



**NORTHWEST OHIO  
CLASSICAL ACADEMY**

**Board of Trustees Meeting Minutes  
June 15, 2022  
Northwest Ohio Classical Academy  
Held on-site**

In attendance: Ben Buckenmeyer, Ann Currie, Matt Dietrich, Eleanor Kemp, Steven Koralewski, Robert Pruger, Lee Strang, Anna Woycik (left at 8:25pm), Scott Henry (via Zoom), Apryl Morin, CSS Representative Frank Stoy

**I. Call to Order** – Board President Lee Strang called the meeting to order at 6:04pm. He welcomed Mr. Scott Henry to his first Board meeting as NOCA’s Headmaster.

**II. Agenda / Introductions**

**III. Monthly Financial Updates**

Stephanie Ataya reviewed the May financial reports and fielded questions from Robert Pruger. Ann Currie moved that the May financial reports were reviewed and received. Robert Pruger seconded the motion. Discussion ensued. All approved and motion passed.

**2022-136 RESOLUTION THAT FINANCIAL STATEMENTS WERE RECEIVED**

**WHEREAS**, the Board of Trustees has reviewed the financial update for the School for May 2022 as provided by its fiscal officer, Stephanie Ataya of Marcum; and

**BE IT RESOLVED**, that the Board has received the financial reports as presented.

**IV. Charter School Specialist Report** – Sponsor Representative Frank Stoy reviewed the June Sponsor Connection, reported that NOCA’s April financials had no issues, and fielded questions from the Board.

**V. NOCA Board**

1. The May 18, 2022 Board meeting minutes stand approved.

**2022-137 RESOLUTION TO APPROVE BOARD MEETING MINUTES**

**RESOLVED**, that the Board of Trustees read and approves the May 18, 2022 Board meeting minutes.

2. Steve Koralewski reviewed the PTO update he previously sent.

3. NOCA Athletic Boosters Update – Ben Buckenmeyer reported that the recreational sports program is thriving. The NOCA soccer field has been approved by the Northwest Ohio Youth Soccer League, and NOCA is now accepted into that league. The Program Development Committee within the Boosters has planned High School sports for Fall 2022. NOCA has a clear roadmap to join the Ohio High School Athletic Association (OHSAA) and Toledo Area Athletic Conference (TAAC).

4. Anna Woycik previously sent the Board Treasurer report.

5. Items to Approve

Robert Pruger moved to approve the Comprehensive Plan as part of the application to the Sponsor to add 11<sup>th</sup> grade in 2022-2023 and 12<sup>th</sup> grade in 2023-2024. Steve Koralewski seconded the motion. All approved and motion passed.

**2022-138 RESOLUTION TO APPROVE COMPREHENSIVE PLAN**

**WHEREAS**, the School is currently operating;



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**WHEREAS**, pursuant to O.R.C. 3314.03(B), the School shall submit to the Sponsor a comprehensive plan for the school;

**THEREFORE**, the Board of Trustees approves the attached comprehensive plan, which includes the following:

- 1) The process by which the governing authority of the school will be selected in the future;
- 2) The management and administration of the school;
- 3) The School was not a currently existing public school or an educational service center building when it opened;
- 4) The instructional program and educational philosophy of the school; and
- 5) Internal financial controls.

Matt Dietrich moved to ratify the employee contracts as presented. Robert Pruger seconded the motion. Discussion ensued. All approved and motion passed.

**2022-139      RESOLUTION TO RATIFY EMPLOYEE CONTRACTS**

**WHEREAS**, the Board of Trustees has an approved community school contract including an educational model and organizational structure to meet the instructional and operational needs of the school; and

**BE IT RESOLVED**, that the Board authorizes the 2022-2023 personnel contracts for Mr. Catalin Bogdan Berindean to teach Music and Mr. Tyler Bock to teach Lower School as presented on June 15, 2022.

**BE IT FURTHER RESOLVED**, that the Board of Trustees authorizes the Board President to sign the contract on behalf of the Board of Trustees.

Robert Pruger moved to accept the rescission of employee contracts as presented. Eleanor Kemp seconded the motion. Discussion ensued. All approved and motion passed.

**2022-140      RESOLUTION TO ACCEPT RESCISSION OF EMPLOYEE CONTRACTS**

**RESOLVED**, that the Board of Trustees accepts the rescission of employee contracts for Mrs. Lisa Kuhl (Upper School Teacher), Mr. Joseph McFaddin (Lower School Teacher), and Mrs. Natalia Grinberg (Lower School Teacher) as of June 15, 2022.

Robert Pruger moved to ratify a one-time PEX card increase as presented. Ben Buckenmeyer seconded the motion. All approved and motion passed.

**2022-141      RESOLUTION TO RATIFY ONE-TIME INCREASE ON PEX CARD FOR JUNE 2022**

**RESOLVED**, that the Board of Trustees ratifies a one-time increase of \$20,000 on the PEX debit card for June 2022 for curriculum and school furniture purchases as presented.

Eleanor Kemp moved to approve Mr. Scott Henry as an additional PEX card user. Robert Pruger seconded the motion. All approved and motion passed.

