

The Paideia Academies, Inc.

Corporate Board Meeting held at Via Zoom.

Public attended through YouTube Livestream.

Called to order at 5:03 PM on 10/26/2020

Minutes

Verified Quorum Via Zoom Meeting-

Present- Dr. Winsor, Mrs. Mendonca, Ms. Garrison, Dr. Tietgen, Dr. Hess, Mr. Landreth, Mrs. Leach, Mrs. Schmaltz, Mr. Dunn

Guest- Joel Brice, Ophelia McNeil, and Joronda Montano

I. Approve Previous Meeting Minutes from Oct. 12, 2020.

Mrs. Schmaltz made motion to accept minutes as written with proposed amendment of last sentence.

Second made by Mrs. Mendonca.

Vote:

Dr. Winsor-yes
Mrs. Mendonca- yes
Ms. Garrison- yes
Dr. Hess- yes
Dr. Tietgen- yes
Mr. Landreth- yes
Mrs. Schmaltz- yes
Mrs. Leach- yes

Motion passes by majority vote. Minutes adopted with amendments.
(Mr. Dunn joined meeting after minutes approval.)

II. Corporate Officer's Report

- a. Dr. Winsor reviewed the ADHS website current information. Website still recommends the hybrid educational delivery model. Dr. Winsor also reviewed the Johns Hopkins Data as of 10/25/2020. It shows Arizona percent positivity data as rising 9.3%. Paideia zip code 85042 showing 2048 cases and still in the red.
- b. Ms. Garrison reviewed the Quarter Two Checklist which outlines expectations for teachers in the second quarter. It schedules out instruction (live instruction in the AM), specials, and asynchronous learning in the afternoon. Teacher office hours and interventions will be scheduled in the afternoons. Teachers and scholars will be monitored in GoGuardian and must be logged in throughout the entire day. ELL, SPED and interventions are being serviced

as needed. There was a curriculum pick up last Friday and Saturday for families to come pick up text books, materials, manipulatives, etc. to help enhance the home learning experience.

III. Annual Meeting Board Business

a. Nomination and possible election of new board members-

- i. Dr. Winsor nominated Ms. Ophelia McNiell for board membership. She is a grandmother of a Paideia scholar and actively participates in Paideia activities.

Open Discussion

Motion: Mrs. Schmaltz made a motion to approve Ms. Ophelia McNiell as a new member of the board.

Second made by Ms. Garrison.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mrs. Schmaltz- yes

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes by majority vote.

- ii. Dr. Winsor nominated Joronda Montano to board membership. Mrs. Montano was an original governing board member from 2011 to 2014 and has been active with Paideia since the very beginning planning stages. She strongly believes in the Whole Child model. She lives in the South Mountain community and wants to bring something back to the families of her community.

Open Discussion

Motion: Mrs. Schmaltz made a motion to approve Ms. Joronda Montano as a new member of the board.

Second made by Dr. Hess.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mrs. Schmaltz- yes

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes by majority vote.

b. Election of board officers

Bylaws Titles have been updated for Chairperson and Executive Director.

i. Chairperson

Mrs. Leach nominated Dr. Tietgen.

Second made my Mr. Dunn.

Dr. Tietgen expressed appreciation for time as President this year, but explained his support of Dr. Hess. He believes it is time for fresh leadership. He fully supports Dr. Hess's nomination.

Dr. Winsor nominated Dr. Hess.

Dr. Hess explained been working diligently on Paideia improvement projects. He is dedicated to the growth and success of Paideia Academies and bringing community projects to Paideia.

Nomination Second made by Dr. Tietgen

Vote:

Dr. Winsor-Hess

Mrs. Mendonca- Hess

Ms. Garrison- Tietgen

Dr. Hess- Tietgen

Dr. Tietgen- Hess

Mr. Landreth- Hess

Mrs. Schmaltz- Hess

Mr. Dunn- Hess

Mrs. Leach- Hess

Majority votes for Dr. Hess to be the Chairperson of the board.

ii. Executive Director

Nomination: Ms. Garrison nominated Dr. Winsor to retain position.

Second by Mrs. Mendonca.

Open Discussion

Motion made by Dr. Hess for Dr. Winsor to retain position as Executive Director.

Second by Mr. Landreth.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mrs. Schmaltz- yes

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes by majority vote. Dr. Winsor will retain the position as Executive Director.

iii. Treasurer

Dr. Tietgen nominated Mrs. Schmaltz

Mrs. Schmaltz declined nomination.

Dr. Winsor nominated Mr. Landreth as treasurer.

Second made by Mrs. Schmaltz.

Open Discussion

Dr. Winsor made motion to vote Mr. Landreth as the Paideia treasurer.

Second by Mrs. Schmaltz.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mrs. Schmaltz- yes

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes by majority vote.

iv. Secretary

Dr. Winsor nominated Mrs. Schmaltz to be secretary.

Second by Mrs. Leach

Open Discussion

Dr. Winsor made motion for Mrs. Schmaltz to be secretary.

Second by Dr. Hess.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mrs. Schmaltz- abstained

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes with majority vote.

