SOUTHTECH CHARTER ACADEMY, INC.
SOUTHTECH PREPARATORY ACADEMY, INC.
SOUTHTECH SUCCESS CENTER, INC.
STA/STPA/STSC Governing Board Emergency Virtual Special Meeting Agenda
June 16, 2020

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1. **Call to Order by James Notter at 7:12pm.**
2. **Pledge of Allegiance**
3. **Roll Call: Ayesha Edmond, Board Secretary**
   Present: Roger Dunson, Ayesha Edmond, Russell Feldman, Dan Heller, Diane Heinz, Robert Kesten, Carl McKoy, Suzanne Nicolini, and James Notter
   Absent: None
   Quorum
4. **Open Meeting Act Statement:** Proper public notice has been made.
5. **Approval of the Minutes for the STA/STPA/STSC Emergency Virtual Governing Board/SAC Board Meeting May 21, 2020.**
   Motion: Robert Kesten Second: Suzanne Nicolini
   All in favor. **Motion carries.**
6. **Introduction and Purpose of the Meeting – James Notter, Board Chair**
   Due to the COVID-19 Pandemic we will be conducting Emergency Board meetings via Zoom until we are allowed to get back together again. Tonight's meeting contains the word special in the title as the Board will be discussing a change to one of the By-Laws. For that reason, Mr. Notter invited the Board's Attorney, Mr. Glen Torcivia, to be in attendance at the meeting.
7. **Treasurer's/Financial Report for STA/STPA/STSC – Dan Heller, Board Treasurer**
   STA/STPA/STSC Finance Committee held a virtual meeting prior to the Board meeting and recommends that the Board approve STA Items C-1 through C-5 and E-1; STP Items PC-1 through PC-4 and PE-1; and STSC Items SCC-1 through SCC-3. He also detailed the positive financial changes SouthTech Schools has made explaining that through the April financials STA has had a $1 million swing to the positive in the last year and STPA has had a $500,000 swing to the positive in the last year.
8. **Reports**
   a. **Board Chair (Superintendent Vacancy) – James Notter**
      - Researching and planning for reopening the schools
        1. Gathering information as it is released on the national, state and local levels
        2. Waiting for the SDPBC to provide their reopening plan
           a. To be released on 6/15/20
           b. This is the document we will most closely follow
      - Ordering PPE and cleaning supplies
      - CARES Act – need to get a one-to-one ratio of computers to students

   b. **Principal of SouthTech Academy – Eileen Turenne**
      - School Re-entry Task Force - first meeting 6/17/20 at 2:00pm
      - SY21 Admissions
        1. Applicants: SY20 = 522 vs. SY21 = 607 applicants
        2. Acceptances: SY20 = 321 vs. SY21 = 371 students accepted

3. Enrollment is looking very promising

- Graduation Rate for Class of 2020
  1. At last meeting discussed that some seniors had disconnected during distance learning and were in jeopardy of not graduating
  2. Reconnected with them and now only have 10 students that still have not met graduation requirements
  3. Currently the graduation rate sits at 94.3%, but hoping to bring it up before August 1st
- PLC Update
  1. Debbie Cooke retiring
  2. PLC's mostly self-contained at this time
  3. Would like to use those funds to hold a diversity training next year

c. Principal of SouthTech Preparatory Academy – Nicole Handy

- Summer School preparations underway
  1. Painting, moving, report cards (mailed or picked up)
- Parent survey for both STA and STP regarding school reopening
  1. Prep has received 428 responses so far
  2. Survey closes on Friday
     a. Will send results to the Board after data is analyzed
- Enrollment
  1. Currently have 120 6th Graders enrolled
  2. Need 60 more
  3. Marketing funding requested
- Racial Equity Workshop
  1. Use the funding from Debbie Cooke for this important professional learning for all staff members

