

**MINUTES FROM THE MEETING OF THE  
BOARD OF DIRECTORS OF  
CLIFF PARK HIGH SCHOOL  
HELD ON MAY 17, 2016**

Directors attending: Rodney Hale, Robert McIntosh, Nicole Barnes, Kelly Goettsche, Fred Shuemaker, and Deborah Dorsey.

Guests: Jason McMillin, Tammie Osler, Charles Hall, Jeff Waechter, Karen Wachter, Jason Moore, Don Collins, Dalton Weins, Kenny Henson, Deborah Patterson, and Becky Scheiman, Esq.

Mr. Hale called the Meeting to order at 6:05 p.m. and asked for a motion concerning the Agenda. Thereafter, upon a motion duly made by Ms. Goettsche and seconded by Mr. McIntosh, the Board of Directors unanimously passed the following resolution:

**16-27 RESOLVED, that the Board of Directors accepts the Agenda for the Board Meeting on May 17, 2016, subject to any amendment by the Board of Directors during said meeting.**

Mr. Hale noted there were no public comments. He then noted that he would like to deviate from the Agenda and discuss information that was recently received regarding indictments in Florida against the parent company of its current management company. Ms. Scheiman explained the current information available. Ms. Osler noted that it doesn't appear that anyone working for Cambridge Education in Ohio is involved with the indictments. She discussed the recent letter sent to Board Members noting the steps the Sponsor is taking to monitor the situation. She explained that the Sponsor has requested that the Treasurer confirm that there are no improprieties with the School operations.

The Board then discussed the indictments and relationship to the current vendors. Mr. Hale requested that the Board Members put together thoughts, concerns and requests for additional information so they can be addressed at the next meeting.

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

**16-28 RESOLVED, that the Board of Directors approves the Minutes from the April 19, 2016 meeting as presented.**

Ms. Scheiman discussed the recent Supreme Court case relating to the Open Meetings Act and the use of email.

Ms. Osler directed the Board's attention to the Sponsor Connection. She explained that any certificates for Board Training should be sent to the Sponsor.

Ms. Osler explained the new NWEA participation standards and the potential impact on the School's Local Report Card grades. The Board reviewed the At-A-Glance Report and Ms. Osler noted that the School had nothing currently outstanding and owed to the Sponsor. Thereafter, upon a motion made by Ms. Goettsche and seconded by Ms. Dorsey, the Board of Directors unanimously passed the following resolution:

**16-29 RESOLVED, that the Board of Directors accepts the Sponsor's Report as present.**

Mr. McMillin presented the Financial Report and told the Board that the School was funded on 145 FTEs for the month of April. Overall, the School is performing well financially. Mr. McMillin noted that he did not have any concerns with the expenditure of Federal Funds. Thereafter, upon a motion made by Ms. Dorsey and seconded by Ms. Goettsche, the Board of Directors unanimously passed the following resolution:

**16-30 RESOLVED, that the Board of Directors accepts the Financial Report as presented.**

Ms. Wachter noted that the School is currently gathering staff together for Professional Development and will continue to offer Professional Development in this manner for the next school year.

Ms. Wachter then discussed the comparison data that was included in the Management Company Report. She informed the Board of the School's efforts to work with Wall to Wall Consulting to ensure that the system accurately demonstrates the number of students tested and reasons why the students failed to test.

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

**16-31 RESOLVED, that the Board of Directors accepts the Management Company Report as presented.**

Mr. Waechter updated the Board noting that one of the School's students enrolled in the College Credit Plus program and will be receiving a STNA certificate and has been hired as a nurses aid. He invited the Board to graduation which will be held on June 9<sup>th</sup> at 7:00 p.m. at Clark Preparatory Academy.

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

**16-32 RESOLVED, that the Board of Directors accepts the State of School Report as presented.**

Mr. McMillin reviewed the Five Year Forecast with the Board. He noted that the Forecast includes small growth in the FTE and the School continues to show positive

cash flow. As a result, the School will continue to pay any deferred management fees which have accrued.

