



The GLOBE Academy

Board of Directors - Special Meeting

Date and Time

Monday May 22, 2023 at 7:00 PM EDT

Location

Register in advance for this webinar:

https://us02web.zoom.us/webinar/register/WN_g2gl5_UPRRqaLlqhflqZZA

After registering, you will receive a confirmation email containing information about joining the webinar.

Notice of this meeting was posted at both campuses and on the GLOBE website in accordance with O.C.G.A. § 50-14-1.

Agenda

	Purpose	Presenter	Time
I. Opening Items			7:00 PM
Opening Items			
A. Record Attendance and Guests	Discuss	Drew Reynolds	
B. Call the Meeting to Order		Drew Reynolds	
C. Vision, Mission and Core Values	Discuss	Drew Reynolds	5 m

	Purpose	Presenter	Time
<p>Vision: To develop globally minded citizens who have the knowledge, skills, and attitudes to effect positive change in our world.</p> <p>Mission: The GLOBE Academy fosters Global Learning Opportunities through Balanced Education for children of all backgrounds. With a focus on dual-language immersion, an experiential-learning model, and a constructivist approach, GLOBE inspires students to be high- performing lifelong learners equipped to make a positive impact in the world.</p> <p>Core Values: The GLOBE Academy’s core values are expressed in the acronym, CREST: Community, Respect, Empathy, Sustainability and Trust. These values are expected of the governing board, faculty, staff, parents, and students. They are woven into daily life at GLOBE and incorporated into the curriculum.</p> <ul style="list-style-type: none"> • Community: We are inclusive, and we nurture and support one another. • Respect: We treat ourselves and each other with kindness and dignity. • Empathy: We strive to understand and share the feelings of others. • Sustainability: We aim to conserve our resources for optimal use in the present and future. • Trust: We are committed to honesty, transparency, and respectfully sharing our thoughts and encouraging others to do the same. 			
II.	Public Comment		7:05 PM
A.	Public Comment	FYI	Drew Reynolds
			5 m
<p>Please note: Each speaker may speak for up to two minutes. Speakers are cautioned from making comments that involve an individual staff member, a personnel action, a student disciplinary matter, a complaint about an individual student or any pending legal matter for which The GLOBE is engaged. Speakers are asked to state their remarks in a courteous manner. As a matter of protocol, Board members will not respond to public comments.</p>			
III.	Consent Agenda		7:10 PM
A.	Approve Agenda	Vote	Drew Reynolds
			1 m
B.	Approve Minutes	Approve Minutes	Drew Reynolds
			1 m
<p>Approve minutes for Board of Directors Meeting on April 24, 2023</p>			
IV.	Review of UC Loan Payment		7:12 PM

	Purpose	Presenter	Time
A.	Vote: Payoff loan of UC	Vote	Lorena Ferro Borges 18 m
	<ul style="list-style-type: none"> • The Executive Team has determined that it may be in GLOBE's financial interest to pay off the outstanding balance for the real estate loan at Upper Campus. • Board Treasurer Lorena Ferro will provide presentation and rationale • Open for board discussion for paying off the current loan • Vote to payoff current loan 		
B.	Procurement Update and Votes	Vote	Drew Reynolds 20 m
	<p>To discuss procurement process and update, and to vote on contracts for the following services:</p> <ul style="list-style-type: none"> • Owner's Representation • Architects • Underwriters - Bond Servicing • Bond Counsel • Real Estate Counsel • Real Estate Agent • Traffic Study 		
C.	Board Recruitment		Teri Williams 20 m
	Board will discuss board recruitment		
V.	Closing Items		8:10 PM
A.	Adjourn Meeting	Vote	Drew Reynolds

Coversheet

Approve Minutes

Section: III. Consent Agenda
Item: B. Approve Minutes
Purpose: Approve Minutes
Submitted by:
Related Material: Minutes for Board of Directors Meeting on April 24, 2023

APPROVED



The GLOBE Academy

Minutes

Board of Directors Meeting

Date and Time

Monday April 24, 2023 at 7:00 PM

Location

Register in advance for this webinar:

https://us02web.zoom.us/webinar/register/WN_LWe8DneiSEyWTC7_rwWeNg

Notice of this meeting was posted at both campuses and on the GLOBE website in accordance with O.C.G.A. § 50-14-1.

