

The Paideia Academies, Inc.

Corporate Board Meeting held at Via Zoom.

Public attended through YouTube Livestream.

Called to order at 5:02 pm on 01/11/2021

Minutes (Recorded comments available. Next to each agenda item is the time that items begins in the recording on the Paideia [Youtube Channel](#) [Paideia Board Meetings Playlist](#))

Verified Quorum Via Zoom Meeting – 0:00:00

Members Present all virtual:

Dr. Hess – Chair
Dr. Winsor – Executive Director
Mrs. Schmaltz – Secretary
Mrs. Mendonca – Member
Ms. Garrison – Member
Dr. Tietgen – Member
Mr. Dunn – Member
Mrs. McNeill – Member
Mr. Landreth – Treasurer

Absent:

Mrs. Montano – Member
Mrs. Leach – Member Resigned from Paideia Corporate Board via email to Dr. Winsor on January 11, 2021. Let the record reflect that Mrs. Leach has been part of Paideia as a curriculum director and board member from its inception in 2012. Through her expertise in curriculum and instruction and coaching of the teachers that we received a great start to Paideia. She has been a professional colleague, valued and trusted counselor and dearest friend.

Guest- none

I. Approve Previous Meeting Minutes from Dec. 7, 2020 – 02:48

MOTION – Mr. Landreth made the motion: Move to approve the Paideia Corporate Board meeting minutes from December, 7 2020 as written.

Second made by Ms. Garrison.

Motion passes unanimously:

(Yes: Dr. Hess, Dr. Winsor, Mrs. Schmaltz, Mrs. Mendonca, Ms. Garrison, Dr. Tietgen, Mr. Dunn, Mrs. McNeill, Mr. Landreth)

II. Corporate Officer's Report – 05:00

- a. Paideia Liberal Arts Academy
- b. Enrollment update
- c. Financial Review
- d. COVID-19 data update and impact on instruction
 - i. None of the points have been met
 - ii. Phase 1B vaccinations started today, one teacher has been vaccinated.
 - iii. A few other staff and teachers are scheduled.

III. Discussion and Possible Action of Instructional Delivery Model – 19:00

MOTION – Mr. Landreth made the motion: Move to continue in online/distance learning mode on a meeting-by-meeting basis as informed by COVID-19 updates.

Second made by Mrs. Schmaltz

Motion passes unanimously: (Dr. Hess, Dr. Winsor, Mrs. Schmaltz, Mrs. Mendonca, Ms. Garrison, Dr. Tietgen, Mr. Dunn, Mrs. McNeill, Mr. Landreth all voting aye).

IV. Vote: Hiring a contractor to start Phase 1 of the Paideia outdoor redesign project – 21:10

The board reviewed and discussed the resolutions as presented below. Dr. Tietgen moved to approve the resolutions as presented; Mrs. Mendonca seconded. Motion carried unanimously (Dr. Hess, Dr. Winsor, Mrs. Schmaltz, Mrs. Mendonca, Ms. Garrison, Dr. Tietgen, Mr. Dunn, Mrs. McNeill, Mr. Landreth all voting aye).

WHEREAS, The Paideia Academies’ Delegation of Authority Policy requires, among other things, board approval as well as the signature of both the Chairperson and the Executive Director for any budgeted financial obligation of \$100,000 or more;

WHEREAS, for various reasons discussed by the board, it is in The Paideia Academies’ best interest to redesign the school’s outdoor areas to include the Terrace and Baseline buildings (the “Project”);

WHEREAS, the Project was contemplated in the school’s budget as adopted by the board adopted FY2020 and, over the last 18 or so months, school leadership has been analyzing the school’s needs with respect to the Project and has received quotes from multiple service providers capable of completing the Project; and

WHEREAS, given the quotes received for the Project, the Project will require board approval because it will cost more than \$100,000.

THEREFORE, IT IS RESOLVED, that, subject to an initial phase I Project cost of \$300,000, Brian Winsor, as Executive Director of The Paideia Academies, is hereby authorized, empowered, and directed to negotiate and execute a contract with service provider(s) to design, build, and otherwise complete phase I of the Project, for and on behalf of the Corporation and in accordance with the policies of The Paideia Academies.

FURTHER RESOLVED, that the above identified officer of the Corporation, subject to the limitations in the foregoing resolutions, is hereby authorized, directed, and empowered, for and on behalf of the Corporation, to execute and deliver such documents and instruments, and to take any actions such officer deems necessary or appropriate to carry out the purposes of the foregoing resolutions, including but not limited to applying for and securing necessary governmental approvals related to the Project.

V. Vote: Upgrading WiFi infrastructure in Paideia buildings - 40:25

The board reviewed and discussed the resolutions as presented below. Dr. Tietgen moved to approve the resolutions as presented; Mr. Landreth seconded. Motion carried unanimously Dr.

Hess, Dr. Winsor, Mrs. Schmaltz, Ms. Garrison, Dr. Tietgen, Mr. Dunn, Mrs. McNeill, Mr. Landreth all voting aye.

WHEREAS, The Paideia Academies' Delegation of Authority Policy requires, among other things, board approval as well as the signature of both the Chairperson and the Executive Director for any unbudgeted financial obligation of \$25,000 or more;

WHEREAS, for various reasons discussed by the board, it is in The Paideia Academies' best interest to upgrade the school's WiFi infrastructure (the "Project");

WHEREAS, the Project was not contemplated in the school's budget as adopted by the board adopted FY 2021 and, over the last 9 or so months, school leadership has been analyzing the school's needs with respect to technology WiFi connectivity the Project and has received quotes from multiple service providers capable of completing the Project; and

WHEREAS, given the quotes received for the Project, the Project will require board approval because it will cost more than \$25,000 and requires contract commitment of more than 12 months.

THEREFORE, IT IS RESOLVED, that, subject to a total Project cost of \$40,000, Brian Winsor, as Executive Director of The Paideia Academies, is hereby authorized, empowered, and directed to negotiate and execute a contract with a service provider to design, build, and otherwise complete the Project, for and on behalf of the Corporation and in accordance with the policies of The Paideia Academies.

FURTHER RESOLVED, that the above identified officer of the Corporation, subject to the limitations in the foregoing resolutions, is hereby authorized, directed, and empowered, for and on behalf of the Corporation, to execute and deliver such documents and instruments, and to take any actions such officer deems necessary or appropriate to carry out the purposes of the foregoing resolutions, including but not limited to applying for and securing necessary governmental approvals related to the Project.

VI. Discussion: Executive Compensation Package Discussion – 47:19

VII. Adjournment – **MOTION** – Mrs. Schmaltz made the motion: Move to adjourn. – 52:29

Second made by Mrs. Mendonca

Motion passes unanimously:

(Yes: Dr. Hess, Dr. Winsor, Mrs. Schmaltz, Mrs. Mendonca, Ms. Garrison, Dr. Tietgen, Mr. Dunn, Mrs. McNeill, Mr. Landreth all voting aye)

Meeting adjourned at 5:54pm

Approved by

Date