



OHVA Board of Trustees Minutes of Regular Board Meeting

October 16, 2018

Our Approach: Student-centric, Innovative

Our People: Passionate, Engaged

Our Students: Inspired, Empowered, Educated

1. Board President Matt Norton called the meeting to order at 2:01 p.m.

2. Roll Call/Guests:

	Board Members	Present	Absent	Time of Arrival After Call to Order
1	Kelly Arndt – Member	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
2	David Kalman – Member	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
3	Stephen Vasquez – Member	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
4	Matt Norton – Board President	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
5	Sarah Zimmerman-Thornhill – Board Vice President	<input checked="" type="checkbox"/>	<input type="checkbox"/>	2:08
6	Adam Davenport – Member	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
7	Jacob Moeller –Board Treasurer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
8	Gina Lopez- Member	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
9	Jason Levine-Member	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
10	Jennifer Wise- Board Secretary	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
11	Susan Lippens-Member	<input checked="" type="checkbox"/>	<input type="checkbox"/>	2:08
12	OCCS Ex-Officio Representative Lisa Burke	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

Also in attendance were: K12 Senior Head of School Dr. Kristin Stewart; K12 Operations Manager Emily Rogers; K12 School Treasurer Kate Diu; K12 Northern Region Finance Director Kelly Warnke; K12 Assistant Academic Administrator Allison Bentley; K12 School Human Resources Business Partner Carole Arman; Board Legal Counsel Renisa Dorner as well as various members of the K12 administrative team. K12 Senior VP, Northern Region Darren Reed joined via teleconference.

3. Public Participation on Agenda Items: None

4. Public Participation on Non-Agenda Items: None

5. Introduction and vote on new Board Members:

- a. Benjamin Lochbihler, CPA
- b. Tiaunna Richardson, MBA

Motion I: Resolution regarding appointment of new Board Members



BE IT RESOLVED THAT the Board of Trustees of OHVA hereby appoints Benjamin Lochbihler and Tiaunna Richardson to serve as Board Members on the Ohio Virtual Academy Board of Trustees for a three-year term effective immediately, as recommended by the HR Committee. The Head of School shall provide each new Board member with all documents as outlined in the OHVA Board Policies.

Discussion: Mr. Norton introduced new candidates. Following the Board’s policy for appointment of new Board members, the HR Committee conducted interviews of the candidates and recommended these candidates to serve on the Board.

Moved: Wise	Seconded: Davenport	Vote: Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

6. Approval of Minutes of the Regular Meeting of August 14, 2018 and Approval of the Special Meeting of September 26, 2018

Mr. Norton confirmed minutes of both meetings were provided in advance to all Board members. Mr. Norton asked if any modifications, changes, or corrections were necessary, but none were expressed. Mr. Norton deemed the minutes of both meetings approved as written.

7. Vote on Board Officers (motion)

Motion II: Resolution regarding Board Officers

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby elects the following Board Officers for the remaining of the 2018-2019 School Year:

- President – Matt Norton
- Vice President – Adam Davenport
- Secretary – Jennifer Wise
- Treasurer – Jacob Moeller

Discussion: Mr. Norton reviewed current Board officers and confirmed that Adam Davenport was willing to accept the role of Board Vice President. Mr. Norton asked if there were any other nominations.



Moved: Norton	Seconded: Vasquez	Vote: Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

Susan Lippens and Sarah Zimmerman-Thornhill entered the meeting at 2:08 p.m.

Mr. Norton reviewed the Board committees are only for fact finding and providing information at the full Board meetings. Board committees have no power to approve. Mr. Norton confirmed the following chairs for the Board committees: Governance - Mr. Vasquez; Academic – Ms. Zimmerman-Thornhill; Financial and Audit Oversight – Mr. Moeller; and Human Resources – Mr. Davenport.

8. Personnel/Staff Development:

- a. HR Committee Report
- b. New hire/resignations (motions 3)

Motion IIIV: Resolution regarding approval of Employment Agreements

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the Employment Agreements of the following individuals as recommended by the Head of School and reviewed by the HR Committee.