Directors Present

C. Schwenkler (remote), D. Reynolds (remote), J. Clark (remote), K. Henshaw (remote), L. Ferro Borges (remote), L. Long (remote), L. Norton (remote), M. Hayes (remote), T. Barnes (remote), T. Williams (remote)

Directors Absent

None

Guests Present

Brian Dempsey (remote), C. Elliott-Earby (remote), D. Clayton-Purvis (remote), E. Oliver (remote), Jesse Frasier (remote), K. Holder, Mo Nadizadeh (remote), Priti Fisher (remote), S. Daniel (remote), Wesley Olson (remote)

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

D. Reynolds called a meeting of the board of directors of The GLOBE Academy to order on Monday Apr 24, 2023 at 7:00 PM.

C. Vision, Mission and Core Values

Vision, Mission and Core Values were read by Board members.

II. Public Comment

A. Public Comment

Priti Fisher provided the following public comment:

Thanks everyone for allowing me to speak. I wanted to thank the school for sharing information about the new campus and would ask, there are a lot of questions about what happens to the current 3rd grade class, rising 4th graders, as well as what will happen to the current Lower Campus school and playgrounds, which we live very close by to so I would encourage the school to consider having a townhall-type format and to be able to answer what the plans are. Thank you!

III. Consent Agenda

A. Approve Agenda

The agenda and minutes were approved by consent without objection.

B. Approve Minutes

J. Clark made a motion to approve the minutes from Board of Directors Meeting on 02-27-23.

L. Norton seconded the motion.

The board **VOTED** unanimously to approve the motion.

IV. GLOBE Staff Report: DLI

A. GLOBE Staff Report: DLI

Sandra Daniel provided a presentation about DLI. The complete presentation was included in the agenda packet.

B. Admissions Report

Christi provided a presentation on admissions. The complete presentation was included in the agenda packet.

V. Committee Updates

A. GLOBE New Elementary Campus Facility Update: Process & Governance

Drew provided an update on the new elementary campus. He discussed the team who is involved in the process:

- Stanley, Esrey & Buckley, LLP - serving as counsel for the property acquisition. Tom Buckley is the point-of-contact.
- Piper Sandler - serving as underwriter/placement agent for bonds. Wes Olson is the point-of-contact.
- Butler Snow, LLP - serving as bond counsel. Blake Sharpton is the point-of-contact. He is supporting the Board serving in the interest of GLOBE when legal arrangements are made for bonds - he works to represent us and advance our interests.
- Freespace Architects - serving as architects for renovation. Brian Dempsey and Elizabeth Oliver are the points-of-contact.

B. GLOBE NEW Elementary Campus: Project Overview and Timeline

Jesse Frasier and Mo Nadizadeh provided a presentation on the project overview and timeline. The design and construction milestone schedule are as follows:

- Site survey will be conducted in May-June 2023. There is an RFP already out for these services.
- Programming/planning will be conducted in May-June 2023. Freespace has been brought on for this purpose.
- Design & document phase will be conducted June-October 2023. The architects will compose their construction documents.
- Permitting will be done from September-December 2023.
- Contractor engagement and pricing will be done June-September 2023.
- Construction will take place from December 2023-October 2024.

A discussion was held regarding Jesse and Mo's presentation.

C. Facility Financing: Piper Sandler - Bonds 101

Wesley Olson of Piper Sandler provided a presentation. The complete presentation was included in the agenda packet.

