor
 1. Keefe McCullough audit engagement ended for 6/30/17 audit and tax reporting. Discuss whether the Board would like to renew agreement with Keefe McCullough (engagement letter will be requested), or perform an RFP for audit and tax services for 6/30/18 through 6/30/20 reporting periods.
 2. The Board discussed and agreed to submit an RFP for the independent auditor. They would like the term to be one year with options to renew or a multi-year term with options to renew.
 - ii. Review and Approval of Revised Financial Policies and Procedures
 1. Discussed -- Red Book, inventory report to be provided to the board, procurement policies,
 2. Tabled until revised version with edits is presented
 - iii. **APPROVED:** The Board approved the extension for repayment of the Building Hope Loan until June 30, 2018.
 1. The loan matured on 1/2/18.
 2. Ana will request written confirmation for the board files.
Motion to approve by Anthony Polazzi; second by Darryl Cobb; motion passed unanimously
- c. **APPROVED:** The Board approved to adopt the of Conflict of Interest Policy titled "Conflict of Interest Academica -- Redline 2-16-18".
Motion to approve by Anthony Polazzi; second by Darryl Cobb; motion passed unanimously
- d. Other Items by Board, Staff, or ESP
 - i. Melissa and Richard discuss potential new board member.
 - ii. Discuss new board member trainings and board clearance.
 - iii. **APPROVED:** The Board approved to nominate Dr. Jennifer Porter-Smith as a Director of the Governing Board.
 1. Note: Final election shall occur after nominee has been cleared by the Sponsor and has completed the required governance training.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed unanimously

4. ANNOUNCEMENTS AND NOTIFICATIONS

- a. Next Board Meeting Date: May 15th (Annual Meeting)

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5. MEETING ADJOURNED AT 11:57 AM



A handwritten signature in black ink, appearing to be 'W. J. H.', is written above a horizontal line.

APPROVED

University Preparatory Academy

Meeting of the Board of Directors
May 15, 2018

BOARD OF DIRECTORS

Melissa Klafter, Board Chair (*Present*)

Anthony Polazzi (*Present*)

Darryl Cobb (*Absent*)

Casey Moye (Member Elect / Non-Voting) (*Absent*)

Dr. Jennifer Porter-Smith (Member Elect / Non-Voting) (*Present*)

MINUTES

1. OPENING EXERCISES

- a. Meeting called to order at 11:00 am
- b. Established a quorum
- c. Welcome of Guests: Barbara Noble (BOD member) and Linda Terranova (Principal) of Western Academy Charter School

2. PUBLIC COMMENT

- a. There were no comments by the public at this time.

3. CONSENT AGENDA


- a. **APPROVED:** The Board approved the Minutes from the February 28, 2018 Board of Directors Meeting.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed unanimously
- b. **APPROVED:** The Board discussed and approved to Receive and File the Financial Statements for the period ending March 31, 2018.
 - i. Discussed open invoices from Academica & Building Hope
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed unanimously
- c. **APPROVED:** The Board approved to adopt the Proposed Board of Directors Meeting Schedule for the 2018 – 2019 School Year, as discussed.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed unanimously

4. ACTION & DISCUSSION ITEMS

- a. Financial Report
 - i. Approval of Independent Auditor
 1. Proposals received from 3 firms
 2. Cost Comparison
 3. Proposal Evaluations
 4. Ranking Sheet Recommendation
 5. The Board discusses and agrees to rank Gravier as the first selection.
 6. Board Chair Klafter would like to see the point sheet for Verdeja and also review any termination penalties with the current auditor.
 7. **APPROVED:** The Board approved to select Gravier subject to the Board Chair's review of the two missing pieces, as discussed.
Motion to approve by Anthony Polazzi; second by Melissa Klafter; motion passed unanimously
 - ii. **APPROVED:** The Board discussed and approved the proposed revisions to FPP (redlined document attached, and includes formal approval of principal's expense report, procedures for newly identified funding opportunities, and new section for accounting for fixed assets to satisfy Palm Beach request).
Motion to approve subject to final review and revisions by Melissa Klafter; second by Anthony Polazzi; motion passed unanimously

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- iii. Items by Richard Moreno
 - 1. Payoff of the BH loan
 - 2. Addition of the 4 classrooms
 - b. Principal Report
 - i. Updates
 - 1. Data looks promising; anticipating a solid C grade.
 - ii. End of Year Testing Results
 - iii. Staffing for 2018/19 SY
 - c. Other Items by Board, Staff, or ESP
 - i. Board Meeting to be held on June 12th to review and approve the 2018-19 school year budget
 - ii. Dr. Porter Smith visited the school
5. ANNOUNCEMENTS AND NOTIFICATIONS
- a. End of Year Party – June 2nd (See Save the Date attached)
 - b. National Conference – June 17-20 in Austin, TX (<http://npsc.publiccharters.org>)
6. MEETING ADJOURNED AT 1:05 PM



Approved