

MEETING MINUTES

Name of Foundation: Georgia Charter Education Foundation

Board Meeting: Georgia Charter Education Foundation

School(s): Coweta Charter Academy at Senoia

The minutes of Sunshine Law meetings need not be verbatim transcripts of the meeting. These minutes are a brief summary of the events of the meeting.

Date:	Start	End	Next Meeting:	Next time:	Prepared by:
FEBRUARY 28, 2023	6:04pm	8:34PM	MARCH 28, 2023	6:00 pm	Maggie Peters
Meeting Location:					
Coweta Charter Academy 6675 Hwy 16 E Senoia, GA 30265					

Attended by:	
Board Members: Danny Nungesser, Board Chair Beth Duncan, Vice Chair Mary Knight, Treasurer Tracie Fleming, Director Margarette Coleman, Director Maggie Peters, Director Absent:	Other Attendees: Teresa Ellison, CCAS Principal Lauren Greer, Board Attorney Reagan Hage, NEI Director of Finance and Operations Christine Locrotondo, CSUSA Richard Page, NEI President

CALL TO ORDER

Pursuant to public notice, the meeting commenced at 6:04 pm with a Call to Order by GCEF Board Chair, Danny Nungesser. Roll call was taken, and quorum established.

MOTION WAS MADE BY MARGARETTE COLEMAN AND SECONDED BY TRACIE FLEMING TO AMEND THE AGENDA AND ADD TO THE EXECUTIVE SESSION THE TOPIC OF DISCUSSION AND NEGOTIATION OF DISPOSAL OF SCHOOL PROPERTY. MOTION PASSED UNANIMOUSLY.

I. PUBLIC COMMENTS

- Offered for public comments. No outside attendees for public comments.

II. ADMINISTRATIVE

Approval of January 24, 2022 Board Meeting Minutes

MOTION: MOTION WAS MADE BY TRACIE FLEMING AND SECONDED BY MARY KNIGHT TO APPROVE THE JANUARY 24, 2022 BOARD MEETING MINUTES. MOTION PASSED UNANIMOUSLY.

III. LEADERSHIP REPORTS**Principal's Report**

- Principal's Report Provided by Principal Ellison
 - Current enrolment 773: 6 withdrawals: some moving 2-3, 2 new: sibling of student and teacher child.
 - Focusing on teacher retention.
 - Where can increase enrollment to account for 10% historic reduction during summer.
 - Open Enrollment completed. Need is for more classroom space to add elementary students.
 - Working toward closing the gap and getting ready for next year.
 - Q. Maggie Peters asked how we can support from a board position on your need for more space and the upcoming increase in traffic?
 - A. Teresa asked that we give her time until the next meeting to come up with an answer.

IV. FINANCIAL REPORTS**Finance Committee Report**

- Maggie Peters covered the finance committee meeting that occurred on 1/23/23
 - Staffing matrix first draft for upcoming budget will be to board by 3/15/23
 - New accounting policies will be presented at next board meeting

Monthly Financial Review

- Reagan Hage reviewed financials with the board and provided an updated progress review of the Unaudited Financial
 - Q. Beth Duncan and Mary Knight asked about the increase in fees on the legal line item? Will that be reimbursed by CSUSA because of the additional fees
 - A. Reagan Hage said that will be a discussion during the renegotiation of the management contract.
 - Q. Mary Knight asked would it not make good business sense to cover those fees due to the audit being late.
 - A. Richard Page stated they have been working with the auditor, but the delay was with both parties.
 - Q. Mary Knight stated that they (auditor) suggested that CSUSA make this change in the prior year and this was not corrected.
 - A. Richard stated that with where the contract renewal is he feels like this should be part of the discussion at the same time.
 - Q. Beth Duncan stated that this is two separate issues and that the error was completely CSUSA and the school should not be penalized and pay for their error.
 - A. Richard Page stated that he will take the board's position back to Jon Hage (CEO CSUSA) and share our feedback on the two issues needing to be separated.
 - Q. Mary Knight requested that they bring an answer back by the next board meeting.
 - Q. Maggie Peters asked if Pollard was still the waste provider?
 - A. Teresa Ellison replied yes, they are.
 - Reagan Hage shared that the school should receive points on the CPF in the debt to asset ratio calculation, due to higher than average deferred pension inflow. This would be the first time in the school's history.

MOTION: MOTION WAS MADE BY BETH DUNCAN AND SECONDED BY TRACIE FLEMING TO APPROVE THE FINANCIALS AS PRESENTED. MOTION PASSED UNANIMOUSLY.