IV. Budget and Finance and AFR Approval

a. Mr. Brice reviewed the AFR report FY 2020 State of Arizona Charter School Annual Financial Report. An error on page six needs to be correct for ELL program revenue. On page two of ten it will also show corrected ELL revenue after correction is made on page six. Dr. Tietgen asked about displaying PPP data and asked if that has to be accounted for on the report. Mr. Brice explained it is part of the aggregate number, but doesn't need to be its own category. Dr. Hess,

asked Mr. Brice to explain the changes in percentages on page two of ten. Mr. Brice explained it is from changing the categories of some salary employees and adding the principal current principal's salary. Dr. Tietgen also explained there was a decrease in expected expenditure due to not having to fill as many positions.

Motion: Dr. Winsor moved to approve the AFR 2020 with the revision to move the ELL funding under 1072 to 1071.

Second by Mrs. Leach.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Mrs. Schmaltz- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes by majority vote.

V. Annual Corporate Board Training

Topics Reviewed Included:

Defined what is an Arizona Charter School and Arizona District School.

The structure of The Paideia Academies, Inc. as reflected in governing documents.

LEA vs. School Site

Legal and Fiduciary obligations of directors of the board

Delegation of Authority explains how we enter into contractual obligations and spend money.

Fiduciary Duties- Good Faith, Due Care, Loyalty,

Financial Performance of 2019- Paideia is all in the green meeting all standards of the Arizona Charter Boards expectations.

Operational Performance Dashboard- Only one area we didn't meet.

Academic Performance- Does not Meet due to special education didn't perform as well on AZmerit as surrounding schools. Paideia is ranked as a B school.

Open Meeting Law- Download and Keep the "Open Meeting Law Handbook." All members should be knowledgeable at all times of Open Meeting Laws and abide by all laws. Not following Open Meeting Laws can cause severe consequences to the board and its members personally.

Agendas- Must list specific matters to be discussed, considered or decided on at the meeting.

Information Reports

When requesting that something gets placed on the agenda it needs to have just the facts, no opinions or reasoning.

Agenda must be "Conspicuously" posted more than 24 hours before meeting, not counting weekends and/or holiday (currently Paideia posts on website and at school site.)

Must use caution with Electronic Communication between board members.

Public Participation and Open Call to the Public Guidelines

Executive Sessions

Meeting Minutes

VI. Classroom Site Fund

Dr. Winsor explained the Classroom Site Fund Bonus for FY 2021 school year. Only change from last year is removing leadership roll category and adding interventionists. It will be monitored by weekly fidelity checks. Money allocated this year is less than last year.

Motion: Mrs. Leach made a motion to approve the Classroom Site Fund plan for FY 2021 as written.

Second made by Mrs. Schmaltz.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes

Ms. Garrison- yes

Mrs. Schmaltz- yes

Dr. Hess- yes

Dr. Tietgen- yes

Mr. Landreth- yes

Mr. Dunn- yes

Mrs. Leach- yes

Motion passes by majority vote.

VII. Paideia Revision of Organizational Chart

Dr. Tietgen reviewed the Organizational Chart Post Reorganization- It gives a visual of what the reorganization would look like. (Additional details to support chart organization and duties are explained in the actual governing documents. Dr. Winsor explained this is all setting up for future adaptations to the Board of Directors (School Governing Board) in later years.

Mrs. Schmaltz moved to approve the restructuring organizational chart with the amendment of exchanging the chairperson and secretary positions on the chart.

Second by Ms. Garrison.

Vote:

Dr. Winsor-yes

Mrs. Mendonca- yes
Ms. Garrison- yes
Mrs. Schmaltz- yes
Dr. Hess- yes
Dr. Tietgen- yes
Mr. Landreth- yes
Mr. Dunn- yes
Mrs. Leach- yes
Motion passes by majority vote.

III. Adjournment

Next meeting – November 30, 2020 5:00 Via Zoom

Motion made by Dr. Winsor to adjourn meeting.

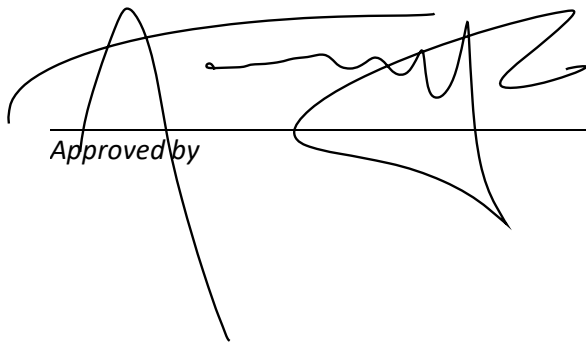
Second by Mrs. Schmaltz.

Vote:

Dr. Winsor-yes
Mrs. Mendonca- yes
Ms. Garrison- yes
Mrs. Schmaltz- yes
Dr. Hess- yes
Dr. Tietgen- yes
Mr. Landreth- yes
Mr. Dunn- yes
Mrs. Leach- yes
Motion passes by majority vote.

Motion passes by majority vote

Meeting ended 7:30 PM.

A large, stylized handwritten signature in black ink, written over a horizontal line. The signature is cursive and appears to be the name of the person approving the document.

Approved by

12/7/20

Date