Employee Name	Hire Date	Job Title
Betiko, Hailey Z.	10/01/2018	Teacher HS
Bielfelt, Paula	10/01/2018	Teacher HS
Dietz, Benjamin T.	10/01/2018	Teacher HS
Fordyce, Tiffany L.	10/01/2018	Teacher HS
Marasco, Amanda	10/01/2018	Teacher HS
Bentley, Bryan S.	09/24/2018	Teacher HS
Bobo, Kelly L.	09/24/2018	Intervention Specialist
Chek, Daphne L.	09/24/2018	Teacher HS
Christy, Renee M.	09/24/2018	Intervention Specialist
Gaul, David E.	09/24/2018	Intervention Specialist



Graor, Ann	09/24/2018	Teacher Elementary School
Hayes, Matthew J.	09/24/2018	Teacher HS
Herrel, Angela N.	09/24/2018	Teacher Elementary School
Johnson, Amy E.	09/24/2018	Teacher HS
Magensky, Jennifer E.	09/24/2018	Teacher HS
Nagi, Christy L.	09/24/2018	Teacher HS
Pagano, Whitney N.	09/24/2018	Teacher HS
Pond, Paige B.	09/24/2018	Teacher HS
Sorgi, Nicole E.	09/24/2018	Teacher HS
Wigton, Carrie R.	09/24/2018	Teacher HS
Cox, Heather M.	09/17/2018	Teacher Elementary School
Estep, Sarah E.	09/17/2018	Advisor
Hindall, Kathrine R.	09/17/2018	Teacher Elementary School
Woodlock, Kelleen S.	09/17/2018	Family Success Liaison
Holod-Dunbar, Jill N.	09/10/2018	Teacher HS
Johnson, Felicia K.	09/10/2018	Related Svcs Coordinator
Landis, Pamela A.	09/10/2018	Advisor
Philibin, Tiffany L.	09/10/2018	Advisor
Shellhammer, Taylor R.	09/10/2018	Advisor
Six, Pamela L.	09/10/2018	Teacher HS
Bacon, Karen M.	09/04/2018	Transition Svcs Liaison
Cox, Heather K.	09/04/2018	Intervention Specialist
Duncan, Sarah L.	09/04/2018	Teacher HS
Dyer, Thomas H.	09/04/2018	Family Success Liaison
Fetty, Kristie M.	09/04/2018	Teacher HS



Flannery, Robert T.	09/04/2018	Teacher HS
Flood, Shannon B.	09/04/2018	Teacher HS
Ford, Marcie J.	09/04/2018	Teacher HS
Grude, Melinda E.	09/04/2018	Teacher HS
Harley, Julie L.	09/04/2018	Teacher HS
Money Penny, Kimberly A.	09/04/2018	Teacher HS
Russo, Tressa M.	09/04/2018	Teacher HS
Wagner, Brooke N.	09/04/2018	Teacher HS
Wilson, Shannon M.	09/04/2018	Teacher Elementary School
Zetts, Nicole A.	09/04/2018	Teacher Elementary School
Batley, Jennifer N.	08/27/2018	Intervention Specialist
Butler, Ashley L.	08/27/2018	Intervention Specialist
Carpenter, Amy R.	08/27/2018	Advisor
Finch, Johnathon J.	08/27/2018	Teacher HS
Hansen, Robyn	08/27/2018	Guidance Counselor
Holmes, Emily N.	08/27/2018	Teacher HS
Leonard, Mary E.	08/27/2018	Teacher HS
Payne, Phillip A.	08/27/2018	Teacher HS
Ruby-Gianessi, Lara A.	08/27/2018	Teacher HS
Schatzke, Valerie A.	08/27/2018	Teacher HS
Toke, Annette R.	08/27/2018	Intervention Specialist
Cox, Lindsey N.	08/20/2018	Teacher HS
Gerdeman, Virginia L.	08/20/2018	Teacher HS
McCormick, Kelly L.	08/20/2018	Advisor
Merchant, Devin	08/20/2018	Advisor
Pindell, Dianna J.	08/20/2018	Teacher HS
Smith, Veronica	08/20/2018	Advisor



Stripe, Sonya L.	08/20/2018	Teacher HS
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Discussion: Dr. Stewart explained hiring is based on enrollment needs. Dr. Stewart assured candidates are interviewed and vetted prior to hiring.