**2022-142      RESOLUTION TO ADD NEW CARDHOLDER TO PEX DEBIT CARD**

**RESOLVED**, that the Board of Trustees authorizes Scott Henry, NOCA Headmaster, to be an additional cardholder of the PEX debit card, effective June 15, 2022.



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Robert Pruger moved to ratify the renewal of risk management insurance as presented. Matt Dietrich seconded the motion. Discussion ensued. All approved and motion passed.

**2022-143 RESOLUTION TO RATIFY RENEWAL OF RISK MANAGEMENT INSURANCE**

**BE IT RESOLVED**, that the Board of Trustees ratifies the renewal of the risk management insurance policies through O'Neill Insurance for the following premiums opposite the respective policies effective July 1, 2022 to July 1, 2023.

Property/General Liability/Crime	\$15,157
Automobile	\$665
Educators Legal Liability	\$5,789
Excess Liability	\$4,904
Student Accident	\$905
Cyber Liability	\$3,660

Robert Pruger moved to approve the employee stipends and bonuses as presented. Steve Koralewski seconded the motion. All approved and motion passed.

**2022-144 RESOLUTION TO APPROVE EMPLOYEE STIPENDS AND BONSUSES**

**RESOLVED**, that the Board of Trustees approves the following one-time payroll stipends and bonuses to be paid out on June 30, 2022 for additional services provided.

Scott Henry (consultant services Mar-May 2022)	\$3,000
Apryl Morin (bonus for grant work)	\$10,000
Phill Schwenk (separation agreement)	\$10,000
Gabriela Demland for cleaning services at \$15/hour for up to 25 hours per pay period from June 6-17, 2022	

Robert Pruger moved to renew Ann Currie's Board member term. Eleanor Kemp seconded the motion. Discussion ensued. All approved except Ann Currie, who abstained. Motion passed.

**2022-145 RESOLUTION TO APPROVE RENEWAL OF BOARD MEMBER TERM**

**RESOLVED**, the Board of Trustees approves the renewal of the 3-year term for Board Member Ann Currie, effective July 1, 2022 through June 30, 2025.

Lee Strang moved to renew Eleanor Kemp's Board member term. Steve Koralewski seconded the motion. Discussion ensued. All approved except Eleanor Kemp, who abstained. Motion passed.

**2022-146 RESOLUTION TO APPROVE RENEWAL OF BOARD MEMBER TERM**

**RESOLVED**, the Board of Trustees approves the renewal of the 3-year term for Board Member Eleanor Kemp, effective July 1, 2022 through June 30, 2025.

Lee Strang moved to renew Matt Dietrich's Board member term. Steve Koralewski seconded the motion. Discussion ensued. All approved except Matt Dietrich, who abstained. Motion passed.

**2022-147 RESOLUTION TO APPROVE RENEWAL OF BOARD MEMBER TERM**



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**RESOLVED**, the Board of Trustees approves the renewal of the 3-year term for Board Member Matt Dietrich, effective July 1, 2022 through June 30, 2025.

6. Committee and Other Reports:

A. Leadership Transition Committee

Ann Currie moved to enter executive session to discuss the subject matters as follows: appointment, employment and compensation of an employee as well as matters required to be kept confidential by federal or state laws or rules. Lee Strang seconded the motion. A roll call vote was taken and all approved. Ben Buckenmeyer – yes; Ann Currie – yes; Matt Dietrich – yes; Eleanor Kemp – yes; Steven Koralewski – yes; Robert Pruger – yes; Lee Strang – yes; Anna Woycik – yes. Executive Session started at 6:46pm.

2022-148 **RESOLUTION TO ADJOURN INTO EXECUTIVE SESSION**

**RESOLVED**, that the Board of Trustees approves to adjourn into executive session on June 15, 2022 at 6:46pm to discuss the subject matters as follows: appointment, employment and compensation of an employee as well as matters required to be kept confidential by federal or state laws or rules.

Executive session ended at 8:15pm.

B. Community Relations Committee

Lee Strang moved to put a written reprimand in former Principal Phill Schwenk's personnel file and to put a written reprimand in former Assistant Principal Gail Mowry's personnel file as well as suspending Mrs. Mowry for 2 days without pay, based on identified policy violations. Ben Buckenmeyer seconded the motion. All approved and motion passed.

2022-149 **RESOLUTION TO APPROVE EMPLOYEE REPRIMAND**

**RESOLVED**, that the Board of Trustees approves putting a written reprimand in former Principal Phill Schwenk's personnel file based on identified policy violations; and

**BE IT FURTHER RESOLVED**, that the Board of Trustees approves putting a written reprimand in former Assistant Principal Gail Mowry's personnel file as well as suspending Mrs. Mowry for 2 days without pay based on identified policy violations.

A parent previously brought a suspension appeal to the Committee. Since the parent is not present at the Board meeting, the matter is closed unless the parent reopens the issue. The Committee is working on other reports that they will present at next Board meeting.

C. Dress Code Working Group – no report.

D. Education Committee – no report.

E. Facility Committee

Ben Buckenmeyer reported that the Committee will discuss security upgrades as they relate to the physical facility, policies, and operations.

