

**MINUTES FROM THE MEETING OF THE
BOARD OF DIRECTORS OF
CLIFF PARK HIGH SCHOOL
HELD ON MAY 15, 2018**

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

Guests: Jason McMillin, Chuck Hall, Jeff Waechter, Stefanie Page, John Stack, Jason Moore, Tom Wirth, Josh Gossett, Joni Hoffman, Amy Clay, and Arthur L. Clements III, Esq.

Mr. McIntosh called the meeting to order at 6:43 p.m. He then asked for motion concerning the Agenda. Thereafter, upon a motion duly made by Mr. Hale and seconded by Ms. Calhoun, the Board of Directors unanimously passed the following resolution:

18-31 RESOLVED, that the Board of Directors accepts the Agenda for the Board Meeting on May 15, 2018, subject to any amendment by the Board of Directors during said meeting.

There were no public comments.

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

18-32 RESOLVED, that the Board of Directors approves the minutes from the April 17, 2018 meeting as presented.

Mr. Clements presented the Legal Update and informed the Board about standards being increased for dropout recovery schools with respect to both the graduation percentage and the number of "at risk" students that must be enrolled in order to qualify as a dropout recovery school. Currently dropout recovery schools must enroll at least 50% of their students from the "at risk" population. That percentage might increase to 75%. Additionally, the graduation percentage might increase to near 70% in order for a dropout recovery school to "exceed standards" on the dropout recovery school Local Report Card. Mr. Stack pointed out that both of these issues are of concern and that the increase in the graduation percentage at the same time the School is forced to enroll more "at risk" students seems inherently unfair.

There was no questions about the Health and Safety Policy. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Ms. Calhoun, the Board of Directors unanimously passed the following resolution:

18-33 RESOLVED, that the Board of Directors has reviewed the Health and Safety Review Policy.

The Board reviewed the proposed School Calendar. There were no changes. Thereafter, upon a motion duly made by Mr. Hale and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

18-34 RESOLVED, that the Board of Directors accepts the 2018-2019 School Calendar as presented.

Ms. Hoffman presented the Sponsor's Report and mentioned the Onsite Assistance review (OAR) report received by the School. The School did very well on its OAR, but there was a recommendation that the School focus on deconstructing the state standards to make sure that they align with the School's curriculum. She reviewed with the Board the At-A-Glance Report and noted that the School was completing its new contract with the Sponsor. A School Funding Work Group has been established and involves some members of the Legislature. Input is being solicited from Schools. She then briefly discussed Senate Bill 216, which has been characterized as a "deregulation" Bill but adds two new requirements for schools, one of which involves a Career Tech Workforce License. Ms. Hoffman encouraged the Board Members to take full advantage of their planned trip to the National Charter School Conference and she then mentioned the opportunity offered to School Principals to participate in Leadership Module No. 7.

There followed additional discussion about the proposed changes to the requirements for dropout recovery schools. Mr. Stack pointed out that now that the Safe Harbor is over, charter schools can be closed if they have poor scores in two out of three consecutive years. By increasing the graduation metric for dropout recovery schools from approximately 30% to 70%, dropout recovery schools will likely be unable to meet the graduation requirement and suffer negative consequences on the Local Report Card. Thereafter, upon a motion duly made by Ms. Calhoun and seconded by Mr. McIntosh, the Board of Directors unanimously passed the following resolution:

18-35 RESOLVED, that the Board of Directors accepts the Sponsor's Report as presented.

Mr. McMillin presented the Financial Report for the School. The School continues to outperform its Budget due to the strong enrollment and the higher than projected student FTEs. The School is in a strong cash position and cash is growing. There will be no carryover Title Funds.

Mr. McMillin then presented the Five Year Forecast. Because of the building project underway, Mr. McMillin did not project any enrollment growth and used 186 students as the projected enrollment. Even with conservative assumptions, the School's cash will continue to grow each year. Thereafter, upon a motion duly made by

Mr. Shuemake and seconded by Ms. Calhoun, the Board of Directors unanimously passed the following resolutions:

18-36 RESOLVED, that the Board of Directors accepts the Financial Report as presented.

18-37 RESOLVED, that the Board of Directors approves the Five Year Forecast and authorizes its Treasurer to file it as presented or with any subsequent revisions required by the State of Ohio and approved by the Board President.

Mr. Stack presented the Management Company Report. The State Board of Education had four face-to-face meetings with those stakeholders interested in the discussion about graduation rates and other issues of concern to dropout recovery schools. There is still an opportunity to submit comments. Thereafter, upon a motion duly made by Mr. McIntosh and seconded by Ms. Calhoun, the Board of Directors unanimously passed the following resolution:

18-38 RESOLVED, that the Board of Directors accepts the Management Company Report as presented.

Mr. Waechter presented the State of the School Report and he is projecting a strong graduation with at least 15-20 students, which will take place on June 7 at Wittenberg University. Mr. Waechter said that he was very excited about the Microsoft Office Certification Program, which offers a great opportunity for students from a career standpoint. Mr. Stack commented that Cliff Park students have been very successful with Microsoft Office and that they do better than all of the other Cambridge operated schools.

Thereafter, upon a motion duly made by Ms. Calhoun and seconded by Mr. McIntosh, the Board of Directors unanimously passed the following resolution:

18-39 RESOLVED, that the Board of Directors accepts the State of School Report as presented.

It was reported that negotiations with the Sponsor over the new contract are nearly complete. Thereafter, upon motion duly made by Mr. McIntosh and seconded by Ms. Calhoun, the Board of Directors unanimously passed the following resolution:

18-40 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the Charter Contract with St. Aloysius in the best interests of the School.

Mr. Stack then discussed the proposed resolution related to the assignment of the contract with Cambridge Education Group to Oakmont Education, LLC. Oakmont will include three minority owners and one of them will sit on the Board with Mr. Stack.

Oakmont is assuming the assets and liabilities of Cambridge and Cambridge will be liquidated. Under Florida law, Cambridge has three years to wind up its affairs. In response to a question from Mr. Hale about liabilities, Mr. Stack responded that Cambridge has no current liabilities, so there should be no concern about anyone attempting to "pierce the corporate veil." Thereafter, upon a motion duly made by Mr. McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

18-41 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the Assignment Agreement as presented.

There followed a discussion about the various contracts for operation of the School. The first contract involves Apex Learning and in response to a question from the Board, Mr. Stack confirmed that Cambridge had reimbursed the School for an overcharge by Apex last year. Going forward, the School will have a direct contract with Apex for \$95 per license, which is substantially lower than the list price.

The Board also discussed the proposed contract with NeoNet and PSI. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Ms. Calhoun, the Board of Directors unanimously passed the following resolutions:

18-42 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the contract with Apex Learning in the best interests of the school.

18-43 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the contract with Triple V Reporting in the best interests of the school.

18-44 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the contract with NeoNet in the best interests of the school.

18-45 RESOLVED, that the Board of Directors authorizes its President to negotiate and sign the contract with PSI in the best interests of the school.

Mr. Stack discussed the Parent/Student Handbook. There have been no significant changes. Thereafter, upon a motion duly made by Mr. McIntosh and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

18-46 RESOLVED, that the Board of Directors approves the Parent/Student Handbook as presented, subject to further

modifications by counsel as authorized by the Principal and the Board President.

Prior to the meeting, two prospective board members had been interviewed. Ms. Barnes will report on them at the Retreat.

Thereafter, the meeting was adjourned.

Nicole Barnes, Secretary
Cliff Park High School