V. OPERATIONS

Bid Review Approval

- Teresa Ellison reviewed bids for spray foam insulation with the board. 3 bids were presented.
- Teresa Ellison made the recommendation to move forward with Bid 1-Boggs.
 - Q. Maggie Peters asked when this will happen and how long will this take?
A. Teresa Ellison replied that the process will require no kids to be in the building. The two possible times would be Spring Break or After school is out.

MOTION: MOTION WAS MADE BY MARY KNIGHT AND SECONDED BY TRACIE FLEMING TO APPROVE BID OPTION 1 FOR BOGGS. MOTION PASSED UNANIMOUSLY.

Offer Letter Vs. Contract Discussion

- Teresa Ellison made the suggestion that we consider adding a way to “toughen up” the current offer letters distributed to staff. This is due to the need to ensure accurate staffing for the beginning of each school year moving forward.
- Reagan Hage suggested that the board give permission for CSUSA, Teresa Ellison and Lauren Greer bring options back for the next board meeting.
 - Maggie Peters suggested that a board member participate. Tracie Fleming accepted and will work with them.

Marketing Update

- Q. Beth Duncan asked what the school is paying to participate in the Abby's Angels 5k and the taste of Senoia?
A. Reagan Hage stated he will follow up with the answer
- Q. Maggie Peters asked for information on the golf tournament
A. Reagan Hage stated that he would follow up with the information.
- Maggie Peters requested that the marketing team provide the board with additional budget needs for the upcoming year.

CSUSA Fee Update

- Reagan Hage updated the board that a response was sent to Danny Nungesser and Beth Duncan via email from the CEO of CSUSA, John Hage.
- A discussion started:
 - Beth Duncan stated that she did receive the response. She stated that they want it broken down in dollars. The Board wants a breakdown of what we are paying for through our management fee. Request it be broken down and itemized by line item.
 - Reagan Hage stated that this was the most they could go into detail. With 300+ employees working for the school it is impossible to break it down.
 - Beth Duncan stated that this is not what we had asked for and she is very disappointed that they cannot or will not give a dollar breakdown associated with these costs.
 - Reagan Hage stated that there is a dollar amount for each bucket of the 5 categories on the budget and monthly financials presented.

- Beth Duncan stated that their inability to breakdown costs associated with the school does not make sense. Especially since they have to be able to back into a number if they were to open a new school.
- Mary Knight stated that you should be able to pull from the general ledger and add everything together to know what the breakdown is.
- Richard Page stated that part of the fees is a risk that CSUSA takes when working with a school and you cannot put a price on it. It is part of the risk that they take.
- Tracie Fleming stated that the school takes a risk on expecting CSUSA to deliver an audit on time and they did not, and it cost the school \$25k
- Beth Duncan stated that the board received zero numbers on the fee breakdown. The board did not even get broad numbers.
- Danny Nungesser requested that CSUSA put a dollar amount into each line item
- Mary Knight stated that in the general ledger, there are intercompany entries, a breakdown should be able to be made from that. Pull the GL and send us that.
- Beth Duncan asked are you telling us that we are not going to receive the fee structure that we asked for?
- Danny suggested that we table this agenda item for now.

VI. GOVERNANCE

- None

VII. EXECUTIVE SESSION

MOTION: MOTION WAS MADE BY BETH DUNCAN AND SECONDED BY MARY KNIGHT TO ENTER INTO EXECUTIVE SESSION AT 7:18 PM TO DISCUSS PERSONNEL AND DISCUSSION AND NEGOTIATION OF DISPOSAL OF SCHOOL PROPERTY. MOTION WAS APPROVED UNANIMOUSLY.

MOTION: MOTION WAS MADE BY TRACIE FLEMING AND SECONDED BY BETH DUNCAN TO EXIT EXECUTIVE SESSION AT 8:33PM. MOTION WAS APPROVED UNANIMOUSLY.

MOTION: MOTION WAS MADE BY BETH DUNCAN AND SECONDED BY MARY KNIGHT TO APPROVE THE SLATE OF EMPLOYEES PRESENTED BY TERESA ELLISON IN EXECUTIVE SESSION. MOTION WAS APPROVED UNANIMOUSLY.

VIII. ADJOURNMENT

MOTION: MOTION WAS MADE BY BETH DUNCAN AND SECONDED BY MARGARETTE COLEMAN TO ADJOURN THE FEBRUARY 28, 2023, GEORGIA CHARTER EDUCATION FOUNDATION BOARD AT 8:34 PM. MOTION WAS APPROVED UNANIMOUSLY.

Danny Nungesser, Board Chair

Date: _____