



APPROVED 08/28/2019

**Reach Cyber Charter School
MINUTES OF THE BOARD OF DIRECTORS ANNUAL MEETING**

Wednesday, June 19, 2019 at 9:00 a.m.

Held at the following location and via teleconference

750 East Park Drive, Suite 204
Harrisburg, PA 17111

I. Call to Order and Roll Call

Mr. Taylor called the meeting to order at 9:03 a.m. when all participants were present and able to hear each other.

Board Members Present: David Taylor, Joe Harford, Dave Biondo, Gail Hawkins-Bush, Paul Donecker and Alex Schuh (all via phone);

Guests: Jane Swan, School Leader; Rachel Graver, Alicia Swope, Karen Eppinger, Greg McCurdy, John McMurray, Devin Meza-Rushanan, Scott Stuccio, Heather Berger, Corey Groff and Christine Miller, School Staff; Megann Arthur, Pearson Online and Blended Learning (POBL) Staff (in person); Kevin Corcoran, Charter Choices, Financial Consultant; Karen Yeselavage, LeAnn Ritchie, Andy Gribbin, Nancy Wagner, Sheila Perez and Rachel Parker, School Staff; Andrew Pasquinilli, Melissa Brown, Megan Holston, Tanya Lee and Amanda Jay, Pearson Online and Blended Learning (POBL) staff (via phone).

II. Public Comment

There were no public comments made at this time.

III. Routine Business

a. Approval of Agenda

Mr. Taylor asked the Board to review the agenda distributed prior to the meeting. Board members added the following Action Items to the agenda: Approval of CSI School Improvement Plan, and Approval of Committed Fund Balance. There being no additional changes noted, a motion was made and seconded as follows:

RESOLVED, that the Agenda for the June 19, 2019 Annual Meeting of the Reach Cyber Charter School Board of Directors, as amended, is hereby approved.

The motion passed unanimously.

IV. Audit Committee, Committee of the Entire Board

a. Ratification of Revised Audit Firm Engagement for the 2017-18 SY Annual Financial Audit and Audit Firm Engagement for the 2018-19 SY Annual Financial Audit

At the Board's request, Ms. Lee provided the Board with a thorough review of all the audit-related documentation included in the Board materials. She detailed the current school year's audit process, and the independent audit firm's report and recommendations. Mr. Biondo confirmed that he had reviewed all documentation and found all to be in order. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the revised engagement of SD Associates, P.C. for the 2017-2018 SY annual financial audit and engagement of SD Associates, P.C. for the 2018-2019 school year financial audit, as presented, is hereby accepted.

The motion passed unanimously.

b. Ratification of the 2017-2018 School Year Financial Audit Report

Mr. Biondo and Ms. Lee presented this item to the Board. They reviewed the audit report for the fiscal year ending June 30, 2018, as included in the Board materials. Ms. Lee highlighted key aspects of the report, and related to the Board that the audit firm indicated no findings; she advised that the report was the best result the school can achieve. Board members discussed the audit report, and expressed their satisfaction with the school and POBL for the results. There being no additional discussion, a motion was made and seconded as follows:

RESOLVED, the Audit Report for the fiscal year ending June 30, 2018, as presented, is hereby accepted.

The motion passed unanimously.

V. Oral Reports

a. Executive Director's Report

Ms. Swan began her report by welcoming and introducing to the Board the three new school principals.

i. Graduation and End of Year Activities Update

Ms. Swan discussed the success of last week's graduation ceremony, and thanked Mr. Taylor for his inspiring keynote address to the graduates. Ms. Swan reviewed the number of those who participated in the graduation ceremony, as well as the total number expected to graduate this school year.

At Ms. Swan's request, Mr. Stuccio, the School's Outreach and Marketing Coordinator, presented the end of year activities update to the Board. He highlighted the several school-sponsored events at baseball games throughout the state, noting they were held in 10 different parks on 4 separate dates, with just over 600 members of Reach families attending those events.

