

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

***Meeting Minutes***

March 23, 2023

12:00 PM

COhatch Upper Arlington

1733 W. Lane Ave

Columbus, Ohio 43221

**I. Call to Order**

The meeting was called to order at 12:04 PM

**II. Roll Call**

**Board Members Present:**

Andy Farber, Board President

Stephanie Davis-Wallace, Board Secretary

Nhan Trinh, Board Treasurer

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

Carrie Montano, Board Vice President (virtual attendance)

**Board Member(s) Absent:**

Travis Mizer, Director

**Other Attendees:**

Idin Pirasteh, *Academica*

Ryan Reeves, *Academica*

Ana Martinez, *Academica*

Alina Chester, *Academica*

Erica Walters, *Principal*

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

Victor Barroso, *Academica*

Kim Guilarte, *Mater, Inc.*

Marla Devitt, *Academica*

Erika Walters, *Proposed School Leader/Principal*

Tony Cardinal, *OCCS*

Darrin Beconder, *OCCS*

**III. Review of Agenda**

**IV. Public Comment**

**V. Action and Discussion Items**

**A. Approval of prior meeting minutes**

The Board reviewed the minutes, no modifications were requested.

**23-11 RESOLVED**, that the Board of Directors approves the minutes of the meeting of February 16, 2023, as presented.

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

**B. State of the School Report**

Ms. Walters presented updates on the state of the school. She is currently looking into programs for specials and looking into vendors for the core curriculum. She discussed upcoming events including marketing events to assist with enrollment. There are currently sixty student applications.

**23-12 RESOLVED**, that the Board of Directors approves the State of the School Report as presented

Motion: Ms. Davis-Wallace Second: Mr. Trinh  
Ayes: 3 Opposed: 0

**C. Fiscal Officer Waiver and Banking Resolution**

Management and the Board discussed utilizing fiscal service through Charter Treasurer that will have a contract with Academica.

**23-13 WHEREAS**, pursuant to ORC 3314.011(A), every community school is required to have a designated fiscal officer employed or engaged by the governing authority;

**WHEREAS**, the School's operator, Academica Ohio, LLC, has entered into an agreement with Charter Treasurer for fiscal services;

**WHEREAS**, ORC 3314.011(D)(1) allows the governing authority to waive the requirement that the governing authority be the party responsible for employing or contracting with the fiscal officer for a one-year period;

**THEREFORE BE IT RESOLVED**, the governing authority waives the requirement to contract or employ the fiscal officer and designates Joe Crawfis of Charter Treasurer as fiscal officer for the 2023-2024 school year, subject to sponsor approval.

**FURTHER RESOLVED**, that the Board of Directors acknowledges that the fiscal officer, Joe Crawfis, shall be bonded in an amount for not less than \$25,000 as required by law;

**FURTHER RESOLVED**, that the Board of Directors the fiscal officer to establish all necessary bank accounts as necessary for school operations;

**FUTHER RESOLVED**, that the Board of Directors authorizes fiscal officer, Joe Crawfis and Cory Boruvka as signers and authorized users on the school's bank account/s.

Motion: Mr. Trinh Second: Ms Davis-Wallace  
Ayes: 3 Opposed: 0

#### **D. Name Change**

The Board discussed changing the school name to Mater Academy Columbus.

**23-14 RESOLVED**, that the Board of Directors approves and adopts the change of Mater Academy of Ohio, Inc's name change to be changed Mater Academy Columbus.

**RESOLVED**, that the Board of Directors hereby amends its Articles of Incorporation to change the name of the corporation to Mater Academy Columbus and authorizes the Board President to sign the documents necessary to effectuate the name change and all other documents related to said name change, including the contract modification.

**FURTHER RESOLVED**, that the Board of Directors authorizes legal counsel to file the name change with the appropriate state agency and authorizes payment for the filing fee.

**FURTHER RESOLVED**, that the Board of Directors hereby approves and adopts the Amended Code of Regulations which reflect the change of the name of the corporation.

Motion: Mr. Trinh Second: Ms Davis-Wallace  
Ayes: 3 Opposed: 0

#### **E. Sponsor Contract Attachments Update**

Ms. Enz discussed the status of the sponsor contract attachments and items still needed. Mr. Beconder will send the board sample goals for the Performance and Accountability Plan for the board to review during the April meeting.

#### **F. Lease Discussion**

The Board discussed the facility with management. Landlord will need to provide a statement that rent is commercially reasonable.

**23-15 RESOLVED**, that the Board of Directors approves entering into a lease for the building located at 5085 Reed Road, Columbus, Ohio 43220, and authorizes the board president to sign said lease once in final form pending legal counsel negotiations

Motion: Mr. Trinh Second: Ms Davis-Wallace  
Ayes: 3 Opposed: 0

**G. Transportation Plan Submission**

Ms. Enz discussed the requirement to submit start and end times to the local district for busing purposes prior to April 1.

**2-16 RESOLVED**, that the Board of Directors authorizes the school leader to submit a transportation plan to include school start and end times to the local districts prior to the April 1, 2023 deadline.

Motion: Mr. Trinh Second: Ms Davis-Wallace  
Ayes: 3 Opposed: 0

**H. Next Steps/Timeline/April and May Board Meeting Date Discussion**

The Board discussed changing the April meeting date to April 21, 2023 and the May meeting date to May 11, 2023.

**V. Informational Reports**

**A. Academics Update**

Mr. Pirasteh presented the Academics update. He discussed marketing efforts and upcoming events for the school. Academics staff participating virtually introduced themselves.

**B. Sponsor Update**

Mr. Cardinal and Mr. Beconder presented the sponsor update. Mr. Beconder will be the school sponsor representative for the first school year. He discussed opening assurances.

**C. Legal Update**

Ms. Enz presented the legal update.

**VI. Confirmation of Next Meeting:** Date: April 21, 2023  
Time: 12:00 PM  
Location: Columbus, Ohio

**VII. Adjournment:** 12:41 PM

Motion: Ms. Davis-Wallace Second: Mr. Trinh

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Approved by the Board of Directors of Mater Academy of Ohio on April 21, 2023.

DocuSigned by:  
Andy Farber  
Board President/Secretary