

APPROVED



Northwood Academy Charter School

Minutes

Board of Trustees Monthly Meeting

Date and Time

Wednesday November 17, 2021 at 5:30 PM

Location

Northwood Academy Charter School (Remote Meeting)

This was a public meeting of the Board of Trustees of Northwood Academy Charter School that was properly advertised pursuant to the Pennsylvania Sunshine Act. The public meeting schedule is posted at the school and on the website.

Members of the public are invited to participate by submitting written comments via email (board@northwoodcs.org). All written testimony should include the individual's name, home address and topic. During the public comment section of the meeting, board members will read into the record short summaries of comments, grouped by topic, and will note the number of individuals submitting comments.

Please Note: In the interest of the health of our staff, board members and public and in alignment with public health guidelines regarding the COVID-19 pandemic, the Board has adjusted the way in which it holds its meetings. The meetings will be accessible to the public via Zoom and recorded.

Zoom Link to join the webinar:

<https://us02web.zoom.us/j/86478354906>

Trustees Present

D. Kleschick (remote), K. Maddox (remote), K. Spraga (remote), M. Bly (remote), T. Caldwell (remote)

Trustees Absent

D. Madison

Guests Present

C. Carey (remote), K. Crossett (remote), K. Dugan (remote), T. Hunt (remote), T. Taylor (remote)

I. Opening Items

A. Call the Meeting to Order

D. Kleschick called a meeting of the board of trustees of Northwood Academy Charter School to order on Wednesday Nov 17, 2021 at 5:38 PM.

B. Record Attendance and Guests

C. Reading of Mission Statement

P. Kleschick read the mission statement.

D. Resolution 111721.001: Approval of Agenda

T. Caldwell made a motion to approve the November 17, 2021 Agenda.

K. Spraga seconded the motion.

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

E. Resolution 111721.002: Approval November 15, 2021 Special Board Meeting Minutes

M. Bly made a motion to approve the minutes from Board of Trustees Special Meeting on 11-15-21.

T. Caldwell seconded the motion.

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

F. Community Comment

No Community Comment

II. Finance

A. Resolution 111721.003: Approval of Financials

M. Bly made a motion to approve the October 2021 Financial Report and all supporting documents submitted by the Business Manager, which shall be incorporated in the record of this meeting.

K. Maddox seconded the motion.

T. Taylor, Business Manager, reviewed the Executive Summary of the Financial Report ending October 31, 2021.

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

III. Committee Reports

A. Academic Excellence Committee

K. Maddox (Chair) stated there are no updates from the committee.

B. CEO Support and Evaluation Committee

P. Kleschick (Chair) explained K. Dugan and C. Carey are serving in the role of Interim CEO through the CEO transition.

C. Finance Committee

K. Spraga (Chair) stated the committee met on November 3rd and have future meetings scheduled for December 1, 2021 and January 5, 2022.

Additionally, the committee approved an annual budget process that will begin in February with a draft version being presented in May and final version being presented for approval in June.

Lastly, the committee will review the draft 5 year financial plan in December with a goal to finalize in January.

D. Governance Committee

T. Caldwell (Chair) explained she met with Total HR Solutions, LLC to discuss recruitment strategies for board members. Committee will review resumes of the 4 interested candidates submitted previously, as well as the proposal from Total HR for additional recruitment services.

E. Human Resource Committee (Ad Hoc)

P. Kleschick (Chair) explained we will engage with Total HR Solutions, LLC for expanded services, and an executive search.

Additionally, a new HR generalist provided by Total HR begins her assignment with Northwood the first week of December.

F. Strategic Planning Committee (Ad Hoc)

K. Dugan (Chair) explained the committee is scheduled to meet the first week of December to share preliminary phases of the plan (1,2 and 3) with the Finance Committee.

IV. Staff Reports

A. Interim CEO

Board reviewed the November 2021 Interim CEO Report previously submitted by K. Dugan and C. Carey.

Discussion:

- Possible position to support Federal Programs

B. Principal

Board reviewed the November 2021 Principal Report previously submitted by C. Carey.

Discussion:

- Diversity Committee trainings
- Covid Mitigation Plan (*due to board Dec 3rd*)
- Classroom Assistant Retention
- Benchmark Data
- High School Selection Data

C. Operations

Board reviewed the November 2021 COO Report previously submitted by K. Dugan.

Discussion:

- Safety Assessment and approval for Crossing Guard
- Centralized Database
- CBA's approved by Finance Committee

D. Special Education & Student Support

Board reviewed the November 2021 Special Education and Student Supports Report previously submitted by K. Crossett.

Discussion:

- Consultant Proposal Review
- Timeline for Internal Document Review

E.

Human Resources

Board reviewed the November 2021 Human Resource Report and supporting documents previously submitted by Total HR Solutions.

Discussion:

- COVID Vaccination PTO Days

V. New Business

A. Resolution 111721.004: Personnel (Key Performance Indicator)

M. Bly made a motion to accept the personnel changes, modifications and additions, as presented in the attached Key Performance Indicator (KPI).

