

**MINUTES OF MEETING OF BOARD OF DIRECTORS  
OF  
NORTHSTAR ACADEMIES, INC.  
August 11, 2020**

A meeting of the Governance Board of NorthStar Academies, Inc. was held on Tuesday, August 11, 2020 at 4:30 p.m. This meeting was scheduled previously to occur in the EdisonLearning Office at One East Broward, Blvd., 15th Floor, Suite 1599, Ft. Lauderdale, FL 33301. 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.

The following Board members were present *via* Zoom video conference: Guillermo Aragon, Board Chairman, Ira Paul, 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; 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; Karrie Dunn, Director of Talent, Innovation and Culture, EdisonLearning; Jeff Wood, Director, Tripp Scott LLP (serving as Board Counsel); Thomas Sternberg, Tripp Scott LLP; Ralph Arza, Principal, Arza and Associates; Luis Sullivan, Assistant to Mr. Ralph Arza.

The meeting was called to order at 4:34pm.

A quorum was present.

The meeting was chaired by Mr. Aragon.

Ms. Amin and Dr. Casey recorded the minutes.

There being no Public Comment, the first order of business was Board approval of the consent agenda.

Mr. Paul motioned that the Board approve the following consent agenda items: The meeting minutes from the Board meeting on June 16, 2020; Palm Beach Prep Charter Academy: Threat Assessment Plan; Palm Beach Prep Charter Academy: Following Palm Beach County School District's Mental Health Plan; Palm Beach Prep Charter Academy: Parental Involvement Representative appointment; and approval notice (as required per FS 1002.33 (7)(d)(1), NorthStar Academy of Pinellas County: Opt-in to district Mental Health Plan; CG Bethel High School: Mental Health Allocation Assistance Plan with Budget submitted to the district; Chambers High

**School: Mental Health Allocation Assistance Plan with Budget submitted to the district; Board Meeting Location Change.**

**Mr. Aragon seconded, and the vote carried unanimously. There were no Out of Field Waivers.**

**Mr. Posey stated he would abstain from voting for Palm Beach County and Pinellas, because he had not yet received notice from the districts approving his background check. Ms. Adelman seconded Mr. Paul's motion, and the motion passed by majority vote.**

### **Governance Matters**

**Governance Matters was the next order of business. Mr. Aragon informed the Board that the press of business required him to resign from the Board, including as the Board's Chairman. Mr. Aragon expressed how privileged he felt to serve on the Board and how honored he felt to serve each campus. He thanked his fellow Board members for the opportunity to serve as the Board Chairman, the Principal Academic Officers for their service and EdisonLearning for its support.**

**Mr. Paul, Mr. Posey and Ms. Adelman thanked Mr. Aragon for serving as the Board's Chairman.**

**Mr. Aragon asked for a motion to approve his resignation, effective August 31, 2020. Mr. Paul motioned it and Ms. Adelman seconded, and the motioned passed unanimously.**

### **Nomination of a new Chairperson**

**Mr. Aragon recommended that Mr. Posey be appointed and nominated as the Interim Board Chairperson, pending completion of the appropriate paperwork for Pinellas County and Palm Beach County.**

**Mr. Paul moved to nominate. Ms. Adelman seconded, and the motion passed by majority vote.**

**Mr. Posey thanked Jennifer Anglin for all of her help with making sure he is on track and compliant.**

**Mr. Aragon stated that he was pleased with what NorthStar Academies is doing and the results the organization and the schools are getting. He shared how he met Thom Jackson and expressed appreciation for Thom's "very generous vision" of the company.**

### **Legislative Update by Ralph Arza**

**Mr. Arza thanked Mr. Aragon for his service and expressed that he will be missed.**

**Mr. Arza reported that Florida is struggling with opening of schools. The Florida Department of Education and Superintendents of various districts are discussing and debating opening dates and plans for schools.**

**Mr. Arza stated that in several districts, parents are expressing they want schools to reopen safely because one of the biggest concerns there is that students may slide down in achievement gains.**

Mr. Arza also mentioned that he is meeting district officials and charter school leaders regarding reopening strategies. Mr. Jackson and Mr. Arza are working on setting up meetings with Superintendents in Miami-Dade, Broward, Palm Beach, and Pinellas counties to align on opening decisions. At these meetings, Thom Jackson will present how the reopening of schools should be done in a cooperative way.

### **School Matters**

School reports were presented by Kerry-Ann Brammer, the Principal Academic Officer for Andrews High School; Dan Walke, the Principal Academic Officers of Chambers High School; Alex Madrigal, the Principal Academic Officer of C.G. Bethel High School; and Dr. Dr. Tanya Chauncey, the Principal Academic Officer for NorthStar Academy of Pinellas County. Dr. Hobbs presented the reports for Sunrise High School and Palm Beach Preparatory Charter Academy in the absence of Dr. Terrence Narinesingh, and Ms. Deanna Allen, respectively. Complete copies of the school reports were included in the Board's materials.

Dr. Hobbs summarized the activities of the grand opening of NorthStar Academy of Pinellas. Mr. Paul shared his experience of attending the open house. He said the school was beautiful and was extremely happy to attend. He mentioned that approximately 30 people attended.

Dr. Hobbs mentioned that the goal was to hit target enrollment and Mrs. Anglin and she will contact the billboard company to get the advertising up on a billboard near the school.

