APPROVED

Novus SMART Academy (K-8)

Minutes

September 2026 Board Meeting

Date and Time
Saturday September 26, 2026 at 9:00 AM

Location
Frazier Law Office
5258 Murfreesboro Road
La Vergne, Tennessee 37086

Public Virtual Link : https://us06web.zoom.us/j/87062860772?pwd=NFGbW0MAcPwLOgbMoOORvYG0ssNKwZ.1&jst=2

Directors Present
Brian Bradshaw, Christian Hill, Daniel Kadeba, Dexter Peterson, Loni Vazquez-Hall

Directors Absent
Charles Frazier, LaTarsha White, Patricia Pryor

Ex Officio Members Present
Dominique Tross (remote), Jeremy Sager

I. Opening Items

A. **Roll Call & Establishment of Quorum**

B. **Call the Meeting to Order**

Daniel Kadeba called a meeting of the board of directors of Novus SMART Academy (K-8) to order on Saturday Sep 26, 2026 at 9:22 AM.

C. Approval of September 2026 Board Meeting Agenda

D. Approval of Minutes from the August 2026 Board Meeting

II. Founder & Executive Director Report

A. Enrollment and Recruitment Updates

4 Goals:

Dr Sager talks about the goal. 80% by Aug
85% by Oct 31st
Lagging indicator, as we go to Aug 28, we have to maintain 95%

We have reengage with Meroposal, consulting group helping with enrollment.
Putting together metrics for 2 Zip codes, Laverne and Smyrna,
Bi-weekly meetings in place.

Staffing:

Hiring goal, by June 15, 2027, should have filled 80% of our entire positions.
Staff Commitment: 80% of staff who are invited return have signed their
Lagging Indicator : 80% retention rate
Jobs descriptions are being pushed out soon
Conference for charter school center, Jeremy and Tross attended

Academic Performance:
-Student Growth: Score above 60th Percentile
-**Reengagement with Mariposa Consulting Group**
Facilities:
-CGF , Facility and signed lease by March 2027
Pretty close. State fire marshall report came back
Traffic Study.
Those 2 will dictacte

Meeting with Hope Financial Credit Union on Oct 8th

Grants:
We received BES Scholarship covers the entire follow on support - $45K
We did not received the start up Grants for ~$50k

4 Goals:

CSGF Seed Goals
80% of budgeted enrollment by April 30, 2027 (136 scholars)
Kindergarten: 58
1st Grade: 39
2nd Grade: 39
85% of budgeted enrollment by October 31, 2027 (144 scholars)
Kindergarten: 62
1st Grade: 41
2nd Grade: 41
Lagging Indicator: 95% of scholars remain enrolled in August 2028.

Staffing and Talent Updates

1. **CSGF Seed Goals**
    1. **Hiring Goal: Hire 80% of open positions by June 15, 2027.**
    2. **Staff Commitment Goal: 80% of staff invited to return have signed agreements for Year 2 by April 1 of the applicable renewal year.**
    3. **Lagging Indicator: Achieve 85% fall-to-fall staff retention.**

    Academic Performance & Instructional Updates
2. **CSGF Seed Goals**
    1. **Student Growth Goal: Novus will score at or above the 60th percentile for conditional growth on mid-year and end-of-year NWEA MAP Growth or another nationally normed assessment.**
        1. **Simply put: We want Novus scholars to demonstrate stronger academic growth than typical students with similar starting achievement levels.**
        2. **A 60th percentile conditional growth result means the school's growth performance is higher than approximately 60% of comparable growth outcomes.**
    2. **Student Achievement Goal: Novus will meet or exceed the national average on NWEA MAP Growth or another nationally normed assessment.**
        1. **Simply put: We want our scholars, on average, to perform at least as well as students nationally in the subjects assessed.**
        2. **Over time, this supports Novus' broader goal of ensuring scholars remain on track for college and career readiness.**
    3. **The easiest way to distinguish the two goals:**
        1. **Growth = How much are our scholars learning?**
        2. **Achievement = Where are our scholars performing compared with students nationally?**

3. **Together, the goals mean Novus is accountable for both accelerating student learning and helping scholars reach strong levels of academic achievement.**

Facilities & Finance Updates

3. **CSGF Seed Goals**
    1. **Secure an affordable facility and sign a lease by March 1, 2027.**
    2. **Maintain a minimum of 60 days of cash on hand to ensure sufficient liquidity to meet operating expenses and support long-term financial sustainability.**

B. Staffing and Talent Updates

C. Academic Performance & Instructional Updates

Met on 9/19
Focus on Academic Model, Leadership Structure, and Staffing approach.
ReqS for Founding Dean of School Culture, and Founding Dean of Academic
Outreach to Colleges and Universities
Determine a Founding Parent
Working for a line by line budget true up. Hire our own employees vs Teach Start.(~$75k savings)

D. Facilities & Finance Updates

9/2
Start Up Grants - Not awarded but follow on ~$45k
Banking Access/ International
New Board Member approval. Need quorum

The school-based leadership team has established a regular cadence of meetings with Ben Crowe and Wendy Butler at Vertex Education, Novus SMART Academy's back-office financial services partner.