Mr. McCurdy, in his role as Director of Safety, provided the school's Safety Report. He noted that Act 44 requires the school report on safety and security annually. Mr. McCurdy provided the Board with a brief overview of safety and security protocol for Reach offices, as well as staff trainings

completed related to safety and security. He further reviewed all meetings, policy reviews and efforts planned to increase security for the school.

ii. Comprehensive Support and Improvement (CSI) Designation Update

Ms. Swan provided the Board with an update on the school's CSI designation status, and associated activities. She reviewed the top two priorities within the CSI, as well as the goals and action items associated. Ms. Swan discussed the school's data consultant/facilitator who has been assisting the school, and her confidence in the current status of the Plan as it is about to be submitted.

b. Financial Report

Ms. Lee reviewed the school's financial statements with the Board. She reviewed the revenue and expense statements, advising on changes since the previous months' statements. Ms. Yeselavage further reviewed specific expenses and details regarding the facility expansion and staff compensation.

VI. Strategic Plan

There were no updates provided at this meeting.

VII. Consent Items

Mr. Taylor asked the Board Members whether there were any items from the Consent Items that they wanted moved to Action Items for discussion, or tabled. There being no changes noted, a motion was made and seconded as follows:

RESOLVED, the Consent Items:

- a. Approval of Minutes from the May 15, 2019 Board Meeting;
- b. Approval of Staffing Report;
- c. Approval of Connections Education Invoice(s) for May;
- d. Approval of LiveSpeech Invoice(s);
- e. Approval of School Calendar for the 2019-2020 School Year;
- f. Approval of Board Meeting Schedule for the 2019-2020 School Year; and
- g. Approval of Revision(s) to the 2019-2020 School Year State Specific School Handbook: Use of the Internet Policies and Procedures; are hereby approved.

The motion passed unanimously.

VIII. Action Items

a. Approval of Budget for the 2019-2020 School Year and Fee Schedule from POBL

At Mr. Biondo's request, Ms. Lee reviewed the proposed 2019-2020 school year budget outline and Budget Notes documents with the Board, also reminding them of the budget development process to date that included the School Leader, Board Treasurer, and POBL staff. She further reviewed the accompanying fee schedule from the school's primary service provider (POBL) with the Board. She advised the Board that the 2019-2020 Fee Schedule being presented summarizes the basis for all charges from Pearson Online & Blended Learning (POBL) to the school under the Statement of Agreement (SOA), and that the basis for all charges is drawn directly from the Budget. Mr. Biondo further reviewed all communications between the

school, POBL and himself, and recommended the budget for approval. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the budget and fee schedule for the 2019-2020 school year and all assumptions provided therein, as presented, is hereby approved.

The motion passed unanimously.

b. Approval of Authorization for Board President to Sign an Extension to the Current Statement of Agreement (SOA) with POBL

Ms. Jay presented this item to the Board. She advised that the negotiations were ongoing between the Board and POBL regarding a renewal Statement of Agreement, and recommended the current Agreement be extended through August 31, 2019 and the Board President be authorized to sign that extension on behalf of the Board. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the authorization for the Board President to sign an extension to the current Statement of Agreement (SOA) with POBL, as discussed, is hereby approved.

The motion passed unanimously.

c. Approval of Directors

Ms. Arthur advised the Board that two Board member terms were up for renewal at this meeting, Joseph Harford and Paul Donecker. Following previous confirmation that Mr. Harford and Mr. Donecker wished to continue on the Board, discussion was held on the renewal of their terms. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the appointment of Joseph Harford to the Reach Cyber Charter School Board of Directors, as Class 2 Director, for a term of three (3) years to the 2022 Annual Meeting, as discussed, is hereby approved.

FURTHER RESOLVED, that the appointment of Paul Donecker to the Reach Cyber Charter School Board of Directors, as a Class 2 Director, for the term of three (3) years to the 2022 Annual Meeting, as discussed, is hereby approved.

The motion passed unanimously.

d. Approval of Officers for the 2019-2020 School Year

Ms. Arthur reviewed with the Board each Officer position as set out in the Board-adopted Bylaws, and advised the Board that all positions would be for a term until the Annual Meeting 2020. Nominations were opened for each position. Following the closure of nominations, and there being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the appointment of:

David Taylor, Board President;
Dave Biondo, Board Treasurer; and
Joseph Harford, Board Secretary, as discussed, are hereby approved.