Moved: Norton	Seconded: Wise	Vote: Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

Motion IV: Resolution regarding employee resignations

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the resignations of Michelyn Kemp as of 9-11-18 and Carol Briscoe as of 9-7-18 based upon the unique circumstances presented by these individuals. As recommended by the Head of School and reviewed with the HR Committee, the Board of Trustees of OHVA hereby rejects the resignations of the following individuals, who have abandoned their positions at OHVA as of resignation date indicated:

STAFF MEMBER	TITLE	RESIGNATION DATE
Brian Sherman	HS Teacher	9-21-18
Sherry D. Newman	Intervention Specialist	9-13-18

Discussion: Dr. Stewart confirmed the reasons provided by Ms. Kemp and Ms. Briscoe was appropriate for granting their resignations. However, Brian Sherman and Sherry Newman resigned to pursue employment with another school in violation of their Employment Agreement. Dr. Stewart recommended the resignations of Mr. Sherman and Ms. Newman be rejected.

Moved: Arndt	Seconded: Lopez	Vote: Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>



Motion V: Resolution regarding approval of resignations and Waiver of Paragraph 7.04

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the resignations of Andrew Smerekanich, Margaret Ault and Shana VanGrimbergen, effective immediately to allow them to accept administrative positions with K12, Inc. Further, the Board of Trustees of OHVA hereby waives the application of Paragraph 7.04 entitled Non-Solicitation of the Third Amended and Restated Educational Products and Administrative & Technology Services Agreement between OHVA and K12 Virtual Schools LLC to allow Andrew Smerekanich, Margaret Ault and Shana VanGrimbergen to be employed by K12, Inc. as an OHVA High School Principal, OHVA Title I Coordinator and OHVA CTE Assessment and Certification Coordinator, respectively. This waiver is revoked if K12 employs these individuals in a position other than the one specifically listed.

Discussion: Dr. Stewart explained the need for three additional administrative positions and the individuals selected for these positions are current OHVA employees. K12 requests the Board waive the contractual provision to allow K12 to hire the named individuals. Mr. Norton and Ms. Dorner explained the provision in the contract between K12 and OHVA prohibits K12 from hiring OHVA employees without the Board’s approval.

Moved: Vasquez	Seconded: Lippens	Vote: Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
		Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

- c. Suspension of enrollment due to capacity of school’s program (motion)

Motion VI: Resolution regarding enrollment suspension

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby declares that due to the number of applicants exceeding the capacity of OHVA’s programs (most notably the large number of students enrolling who had previously attended ECOT) OHVA suspended enrollment as of October 5, 2018 for Grades 6-12 only. OHVA will admit students in Grades 6-12 by lot in accordance with its charter contract as capacity permits. Currently, the expectation is that capacity for all students applying to enroll in OHVA after October 5, 2018 in Grades 6-12 will occur by January 7, 2019, the first day of the second semester. OHVA shall continue to enroll students in Grades K-5 consistent with OHVA policies.

Discussion: Ms. Dorner explained the history of the OCCS/OHVA contract and the provisions regarding enrollment. Through Board resolution, enrollment is capped each year as of January 31st as there is a cost associated with continuing enrollment beyond that date and it has been shown that students are less successful the later in the year they enroll. OHVA faced a unique situation



this year as the enrollment applications, quite likely due to the ECOT closure, have exceeded the school's capacity with respect to staffing. A discussion occurred with OCCS regarding the staffing issues and the enrollment applications. OHVA will suspend enrollment until capacity allows which is expected to occur at the beginning of the second semester for Grades 6-12. Dr. Stewart explained OHVA is not able to serve additional students in Grades 6-12 with the staffing challenges facing it. There will be a hiring fair in November in order to build capacity for additional students for the second semester.

