

**MINUTES FROM THE MEETING OF THE
BOARD OF DIRECTORS OF
CLIFF PARK HIGH SCHOOL
HELD ON MARCH 19, 2019**

Directors attending: Rod Hale, Robert McIntosh, Fred Shuemake, Nicole Barnes, Amy Clay, and Dana Calhoun.

Guests: Jason McMillin, Jeff Waechter, Chuck Hall, John Stack, Leslie Gillen, Frank Stoy, Stephanie Page, Ron Adler, and Arthur L. Clements III, Esq.

Mr. Hale called the meeting to order at 6:05 p.m. and following introductions there was no public comment. He then asked for a motion concerning the Agenda. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Mr. McIntosh, the Board of Directors unanimously passed the following resolution:

**19-22 RESOLVED, that the Board of Directors accepts the Agenda
for the Board Meeting on March 19, 2019, subject to any
amendment by the Board of Directors during said meeting.**

Ron Adler introduced himself as the Executive Director of the Ohio Coalition for Quality Education, which is a grassroots organization representing charter schools, charter management organizations, and sponsors. The organization is located in Dayton and Mr. Adler spends a lot of time educating legislators about charter schools. He has great respect for charter school Board Members and reminded the Board that they pay membership dues to his organization.

There were no changes to the Minutes from the previous meeting. Thereafter, upon a motion made by Mr. McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

**19-23 RESOLVED, that the Board of Directors approves the minutes
from the February 19, 2019 meeting as presented.**

Mr. Clements provided a Legal Update by asking Mr. Adler to discuss what the new Governor might include in his proposed Budget Bill that would impact charter schools. Mr. Adler responded that \$500M was being proposed in wrap around services for public schools including charter schools and that there was no interest in a ban on for-profit management organizations. Also, a new School Funding Plan is being proposed by both Republicans and Democrats and Mr. Adler discussed the need for better benchmarks for dropout recovery schools. It was also noted that Mr. Cash had been in Columbus recently and that there is some discussion about establishing a \$30 million fund for high achieving charter schools.

Mr. Stack discussed the proposed changes to graduation and other requirements for dropout recovery schools and informed the Board that the proposed rules, which would have forced the closure of many dropout recovery schools had been tabled and

that a working group had been established to help ODE work out more acceptable rules.

Mr. Stoy highlighted some upcoming events for sponsored schools including a webinar for School Leaders on Spring Compliance taking place on April 3. Board Members are welcome to participate. Board Members are also encouraged to pay close attention to the School's data and the results from the Onsite Assistance Review ("OAR") Report. He reminded the Board that the OAR highlights in "green" those areas where the School is performing well and in "yellow" those areas which need improvement. The categories in the OAR line up with the School's Charter. He mentioned that one upcoming issue that the Sponsor hopes the Legislature will correct is the upcoming prohibition of the use by charter schools of long term substitute teachers. There followed a discussion about what is required for a teacher with a long-term substitute license to become fully licensed. Thereafter, upon a motion made by Mr. McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

19-24 RESOLVED, that the Board of Directors accepts the Sponsor's Report as presented.

Mr. McMillin presented the Financial Report and noted that the School's FTEs are consistent with the Budget at 169. The School's Federal Funds are in a good position, although ODE has not yet released the final 10%, but when they do he has no doubt that Cliff Park will spend it. Mr. McMillin will be working with Mr. Stack on the Budget for the upcoming year and a preliminary discussion will take place at the April Board Meeting. Also, the Five Year Forecast is due in May and Mr. McMillin would like to tie the Budget to the Five Year Forecast. Mr. Stack suggested holding a Finance Task Force Meeting to discuss contracts for the School. Mr. McMillin then introduced Leslie Gillen who joined MASSA Financial Solutions in February and is starting to attend Board Meetings.

Thereafter, upon a motion made by Ms. Clay and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

19-25 RESOLVED, that the Board of Directors accepts the Financial Report as presented.

Mr. Stack presented the Management Company Report and referenced the Monthly Data Insider, which highlights the School's core metrics including credits earned, potential graduates and FTEs. Mr. Stack is working on organizing a day at the State House to educate legislators about dropout recovery schools, which appear to be the "forgotten segment" whenever discussions take place about charter schools. The biggest area of concern for the Legislature continues to be the automatic closure law, which will force the closure of charter schools and predates the Sponsor Performance Review. Also of concern is the Local Report Card, which does not measure what dropout recovery schools are achieving for their students. Thereafter, upon a motion made by Mr. McIntosh and seconded by Ms. Clay, the Board of Directors unanimously passed the following resolution:

19-26 RESOLVED, that the Board of Directors accepts the Management Company Report as presented.

Mr. Wachter presented the State of the School Report and highlighted the career tech programming that can now take place in the new addition at the School. Career Tech options will include Construction, IT, and STNA. Mr. Wachter recently attended a meeting with the State Support Team to work on the OIP. The State Support Team would like more than just School Staff to write the School improvement Plan and Mr. Wachter asked for volunteers from the Board. In response to a question from Mr. Shuemaker, Mr. Wachter responded that capacity at Cliff Park is currently 250 students.

19-27 RESOLVED, that the Board of Directors accepts the State of School Report as presented.

The Board reviewed the Report on Verification of Student Residency. Thereafter, upon a motion made by Ms. Barnes and seconded by Ms. Clay, the Board of Directors unanimously passed the following resolution:

19-28 RESOLVED, that the Board of Directors has reviewed the Monthly Verification of Residency Report as presented.

Mr. Wachter discussed the proposed agreement with Clark State regarding the College Credit Plus program. Thereafter, upon a motion made by Mr. McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

19-29 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the agreement with Clark State in the best interests of the School.

Mr. McMillin discussed the IRS Form 990 Tax Return for the School. The Return is based upon audited 2018 Financial Statements. It was pointed out that good non-profit Board governance includes a review of the organizations' tax return. Thereafter, upon a motion made by Mr. McIntosh and seconded by Ms. Clay, the Board of Directors unanimously passed the following resolution:

19-30 RESOLVED, that that the Board of Directors accepts the Form 990 Tax Return and authorizes it to be filed.

There followed a discussion about the proposed Memorandum of Understanding between the School and Merylyn Mills Wogoman. Mr. Wachter explained that this contract would allow the School to receive a certification to teach its own STNA Program. There followed a discussion about whether the \$500 charge was an annual fee. Mr. Hall commented that when he completed the certification for Marshall, he did not remember an annual fee, only a one-time fee. It was suggested that some additional due diligence may be necessary. Thereafter, upon a motion made by Mr.

McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

19-31 RESOLVED, that the Board of Directors authorizes the President to sign a Memorandum of Understanding between the School and Merrillyn Mills Wogoman subject to further due diligence conducted by the Board President or his designee.

The Board discussed attending the National Charter School Conference beginning June 30 and ending July 3. The early registration cost is approximately \$450 per person, which does not include travel or accommodations. Based on the Board's experience at the Conference last year, it was recommended that School Leaders be funded to participate. Thereafter, upon a motion made by Mr. McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

19-32 RESOLVED, that the Board of Directors authorizes an expenditure not to exceed \$2,500 per person so that up to 5 Board Members and one School Representative be permitted to attend the Conference with half of each said cost being assumed by Cliff Park High School and the other half by Marshall High School.

Thereafter, the meeting was adjourned.

Nicole Barnes, Secretary
Cliff Park High School

