



Treasure Coast Classical Academy (TCCA)

Minutes for SPECIAL Meeting of the Board of Directors

March 16, 2023 at 4:00 P.M.

Virtual Only (School closed for Spring Break)

	Name	Office	Present In-person	Present via MS Teams connection	Absent	Arrived Late	Departed Early
1	Mr. Joseph Featherstone	Board Chair		✓			
2	Mr. Brandon Miller	Director		✓			
3	Mr. Scott King	Director		✓			
4	Mr. Brandon Tucker	Vice Chair & Treasurer		✓			
5	Mr. Gary Uber	Director		✓			

School Personnel in Attendance:	Optima Personnel in Attendance:	Guests in Attendance:
Mr. Sam Foat, Dean of Students, Upper School	Mrs. Susan Turner	Mr. Thomas Sternberg
		Mr. Christopher Klotz

1. Attendance
2. Meeting was called to order at 4:17 P.M. by Mr. Featherstone.
3. Adoption of the agenda
4. Public Comments- none
5. New Business
 - a. Board consideration of Summit's contract proposal- Thomas Sternberg spoke regarding the Summit contract A101-2017, which he has been working on with the board chairman. Mr. Sternberg provided proposed revisions regarding the completion date. Summit has not agreed to negotiate any material terms and has noticed Sternberg that if there is no signed contract by tomorrow, \$750,000 will be due for HVAC and other items already purchased for the project. Mr. Sternberg spoke about his firm's experience with bond financing and advised that financing was attainable.
Chris Klotz from Summit Construction Management explained that the executed contract has been delayed by TCCA and they have been challenged by lead teams on materials. The procurement environment has been an issue, with continual price increases. Summit has made a lot of commitments already for this project. Motion made by Brandon Tucker to move forward with the contract with Summit, with the addition of a board member to be appointed as an owner's representative, to provide affidavit of disclosure of any investment activity between Summit and any Optima related entity. Seconded by Joseph Featherstone. Mr. Sternberg noted that financing could be secured and their firm will work quickly. Vote: Scott King: nay; Brandon Miller: aye; Gary Uber: aye; Brandon Tucker: aye; Joseph Featherstone: aye. Motion passes.

- b. Board consideration of possible expansion of ad-hoc committee- Mr. Tucker noted that it would be beneficial to have an odd number on the committee in the case of voting. There is one additional person who is interested, and one more could be considered to bring the total to seven. Current members are Michelle Miller, Joy Kastanias, Scott King, and Brandon Tucker. Joseph Featherstone would support the expansion to five members but doesn't see the need for seven. Mr. Sternberg advised voting to replace Mr. Uber with Mr. King as a board representative, appoint Jennifer Kerr, make committee a total of five members. Motion made by Gary Uber as worded by Thomas Sternberg, seconded by Scott King, vote: unanimous.

6. Board Comments

- a. Mr. King suggested Susan and Thomas work on financing. Mr. Sternberg stated he will put something together quickly. Mr. Featherstone suggested finance committee. Sternberg recommended finance committee could wait until after gym financing was completed.

7. Adjournment – 5:45 P.M.

Reviewed and approved by Board Secretary, Mr. Gary Uber


Gary Uber (May 1, 2023 16:13 CDT)

Signature

5/1/2023

Date