

JULY 18, 2022
 9:00 AM – 12:00 PM

LAW OFFICE OF CRAIG W. TURNER
 618 SE 17TH ST, OCALA, FL 34471

MEETING FACILITATOR	Leo Pacheco, Chairman of the Board	
ATTENDEES	Kelly Thompson Nneka Nwakoby Susan Kile Don Schroeder Debbie Hart Teecy Matthews	Co-Chair Secretary Treasurer Director Director Executive Director
NOT IN ATTENDANCE		
GUESTS	Karen Moats CCA, Inc., Executive Secretary Elizabeth Brown, Principal OCHS Sierra Sipple, Marketing Coordinator	

OPENING	
Verification of Quorum	
<p>Mr. Leo Pacheco verified that a Quorum of the Board was present. Guests include the incoming Principal for OCHS Ms. Elizabeth Brown. Executive Secretary for CCA, Inc. and Sierra Sipple, Marketing Coordinator for CCA, Inc. who will be working closely with Mrs. Matthews and Mr. Pacheco on marketing and community outreach. Mr. Posth, Principal of OCMS was unable to be present at the Board Meeting.</p>	
Call to Order	
Mr. Leo Pacheco called the meeting to order at 9:11 AM	
Agenda Review and Approval	
<p>The Agenda was reviewed. A motion to approve and accept the Agenda was made by Mrs. Thompson and seconded by Mrs. Hart. The motion was approved by majority vote.</p>	
Minutes Review and Approval	
<p>The Minutes of the April 22, 2022 Board Meeting were reviewed. A motion to accept and approve the Minutes of the 04/22/2022 was made by Mrs. Hart and seconded by Mrs. Nwakoby. The motion was approved by majority vote.</p>	
STANDING BUSINESS	
Treasurer’s Report	
<p>Mrs. Kile reported a gross revenue of \$1,700,000. She then reviewed the profit and loss statement for June and stated that we had hit our number for the year at \$210,000 in profit, which was \$93,000 more than</p>	

originally expected for this year according to the five-year plan made last year. Given that the profit margin was higher than expected she extrapolated this to mean that there has been some reduction in costs. The bank balance at the end of May was \$155,602.41.

Mrs Matthews stated that she was making a deliberate decision to keep finances separate based on the recommendation of Mrs. Kile, our CPA, and Accountant. Therefore CCA, Inc. will have its own bank account. OCHS will have a separate bank account. OCMS will continue to have a separate bank account.

Financial SOP

Mrs.Kile raised some concerns about the existing financial SOP and clarifying for any new and current administrators what limitation exist regarding their abilities to disburse funds and enter into agreements and contracts. Mrs. Matthews explained that given the current structure and the potential of adding only one additional school at this time, expenditures and contracts will continue to be administered strictly through CCA, inc. and not individual leaders at the respective institutions. Mrs. Matthews indicated that for now and the immediate future, she and Mrs. Moats will handle finance for OCMS and OCHS according your our existing Financial SOP, with the ongoing oversight of the Governing Board. However, they and Mrs. Kile as the Finance Committee members will work on reviewing and revising the Financial SOP. Mrs. Kile further indicated that all Principals and others in positions of authority sign a document indicating that they are not permitted to enter contracts or makes expenditures per the terms of the By-laws and the SOP.

Mission and Vision

Mr. Pacheco indicated that while he was comfortable with the CCA, Inc.'s values, he invited Mrs. Brown as well as the rest of the Board to join in reviewing and re-working the mission and vision as he felt that it was neither crisp nor evocative enough to give a good understanding of what we are really trying to accomplish with this organization. The goal being to simplify it to an extent that any member of the public or potential funders understand what the values are and how it ties in with the mission and vision.

501 (c)(3)

Mr. Pacheco confirmed with Mrs. Moats that the official name changes of the entities from *Ocali Charter Middle School* to *Clear Choice Academies, Inc.* have in fact been completed. And that the documents will be uploaded to the CCA, Inc. internal drive for reference and the website, once we receive a confirmation letter from the IRS verifying the change.

