

FLORIDA EAST COAST CHARTER SCHOOL, INC.
MINUTES OF MEETING OF BOARD OF DIRECTORS

January 19, 2022

A special meeting of the Board of Directors of Florida East Coast Charter School, Inc., took place at 6:30 pm on January 19, 2022, at 10 Vining Court, pursuant to the provisions of Article III, Section 9 of the ByLaws, and at the call of Steven Packard. Directors present were, Steven Packard, Kathy Kluth, Brian R Seeber, John Gagne, Cindy Peak, and Richard Prazenica; Beverly Grissom and Jessica Gnanamanickam participated virtually. A quorum was present. Brian Seeber chaired the meeting.

The Notice was presented to the meeting and found to be in order. It was posted on the website. Steve Packard moved to approve the Agenda and suggested amendments. The amendments were moved by Brian Seeber and seconded by Cindy Peak, Brian Seeber moved approval of the amended Agenda with the agreement of Steven Packard to the amendment to his motion. The motion was unanimously approved.

John Gagne informed the Board that the website is working well. The link for virtual attendance was posted on the website as well as the Notice and the proposed Agenda. John is speaking with web developers to improve and broaden the website.

Brian Seeber reviewed the directors training and confirmed receipt by directors of their sign-in credentials. Questions can be mailed to the training developer.

Beverly Grissom gave a report on the status of the principal search being undertaken by Building Hope. The solicitation for applications went out January 12. Building Hope will make interview recommendations on February 7; conduct interviews February 10; check references by February 16; provide feedback on February 17, for a final decision by the Board by February 28, 2022.

Cindy Peak asked what arrangements are contemplated regarding salary for the period prior to funding by the County. Brian Seeber mentioned it would not help identify candidates of a reduced start-up period salary were communicated in the search process. If a suitable candidate is not identified, the process would restart.

It has been said that either the charter or a statute requires selection of a principal on a timing not in conformity with our current progress. No one has been able to point the Board to either a charter provision or a statutory provision on this topic. It is apparently incorrect to say that there is any such requirement.

Brian Seeber reported that the GoldenPair agreement was signed as approved by the Board at our last meeting.

A discussion took place about a contact for work on the budget which supports the charter, the lease, and the grant application. GoldenPair needs input and Steve pointed out that a

point of contact on the Board is important. Steve said he would be willing, but Brian Seeber mentioned that Kathy Kluth has been involved in the budget. Remember that Christy Noe was instrumental in designing the budget when the charter application was submitted initially. It was decided that Cindy Peak would be the contact person with GoldenPair and work with Kathy Kluth. The budget design and related issues are an important element of the charter, the CSP grant, and the 501(c)(3) application, as well as the lease, so consistency is important.

Steve Packard reported on the status of the building and the spreadsheet he has been preparing, which was presented to the meeting. He asks each Board member to give him feedback as to what he has identified on the spreadsheet and what things he may have omitted or as to which scheduling needs to be corrected. What are the three top requirements that each of us sees in regard to the building in order for us to open in August?

We need to get information as to the requirements for a certificate of occupancy (CO) and what involvement the City of Ormond Beach and/or the Volusia County School Board has in this regard. Brian said he would find the contact person from the School Board that he recently dealt with as she may be a place to start to see who would need to be contacted at the School Board regarding our physical plant.

There is a concern that the landlord may not be able to provide the repairs and improvements which we need in order to open, notwithstanding his willingness. He has done a lot of good work recently, but can he handle all this without professional assistance? IT (wiring of the building for internet) and bathroom plumbing (ADA) were specifically mentioned as concerns.

Cindy Peak presented her timeline for tasks to be completed before we open. Such a timeline is important for internal controls and accountability. She was complimented on her progress so far.

Steve Packard discussed relationships with Robert Vaeth and a more functional way with dealing with him; after all he is the landlord. He offered to be a point of contact with Mr. Vaeth. He was advised to be careful to keep Vaeth focused on strictly building issues and stick only to appropriate topics when interacting with him. The Board was content to have Steve act as the POC. Steve was cautioned about the way which Vaeth had recently discussed with Steve whether Kathy Kluth should or desired to remain on the Board; Baeth had told Steve that Vaeth had spoken "to all the Board members, who all wanted Kathy to resign." At least three of the Board members made it clear that this is simply untrue, and in any event it was made clear that this is none of Vaeth's business and is an example of a topic he has no business discussing with anyone, including Steve as the POC.

The Board moved into a discussion of recent issues about Kathy Kluth and her prior relationship with the Vaeths, for whom she has done tax returns. This has been well known to the Board at a time well prior to the recent additions to the Board. A discussion of a possible conflict of interest on the part of Kathy Kluth was undertaken. The negative effect of this continuing issue was mentioned. There was also a discussion of what is and is not a conflict of interest; what

role informed consent plays in this topic; and the sense of the Board that Kathy Kluth remains an important part of the Board and should remain.

Steve Packard talked about the advisability of forming a Marketing Committee. “What exactly are we marketing?” is an issue, but getting a social media presence and web design help were all identified as important areas that need to be worked on. Can we get volunteers to help us, or free help? A professional seems like a necessity, but how is it to be paid for was discussed. Steve, Cindy Peak, and John Gagne will work on this. Kathy Kluth will suggest a contact she has. We will revisit this topic at our February meeting.

Steve Packard discussed a visit to Burns Charter School in Edgewater. No vote is required to make this happen; he should just arrange it consistent with the principal’s schedule, and let Board members know when it can happen. No discussions should take place which would violate the Sunshine Law, and the visit should be announced on the website.

The status of the CSP grant was brought up. Brian Seeber read an email summary of areas for us to focus on in preparing for a second attempt, and the timing of the next RFP. John Gagne mentioned the scoring document he had received which all Board members would find useful to prepare to try this again.

The topic of a Secretary was mentioned. Brian Seeber asked Jessica Gnanamanickam if she might consider undertaking this office, and she said she would. Actual attendance would be crucial to be able to do a thorough job.

The next meeting of the Board was set for February 7, 2022. Steve Packard suggested that we should consider meeting more often than monthly at this crucial tie. That topic will be taken up at our next meeting on February 7.

At 7:20, there being no further business to come before the meeting, Cindy Peak moved and Brian Seeber seconded to adjourn the meeting.