



APPROVED 08/24/2017

**North Carolina Connections Academy
MINUTES OF THE BOARD OF DIRECTORS ANNUAL MEETING
Thursday, June 22, 2017 at 9:00 a.m.**

**Held at the following location and via teleconference:
2700 Meridian Parkway, Suite 300
Durham, NC 27713**

I. Call to Order

Dr. Setser called the meeting to order at 9:02 a.m. when all participants were present and able to hear each other. The meeting location was open for the public to attend.

II. Roll Call

Board Members Present: Bridget Phifer and Joyce Loveless (in person); Bryan Setser and Donna Sullivan (via phone);

Board Members Joined During Meeting: Eric Strother and Catherine Edmonds;

Board Members Absent: Kristin Cuilla;

Guests Present: Nathan Currie, School leader; Christina Robinson, School staff (in person); David Hostetler, Board Counsel; David Schmidt, Vality Consulting; Melissa Nelson, Shawn Soltz, Jay W. Ragley, Heather Woodward and Laura Coleman, Connections staff (all via phone).

III. Public Comment

There were no comments at this time.

IV. Routine Business

a. Approval of Agenda

Dr. Setser asked the Board to review the Agenda distributed prior to the meeting. At the request of the Board (V) Closed Session and (VI) Approval of Action(s) Necessary Based on Closed Session were moved to follow (X) Information Items on the Agenda. There being no further changes noted, a motion was made by Dr. Setser and seconded by Ms. Phifer as follows:

RESOLVED, that the Agenda for the June 22, 2017 Annual Meeting of the Board of Directors of the North Carolina Connections Academy, as amended, is hereby approved.

The motion passed unanimously.

V. CLOSED SESSION

- a. § 143-318.11(a)(3) – To consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged
- b. § 143-618.11(a)(6) – To consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee

This item was discussed later in the meeting.

VI. Approval of Action(s) Necessary Based on Closed Session

- a. Approval of School Leader Compensation for the 2017-2018 School Year

This item was discussed later in the meeting.

[Ms. Edmonds joined at 9:03 a.m.]

VII. Oral Reports

- a. School Leader's Report
 - i. End of Year Activities Update

Mr. Currie provided the Board with an update on end of year activities for students and staff.

[Mr. Soltz joined at 9:04 a.m.]

[Ms. Nelson left at 9:04 a.m.]

- ii. State Testing Update

Mr. Currie provided the Board with an update on the recent state testing preparations by school staff members and participation rates. Mr. Currie advised the Board that all state testing data received thus far was just preliminary.

- iii. Enrollment and Staffing Update

Mr. Currie provided the Board with the most up-to-date enrollment numbers, including those who have applied and are currently in the enrollment process. He further provided the Board with an update on changes to staff composition for the school year based on enrollment.

Results of the Parent Satisfaction Survey

Mr. Currie reviewed the results of the Parent Satisfaction Survey, included in the Board materials, in detail with the Board. He noted that a third party independent vendor conducted the survey. A copy of the results of the survey was sent to the school Board's President directly from the third party vendor.

b. Financial Report

Mr. Soltz reviewed the financial report included in the Board Meeting materials. He reviewed the changes in the financials and forecasted expenses from the previous month's statements, state testing expenses and other specific expenses.

i. Financial Dashboard Review

Mr. Soltz reviewed the Financial Dashboard as included in the Board meeting materials.

ii. Monthly Cash Flow

Mr. Soltz reviewed the Monthly Cash Flow as included in the Board meeting materials.

VIII. Consent Items

Dr. Setser asked the Board members whether there were any Consent Items that they wished to have moved to Action Items for discussion, or tabled. The Board requested to table Consent Item (f) Approval of Revised Budget for the 2016-2017 School Year as the Board is still working on the Budget and Revised Budget. There being no further changes noted, a motion was made by Dr. Sullivan and seconded by Dr. Strother as follows:

RESOLVED, the Consent Items:

- a. Approval of Minutes from the May 25, 2017 Board Meeting;
- b. Approval of Special Meeting Minutes from the June 19, 2017 Board Meeting;
- c. Approval of Staffing Report;
- d. Approval of Board Meeting Schedule for the 2017-2018 School Year; and
- e. Approval of Revision(s) to the NCCA Board Policy Manual:
 - i. State Specific Handbook: Enrollment Updates; are hereby approved.

The motion passed unanimously.

IX. Action Items

a. Approval of Connections Academy of North Carolina, LLC Invoices for May and June

Dr. Strother reviewed in detail the Connections Academy of North Carolina, LLC invoices for the months of May and June as drawn from the financial report in the Board materials and recommended it for approval. He asked the Board members whether they had any questions on the invoices or if any items required further explanation. There being no further discussion, a motion was made by Dr. Setser and seconded by Ms. Loveless as follows:

RESOLVED, that the Connections Academy of North Carolina, LLC invoices for the months of May, in the amount of \$882,572.82 and June, in the amount of \$1,365,811.46, as presented, is hereby approved.