### **EdisonLearning Reports**

Mr. Aragon thanked the Principals Academic Officers for their reports, and invited Dr. Hobbs to provide her report on behalf of the EdisonLearning. Dr. Hobbs reported that results of a parent-student survey conducted by EdisonLearning during June and July, noting that there were 212 respondents and the general sentiment was that the vast majority of the respondents were very concerned about their child's safety related to COVID-19 and opening of schools

Dr. Hobbs also reported that there are five assurances that must be met in Florida's Optional Innovative Reopening Plans. She reported that all NorthStar Academies' plans were submitted to their districts on time. And all Assurances were addressed in those plans. Next, Dr. Hobbs provided reports with respect to the school reopening schedule for each school and the marketing and enrollment reports, noting that the goal is for each school to meet its enrollment target on the first count date in October. Dr. Hobbs asked Ms. Anglin to provide an update with respect to the implementation of the Career and Technical Education Programs being launched for the 2020-2021 school year. Finally, Dr. Hobbs explained the new role assumed by Dr. Casey, which is to ensure that all school meet their compliance goals, deliver programs with fidelity, and share best practices for success.

### **Proposal for Palm River Site**

**Mr. Aragon asked the status of the Palm River Site. Mr. Jackson said EdisonLearning needs to investigate further and proposed that this discussion should take place in the September board meeting. Mr. Aragon motioned to move the Palm River site discussion to the September board meeting. Ms. Adelman seconded.**

### **Personnel Matters**

**Mr. Thom Jackson presented 3 personnel related matters:**

- 1. Resignation of Deanna Allen, Principal Academic Officer of Palm Beach Preparatory Charter Academy. Mrs. Allen stated the biggest challenge was no work-life balance for the PAO. She had not had the opportunity to discuss the issue with Dr. Hobbs or Ms. Dunn, but sent a resignation letter to several people directly in order to raise the issue on behalf of her colleagues. In response to the letter, Mr. Jackson and Ms. Dunn have spoken with Mrs. Allen and are hoping to have more conversations with her. Additionally, the following will take place.
  - a. Karrie Dunn will perform a Climate and Culture Survey within the company. She will speak to each PAO on a no-name basis and she will speak to each staff as well.**
  - b. Karrie Dunn will then present her results.****
- 2. Mr. Terrence Narinesingh lodged a complaint about one and half months ago. He sent a note asking the Board Chairman to get involved. Mr. Aragon asked Mr. Jackson to discuss the issues with Mr. Narinesingh. At that point, Mr. Narinesingh went on a medical leave for COVID-19. Mr. Jackson said to wait until Mr. Narinesingh is back from his medical leave. Once Mr. Narinesingh's doctor has cleared him, Mr. Jackson will speak with him and prepare a report for the board. Ms. Adelman asked Mr. Jackson to provide further details with respect to Mrs. Allen's voluntary resignation, which Mr. Jackson provided. review the Palm Beach PAO Mrs. Allen's situation again. Mr. Jackson, Ms. Adelman, and Mr. Aragon expressed how proud they were of the work PAOs were doing.**
- 3. There was an anonymous complaint from Department of General Palm Beach against Mrs. Allen. Mr. Jackson mentioned that some of points listed in the complaint were not true, but will be discussed in detail with Board counsel after the matter has been investigated more fully. Mr. Jackson indicated that the Board will be updated accordingly.**

**Ms. Dunn, Director of Talent, Innovation and Culture, discussed non-renewals, resignations, vacancies, new hires, and recruitment for each school. All openings were posted on Indeed, Glassdoor, SimplyHired and more. Ms. Dunn and the schools are looking to have a virtual job fair.**

### **Finance: Presented by Michelle Schmitt**

Ms. Schmitt presented the preliminary financials for the full 2019-2020 year for all schools (Andrews High School, C.G. Bethel High School, Chambers High School, Sunrise High School, Palm Beach Prep Charter Academy). She gave details of per pupil funding, enrollment impact, capital outlay funding, revenues, expenses and net change in fund balance. Ms. Schmitt reviewed the budget narratives and significant changes with the members.

Ms. Schmitt also presented a Final / Revised Budget for PBPCA since Palm Beach County requires modifying and submitting a proposed budget that equals their ending budget.

Mr. Paul motioned to approve financial reports exception of Palm Beach revised budget. Ms. Adelman seconded, and the motion passed by majority vote (with Mr. Posey abstaining from the vote with respect to NorthStar Academy of Pinellas).

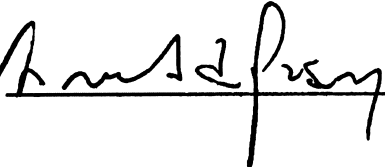
Mr. Paul motioned to approve Palm Beach reports and Final / Revised Budget. Mr. Posey recused himself. Ms. Adelman seconded, and the motion passed by majority vote

Mr. Jackson thanked Mr. Aragon again for his commitment and service and shared how Mr. Aragon started as "Acting Chairman" but was fantastic in the position and hence became the Chairman. Mr. Jackson shared a quote "Commitment is what transforms promise into reality" and shared how Mr. Aragon's commitment over the years has helped graduate overall 5000 students (over time) and has impacted students, families and those who had joined the board meeting.

Dr. Hobbs also thanked Mr. Aragon on behalf on the team for helping the team to strive for excellence.

Mr. Jeff Wood thanked Mr. Aragon and said he was one of the best Board Chairmen he has met, and that he is a talented man who will be missed.

**There being no further business, Mr. Paul motioned to adjourn the meeting. Ms. Adelman seconded it. The meeting was adjourned at 6:28pm.**

By  \_\_\_\_\_

Title: Governing Board Chairman