

**MINUTES OF MEETING OF BOARD OF DIRECTORS  
OF  
NORTHSTAR ACADEMIES, INC.  
May 11, 2022**

A meeting of the Governing Board of NorthStar Academies, Inc. was held on Wednesday, May 11, 2022 at 4:00 PM. This Meeting was held at Andrews High School, located at 3500 North Andrews Avenue, Pompano Beach, FL 33064.

The following Governing Board Members were present via Zoom video conference: Board Chairman, Mr. Leonard Posey, Ms. Beth Adelman and Mr. Ira Paul.

Also present *via* Zoom video conference were Thom Jackson, President and Chief Executive Officer, EdisonLearning; Dr. Eunice Casey, Director of School Leadership & Support Services, EdisonLearning; Mendi Riggins, Sr. Executive Assistant, EdisonLearning; EdisonLearning; Kenneth Edwards, Chief Financial Officer, EdisonLearning; Susan DeAngelo, Talent Acquisition Specialist, EdisonLearning; Noya Ritchie-Hastings, Talent & Culture Specialist, EdisonLearning; Jennifer Anglin, Director of Career & Technical Education, EdisonLearning; Jeff Wood, Tripp Scott, LLP; Ralph Arza, Arza and Associates; Dr. Sharard Walker, Principal, Palm Beach Preparatory Charter Academy; Dionne Stone, Principal, NorthStar Academy of Pinellas County; Kerry Ann Brammer, Principal, Andrews High School; and Keona Burnes, former employee(circa 2015-2016), C.G. Bethel High School.

The meeting was called to order at 4:05 p.m. The meeting was chaired by the Board Chairman. Ms. Mendi Riggins recorded the Minutes. Ms. Riggins conducted a roll call. The Chairman noted that Mr. Ira Paul and Ms. Beth Adelman were present.

A quorum was present.

During the period for public comment, Ms. Burnes alleged that the principal of C.G. Bethel High School is providing incorrect information about her to others in the community. Mr. Jackson directed Ms. Burnes to direct her concerns to Karrie Dunn, EdisonLearning's Vice President of Human Resources, and provided her with Ms. Dunn's email address. Mr. Posey informed Ms. Burnes that the Board is not able to comment on her allegation, but he assured her that if she contacted Ms. Dunn, she would be in touch with her in the near future.

On a motion by Mr. Paul and a second by Ms. Adelman, the Board unanimously approved the following items on the Consent Agenda:

- Board Meeting Minutes dated April 19, 2022
- Ratification of interim actions by the Board Chairman

On a motion by Mr. Paul and a second by Ms. Adelman, the Board unanimously agreed to ratify the following actions by the Board Chairman which were required to be performed prior to the extant Board meeting:

**Andrews High School Documents:**

- SY 23 Mental Health Assistance Allocation Plan Intention

### **C.G. Bethel High School Documents:**

- Certified Public Accountant

### **Main Street High School Documents:**

- Mobile Panic Alert System/Alyssa Alert Charter School Documentation Form
- Annual Enrollment Capacity

### **Sunrise High School Documents:**

- SY 23 Mental Health Assistance Allocation Plan Intention

There were no items of discussion for Governance Matters.

Mr. Arza provided legislative update. No vote was required.

Mr. Sternberg provided an update on the C.G. Bethel High School property's legal matter. He informed the Board that NorthStar Academies, Inc. and the landlord have reached a settlement agreement regarding the withholding of payments.

Mr. Jackson provided the Board with additional clarity for his communication to the Governing Board, dated May 4, 2022, notifying them of EdisonLearning's decision to cease providing additional funding to NorthStar Academy of Pinellas. Mr. Jackson explained that, as a result of the pandemic, the school's enrollment never exceeded 100 students. He noted that the financial breakeven for the school is 300 students. Mr. Jackson further explained that despite the post-pandemic efforts of Ms. Stone, the school's principal, and Mr. Green, the school's enrollment coordinator, and EdisonLearning's "enrollment task force," the school's enrollment for SY2023 cannot reasonably be projected to its breakeven and mostly likely would not exceed about 100 students. Mr. Jackson said that EdisonLearning already had funded nearly \$700,000 for the current school year and, in the absence of his May 4th communication, would be on track for at least an additional \$1,000,000 for SY2023, which he determined was financially imprudent. Mr. Posey indicated that he was aware of the extraordinary efforts of the EdisonLearning team, Ms. Stone and Mr. Green, observing that he recalls that both Ms. Stone and Mr. Jackson knocked on doors in the community. Mr. Posey commended them for their efforts. Mr. Wood indicated that in light of the fact that the Governing Board would not be able to prove that the school's enrollment would substantially improve sufficient to fund the school's operations without additional funding by EdisonLearning, through no fault of the school, its staff, the board or the management company, he did not recommend that the governing board appeal the 90-day termination notice it received from the School District of Pinellas County.

On a motion by Ms. Adelman and a second by Mr. Paul, the Board unanimously voted to accept Mr. Wood's recommendation.

Mr. Sternberg recommended that the Board notify the District of its decision not to appeal the ninety day notice. Mr. Jackson recommended that the parents and students be notified of the District's decision, as well as that of NorthStar Academies, Inc. within the following days. Mr. Posey agreed, and the Board determined that no vote was necessary with respect to such recommended actions.

Mr. Jackson discussed the proposal to buyout the Palm Beach Preparatory Charter Academy property. The proposal has been reduced since the initial proposal. It was suggested that the Governing Board table

the discussion to buyout the agreement until Ms. Lauren Hollander is available to answer any questions from the Board.

There were no items of discussion for Personnel Matters.

Mr. Edwards noted that the financials for NorthStar Academy of Pinellas were included in the Board's package; however, in light of the Board's decision with respect to the district's 90-day letter, it was not necessary to further review them. He indicated that EdisonLearning's finance team is available if any Board member has a questions. There were no additional financial reports provided, as detailed financial reports were provided and approved by the Board at the May 11, 2022 Board Meeting.

With no further discussions, the meeting was adjourned at 5:00pm on a motion by Ms. Adelman and seconded by Mr. Paul.

By: Leonard D Posey  
Leonard D Posey (Jun 17, 2022 13:29 EDT)  
Title: Governing Board Chairman