d. Committees

- **Executive Director Selection Committee – Eileen Turenne**
  1. Thanked the Board for allowing the committee additional time in the Executive Director search
     a. New deadline established at last meeting = October 1, 2020
  2. The need to fill the void of an Executive Director has become more noticeable over the last few weeks as STS Administration is at capacity in terms of workload, especially with trying to get the schools reopened for the next school year
  3. Email from Steven Kozak to the Governing Board and STS Leadership stating his intent to request Board approval to become the Interim Executive Director of SouthTech Schools
  4. Remain searching for a permanent Executive Director have made minimal progress as far as interviewing candidates, etc. because of concerns voiced by a Board member at the last meeting - need to follow up to ensure that everyone is comfortable with the direction they are heading on in the future.
  5. Mr. Notter asked Glen Torcivia, P.A. to address the Board members regarding the Selection Committee Report

a. Mr. Torcivia told the Board that he has been in communication with both Mr. Notter and Mr. McKoy about the Selection Committee and gave a breakdown of the timeline:
    i. Selection Committee established
        1. Eileen Turenne, Nicole Handy, Jennifer Melillo, Kathryn McInerney and Steven Kozak
        2. Advertised the position and selected top 7 candidates (down to 6 as one person removed their name from the list)
    ii. A second committee was then formed – Interview Committee
        1. Same individuals as the Selection committee plus 2 other members from each school
            a. STA = Tim Brown (instructor) and Ginger DeKalb (finance)
            b. STP = Justine Olazabal (instructor) and Bobby Newman (Testing Coordinator)
    iii. Interviews beginning in August
    iv. After interviews the Selection Committee will present the top 2-4 candidates to the Governing Board
    v. The Governing Board will conduct their own interviews in September and hire an Executive Director in October, with Mr. Notter filling the position until such time
b. Mr. Kozak has thrown his name in the hat
    i. Would become the 7th candidate and would have to step down from the selection Committee

6. Mr. McKoy wanted to know when was the Interview Committee formed and wanted to know their names
    a. Mr. Kozak responded
        i. 2-15-20 Governing Board meeting – Executive director job description approved
        ii. 3-9-20 – First selection Committee meeting held
        iii. 3-12-20 Governing Board meeting – Report given to the Board by Jennifer Melillo
        iv. 3-13-20 – Last day before campus closures due to COVID-19
            1. Since then things have not moved forward except to establish the Interview Committee

- **SouthTech Academy Transition Committee – Steven Kozak**

1. Tomorrow removing 6 lifts from the automotive compound to be brought to the new campus where the Hunter alignment lifts are also being delivered
2. More than 800 desks were gifted by the School District of Palm Beach County (Wanda Paul) and they are also purchasing new tables for the Graphic Design Academy
3. Email sent to all STA staff members providing them with approximate move in dates/information
    a. Plan to be moved in by the end of the week of July 13th
    b. CTE teachers will be present during the moving process of their academies
    c. No unpacking to begin until after the handoff from the District
    d. Both campuses are off limits to all staff members without prior authorization (skeleton crew on campus to assist with the move)
4. Challenges
    a. Building 6 Water
        i. The water for Building 6 does not come from the Main building but rather the west side of the campus
        ii. There will be no water until July
        iii. Cannot get the Certificate of Occupancy (C.O.) without it
    b. Pit for the Hunter Alignment Rack not built to spec
        i. Meeting Hunter rep and General Contractor tomorrow to discuss fix

- **SouthTech Prep Site Purchase Committee – Dan Heller**
    1. Committee met last on May 28th
    2. Purchase Sale Agreement (PSA) accepted and executed on June 8th
        a. Property with both buildings - $10 million
    3. Seeking through PNC an $11 million bond issuance
        a. 30-year bond at rate between 4-4.5%
        b. Kathryn McInerney, Richard Moreno and Arnold Law Firm working together with PNC on the issuance
        c. $10.2 Million towards Closing
        d. $800,000 towards repairs over next several years
    4. Initial deposit $50,000 earlier this week
    5. July 31st Due Diligence and Second Deposit Due
        a. Able to cancel before that time
        b. 120-day financing contingency
    6. Financing in place by October 6th
        a. If not can back out
        b. If in place 10 days to close
    7. Ms. Nicolini asked for an update regarding the recent water intrusion inspections. Mr. Heller said that they received the results