Annual Review of By-laws

Regarding the bylaws adopted in January of 2021, Mr. Pacheco had several items that he felt needed to be revisited.

Under the advisement of our attorney, it was recommended that we modify the section of the bylaws requiring board members to serve four-year terms. The new revision would allow board members to renew their terms of service in perpetuity. The reason being that in such a small community limiting terms of service might create significant difficulties in finding people who are willing and able to serve on the board of the organization, which has already been proven true.

On page 3, paragraph 2 - section referring to board members "will also be required to complete a criminal background check and undergo a drug screening and fingerprinting through Marion public schools within 30 days of a board position", will be changed to state that "*fingerprinting, criminal background checks, and drug screenings will take place through the appropriate school district or an independent third party.*"

Regarding the section of the bylaws referring to Annual Meetings currently states “prior written notice shall be given not less than seven days of the time place and purposes of the meeting”. Mr. Pacheco suggested that the language be amended to reflect “public” notice versus “written” notice and to reduce the time of notice to 24 hours prior to the meeting, as permitted by Florida Sunshine Laws.

Mr. Pacheco moved to make the above two changes to the by-laws. The motion was seconded by Mrs. Hart. The motion passed by majority approval.

Executive Director’s Report OCMS

The current audit will take place beginning the first day of school this year. The auditor will not be available until then. But, Mrs. Matthews expects that everything is in order and the audit will be completed without any issues.

School received a grade of “C” for the 5th year in a row. 60% of 7th graders passed the Civics EOC. All but 3 students passed the Algebra EOC. By contrast, 28% of those same 7th graders were proficient in ELA.

Human Resources

Mrs. Moats has been working on implementing Bamboo HR (our internal HR platform) and will have everyone onboarded.

As to staffing there are currently seven openings at the middle school. There are two openings at the high school. It is useful for tracking everybody’s time each day as well as their PTO and benefits.

Mr. Pacheco also indicated that previously the employees had not participated in any employee benefit plans due to prohibitive costs, especially in light of the fact that the cost would be calculated based on total number of employees rather than total number of employees participating in the plan.

Mr. Pacheco is in communication with a broker working on a Co-Op type model in order to get better rates for employees. He is working on getting a quote for medical, dental, and life insurance. That should run in the \$400 per person range per enrolled employee. Should that pan out, CCA could conceivably be able to offer employee benefits beginning this next school year.

Mr. Pacheco reiterated that it was important that the board and staff be able to engage with each other. He suggested an annual event, to be determined, where the Staff and Board can have face-to-face interactions in a relaxed setting.

Board Matters

Mr. Pacheco also indicated to the board his intentions to have the Board revisit several policies in the near future; specifically, FMLA policy which is under the purview of HR, the Parent and Family Engagement policy, as well as the Code of Conduct to name a few. Mr. Pacheco also informed the Board that the Conflict of Interest policy document had been signed by all board members. Mr. Pacheco requested that at the next board meeting, board members come back with revisions, reviews, suggestions, and/or additions to the existing policies. As well as suggesting any additional policy documents that might be necessary.

Mr Pacheco also discussed forming committees to facilitate different portions of activities related to the organization and the schools. For example the facilities committee that has been looking into finding a location that will house both the middle and high school . He also discussed forming a fund-raising

committee. And the board brainstormed and batted around ideas of how to engage in fund raising efforts that involve the community and also get the word out about our schools and what we can offer while hopefully bringing in needed money to support the schools, such as the Community Partnership Program which was implemented previously.