K. Spraga seconded the motion.

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

B. Resolution 111721.005: 2021-22 Academic Calendar Modification

K. Maddox made a motion to approve the following modifications to the 2021-22 Academic Calendar: Wednesday, December 22nd - Half Day Thursday, December 23rd - Virtual Half Day.

M. Bly seconded the motion.

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

C. Resolution 111721.006 Certified Nursing Assistant Support

K. Spraga made a motion to approve engagement with a Nursing Agency to provide a Certified Nursing Assistant to support the school-based Health Center, at a cost not exceed \$60 hr.

T. Caldwell seconded the motion.

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

Roll Call

M. Bly Abstain

D. Kleschick Aye

K. Maddox Aye

D. Madison Absent

T. Caldwell Aye

K. Spraga Aye

D. Resolution 111721.007 Classroom Assistants (3rd Grade)

K. Spraga made a motion to approve the following grant funded positions, as presented. Classroom Assistants (3rd Grade).

K. Maddox seconded the motion.

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

E. Resolution 111721.008 Staff Winter Bonus

K. Spraga made a motion to approve the net worth Winter Bonus of \$200 per employee, not to exceed a total cost of \$20,000.

T. Caldwell seconded the motion.

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

F. Resolution 111721.009 Bus Duty Compensation Increase

D. Kleschick made a motion to approve the compensation increase for Bus Duty to \$30 hr.

K. Maddox seconded the motion.

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

G. Resolution 111721.010 Compliance Coordinator Compensation Increase

K. Spraga made a motion to approve the compensation increase for the Compliance Coordinator in an amount of \$3,500 to the base salary.

D. Kleschick seconded the motion.

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

H. Resolution 111721.011 Independent Contractor Consultation

K. Maddox made a motion to approve the engagement with three (3) Independent Contractors to provide consultation and document review support, at a cost not to exceed \$30,000 and; ratify the prior acts of the Executive Administration in furtherance of this resolution and; authorize the Board President and Interim Chief Executive Officer to execute any document and delegate any task necessary to effectuate this resolution.

K. Spraga seconded the motion.

Motion restated and approved to reflect updated cost not to exceed \$120,000.

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

I. Resolution 111721.012 Total HR Solutions Engagement Letter

K. Spraga made a motion to ratify the 36-month Engagement Letter with Total HR Solutions, LLC to provide Human Resource Consulting and full-time on-site Human Resource services beginning November 20, 2021 and ending November 19, 2024 and; ratify the prior acts of the Human Resource Committee and Executive Administration in furtherance of this resolution and; authorize the Board President and Interim Chief Executive Officer to execute any document and delegate any task necessary to effectuate this resolution and; authorize the Board President, Interim Chief Executive Officer and Business Manager to negotiate any terms, conditions and financial considerations of any document necessary to effectuate this resolution.

D. Kleschick seconded the motion.

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

J.

Resolution 111721.013 Total HR Solutions, LLC Executive Search Proposal and Agreement

K. Maddox made a motion to approve the Executive Search Proposal and Agreement, as presented by Total HR Solutions and; authorize the Interim Chief Executive Officer to execute any document and delegate any task necessary to effectuate this resolution and; authorize the Board President, Interim Chief Executive Officer and Business Manager to negotiate any terms, conditions and financial considerations of any document necessary to effectuate this resolution.

K. Spraga seconded the motion.

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

K. Resolution 111721.014 Total HR Solutions, LLC Consultation Proposal

K. Spraga made a motion to approve the 3 month Consultation Proposal presented by Total HR Solutions, LLC to provide additional Executive Level Human Resource Consulting at a cost not to exceed, \$9,000 per month and; authorize the Board President and Interim Chief Executive Officer to execute any document and delegate any task necessary to effectuate this resolution.

D. Kleschick seconded the motion.

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

L. Resolution 111721.015 McKenna Snyder, LLC Engagement Agreement

D. Kleschick made a motion to ratify the Engagement Agreement with McKenna Snyder, LLC to serve as General Counsel for legal services as outlined in the agreement; effective November 15, 2021 and; ratify the prior acts of Executive Administration in furtherance of this resolution and; authorize the Board President and Interim Chief Executive Officer to execute any document and delegate any task necessary to effectuate this resolution and; authorize the Board President, Interim Chief Executive Officer and Business Manager to negotiate any terms, conditions and financial considerations of any document necessary to effectuate this resolution.

K. Spraga seconded the motion.

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

VI. EXECUTIVE SESSION

A. Legal

P. Kleschick made a motion to enter EXECUTIVE Session.

M. Bly seconded the motion.

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

B. Public Safety Concern

C. Agency Information Gathering

M. Bly made a motion to enter OPEN session.
K. Spraga seconded the motion.
The board VOTED unanimously to approve the motion

VII. Closing Items

A. Adjourn Meeting

K. Spraga made a motion to adjourn the November 17, 2021 meeting of the Board of Trustees.
T. Caldwell 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 8:34 PM.

Respectfully Submitted,
M. Bly

NEXT BOARD MEETING: December 15, 2021 (5:30pm)