

**MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS**  
**OF**  
**NORTHSTAR ACADEMIES, INC.**

**September 27, 2019**

A special meeting of the Board of Directors of NorthStar Academies, Inc. d/b/a Andrews High School, C.G. Bethel High School, Chambers High School, Palm Beach Preparatory Charter Academy (f.k.a. Mavericks High School of Palm Springs), and Sunrise High School (“NorthStar Academy”), a Florida not for-profit corporation, was held at the offices of NorthStar Academies, One East Broward Blvd., Suite 1111, Ft. Lauderdale, FL 33301 on September 27, 2019.

Guillermo Aragon, Board Chairman, was present in person.

Also present in person were: Dr. Sherrell Hobbs, SVP Achievement Operations and Results, EdisonLearning and Dr. Jeanette Jimenez, Director of Operations (Florida), EdisonLearning.

Board Members present via phone were: Ira Paul, Board Secretary and Treasurer; and Stephanie Sears, Member.

Also present via Zoom were: Thom Jackson, President & CEO, EdisonLearning; Michelle Schmitt, Senior Controller, EdisonLearning; Luis Sullivan, Assistant, Ralph Arza & Associates; and Pamela McCoy, President and Director of Compliance, Charter Service Solutions of Florida, Inc. (serving as the Board Liaison).

The meeting was called to order at 4:46pm

The meeting was chaired by Mr. Aragon. Ms. McCoy, Board Liaison, recorded the minutes. Mr. Aragon brought the meeting to order via motion by Mrs. Sears and a second by Mr. Paul, noting that the meeting had been duly noticed and that a quorum of the Governing Board was present.

The first order of business was Public Input. Mr. Greg Brannon was in attendance, however, had no comment.

The Audited Financials were presented by Ms. Schmitt. Mr. Edwards stated that the audit was clean opinion, that all deadlines were met, and that there were no internal management comments. Mr. Aragon commended the EdisonLearning finance team and the school leadership teams on a job well done. Mrs. Sears motioned to approve the Audited Financial Statements and Mr. Aragon seconded. The vote carried unanimously.


Mr. Jackson told the Board that Mr. Edwards, CFO, EdisonLearning, who is also a former auditor, worked diligently with the auditors to make sure the audits were completed. He also that there is a “subsequent event” disclosure that is a standard disclosure which refers to the proposed bond financing transaction. Mr. Jackson indicated that the underwriter was awaiting approval from the Governor’s Office and that a decision should come within a week or so. He noted that the underwriter expected that the closing date would be approximately 2 weeks after the approval, if

any, by the Governor. Mr. Jackson will send an email to the Board regarding the closing date. Mr. Aragon said he is completely confident in Mr. Edward's expertise.

The next item under Governance Matters is the NorthStar Academies Active Assailant Response Plan (AARP). Dr. Hobbs explained that the schools were informed of this requirement a week prior to the Board meeting. Dr. Hobb's summarized the plan, stating that it includes information also provided by EdisonLearning during its professional development and training of school personnel, as well as District training plans, Professional Development, videos, Emergency Drill due dates and trainings. Dr. Hobb's gave an explanation summary of what each school district is requiring and the artifacts from each schools training. Mr. Jackson that the AARP Policy for NorthStar Academies is to ensure that we will be prepared in the event of an active situation. He explained that the policy was drafted broadly to include additional schools in the future. Mr. Jackson then read the document to the Board. Mr. Paul made a motion to approve NorthStar Academies Active Assailant Response Plan. Mrs. Sears seconded the motion and the vote carried unanimously.

The final item under Governance Matters was the election of potential new board member Nancy Rich. The election was postponed pending amending the By-Laws in regards to the minimum and maximum number of board members to take into account strategies for the new schools and counties.

There being no further business, the meeting was adjourned at 5:12pm.

By:   
Title: Governance Board Chair