

TRECA Digital Academy

REGULAR MEETING MINUTES

August 9, 2018 @ 9:00 a.m.
Board Room, META Solutions Building

Board of Directors present for the meeting:

Jim Craycraft (President)
Fran Voll (Vice President)
Ray Funk
Kate Fisher
Jeremy Dunn

Board of Directors absent for the meeting:

N/A

Meeting Participants

Adam Clark – Executive Director of TRECA Digital Academy
Jessica Wake – Treasurer of TRECA Digital Academy
Amy Goodson – TRECA Digital Academy Legal Counsel
Chuck Speelman – Sponsor Representative
Ted McKinnis – Sponsor Representative
Brian DeSantis – Sponsor Legal Counsel
Steve Tugend – META Solutions Representative
Cathy Perkins – META Solutions Representative
Shawn Busken – Auditor of State
Mark Altier – Auditor of State

Agenda & other items of concern

- A. **“RESOLVED, that the Board of Directors approves the minutes from the July 11, 2018 regular meeting as submitted.”**

Fran Voll moved to approve item 18.08.6A, Kate Fisher seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk
Nays: None

Jim Craycraft declared the motion approved.

Executive Session

Ray Funk moved to enter executive session for the purpose of:

- ___1. In accordance with ORC 121.22G1 – The appointment, employment, dismissal, discipline, promotion, demotion or compensation of a public employee or official, or the investigation of charges or complaints against a

- public employee, official, licensee, or regulated individual.
- ___2. In accordance with ORC 121.22G2 – The purchase of property for public purposes, or for the sale of property at competitive bidding.
 - _X_3. In accordance with ORC 121.22G3 - Conferences with an attorney for the public body concerning disputes involving the public body that are the subject of pending or imminent court action;
 - ___4. In accordance with ORC121.22G4– Preparing for, conducting, or reviewing negotiations or bargaining sessions with public employees concerning their compensation.
 - ___5. In accordance with ORC 121.22G5 – Matters required to be kept confidential by federal law or regulations or state statues.
 - ___6. In accordance with ORC 121.22G6 – Details relative to the security arrangements and emergency response protocols for a public body or a public office.

Fran Voll seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

The Board entered into executive session at 9:04am.

Jim Craycraft declared the meeting back in regular session at 10:57am.

- B. “WHEREAS, the Board of Directors of TRECA Digital Academy (“TDA”) has been working with its former operator Metropolitan Education Technology Association (“META”) to collect META’s appropriate contribution toward TDA’s 2016 & 2017 FTE repayment obligations; and**

WHEREAS, the Board of Directors of TDA has, upon written assurance by the Auditor of State’s office that the proposed Settlement is acceptable to the AOS and will not result in an unresolved Finding for Recovery against TDA or any TDA board member, official, or employee, nor will result in any other finding, note, or comment on TDA’s audits; and

WHEREAS, the Board of Directors of TDA has determined that entering into said Settlement Agreement is in the best interest of TDA;

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of TDA hereby approves, subject to Sponsor approval, of the Settlement Agreement as in a form recommended by legal counsel and authorizes its Board President to sign on behalf of the School said Settlement Agreement and corresponding Promissory Note.”

Agenda Item 2018.08.6B was tabled while additional language and terms could be reached with META Solutions.

Fiscal Officer Report and Recommendations

- A. “RESOLVED, that the Board of Directors approve the attached Fiscal Officer report as submitted.”**

Fran Voll moved to approve item 18.08.7A, Ray Funk seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk
Nays: None

Jim Craycraft declared the motion approved.

B. "RESOLVED, that the Board of Directors authorize the establishment of the following funds for TRECA Digital Academy, effective June 1, 2018.

- **599 for Student Support and Academic Enrichment**
- **551 for Title III"**

Kate Fisher moved to approve item 18.08.7B, Jeremy Dunn seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk
Nays: None

Jim Craycraft declared the motion approved.

Executive Director's Report and Recommendations

A. "RESOLVED, that the Board of Directors approves the submitted list of seniors for graduation, subject to their meeting all school and state requirements."

Fran Voll moved to approve item 18.08.8A. Kate Fisher seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk
Nays: None

Jim Craycraft declared the motion approved.

B. "RESOLVED, that at the recommendation of the Executive Director, the Board of Directors approve the following personnel action items.

- **Promotion of Shelby Hunter to the position of Student Pathways Coordinator, effective August 2, 2018.**
- **Promotion of Mandy Pichiotino to the position of Senior Advisor, effective August 2, 2018.**
- **Transfer of Erin Wilgohs to the position of Advisor, effective August 2, 2018.**
- **Hire of Amanda Matney to the position of School Counselor, effective August 2, 2018.**
- **Hire of Trisha Eidt to the position of School Counselor, effective August 2, 2018.**
- **Hire of Anthony Rivello to the position of School Counselor, effective August 2, 2018.**
- **Hire of Tyler Haines to the position of Warehouse Specialist, effective August 8, 2018.**
- **Hire of Lori Mesaros to the position of Instructional Coach, effective August 8, 2018.**
- **Resignation of Christopher Blose from the position of School**

Counselor, effective July 19, 2018.