D. Architects: Freespace

Brian Dempsey and Elizabeth Oliver provided a presentation. Freespace has worked with a number of education clients in the Atlanta area including The Chastain School, The Museum School, and Woodward Academy. The design process is as follows:

- Programming (contingent on scheduling with stakeholders)
- Building/site analysis
- Schematic design - interior design
- Master planning - site design, future phases, traffic flow, locations of modulars (contingent on closing of the property, assessment, zoning requirements, survey procurement, traffic)
- Modular plans - send to modular supplier (contingent on modular building supplier schedule)
- Construction documents interior design, stair decks and ramps
- Permitting - modulars and interiors (contingent on DeKalb County)
- Pricing
- Construction Administration (schedule dependent on actual scope)

E. Transportation

Jabari and Lillian provided a presentation on transportation. The presentation was included in the agenda packet.

F. Capital Campaign: Update

Drew provided the following update: The feasibility study is moving forward. More details will be forthcoming.

G. Finance Committee: FY24 Budget

Lorena and Denise provided an overview of the FY24 budget, a copy of which was included in the agenda packet.

H. Charter Renewal Update

Drew provided the following updates:

- The charter has been renewed since the last meeting, awaiting signatures
- Current enrollment number is set at 1,204, future increase of number in future years
- Lottery prioritization and academic metrics are things to think about in the strategic plan process
- In-kind services are specified in the contract

I. Governance: Recruitment Update

Teri provided a presentation on recruitment. The presentation was included in the agenda packet.

VI. New Business

A. Votes: New GLOBE Elementary Campus

D. Reynolds made a motion to approve the declaration of official intent, as written.

J. Clark seconded the motion.

The board **VOTED** unanimously to approve the motion.

B. Vote: Facilities and Transportation Committee

VII. Executive Session

A. To discuss real estate and legal matters.

Motion made by Drew to move to executive session to discuss a real estate matter.

Motion seconded by Jabari. **Motion approved by all present.** Moved to executive

session at 10:19 p.m. Motion to leave executive session made by Drew. Motion seconded

by Lillian. **Motion approved by all present.** Returned from executive session and

meeting called back to order at 10: 50 p.m.

VIII. Closing Items

A. Adjourn Meeting

The next scheduled meeting is set for June 26, 2023 at 7p.m.

J. Clark made a motion to adjourn the meeting.

L. Norton seconded the motion.

The board **VOTED** unanimously to approve the motion.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 10:51 PM.

Respectfully Submitted,

K. Holder

Documents used during the meeting

- 23-04-23 GLOBE Board Meeting.pdf
- The GLOBE Academy Board Presentation 4.24.23.pdf
- FY23-24 Draft Budget GLOBE.xlsx
- FY22-23 Budget vs Forecast GLOBE.xlsx
- FINAL_GLOBE_Charter School Contract Template_03.17.2023.docx
- ExeSessionAffidavit4_24_23.pdf

Coversheet

Vote: Payoff loan of UC

Section: IV. Review of UC Loan Payment
Item: A. Vote: Payoff loan of UC
Purpose: Vote
Submitted by:
Related Material: GLOBE Academy - Authorizing Loan Payoff (5.8.2023).doc

RESOLUTION

A RESOLUTION APPROVING EARLY PAYOFF OF A LOAN FROM SOUTH STATE BANK; AND PRESCRIBING OTHER DETAILS IN CONNECTION THEREWITH.

WHEREAS, The GLOBE Academy, Inc., a Georgia nonprofit public benefit corporation (the “**School**”), obtained a loan from South State Bank in the original principal amount of \$3,465,000 dated February 28, 2020 (the “**Loan**”), the proceeds of which were used for capital improvements to the School’s campus;

WHEREAS, the current outstanding principal balance of the Loan is \$3,077,069.01;

WHEREAS, the Loan is subject to an interest rate swap derivative instrument (the “**Swap**”) that, based on current market conditions, the early termination of which may financially benefit the School;

WHEREAS, the Board of Directors of The GLOBE Academy, Inc. (the “**Board**”) desires to authorize the early pay off of the Loan and the early termination of the Swap; and

WHEREAS, the Board desires to authorize the Chair of the Board to execute the payoff of the Loan and the termination of the Swap.