for the roof and windows and they show water intrusion of the windows at Quantum High School. No other issues to report. Ms. McInerney explained that they are responsible for taking care of the issue. She also pointed out that they are still waiting for the mold report but that should be minimal. Mr. Heller also pointed out that the lease agreement for Quantum High School ensures that they are responsible for A/C maintenance and repairs. The windows are hurricane windows, the issue is with the caulking around the windows and those have now been caulked.

9. **Public Comments on Agenda Items – None.**
10. **Introduction of Consent Agenda for SOUTHTECH ACADEMY – James Notter, Board Chair (Superintendent Vacancy)**

Old Business

None.

Administrative Items

A-1 I recommend that the Board approve the adoption of new Policy 5.1815 - Threat Assessment.

A-2 I recommend that the Board approve the Amendment to SouthTech Charter Academy Board Policy 1.014, Section Two, Directors, Item 2.2 Number to reduce the minimum number of Directors from the current 9 to 7.

A-3 I am requesting that the board create, approve and ratify a plan that will ensure that every committee, especially an employee search committee, is diverse. Provide full disclosure of committee members, report to the board all minutes and actions taken by the board, disband the current search committee and appoint a more diverse one. Hold staff accountable for its actions and use ever disciplinary tool available to modify unacceptable and counterproductive business practices by staff.

Personnel Items

B-1 I recommend that the Board approve the Personnel Actions for the previous Month.

Financial Items

C-1 I recommend that the Board approve and ratify the monthly Charter school bank account reconciliation for the month ending April 30, 2020 as required by the Sponsor.

C-2 I recommend that the Board approve and ratify the Charter school monthly Disbursement Report for the month ending April 30, 2020 as required by the Sponsor.

C-3 I recommend that the Board approve and ratify the monthly financial statements for the month ending April 30, 2020 as required by the Sponsor.

C-4 I recommend that the Board approve the agreement with All Metro Health Care for the school nurse for the 2020-2021 School Year.

C-5 I recommend that the Board approve Blanket School Accident Medical Basic & Voluntary Student Accident Insurance.

Emergency Items

E-1 I recommend that the Board approve the Proposal of Insurance Coverage for Property/Liability Insurance at SouthTech Academy for SY21.

11. Poll Board for Items to be Pulled for Comment or Questions

a. Mr. McKoy and Ms. Nicolini both pulled Item A-3
b. Mr. Feldman pulled Item A-2

12. Approval of SouthTech Academy Consent Agenda Except for Items Pulled

Motion: Robert Kesten Second: Dan Heller

All in favor. **Motion carries.**

13. Approval of Each Pulled Item (Item-by Item)

a. **A-2:**

Motion to approve pulled items: Robert Kesten Second: Suzanne Nicolini

Mr. Feldman had a question about 4.4 Personnel Evaluation Committee. As this was outside of the item contained in this motion (2.2 Number) it was stated that it would need to be brought up at another meeting. Mr. Feldman said that is okay with him but he does want to see that on the next agenda.

All in favor. Motion carries.