The motion passed unanimously.

b. Approval of Directors

Ms. Coleman advised the Board that two (2) Board members' terms were up for renewal at this meeting, Donna Sullivan and Catherine Edmonds. Following confirmation that they wished to continue on the Board, discussion was held on the renewal of their terms. There being no further discussion, a motion was made by Dr. Setser and seconded by Ms. Phifer as follows:

RESOLVED, that the appointments of Donna Sullivan and Catherine Edmonds to the North Carolina Connections Academy Board of Directors as Class 1 Directors for a term of three (3) years to the 2020 Annual meeting, as discussed, is hereby approved.

The motion passed unanimously.

c. Approval of Officers for the 2017-2018 School Year

Ms. Coleman presented this item to the Board. She reviewed with the Board each Officer position as set out in the Board-adopted Bylaws, and advised the Board that all positions would be for a term until the Annual Meeting 2018. Nominations were opened for each position. Following the closure of nominations, and there being no further discussion, a motion was made by Dr. Setser and seconded by Ms. Loveless as follows:

RESOLVED, that the appointment of:

Bryan Setser, Board President*;
Eric Strother, Board Treasurer; and
Donna Sullivan, Board Secretary, as discussed, is hereby approved.

The motion was approved unanimously.

(*Please note that Dr. Setser expressed his intent to resign later in the meeting and the Board appointed a new Interim Board Chair.)

X. Information Items

a. State Relations Update

Mr. Ragley reviewed the State Relations report included in the Board meeting materials on recent legislative activities which may impact the school. The Board requested a campaign plan from State Relations with the goal of increasing local funding.

b. Results of the Parent Satisfaction Survey

This item was discussed earlier in the meeting within the School Leader's report.

Alternative Pathways Academy

[Ms. Robinson joined the meeting at 9:33 a.m.]

Mr. Currie introduced Ms. Robinson to review the proposed Alternative Pathways Academy. Ms. Robinson reviewed the number of students enrolled in summer school for credit recovery and the benefits to creating an Alternative Pathways Academy to further support credit deficient students. Ms. Robinson advised that the Board will receive implementation plans, goals and related budget expenses at a future meeting for consideration. The Board thanked Ms. Robinson and Mr. Currie for being proactive and noted there are many budget priorities for consideration.

CLOSED SESSION

- a. § 143-318.11(a)(3) – To consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged
- b. § 143-618.11(a)(6) – To consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee

The Board entered into Closed Session at 9:45 a.m., upon a motion being made by Dr. Sullivan, seconded by Ms. Phifer and confirmed via roll call vote of all Board members present, pursuant to North Carolina General § 143-318.11(a)(3) to consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged and pursuant to N.C.G.S. §143.618.11(a)(6), to consider the qualifications, competence, performance, character, fitness, conditions of appointment, or conditions of initial employment of an individual public officer or employee or prospective public officer or employee. Board members in attendance to begin the session were: Bryan Setser, Eric Strother, Donna Sullivan, Bridget Phifer and Joyce Loveless. Guests invited by the Board to attend were: David Hostetler, David Schmidt and Nathan Currie. All others left the meeting at this time.

The Board ended Closed Session and entered into open session at 12:05 p.m. upon a motion being made by Dr. Sullivan, seconded by Ms. Phifer and confirmed via roll call vote of all Board members present. No action was taken during Closed Session.

Approval of Action(s) Necessary Based on Closed Session

- a. Approval of School Leader Compensation for the 2017-2018 School Year

This item was tabled.

Approval of Officers for the 2017-2018 School Year

The Board discussed Mr. Setser's desire to resign from the Board. The Board members discussed the best candidate(s) to act as Interim Board President and nominated Ms. Joyce Loveless. Ms. Loveless confirmed her desire to serve in this capacity. There being no further discussion, a motion was made by Dr. Sullivan and seconded by Ms. Phifer as follows:

RESOLVED, that the appointment of:

Joyce Loveless, Interim Board President, as discussed, is hereby approved.

The motion was approved unanimously.

XI. Adjournment

With no further business to discuss, the meeting was adjourned at 12:22 p.m. upon a motion made by Ms. Phifer, seconded by Ms. Loveless and carried unanimously by all Board members present. The Board expressed a desire to hold an Emergency Meeting on Friday, June 23, 2017 at 9:00 a.m. for the purposes of accepting Dr. Setser's resignation and establishing an Executive Subcommittee.