Mr. Norton reported the state has implemented a cap for all eschools and OHVA's current cap is over 26,000 students, however OHVA does not have the capacity to reach this cap.

Ms. Burke explained she spoke with OCCS's Executive Director regarding this issue and Mr. Schafer agreed suspending enrollment in order to maintain compliancy is appropriate. OHVA has the support of OCCS on the matter.

Discussion with Sponsor on enrollment and lot system as we are at capacity. Suspending enrollment until capacity allows which will be second semester for Middle School and High School. Dr. Stewart explained that OHVA is notable to serve its students as we would like due to high enrollment and staffing challenges. There will be a hiring fair in November to prepare for second semester.

Mr. Norton made mention of the state implemented cap of 26,000 students.

Ms. Burke explained that per OCCS's Executive Director, regarding slowing enrollment and maintaining ratios, it would be irresponsible to continue enrolling. OHVA has the support of OCCS on the matter.

Moved: Vasquez **Seconded:** Zimmerman-Thornhill

Vote:	Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

9. Compliance:

a. OCCS Update

Ms. Burke described standard documents required for new Board members which include the background check, resume and a review of any findings for recovery.

Ms. Burke gave verbal approval for Tiaunna Richardson and OCCS is in need of one additional document for Benjamin Lochbihler.

Ms. Burke reviewed recent complaints and noted OCCS anticipates complaints stemming from the recent change from 105 consecutive hours for truancy to 72 consecutive hours.



She also noted Board training is required annually, however no specific ethics training is required. Board members must abide by Ohio ethics laws.

Ms. Burke invited everyone to join OCCS on December 13, 2108 for Online Learning Day at the State House.

Mr. Norton also reminded new Board members that they would need to complete the required training within one year of their appointment.

b. Procurement Policy (motion)

Motion VII: Resolution regarding the Procurement Policy

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the Procurement Policy (a copy attached hereto) as recommended by the Head of School, which shall replace any existing Procurement Policy.

Discussion: Dr. Stewart explained the approval process and parties involved. Ms. Diu explained the change is essentially due to the titles of the individuals being different. The title Sr. Finance Manager is being changed to Finance Director in the policy.

Moved: Zimmerman-Thornhill

Seconded: Norton

Vote:		Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Arndt	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Davenport	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Lippens	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Lopez	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Levine	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Lochbihler	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Moeller	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Norton	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Richardson	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Vasquez	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Wise	<input checked="" type="checkbox"/>	<input type="checkbox"/>
	Zimmerman-Thornhill	<input checked="" type="checkbox"/>	<input type="checkbox"/>

c. Review and approve Annual Report (motion)

Motion VIII: Regarding Annual Report

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the 2017-2018 Annual Report (a copy attached hereto) as recommended by the Head of School.

Discussion: Dr. Stewart explained community schools are required to have an annual report including student demographics, the school's report card and financials. OHVA's annual report also includes updates of each segment of the school's population.



Moved: Norton

Seconded: Arndt

Vote:	Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

10. Operations:

- a. Head of School Report
 - Academic Report

Dr. Stewart provided the Board with a 6-page report. Dr. Stewart reported 208 address changes for residency verification have occurred so far this school year. Enrollment is currently 15,672 with special education at 17.6%. 59% of new student’s enrollment in OHVA over the last year were found to be credit deficient. 51% of high school students are in some sort of credit recovery. In addition, Dr. Stewart reviewed a PowerPoint presentation that highlighted key components of OHVA’s report card. Mr. Norton noted gradual improvements in performance.

Dr. Stewart explained engagement is up as well as attendance and participation. She also explained the report card components include “count” kids and subgroups.

Board members questioned if this report card could potentially cause OHVA to close in the future. ODE expects OHVA to get a “C” on its report card.

Ms. Burke pointed out that OHVA is above other urban district’s report cards. The performance standards set in the charter contract include a comparison based on 5 other e-schools. However, 2 of these schools have closed. Further discussion with OCCS may be necessary with respect to how OCCS and OHVA will measure performance moving forward.