b. **A-3:**

Motion to approve pulled items: Robert Kesten Second: Carl McKoy

Mr. McKoy expressed concern with the selection process in the search for the new Executive Director of SouthTech Schools. He stated that he had requested information from the Selection Committee and had not received the information back from them. Mr. Kozak and Mr. McKoy discussed the emails being referenced. Mr. McKoy believed that there was a breakdown in communication and asked what is the protocol in board members having dialogue with staff member. Glen Torcivia said that generally it is either the Board Clerk or Executive Director, more typically the latter of the two. However, in the absence of an Executive Director, all communications should be directed to the Board Clerk. After reviewing the email in question it was determined that they had been received by the Board Clerk and then forwarded to the appropriate parties for response. Mr. McKoy stated that his dissatisfaction with the lack of diversity on the committee was what really prompted him to voice his concern. Ms. Heinz agreed with the need to address diversity of our committees and would like to see a Policy framed to do so. Mr. Torcivia said that a Policy can be added that simply states all future committees be diverse, and noted that the interview committee already is diverse. Ms. Heinz said that she feels more language is necessary and wants minutes to be reported to the Board as well. Mrs. Turenne explained that the committee members were selected based on their positions at SouthTech Schools (principals of both schools, Personnel Manager, Financial Officer and Business & Community Liaison) as they work most closely with the Executive Director. She went on to explain that at the March meeting it was determined that more diversity was needed in the interviewing process and the Interview Committee was formed with Tim Brown and Brian Joseph (Justine Olazabal was not interested in participating). Mrs. Turenne expressed frustration with the language used in Mr. McKoy's motion, particularly where he says he would like to use every disciplinary tool available to modify unacceptable and counterproductive business practices. She does not believe is appropriate to use punitive actions against individuals trying to do what is in the best interest of the students. Mr. McKoy read a letter addressed to all Board members in which he again expressed his frustration with the lack of information received in response to his emails to the committee. He

explained that he did not attend a Zoom meeting with the Committee members as he did not have the information he needed to prepare for that meeting. He believes that the Committee is withholding information and therefore is not allowing for transparency, displaying insubordination. Mrs. Turenne asked Mr. McKoy what he would like to see changed to make things better moving forward. He said he wants to see diversity on the boards and wants to see disciplinary action for any staff member that is disobedient or does something inappropriate. Mr. Kozak responded to Mr. McKoy's reading of his motion by saying that the committee did respond to him and that they reached out to Mrs. DeVine and asked as a committee for a meeting with Mr. McKoy. Mr. Kozak indicated that it was at that meeting that the committee was prepared to answer all of Mr. McKoy's questions but that he did not attend the meeting. Mr. McKoy again stated that he was unable to participate in the meeting as he had not received the information needed for him to be prepared as indicated in his response to an email from Mr. Kozak. Mrs. Turenne said that while it has become clear that Mr. McKoy does not have faith in the committee or its process and believes punitive measures are necessary, she is interested in hearing what other board members think so that they may have a motion to vote on tonight. Mr. Notter stated that he has been involved in the process since the beginning and has not seen or heard any intentional negativity or wrongdoing mentioned in this meeting. He said that it was important to find common ground to move forward from this. After hearing from the other Board members it was determined that they were not comfortable with the harsh language used in the last sentence of motion A-3. Mr. McKoy said that was put in there to address issues in which Board members were given false or incomplete information. That being said he was willing to change the language used in the motion and a **substitute motion** was brought to the floor by Mr. Kesten. The substitute motion, which was agreed on by Mr. McKoy, reads "I recommend that the Board direct staff to develop a policy that all future committees be diverse and develop a school wide diversity policy to be brought back to the Board at the next regular Board Meeting in August". As for the Selection Committee the process will continue to move forward.

Motion to approve substitute motion: Robert Kesten Second: James Notter
All in favor. Motion carries.

14. **Public Comments on non-Agenda Items – None.**
15. **Introduction of Consent Agenda for SOUTHTECH PREPARATORY ACADEMY- James Notter, Board Chair (Superintendent Vacancy):**

Old Business

None.

Administrative Items

PA-1 I recommend that the Board approve the adoption of new Policy 5.1815 - Threat Assessment.

PA-2 I recommend that the Board approve the Amendment to SouthTech Preparatory Academy Board Policy 1.014, Section Two, Directors, Item 2.2 Number to reduce the minimum number of Directors from the current 9 to 7.

