

**MINUTES OF MEETING OF BOARD OF DIRECTORS
OF
NORTHSTAR ACADEMIES, INC.
October 22, 2024**

A meeting of the Governing Board of NorthStar Academies, Inc. was held on Tuesday, October 22nd, 2024, at 4:30 PM. This meeting was held at Chambers High School- 698 Homestead, Fl. 33030.

The following Governing Board Members appeared virtually *via* Zoom: Chairperson, Ms. Beth Adelman; Board Secretary and Treasurer, Mr. Ira Paul; Mr. Robert Holland; and Mr. Martin Burkett. Mr. Douglas Shelton.

The following guests also appeared *via* Zoom: Thom Jackson, Pres. & CEO, EdisonLearning; Dr. Eunice Casey, Vice President of Operations, EdisonLearning; Dr. Sharard Walker, Vice President of Strategic Growth and Development, NorthStar Academies; Mendi Riggins, Procurement & School Compliance Manager , EdisonLearning; Susan DeAngelo, Talent Acquisition Specialist, EdisonLearning; Jeff Wood, Tripp Scott, LLP; Dr. Tony Arza; Arza and Associates; Dr. Theola Moore, Principal, Chambers High School; Dr. Dwayne Stewart, Principal, Palm Beach Preparatory Charter Academy; Kerry-Ann Brammer, Principal, Andrews High School; Charmayne Joseph, Principal, Sandra Marie Curtis High School; Alexandra Plaza, Principal, Main Street High School; Alejandro Madrigal, Principal, CG Bethel High School; Michelle Schmitt, Vice President of Finance and Treasurer, EdisonLearning; and Debra Bella, Osceola School District.

The meeting was called to order at 4:31 p.m. The meeting was chaired by the Board Chairperson, Ms. Beth Adelman. Ms. Mendi Riggins recorded the Minutes and conducted a roll call. Following the role call, a quorum was present.

There were no requests for public comment.

On a motion by Mr. Holland and seconded by Mr. Paul, the Board unanimously agreed to approve the September Board Meeting Minutes as presented.

On a motion by Mr. Paul and seconded by Mr. Holland, the Board unanimously agreed to ratify the following actions performed by the Board Chairwoman, prior to the Board meeting.

Andrews High School

- American Rescue Plan Act, Elementary and Secondary School Emergency Relief Fund and CFDA

CG Bethel High School

- Restriction/Disclosure of Employment Relatives

Chambers High School

- Restriction/Disclosure of Employment Relatives
- Charter School Attestation Form Regarding Employee Contracts
- Performance Goals Framework Form

Palm Beach Preparatory Charter Academy Middle School

- ACH Form

Palm Beach Preparatory Charter Academy

- Engagement Letter

On motion from Mr. Holland and a second from Mr. Paul, the Board approved for NSA to begin the Cognia System Accreditation, strategic initiatives provided by Dr. Walker.

Dr. Arza presented the Board with the legislative update. No vote was required.

On motion from Mr. Holland and a second from Mr. Paul, the Board approved the Hurricane Make-up dates provided by Dr. Casey.

Thomas Sternburg, Board Counsel briefly discussed how different Charter sponsors are individually reviewing By Laws of each organization for renewal or approval of Board Members. He also recommending an annual meeting in April to vote for new terms of offices for board members. Chairwoman Adelman, requested putting together a committee with Mr. Stergburg, Dr. Walker, a Board Member and Edison Learning/NorthStar Academies leadership team member to be apart of the review committee. As board counsel Mr. Sternburg will represent the board and advise the committee.

Ms. Schmitt provided the Board with a review of the financial reports and updates for the following NorthStar Academies:

1. Andrews High School
2. CG Bethel High School
3. Chambers High School
4. Main Street High School
5. Palm Beach Preparatory Charter Academy
6. Palm Beach Preparatory Charter Academy Middle School
7. Sandra Marie Curtis High School

A complete copy of the financial reports for each school was included in the Board packet distributed for the Board's review prior to the meeting. On a motion by Mr. Holland and seconded by Mr. Burkett, the Board unanimously agreed to approve each of the financial reports as presented for each of the above schools.

On motion from Mr. Holland and a second from Mr. Paul, the Board approved the audit report as presented by the office of finance.

1. Andrews High School
2. CG Bethel High School
3. Chambers High School
4. Main Street High School
5. Sandra Marie Curtis High School

Ms. Schmit advised the Board on the final PBPCA Budget. Moreover, during the Board’s regularly scheduled meeting held on October 18, 2021, the Board unanimously agreed to collect administrative fees from each of its operated schools to ensure that there are sufficient funds to cover its administrative services and potential liabilities associated with its financial guarantees with respect to its operated schools. During the Board’s regularly scheduled meeting on June 18, 2024, the Board acknowledged an outstanding promissory note to EdisonLearning in the amount of \$687,972.24, which included interest and principal through the date of the meeting.

The Board also unanimously voted to assess Palm Beach Preparatory Charter Academy an administrative fee, which the Board would use to satisfy in full its obligations under the promissory note. The amended FY2024 budget for the school accurately reflects this transaction.

On motion from Mr. Holland and a second from Mr. Paul, the Board approved the amended FY24 budget, which recorded the assessment and payment of the above-stated administrative fees.

On a motion from Mr. Holland and seconded by Mr. Paul, the board approved the bank ACH form, and authorized signers to be Board Secretary Ira Paul and Vice President, Finance and Treasury, Michelle Schmit and for the Office of Finance to establish and open PBPCA Middle School credit card. The Board unasinously agreed to approve the motion.

The Board authorized VP of Finance and Board Secretary to be the bank contact for all NSA schools. On a motion by Mr. Holland, and seconded by Mr. Barkett, the Board unanimously agreed to authorize Michelle Schmit and Ira Paul as bank contact for all NSA schools.

Ms. DeAngelo provided the Board with the personnel report. On a motion by Mr. Holland and seconded by Mr. Paul, the Board unanimously agreed to accept the Human Resources Report as presented regarding the employment vacancies throughout the NorthStar Academies.

With no further discussions, the meeting was adjourned at 6:11p.m. on a motion by Mr. Holland and seconded by Mr. Paul.

By: *Beth Adelman*
Beth Adelman (Nov 23, 2024 10:44 EST)
Title: Governing Board Chairwoman