11. Finance:

- a. Finance and Audit Oversight Committee

- b. Bank Reconciliation

Motion IX: Resolution regarding filing of the Bank Reconciliations

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the filing of the bank reconciliations for the months of August and September 2018 as presented by the School Treasurer and reviewed by the Audit and Financial Oversight Committee.

Discussion: Mr. Moeller confirmed he had an opportunity to review the bank reconciliations for the months of August and September 2018 and they appeared appropriate.



Moved: Moeller **Seconded:** Arndt

Vote:	Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

c. Review/Approve five-year forecast (motion)

Motion X: Resolution regarding Five Year Forecast

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the Five Year Forecast (copy attached hereto) as presented by the School Treasurer and reviewed by the Finance and Audit Oversight Committee.

Discussion: Ms. Diu reviewed the financial documents. Mr. Norton asked where the assumptions were coming from to which Ms. Diu clarified they were projected based on “flat” enrollment numbers. Dr. Stewart noted she did not anticipate a decrease in enrollment over the next 5 years.

Moved: Arndt **Seconded:** Levine

Vote:	Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

d. Review/Approved FY final budget (motion)

Motion XI: Resolution regarding Fiscal Year Budget

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the Fiscal Year 2019 budget (copy attached hereto) as presented by the School Treasurer and reviewed by the Audit and Financial Oversight Committee.

Discussion: Kate Diu reviewed enrollment numbers and budget revenue was higher by over 2.5 million. The budget shows a \$7 million budget deficit prior to K12 service fee credits.



Mr. Norton explained the provision in the K12 contract requiring K12 to grant service fee credits if necessary in order to meet the contractual requirements in the K12/OHVA contract. Mr. Norton also noted the K12 management fees as well as the fee paid to OCCS as the charter sponsor. Ms. Burke requested clarification on teacher hiring and suspension of enrollment as reflected in the budget. Ms. Dorner stated the budget number reflects OHVA’s decision to suspend enrollment in Grades 6-12 based on capacity. If enrollment was not suspended, the budget would look different.

Moved: Lopez **Seconded:** Moeller

Vote:	Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

12. Governance

- a. Amendment to K12/OHVA Contract (motion)

Motion XII: Resolution regarding Amendment to Contract with K12 Virtual Schools LLC

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby authorizes President Matthew Norton to sign on behalf of OHVA the *First Amendment to the Third Amended and Restated Educational Products and, Administrative, and Technology Services Agreement between the Ohio Virtual Academy and K12 Virtual Schools LLC* (“Amendment”), a copy of which is attached hereto. Further, the Board directs the Head of School to obtain an authorized signature from K12 Virtual Schools LLC on this Amendment. Upon receiving a fully executed copy of the Amendment, the Head of School is directed to submit a copy of the fully executed Amendment to the Ohio Council of Community Schools and seek its approval. The Head of School shall report at the next Board meeting as to whether all approvals of the Amendment have been received.

Discussion: Mr. Norton explained the need to amend the current K12 contract language. Ms. Dorner further explained the graduated scale for the payment of administrative and technology fees based on enrollment. The amendment essentially clarifies the calculation of enrollment to be the calculation based on FTE.



Moved: Lopez

Seconded: Levine

Vote:	Arndt	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Davenport	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lippens	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lopez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Levine	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Lochbihler	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Moeller	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Norton	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Richardson	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Vasquez	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Wise	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>
	Zimmerman-Thornhill	Y <input checked="" type="checkbox"/>	N <input type="checkbox"/>

- b. Letter to editor and to school parents

13. Executive session (if necessary) – Not needed

14. Upcoming event dates and communications:

- a. Board – December 11, 2018 with Holiday party to follow on site
- b. Board – November tab New Member Board orientation at OHVA offices
- c. Committees
 - a) Academic – January (2:30 pm)
 - b) HR –December 4th (2:00 pm)
 - c) Audit/Finance – 2nd Wednesday of each month (4:00 pm)
 - d) Governance- tab

- C. Consensus for date of Board Retreat in January – Mark Weaver to speak
- D. Online School Day: December 13th in Columbus

With no further business to discuss, Mr. Norton adjourned the meeting at 4:14 p.m.