Mr. McMillin then reviewed the proposed FY17 Budget. He noted that the Budget was based on an enrollment of 165 students and the School currently has 145 students, so it was not a large increase. The staffing model included additional positions and also included a placeholder for a potential bonus to reward returning staff. Mr. McMillin noted that discussions are still being had regarding whether the funds will remain as a bonus or be used for merit increases. Thereafter, upon a motion duly made by Ms. Goettsche and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

**16-33 RESOLVED, that the Board of Directors approves the 2016-2017 Budget as presented.**

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

**16-34 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.**

The Board then discussed the vendor contracts. Thereafter, upon a motion duly made by Mr. McIntosh and seconded by Ms. Dorsey, the Board of Directors unanimously passed the following resolution:

**16-35 RESOLVED, that the Board of Directors tables the vendor contracts included on the Agenda.**

The Board then reviewed the proposed 2016-2017 Board Meeting Calendar. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Ms. Goettsche, the Board of Directors unanimously passed the following resolution:

**16-36 RESOLVED, that the Board of Directors accepts the 2016-2017 Board Meeting Calendar as presented.**

The Board then reviewed the proposed 2016-2017 School Calendar. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Ms. Dorsey, the Board of Directors unanimously passed the following resolution:

**16-37 RESOLVED, that the Board of Directors accepts the 2016-2017 School Calendar as presented.**

The Board then considered the committee assignments. Thereafter, upon a motion duly made by Ms. Dorsey and seconded by Ms. Barnes, the Board of Directors unanimously passed the following resolution:

**16-38 RESOLVED, that the following members of the Board have been appointed to the Committees opposite their name as designated below for a term of one year, effective until the Annual Organization Meeting held in 2017:**

<u>Committee</u>	<u>Members</u>
Sponsor and Management Company Oversight Committee	Kelly Goettsche Fred Shuemake
Finance & Audit	Fred Shuemake Kelly Goettsche Robert McIntosh
Nominating	Nicole Barnes

The Board then considered the reelection of Board Members. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Ms. Dorsey, the Board of Directors unanimously passed the following resolution:

**16-39 RESOLVED, that the Board of Directors elects Nicole Barnes, Kelly Goettsche and Fredrick Shuemake to serve as Director for the period ending September 1, 2019 or until the election and qualification of his/her successor.**

The Board then discussed the reelection of Officers. Mr. Hale discussed the need to start a transition plan for Officer Positions.

The Board discussed the Secretary Office. Thereafter, upon a motion duly made by Ms. Dorsey and seconded by Mr. Shuemake, the Board of Directors unanimously passed the following resolution:

**16-40 RESOLVED, that the Board of Directors elects Deborah Dorsey as Secretary, to serve in such capacity for the year ending September 1, 2018, or until the election and qualification of her successor.**

The Board discussed the position of Vice-President. Mr. Shuemake and Mr. McIntosh were nominated for the position. After a vote by ballot, the following resolution was adopted with Mr. Hale abstaining.

**16-41 RESOLVED, that the Board of Directors elects Robert McIntosh as Vice President, to serve in such capacity for the year ending September 1, 2018, or until the election and qualification of his successor.**

The Board then discussed the position of President. Thereafter, upon a motion duly made by Ms. Barnes and seconded by Mr. McIntosh, the Board of Directors unanimously passed the following resolution:

**16-42 RESOLVED, that the Board of Directors elects Rodney Hale as President, to serve in such capacity for the year ending September 1, 2018, or until the election and qualification of his successor.**

The Board then reviewed the 2015 tax return. Thereafter, upon a motion duly made by Mr. McIntosh and seconded by Ms. Goettsche, the Board of Directors unanimously passed the following resolution:

**16-43 RESOLVED, the Board of Directors accepts the FY2015 tax return as presented.**

Mr. Hale then asked for Board Member comments.

Mr. McIntosh noted that the Wall2Wall contract would be coming up for renewal and indicated his intent to review whether the Company is the right way to go for EMIS services.

Mr. Hale thanked the Board for their trust in allowing him to continue as President but noted that the Board needed to start thinking about a transition plan. He also encouraged Board Members to attend the upcoming graduation ceremony.

Thereafter, the meeting was adjourned.

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Deborah Dorsey, Secretary  
Cliff Park High School