

APPROVED



# Northwood Academy Charter School

## Minutes

### Board of Trustees Monthly Meeting

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#### Date and Time

Wednesday May 18, 2022 at 5:30 PM

#### Location

Northwood Academy Charter School (Remote Meeting)

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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](mailto: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/81874992838>

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#### Trustees Present

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

**Trustees Absent**

D. Madison

**Trustees who arrived after the meeting opened**

K. Maddox

**Guests Present**

K. Crossett (remote), K. Dugan (remote), K. Henry (remote), T. Hunt (remote), T. Taylor (remote), Theodore Boler (remote)

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**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 May 18, 2022 at 5:46 PM.

**B. Record Attendance and Guests**

**C. Reading of Mission Statement**

P. Kleschick read the Mission Statement.

**D. Chairperson's Disclosure: Executive Session**

P. Kleschick, President, announced the Board of Trustees met in Executive Session on April 25, 2022 to discuss personnel matters.

**E. Resolution 051822.001: Approval of Agenda**

M. Bly made a motion to approve the May 18, 2022 Agenda.

K. Spraga seconded the motion.

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

**F. Resolution 051822.002: Approval April 20, 2022 Board Meeting Minutes**

M. Bly made a motion to approve the minutes from Board of Trustees Monthly Meeting on 04-20-22.

T. Caldwell seconded the motion.

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

**G. Resolution 051822.003: Appointment of Chief Executive Officer**

D. Kleschick made a motion to approve the appointment of Theodore Boler as Chief Executive Officer of Northwood Academy Charter School; and ratify the three-year employment agreement with Theodore Boler, CEO, beginning May 18, 2022 and ending June 30, 2025; and ratify the prior acts of the Board President in consultation with McKenna Snyder, General Counsel, Repice & Taylor, Business Manager and Total HR Solutions in furtherance of this resolution.

K. Spraga seconded the motion.

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

**Roll Call**

M. Bly Aye  
D. Madison Absent  
K. Maddox Absent  
D. Kleschick Aye  
T. Caldwell Aye  
K. Spraga Aye

**H. Community Comment**

No Community Comment

**II. Finance**

**A. Resolution 051822.004: Approval of Financials**

K. Spraga made a motion to approve the April 2022 Financial Report and all supporting documents submitted by the Business Manager, which shall be incorporated into the record of this meeting.

M. Bly seconded the motion.

Currently, there is an unfavorable variance due to lower anticipated enrollment. A strategy to address enrollment for SY2022-23 is being discussed during the June Board Meeting.

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

K. Maddox arrived at 5:51 PM.

**B. Resolution 051822.005: IRS Form 990 (FY2020-21)**

D. Kleschick made a motion to approve the IRS Form 990 for FY2020-21, as presented.

M. Bly seconded the motion.

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

**Roll Call**

D. Madison Absent  
K. Spraga Aye  
K. Maddox Aye  
T. Caldwell Aye  
D. Kleschick Aye  
M. Bly Aye

### III. Discussion

#### A. SY 2022/23 Budget - Version 3

The Board reviewed the SY 2022-23 Budget (version 3) documents presented.

Discussion:

- Net Income - \$1,236,687
- Debt Service Ratio - 2.96 to 1, which meets the requirement of 1.20 to 1.

#### B. SY 2022/23 Budget - Version 3A

The Board reviewed the SY 2022-23 Budget (version 3A) documents presented.

Discussion:

- Net Income - \$1,085,614
  - Includes increased expense of \$151,073 for Salaries, FICA, Retirement
- Debt Service Ratio - 2.72 to 1, which meets the requirement of 1.20 to 1.

### IV. Committee Reports

#### A. Academic Excellence Committee

K. Maddox (Chair) stated the next committee meeting is scheduled for May 25th at 6:00pm. Committee will receive end of year assessment reports.

#### B. Governance Committee

T. Caldwell (Chair) explained, one candidate has declined an invitation to join the board because of other commitments and the second candidate, Amanda Hennie, has accepted the invitation with the intent of joining in August. Additionally, there is a need for an additional parent representative on the board and T. Caldwell will consult with K. Dugan to recruit. The plan moving forward is to have both candidates start in August.

#### C. Human Resource Committee (Ad Hoc)

P. Kleschick (Chair) stated the next committee meeting is scheduled for June 1st at 6:00pm. The committee will address new positions and the Compensation Market Study.

### V. Staff Reports

#### A. Interim CEO / COO

The Board reviewed the May 2022 Interim CEO and COO Reports previously submitted by K. Dugan. No further discussion.

#### B.

### **Interim Principal**

The Board reviewed the May 2022 Interim Principal Report previously submitted by K. Henry. No further discussion.

### **C. Special Education & Student Support**

The Board reviewed the May 2022 Special Education and Student Supports Report previously submitted by K. Crossett. No further discussion

### **D. Human Resources**

The Board reviewed the May 2022 Human Resource Report and supporting documents previously submitted by Total HR Solutions. No further discussion.

## **VI. New Business**

### **A. Resolution 051822.006: Personnel (Key Performance Indicator)**

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

K. Maddox seconded the motion.

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

### **B. Resolution 051822.007: CEO Salary FY21-22**

D. Kleschick made a motion to approve the CEO Salary for FY21-22 from May 18, 2022 to June 30, 2022, and accepts all supporting documents as presented.

K. Spraga seconded the motion.

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

### **C. Resolution 051822.008: Resignation of Interim Principal/Asst. Principal**

D. Kleschick made a motion to accept the resignation of Kathryn Henry, Interim Principal/Asst. Principal effective June 10, 2022.

K. Spraga seconded the motion.

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

### **D. Resolution 051822.009: Appointment of Michael Bly, Trustee**

D. Kleschick made a motion to reappoint Michael Bly as a Trustee, who shall serve a one-year term, beginning June 1, 2022 and ending May 31, 2023.

T. Caldwell seconded the motion.

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

### **Roll Call**

D. Madison Absent

D. Kleschick Aye

T. Caldwell Aye

**Roll Call**

M. Bly Abstain  
K. Spraga Aye  
K. Maddox Aye

**VII. Executive Session**

**A. Legal**

D. Kleschick made a motion to enter EXECUTIVE session.

M. Bly seconded the motion.

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

M. Bly made a motion to enter OPEN session.

D. Kleschick seconded the motion.

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

**VIII. Closing Items**

**A. Adjourn Meeting**

K. Spraga made a motion to adjourn the meeting.

K. Maddox 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 7:03 PM.

Respectfully Submitted,  
M. Bly

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**NEXT BOARD MEETING:** June 15, 2022 at 5:30pm (Remote Meeting)