

***Mater Academy of Ohio, Inc.***

***Meeting Minutes***

January 19, 2023

1:00 PM

COhatch Upper Arlington

1733 W. Lane Ave

Columbus, Ohio 43221

**I. Call to Order**

The meeting was called to order at 1:00 PM

**II. Roll Call**

**Board Members Present:**

Andy Farber, Board President

Stephanie Davis-Wallace, Board Secretary

Nhan Trinh, Board Treasurer

Carrie Montano, Board Vice President

**Board Member(s) Not Counted as Present:**

Travis Mizer, (attendance via zoom) Director

**Other Attendees:**

Idin Pirasteh, *Academica*

Ryan Reeves, *Academica*

Becky Enz, Esq., *Amy Goodson Co., LLC, Board Legal Counsel*

Victor Barosso, *Academica*

Kim Guilarte, *Mater, Inc.*

Marla Devitt, *Academica*

Erika Walters, *Proposed School Leader/Principal*

Scott Mclain, *OCCS*

Lenny Shafer, *OCCS*

**III. Review of Agenda**

**IV. Action and Discussion Items**

**A. Approval of Board Membership**

The Board discussed the appointment of Nhan Trinh as board member.

**RESOLVED**, that the Board of Directors approves and appoints Nhan Trinh as a member of the Board of Directors for a three-year term effective until the 2025 organizational meeting or until his successor shall be appointed.

Motion: Mr. Farber Second: Ms. Montano

Ayes: 3 Opposed: 0

**B. Election of Officers**

The Board discussed officer positions and selected officers.

**RESOLVED**, that the Board of Directors elects the following slate of officers, to serve in such capacity for a term of one year (until the 2023 Annual Board Meeting), or until the election and qualification of their respective successors:

Carrie Montano: Vice President  
Nhan Trinh: Treasurer  
Stephanie Davis-Wallace: Secretary

Motion: Mr. Farber Second: Mr. Trinh  
Ayes: 3 Opposed: 0

**C. Approval of prior meeting minutes**

The Board reviewed the minutes, no modifications were requested.

**RESOLVED**, that the Board of Directors approves the minutes of the meeting of November 28, 2022, as presented.

Motion: Mr. Farber Second: Mr. Trinh  
Ayes: 3 Opposed: 0

**D. Discussion and approval of school leader/principal**

Ms. Walters introduced herself via zoom and discussed her experience. Mr. Barosso discussed staffing for the school and Academica staff.

**RESOLVED**, that the Board of Directors approves of Erica Walters as principal of Mater Academy of Ohio.

Motion: Ms. Montano Second: Mr. Trinh  
Ayes: 3 Opposed: 0

**E. Academica Contract and MOU for Start-Up Activities**

The Board reviewed and discussed the management agreement with all stakeholders present.

**WHEREAS**, the Board of Directors previously approved entering into a management agreement with Academic Ohio, LLC for school management purposes.

**NOW THEREFORE BE IT RESOLVED**, that the Board of Directors approves of the draft agreement(s) as presented and authorizes board legal counsel to review and negotiate the final terms and authorizes the Board President to sign said agreement(s) once in final form.

Motion: Mr. Farber Second: Mr. Trinh  
Ayes: 3 Opposed: 0

## **F. Grant Funds Policy**

The Board reviewed and discussed the Grant Funds Policy as included in the meeting materials. Academica personnel discussed the support staff that will assist in applying for grants.

**RESOLVED**, that the Board of Directors approves and adopts the Grant Funds Policy as presented and further authorizes the school leader to begin applying for appropriate grants.

Motion: Mr. Farber Second: Mr. Trinh  
Ayes: 3 Opposed: 0

## **G. Admissions and Enrollment Policy**

The Board reviewed and discussed the Admissions and Enrollment Policy. The sponsor contract is for grades kindergarten through twelve. However, the school will begin operations with kindergarten through fifth grade and possibly open up to eighth the following year.

**RESOLVED**, that the Board of Directors approves and adopts the Admissions and Enrollment Policy as presented.

Motion: Mr. Farber Second: Mr. Trinh  
Ayes: 3 Opposed: 0

## **H. Board Meeting Schedule**

The Board discussed scheduling meetings at noon on the third Thursday of each month excluding December.

**RESOLVED**, that the Board of Directors approves the Board Meeting Schedule as presented.

Motion: Mr. Farber Second: Mr. Trinh  
Ayes: 3 Opposed: 0

## **I. Fiscal Officer Discussion**

Mr. Pirasteh indicated he will be having discussions with Massa Solutions and Jenny Wall for state reporting.

## **J. D&O Insurance**

Mr. Farber will be assisting the Board with the D&O insurance.

## **K. Next Steps/Timeline**

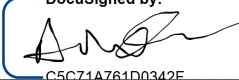
Management will continue to work with the sponsor to gather all documentation required for the sponsor contract.

V. **Confirmation of Next Meeting:** Date: February 16, 2023  
Time: 12:00 PM  
Location: Columbus, Ohio

VI. **Adjournment:** 1:31 PM  
Motion: Mr. Farber Second: Mr. Trinh

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Approved by the Board of Directors of Mater Academy of Ohio on February 16, 2023 .

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Board President/Secretary