- **Resignation of Lindsey Lewis from the position of Intervention Specialist, effective August 7, 2018.**
- **Resignation of Maci Payne from the position of Intervention Specialist, effective August 2, 2018.**
- **Cash in-lieu of insurance for fiscal year 2018 for Joy Torres for waiver of insurance benefits.**
- **Stipend for teachers participating in the Why Try professional development workshop over Summer 2018. "**

Ray Funk moved to approve item 18.07.8B, Kate Fisher seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

C. "RESOLVED, that the Board of Directors approves the purchases submitted at the recommendation of the Executive Director

- **GovConnection (Printers & Scanners) - \$9,920**
- **VectraTek - \$13,580**
- **GovConnection (Computers) - \$19,388.75**
- **Wisetrack - \$5,297"**

Fran Voll moved to approve item 18.08.8C. Jeremy Dunn seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

D. "RESOLVED, that at the recommendation of the Executive Director, the Board of Directors approves the attached instructional service agreements for the 2018-2019 school year between TRECA Digital Academy and the following:

- **Allen East Local Schools**
- **Canal Winchester Local Schools**
- **Eastland Fairfield Career & Technical Schools"**

Fran Voll moved to approve item 18.08.8D. Jeremy Dunn seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

E. "RESOLVED, that at the recommendation of the Executive Director, the Board of Directors approves the attached related service agreements for the 2018-2019 school year.

- **E-Therapy**

- **K-12 Therapy**
- **Ellingsen & Associates”**

Kate Fisher moved to approve item 18.08.8E. Jeremy Dunn seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

F. “RESOLVED, that at the recommendation of the Executive Director, the Board of Directors approves the agreement with Rea & Associates for services pertaining to Medicaid cost reporting.”

Jim Craycraft moved to approve item 18.08.8F. Jeremy Dunn seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

G. Discussion Items

- Marion Office Location – Executive Director, Adam Clark, addressed the board in regards to potential locations for the headquarters in Marion. META Solutions continues to seek a buyer for the current building, with space leased through June 30, 2019. Depending on the potential buyer of the building, the current space leased by TDA may or may not be available past the current lease. As a result Mr. Clark has had a group of staff exploring another location within Marion. The group has engaged with the building owner (at 107 North Main St Marion, Ohio) to discuss the cost of remodel, to meet the needs of TDA.
- Leadership Marion! Program – Mr. Clark shared that an invitation was extended for TDA to participate in the Leadership Marion! Program. Board members shared their support of his participation as a positive way to engage with the community.
- Employee Salary/Compensation Notices – Mr. Clark and treasurer, Jessica Wake, shared the notices that went out to all employees regarding their salary and total benefits for fiscal year 2019.
- FY17 Post Audit – Mr. Clark and Mrs. Wake shared that, with the close of the FY17 audit, the board had the opportunity to request a post audit. Board members expressed interest in having one in September or October.

Executive Session

Fran Voll moved to enter executive session for the purpose of:

- _X_1. In accordance with ORC 121.22G1 – The appointment, employment, dismissal, discipline, promotion, demotion or compensation of a public employee or official, or the investigation of charges or complaints against a public employee, official, licensee, or regulated individual.

- ___2. In accordance with ORC 121.22G2 – The purchase of property for public purposes, or for the sale of property at competitive bidding.
- ___3. In accordance with ORC 121.22G3 - Conferences with an attorney for the public body concerning disputes involving the public body that are the subject of pending or imminent court action;
- ___4. In accordance with ORC121.22G4– Preparing for, conducting, or reviewing negotiations or bargaining sessions with public employees concerning their compensation.
- ___5. In accordance with ORC 121.22G5 – Matters required to be kept confidential by federal law or regulations or state statutes.
- ___6. In accordance with ORC 121.22G6 – Details relative to the security arrangements and emergency response protocols for a public body or a public office.

Kate Fisher seconded the motion

Ayes: Fran Voll, Kate Fisher, Jeremy Dunn, Jim Craycraft, Ray Funk

Nays: None

The Board entered into executive session at 11:43am.

Kate Fisher and Jeremy Dunn left the meeting at 11:50am and did not return.

Jim Craycraft declared the meeting back in regular session at 12:18am.

- H. “RESOLVED, that the Board of Directors approve a \$1,000 increase to the salaries of Adam Clark (Executive Director) and Jessica Wake (Treasurer), effective August 8, 2018.”**

Jim Craycraft moved to approve item 18.08.8H. Jeremy Dunn seconded the motion

Ayes: Fran Voll, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

The Board of Directors returned to the tabled item 2018.08.6B, the META Solutions Settlement.

- B. “WHEREAS, the Board of Directors of TRECA Digital Academy (“TDA”) has been working with its former operator Metropolitan Education Technology Association (“META”) to collect META’s appropriate contribution toward TDA’s 2016 & 2017 FTE repayment obligations; and**

WHEREAS, the Board of Directors of TDA has, upon written assurance by the Auditor of State’s office that the proposed Settlement is acceptable to the AOS and will not result in an unresolved Finding for Recovery against TDA or any TDA board member, official, or employee, nor will result in any other finding, note, or comment on TDA’s audits; and

WHEREAS, the Board of Directors of TDA has determined that entering into said Settlement Agreement is in the best interest of TDA;

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of TDA hereby approves, subject to Sponsor approval, of the Settlement Agreement as in a form recommended by legal counsel and authorizes its Board President to sign on behalf of the School said Settlement Agreement and corresponding Promissory Note."

Fran Voll moved to approve item 18.08.6B, Ray Funk seconded the motion

Ayes: Fran Voll, Jim Craycraft, Ray Funk

Nays: None

Jim Craycraft declared the motion approved.

Adjourn

Ray Funk moved to adjourn the regular meeting.

Fran Voll seconded the motion.

Motion declared and meeting adjourned 12:24 p.m.

The next Regular meeting of the TRECA Digital Academy Board of Directors will be September 12th at 9:00 a.m. at the META Solutions building TRECA board room.