NOW, THEREFORE, the Board for and on behalf of the School, declares:

Section 1. Findings. The Board finds and determines that the foregoing recitals are true and correct.

Section 2. Delegation of Authority. The Board hereby authorizes the Chair of the Board to pay off the Loan prior to its final maturity and the early termination of the Swap. This delegation is intended to vest in the Chair of the Board full and complete authorization to pay off the Loan and terminate the Swap. No additional approval shall be required.

The execution of any instrument or certificate or other document in connection with the matters referred to herein by the Chair and Secretary or by other appropriate officers of the School shall be conclusive evidence of the approval by the School of such instrument.

The undersigned, the Secretary of The GLOBE Academy, Inc. hereby certifies that the foregoing is a full, true, and correct copy of the Resolution of the Board of Directors of The GLOBE Academy, Inc. duly made at a meeting thereof held on the date specified below, and that said declaration has not been amended, modified or revoked by said Board of Directors.

Jabari Clark, Secretary

Coversheet

Procurement Update and Votes

Section: IV. Review of UC Loan Payment
Item: B. Procurement Update and Votes
Purpose: Vote
Submitted by:
Related Material: GLOBE Procurement Policy (1).pdf



Procurement Policy

Policy: Guiding the purchase of all goods and services of the charter school will be: (a) price; (b) quality; and (c) dependability. Particular vendors may be chosen for any one or any combination of these factors; however, at all times the selection of a particular good, service, or vendor shall be with the intention of maintaining a top-quality school. The execution of contracts and grants shall be within the scope of the charter school's mission, goals, and annual plans. The School adheres to the following objectives:

1. Procurements will be completely impartial based strictly on the merits of supplier and contractor proposals and applicable related considerations such as delivery, quantity, etc.
2. Make all purchases in the best interests of the school and its funding sources.
3. Obtain quality supplies/services needed for delivery at the time and place required.
4. Buy from responsible and dependable sources of supply.
5. Obtain maximum value for all expenditures.
6. Deal fairly and impartially with all vendors.
7. Be above suspicion of unethical behavior at all times; avoid any conflict of interest, related parties or even the appearance of a conflict of interest in the Charter School supplier relationships.

Levels of Procurement	Requirements	School Approval	Board Approval
Less than \$1,000	Sound business practices	Executive Director, HOS, or DOO	N/A
From \$1,000 to \$5,000	3 documented quotes required (can be published prices) except for Facilities professional service	Executive Director & CFO	N/A
From \$5,001 to \$9,999	At least 3 Written quotes of similar products/ services. Final decision documented by Executive Director and CFO	Executive Director & CFO	N/A
From \$10,000 to \$14,999	Formal Bid Process - at least three bids will be received and evaluated using a formal evaluation process - full documentation require	Evaluation committee	2 Board members
Over \$15,000	Formal Bid Process - at least three bids will be received and evaluated using a formal evaluation process - full documentation require	Evaluation committee	All Board

RFP Best practices:

- Bid package should be reviewed / approved by the Finance (Treasurer & CFO) before shared with potential suppliers.
- The evaluation committee should be a group (odd number) selected before the bid package is shared. A mix of school employees and volunteers (Board or committee members) including, if possible, a subject matter expert.
- All documentation should be stored in a designated folder including Bid Package, responses, FAQ, Evaluation matrix etc.



Information for Suppliers

1. Suppliers must submit a **W-9** with their [supplier registration package](#) to *cfo@theglobeacademy.net*

2. Invoices must be addressed to:
 - a. **The GLOBE Academy**
Address: 4105 Briarcliff Rd NE,
Atlanta, GA 30345
Att: CFO

3. Payments are processed monthly. Invoices received by the 15th of the month will be paid by the end of the month. Valid Invoices with certification of services/ materials received must be submitted by email to *accounts@theglobeacademy.net* in order to receive payment.