The motion was approved unanimously.

Approval of CSI School Improvement Plan

Ms. Swan reviewed the draft CSI School Improvement Plan documentation included in the Board materials, including the school's areas of focus and measurable goals. Board members briefly discussed the Plan documentation, and minor typographical changes needed. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the CSI School Improvement Plan and Authorization for the School Leader to submit the Plan on behalf of the school, as discussed, is hereby approved.

The motion passed unanimously.

Approval of Committed Fund Balance

Ms. Jay presented this item to the Board. She reviewed the proposed legislation that could affect the school's fund balance, including a proposed cap that could require the school to return funds to the state over a certain threshold in the future. The Board had extensive discussion on their strategic planning process to date, and previous discussions regarding the prudence of designating an amount to be held in reserve for specific purpose(s). Mr. Corcoran further advised the Board of the low risk associated with committing the funds, as discussed. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that a \$6,000,000 committed fund balance for future operating costs including, but not limited to, future academic programming and STEM-education expenditures, as discussed, is hereby approved.

The motion passed unanimously.

IX. Information Items

a. Results of the Parent Satisfaction Survey

Ms. Swan reviewed the results of the Parent Satisfaction Survey, included in the Board materials, in detail with the Board. She noted that a third party independent vendor conducted the survey. A copy of the results of the survey was sent to the school Board's President directly from the third party vendor.

b. State and Strategic Client Relations (SSCR) Update

Ms. Jay provided the Board with an update on recent legislative activities in the state, which may impact the school.

c. Partner School Leadership Team (PSLT) Update

Mr. Pasquinilli presented to the Board on behalf of Pearson Online & Blended Learning's (POBL) School Leadership Team. He introduced Ms. Brown, and advised that she would assume the role of PSLT representative to the school and Board from POBL for the upcoming school year. The Board thanked Mr. Pasquinilli for this work, and welcomed Ms. Brown.

d. Board Support Update

Ms. Arthur advised the Board that all remaining support staff from POBL to the Board would remain the same for the 2019-2020 School Year.

X. EXECUTIVE SESSION – Pursuant to 65 Pa. C.S. §§ 708(a)(1) – to discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee

The Board entered into an Executive Session at 9:59 a.m. upon a motion being made, seconded and confirmed via roll call vote of all Board members present. The Board cited the following for entering into the Executive Session: to discuss any matter involving the employment, appointment, termination of employment, terms and conditions of employment, evaluation of performance, promotion or disciplining of any specific prospective public officer or employee or current public officer or employee, pursuant to 65 Pa. C.S. §§ 708(a)(1) . Board members present were: David Taylor, Joe Harford, Paul Donecker, Gail Hawkins-Bush and Alex Schuh.

Guests present at the request of the Board were: Andrew Pasquinilli, Melissa Brown and Megann Arthur. All others, including Board member Dave Biondo, left the meeting at this time.

There being no further discussion and upon a motion being made, seconded and confirmed via roll call vote of all Board members present, the Board resumed Open Session at 10:05 a.m. No action was taken during Executive Session.

XI. Approval of School Leader Compensation for the 2019-2020 School Year

Mr. Taylor reminded the Board of the discussion held in Executive Session regarding the School Leader's performance and the recommended compensation for the upcoming school year. There being no further discussion, a motion was made and seconded as follows:

RESOLVED, that the School Leader compensation for the 2019-2020 school year in the amount of \$136,990.00, with a 20% bonus potential, as discussed, is hereby approved.

The motion was approved unanimously.

XII. Adjournment and Confirmation of Next Meeting – Wednesday, August 21, 2019 at 9:00 a.m.

Mr. Taylor inquired if there was any other business or discussion. There being no further business or discussion, he noted that the next Meeting date is Wednesday, August 21, 2019 at 9:00 a.m. The Board being at the end of its agenda, the meeting was adjourned at 10:08 a.m.