PA-3 I am requesting that the board create, approve and ratify a plan that will ensure that every committee, especially an employee search committee, is diverse. Provide full disclosure of committee members, report to the board all minutes and

actions taken by the board, disband the current search committee and appoint a more diverse one. Hold staff accountable for its actions and use ever disciplinary tool available to modify unacceptable and counterproductive business practices by staff.

Personnel Items

PB-1 I recommend that the Board approve the Personnel Actions for the previous month.

Financial Items

PC-1 I recommend that the Board approve and ratify the monthly Charter school bank account reconciliation for the month ending April 30, 2020 as required by the Sponsor.

PC-2 I recommend that the Board approve and ratify the Charter school monthly Disbursement Report for the month ending April 30, 2020 as required by the Sponsor.

PC-3 I recommend that the Board approve and ratify the monthly financial statements for the month ending April 30, 2020 as required by the Sponsor.

PC-4 I recommend that the Board approve Blanket School Accident Medical Basic & Voluntary Student Accident Insurance.

Emergency Items

PE-1 I recommend that the Board approve the Proposal of Insurance Coverage for Property/Liability Insurance at SouthTech Academy for SY21.

16. **Poll Board for Items to be Pulled for Comment or Questions**
    a. Mr. McKoy and Mr. Kesten both pulled Item PA-3
17. **Approval of SouthTech Preparatory Academy Consent Agenda Except for Items Pulled:**
    Motion: Robert Kesten Second: Ayesha Edmond
    All in favor. **Motion carries.**
18. **Approval of Each Pulled Item (Item-by Item)**
    a. **PA-3**
    Motion to approve pulled items: Robert Kesten Second: Suzanne Nicolini
    Mr. McKoy would like to introduce a **substitute motion** with the same language used in A-3. The substitute motion reads "I recommend that the Board direct staff to develop a policy that all future committees be diverse and develop a school wide diversity policy to be brought back to the Board at the next regular Board Meeting in August".
    Motion to approve substitute motion: Carl McKoy Second: Robert Kesten
    All in favor. Motion carries.
19. **Public Comments on non-Agenda Items – None.**
20. **Introduction of Consent Agenda for SOUTHTECH SUCCESS CENTER GOVERNING BOARD – *Board Chair (Superintendent Vacancy):***

Old Business

None.

Administrative Items

None.

Personnel Items

None.

Financial Items

SCC-1 I recommend that the Board approve and ratify the monthly Charter school bank account reconciliation for the month ending April 30, 2020 as required by the Sponsor.

SCC-2 I recommend that the Board approve and ratify the Charter school monthly Disbursement Report for the month ending April 30, 2020 as required by the Sponsor.

SCC-3 I recommend that the Board approve and ratify the monthly financial statements for the month ending April 30, 2020 as required by the Sponsor.

Emergency Items

None.

21. **Poll Board for Items to be Pulled for Comment or Questions – None.**
22. **Approval of SouthTech Success Center Consent Agenda Except for Items Pulled**
    Motion: Robert Kesten Second: Dan Heller
    All in favor. **Motion carries.**
23. **Approval of Each Pulled Item (Item-by Item) – N/A**
24. **Public Comments on non-agenda items – None.**
25. **Board Comments**
    The decision was made to discuss whether or not the Board will appoint an Interim Executive Director, namely Steven Kozak, at an Emergency Virtual Board Meeting in the next few weeks. Mr. Kozak stated that he is not putting his name in the pool of candidates to be the Executive Director permanently. His intention is only to be an Interim Executive Director until the committee is able to hire someone permanently. The Board will have to review his salary and benefits request at that time. Board members are also looking forward to working on the diversity policy and training. They thanked staff for all of their hard work especially with the graduation ceremonies and school reopening plans.
26. **Motion to Adjourn**
    Introduced by: James Notter
    All in favor. Motion carries.
    Time: 10:16 PM

Minutes Prepared by: Lisa DeVine
Lisa DeVine
Date: 8/13/2020

Approved by: James F. Notter
James F. Notter
Date: 8/17/20