The Board discussed the Facilities Manager position and the energy audit by Palmer Conservation Consulting.



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### **F. Facility Expansion Task Force**

Matt Dietrich reported that the Phase 1 renovations are currently in process, and that the Phase 2 expansion is scheduled to start in August. NOCA has a provisional occupancy permit. There was discussion of firewall issues.

Ann Currie moved to approve Choice Advisors LLC as NOCA's dissemination agent for future bond compliance and reporting requirements as presented by Matt Dietrich. Robert Pruger seconded the motion. All approved and motion passed.

#### **2022-150 RESOLUTION TO APPROVE CONTINUING DISCLOSURE SERVICES AGREEMENT**

**RESOLVED**, that the Board of Trustees approves Choice Advisors LLC as NOCA's dissemination agent for future bond compliance and reporting requirements as presented for a \$1000 set up fee and then \$5000 annual fee thereafter.

**BE IT FURTHER RESOLVED**, that the Board authorizes the Board President or designee to sign the Continuing Disclosure Services Agreement with Choice Advisors LLC on behalf of the Board of Trustees.

Matt Dietrich moved to ratify the full contract with RMF Nooter, Inc. to replace not only chiller #1 as previously approved but also to replace chiller #2. Ben Buckenmeyer seconded the motion. All approved and motion passed.

#### **2022-151 RESOLUTION TO RATIFY RMF NOOTER, INC CONTRACT**

**RESOLVED**, that the Board of Trustees ratifies the contract with RMF Nooter, Inc. to replace chiller #2 for \$162,000 as presented. As well as to include previously approved chiller #1 for \$223,000

**BE IT FURTHER RESOLVED**, that the Board authorizes the Board President or designee to sign the RMF Nooter, Inc contract on behalf of the Board of Trustees.

Matt Dietrich led a discussion regarding the ongoing Energy Audit performed by Palmer Conservation Consulting. Ann Currie moved to ratify the contract with Palmer. Robert Pruger seconded the motion. All approved and motion passed.

#### **2022-152 RESOLUTION TO RATIFY PALMER CONTRACT FOR ENERGY AUDIT**

**RESOLVED**, that the Board of Trustees ratifies the contract with Palmer Conservation Consulting for the school building energy audit and professional services for a fee of \$9875 as presented.

**BE IT FURTHER RESOLVED**, that the Board authorizes the Board President or designee to sign the Palmer Conservation Consulting contract on behalf of the Board of Trustees.

Matt Dietrich reported that a special Board meeting may need to be held before the next regular Board meeting on July 20, 2022 to approve resolutions related to the bond transaction. The outstanding due diligence items for the bond transaction are virtually complete except for the construction documents. Board members are meeting with some of the Bond transaction team on June 16 at the school. Discussion ensued regarding the visit.

### **G. Finance/Audit Committee**

Robert Pruger reported that the Committee decided to review the General Ledger provided by the Fiscal Officer each month in addition to the other financials.



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Robert Pruger presented the criteria for high-quality-school funding and reported that NOCA meets those requirements.

Eleanor Kemp reported that NOCA has paid off the \$200,000 Hillsdale loan.

### H. Joint Fundraising Committee

Robert Pruger reported that the Committee is working on the last few items before the appeal starts, including the giving page, which system to use for payments, and upgrading the Mailchimp account.

### I. Marketing Committee – no report.

### J. Policies Committee – report postponed until next Board meeting.

## VI. State of the School Principal Report

Board President Lee Strang welcomed Headmaster Mr. Scott Henry. Scott Henry gave a status update.

Ann Currie moved to approve the following two resolutions. Steve Koralewski seconded the motion. All approved and motion passed.

### 2022-153 RESOLUTION TO ACCEPT THE STATE OF THE SCHOOL REPORT

**WHEREAS**, the Board of Trustees has reviewed and discussed the May STATE OF THE SCHOOL report discussing status and school improvement planning for the School's academic performance, review of assessment and growth data, enrollment update including verification of enrollment and residency information, as well as the updated staffing roster; and

**IT IS THEREFORE RESOLVED**, that the Board hereby accepts the May SCHOOL REPORT.

### 2022-154 RESOLUTION TO VERIFY STUDENT RESIDENCY INFORMATION

**RESOLVED**, that the Board of Trustees has reviewed 6 student residency information checks for May and found them to be accurate.

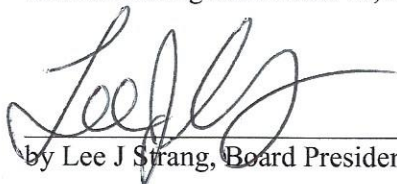
## VII. Public Comment – none.

## VIII. Next Meeting Reminder: July 20, 2022, 6:00pm.

## IX. Adjournment – Board President Lee Strang adjourned the meeting at 9:32pm.

### CERTIFICATION

The foregoing are true and correct resolutions adopted by the Governing Authority of the school at a public Board Meeting dated June 15, 2022.

  
by Lee J Strang, Board President

July 20, 2022  
Date



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*Ann P Currie*  
\_\_\_\_\_  
Ann P Currie, Board Secretary

*7/20/22*  
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Date