

MINUTES OF MEETING OF BOARD OF DIRECTORS
OF
NORTHSTAR ACADEMIES, INC.
May 19, 2020

A meeting of the Governance Board of North Star Academies, Inc. was held on Tuesday, May 19, 2020 at 4:30 p.m. This meeting was scheduled previously to occur at Palm Beach Preparatory Charter Academy, 3525 Congress Ave, Palm Springs, FL 33461. However, in light of Executive Order 20-69 (Emergency Management- COVID-19 - Local Government Public Meetings), dated March 20, 2020, which allows the Governance Board to “utilize communications media technology, such as telephonic and video conferencing,” this meeting will be conducted by the Governance Board via electronic communication and will be live-streamed on Zoom. All interested members of the public are invited to attend using the following instructions:

The following Board members were present *via* Zoom video conference: Guillermo Aragon, Board Chairman, Ira Paul, Stephanie Spradley Sears, Beth Adelman and Leonard Posey, Members.

Also present *via* Zoom video conference: Thom Jackson, President & CEO, EdisonLearning; Dr. Sherrell Hobbs, SVP Achievement Operations and Results, EdisonLearning; Ken Edwards, CFO EdisonLearning; Michelle Schmitt, Senior Controller, EdisonLearning; Jennifer Anglin, Director of Career & Technical Education/Grants; Dr. Eunice Casey, Director of Specialized Student Services, EdisonLearning; Shreya Amin, Director, Data Analytics at EdisonLearning; Chatiela Underwood, Regional Project Manager, EdisonLearning; Jeff Wood, Director, Tripp Scott LLP (serving as Board Counsel); DeAnna Allen, Principal at Palm Beach Preparatory Charter Academy; Kerry-Ann Brammer, Interim Principal at Andrews High School; Terrance Narinesingh, Principal at Sunrise High School; Dan Walke, Principal at Chambers High School; Alejandro Madrigal, Principal at CG Bethel High School; Ralph Arza, Principal, Arza and Associates; Luis Sullivan, Assistant to Mr. Ralph Arza; Mark Ezzard, CEO, Southcrest Management, LLC; 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 4:40pm.

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

There was no public input.

The next order of business was approval of the consent agenda. The meeting minutes from April 21, 2020, were approved *via* motion by Ms. Adelman, and Mr. Paul seconded the motion. The vote carried unanimously.

Governance Matters was the next order of business. The first item under Governance Matters was the Bond Financing update. Mr. Aragon informed the Board that there was not much of an update. Mr. Aragon explained that, in light of the impact of the COVID-19 pandemic on the market, BB&T is not confident regarding the June closing date and that they are exploring alternative options. Mr. Posey asked if there is a Plan “B?” Mr. Aragon responded that nothing is off the table.

Mr. Arza informed the Board that, based upon the information he has been able to discern, both the Governor and the Commissioner of Education remained committed to the Budget released in January, and that he did not foresee any budget cuts for the current school year.

Dr. Hobbs presented a detailed Achievement Report for the existing and new schools. She reviewed Enrollment, Attendance and Retention for the existing schools. Dr. Hobbs informed the Board that the Principal Academic Officers and staff have activated the regular use of logs and monitoring controls to ensure that each school maintains or obtains the rating of Commendable. Each Principal Academic Officer separately reported the details of their Virtual Graduation plans. Dr. Hobbs' Operational Report included various marketing tools and vendors being utilized by EdisonLearning to support each school's enrollment efforts.

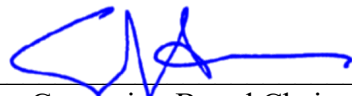
Dr. Hobbs noted that Dr. Eunice Casey, the former Principal Academic Officer at Andrews High School, has accepted an employment position with EdisonLearning. Dr. Hobbs, therefore, requested that the Board appoint Ms. Kerry-Ann Brammer as the Interim Principal Academic Officer of Andrews High School. On motion by Mr. Paul and second by Ms. Sears, the Board unanimously approved Ms. Brammer as the Interim Principal Academic Officer of Andrews High School.

Dr. Hobbs gave an update on the delivery of Chromebooks. She explained that each school has developed a Blended Distance Learning Plan. Dr. Hobbs further informed the Board that EdisonLearning will not be continuing its contract with Charter Service Solutions of Florida, Inc., but that those tasks are now assigned to the Principal Academic Officer. Dr. Hobbs thanked Ms. McCoy for her years of services to the Board and the schools.

Dr. Hobbs provided an update on the opening of the new schools. She provided a detailed report for each location, noting the difficulty of finding suitable properties to lease in Miami-Dade, Palm Beach and Hillsborough. Mr. Ezzard affirmed Dr. Hobbs' explanation of the difficulties in locating property to lease, and added that part of the difficulty is the timing required to get the appropriate approvals. According to Mr. Ezzard, from a timing perspective, the Board has to decide whether to enter a lease or a "build to suit" arrangement before November of the year prior to the school year the Board wants to open the new school, otherwise it will be extremely difficult to meet the Board's new school goals. Mr. Aragon asked Mr. Ezzard to provide a report to the Board with respect to the costs and benefits of each option, including a timeline with milestones as to when the Board would be required to make a decision. Mr. Ezzard said he would work with Dr. Hobbs to provide the information and deadlines for decisions.

Ms. Schmitt reviewed the Financial Corrective Action Plan for Palm Beach Preparatory Charter Academy. There were no questions or comments. Ms. Adelman motioned to approve the Financial Corrective Action Plan as presented. Mr. Paul seconded, and the vote carried unanimously.

There being no further business, the meeting was adjourned at 6:02 p.m.

By: 
Title: Governing Board Chairman