Mr. Pacheco will be working with Ms. Sipple to prepare marketing materials and the financial portfolio prepared by Mrs. Kile and Mrs. Matthews to produce a sort of booklet to be used in fundraising. Mrs. Brown will be tweeting directly to reach the community. Mrs. Matthews is keeping the Facebook pages for OCMS and OCHS active and engaging. The idea of an annual fundraising/friend-raising event was discussed and Mrs. Matthews will look at the budget to determine what amount could be allocated to fundraising. Ms. Sipple organized a movie night fundraiser for the beginning of the school year, hopefully, the first of many.

NEW BUSINESS

Building Update

The facilities we had previously looked at on the ARC are no longer viable due to district rules regarding restroom facilities, means of ingress and egress, etc. that apply to any buildings that have not previously been in use for K-12 academic services. The old Winn-Dixie is also no longer viable due to cost and the effort and cost to make the property usable as a school. Portables while an outside option are also unlikely to work. Both the cost and the time required to make them usable would not allow incoming high schools students to start on time.

Mr. Pacheco is currently in the process of reaching out to multiple entities such as churches with classroom space, the Marion County school district regarding any unused and available classroom space, as well as any other locations where there might be space that can be made ready for use by OCHS. The Board discussed and considered other options for possible locations to house the high school temporarily.

Mr. Pacheco informed the board of a new location on N. Magnolia Ave. with adequate parking and a large building on site that would be sufficient for both schools and CCA's administrative offices. It is a large building with two wings that would work for the schools with a middle section that could be used for CCA Admin Offices and bridge the two schools. The building is already equipped with full security system (including cameras), full sprinkler and fire suppression units. The roof is new and the owners have stated that they are replacing the air conditioners and internal electrical systems that were vandalized and stripped of their copper wiring. The building is for sale at \$4,400,000 which is high. But the owners have also indicated that they are amenable to a long-term lease. There is a zoning issue, property is currently zoned B-4 which would not work for a public school. However, the street directly across is zoned institutional and it is possible that the city will allow for rezoning to allow us be able to use the school for a public school. The request for rezoning will have to be made by the owners of the property.

Budget Revisions

OCMS Budget

The majority of the budget, approximately \$900,000, is dedicated to basic instruction. That includes our teachers' salaries, textbooks, software, etc. for the middle school. Mrs. Matthews and Mrs. Kile stated the school is focusing its money where it needs to be in alignment with our mission and vision by ensuring teachers and staff are happy and content, which directly impacts student success.

Another significant portion of the budget is earmarked for the administrative staff. Mrs. Moats has transitioned into the Executive Secretary for CCA, Inc. and will continue to serve as the Bookkeeper, as well.

The receptionist, Mrs. Rossman, is transitioning to become the Secretary to the OCMS Principal. She will also be the IPC - record keeper for our students. Portions of Mrs. Matthews' and Mrs. Moats' salaries are also included in the OCMS budget, as well. Rent is budgeted at \$170,000. An additional \$20,000 is budgeted for new computer purchases.

A Guidance Counselor will be hired who will be shared by OCMS and OCHS.

Mr. Pacheco then made a motion to accept and approve the 2022-2023 school year budget for OCMS. Mrs Thompson seconded and the motion was passed with majority approval

CSP Grant Update

The CSP grant interview went very well. Feedback was mostly positive, and Mr. Pacheco was optimistic that the outcome will be in our favor. Now awaiting news as to whether we will advance to stage 2 of the application process. Grant amount could be upwards of \$300,000. The money has some specific limitations, but can generally be used for school needs, except procuring the building itself.

CONCLUSION

Mr. Pacheco motioned that the meeting be adjourned, and Mrs. Thompson seconded the motion.

Meeting was adjourned at 12:11pm

Next meeting August 26, 2022 at the Law Offices of Craig W. Turner

Board Secretary Certificate

I hereby certify that the foregoing Meeting Minutes were adopted by a majority vote of a quorum of the Governing Board of Directors at a duly noticed meeting held on February 3, 2023.



Board Secretary Signature

2/3/2022

Date

Nneka Nwakoby

Print Name