Budget assumptions and projections;

1. **Cash flow and account balances;**
2. **Personnel and benefits costs;**
3. **Vendor and contractual expenses;**
4. **Outstanding and anticipated payments;**
5. **Facility-related expenditures; and**
6. **Other financial considerations associated with the pre-opening year.**

Budget True-Up

1. **On Friday, September 25, 2026, the school-based leadership team will spend dedicated time with Ben Crowe and Wendy Butler of Vertex Education to true-up the budget using the most accurate and current figures available.**

Board Candidate Recommendation: Tachi Lynch

1. The Finance & Development Committee recommends Tachi Lynch for appointment to the Novus SMART Academy Board of Directors.

Priorities for the Next Reporting Period: The Finance & Development Committee and school leadership will prioritize the following work before the next reporting period:

1. Complete the budget true-up with Vertex Education and incorporate the most accurate personnel, benefits, vendor, programmatic, and facilities assumptions.
2. Continue strengthening financial systems and internal controls, including banking access, purchasing processes, approval structures, and financial reporting.
3. Refine facility-related budget projections as lease terms, required improvements, and other occupancy costs become clearer.
4. Monitor Novus's overall financial position, including cash, outstanding obligations, projected expenditures, grant funding, and budget-to-actual performance.
5. Advance the $50,000 annual Board fundraising goal and establish clear tracking and accountability for individual $4,000 give/get commitments.
6. Launch the Board cultivation exercise, with each Board member identifying approximately 10 prospective funders, donors, corporate partners, philanthropic contacts, or strategic relationships from within their networks.
7. Develop a coordinated cultivation strategy for Board-generated prospects, including identifying appropriate Board introductions and determining when prospects are ready for engagement, partnership conversations, or solicitation.
8. Determine next steps regarding Dun & Bradstreet based on organizational need, anticipated value, and cost.
9. Transition Finance & Development Committee leadership following Chris Hill's October 1st departure and, subject to Board approval, establish Daniel Kadeba as Committee Chair.
10. Continue building Finance and Development capacity through Board recruitment, onboarding, committee assignments, and clarification of the long-term committee structure.

To ensure continuity following Chris Hill's departure, it is proposed that Daniel Kadeba, Board Treasurer, be appointed Chair of the Finance & Development Committee effective October 10, 2026.

Meeting with Securing Grants . Launch 27

E. Grants Updates

F. Required Board Trainings

III. Governance Committee Report

A. Board Member Recruitment and Selection

The Governance Committee convened on 9/15 to review key governance and organizational matters in preparation for the September 2026 Board of Directors meeting. The Committee's work focused on Board recruitment, governance policies and procedures, the Executive Director's conflict-of-interest disclosure, facilities progress, Board member orientation, the Employee Handbook, and ongoing governance priorities as Novus SMART Academy prepares for its August 2027 opening.

The Committee reaffirmed the Board's priority areas for recruitment, including:

- **Academic Excellence:** One (1) additional member, preferably a Founding Parent with experience in student recruitment, enrollment, education, or charter school advocacy.
- **Finance:** Two (2) additional members with strong financial expertise.
- **Development:** Three (3) additional members, including individuals with fundraising, community engagement, and/or public charter school funding experience.
- **Governance:** One (1) additional member to strengthen governance capacity. Complete board training: 4 Videos

Conflict of Interest Review
Dr. Jeremy Sager initially discussed a potential conflict-of-interest concern with Board Chair Charles Frazier on September 14, 2026, followed by written communication to the Board Officers of Novus SMART Academy on September 15, 2026.

Board of Directors Orientation and Onboarding

- The Committee reviewed the **Board of Directors Orientation Checklist** and discussed strengthening the onboarding experience for incoming Board members:

B. Conflict of Interest Review

C. Board of Directors Orientation and Onboarding

D. Recommendation to the Board

E. Employee Handbook Review

F. Governance Policies and Compliance

G. Governance Priorities for the Planning Year

H. <Critical Reminder> Required Board Trainings

IV. Other Business

A. Board Member Resignation Updates

B. Board Candidates Updates

C. Review of Board of Directors Annual Calendar

D. Ongoing Review of Bylaws

Bylaws review and discussion has been tabled until more members are present

V. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 10:41 AM.

Respectfully Submitted,
Daniel Kadeba