



*The Mater Academy vision is to provide students a viable educational choice that offers an innovative, rigorous and seamless college-preparatory curriculum, providing Mater students, at every level (PK-12) with a competitive advantage, thus enabling students to become confident, self-directed, and responsible life-long learners.*

**Mater Academy, Inc.  
Virtual Meeting of the Board of Directors  
August 20, 2020**

*\*\*Due to COVID-19 and Executive Order by Office of the Governor of the State of Florida, this meeting was held solely via communications media technology.*

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz Nuñez ("Betty") *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

**Minutes**

**1. OPENING EXERCISES**

- a. Called to Order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved the Minutes from the June 23, 2020 Board of Directors Meeting.
- b. **APPROVED:** The Board approved to submit the 2019-2020 Annual Audits by their individual district due dates with review and approval by the Board Chair.
- c. **APPROVED:** The Board approved to Ratify the Re-Opening Plan.
- d. **APPROVED:** The Board approved the Out of Field Waiver Assignments for the 2020-2021 school year for the following schools:
  - i. Mater International Academy #3000
  - ii. Mater Academy Gardens #0312
  - iii. Mater Academy Bay #4010, #6032
  - iv. Mater Preparatory Academy #3003
  - v. Mater Academy East #3100
  - vi. Mater Academy East Middle/High #6009, #7037



## MATER ACADEMY

ALMA MATER STUDIORUM

- vii. iMater Middle / High #6014, #7090
- viii. Mater Academy Miami Beach #5047
- ix. Mater Academy Grove #5045
  - x. Mater Academy of International Studies #1017
- xi. Mater International Preparatory #6047
- xii. Mater Academy High School #7160
- xiii. iMater Academy #5384
- xiv. Mater Academy #0100

- e. **APPROVED:** The Board approved the Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year.

*Motion to approve the consent agenda by Idalia Suarez; second by C. Christian Crousillat; motion passed unanimously*

#### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)
  - i. Update and report on Brickell budget and Schedule
    - 1. Budget is on track with what was originally proposed; Rolando to provide an update on timeline.
  - ii. Mater Bay completion of ongoing renovation and construction of new 30,000 SF building
    - 1. Rolando to provide an update on timeline; favorable ruling from the City of Cutler Bay; permitted to expand to the numbers sought.
  - iii. **APPROVED:** The Board approved to elect Maria Beatriz Nuñez (“Betty”) to the Board of Directors.  
*Motion to approve by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*
- b. Report by the Chief Academic Officer (*Judy Marty*)
  - i. Been working with all the Principals with ongoing items; special thanks to those who helped with the INNOVATE professional development.
- c. Report by Doral College
  - i. Doral College Presentation: Education Bachelor’s Program sponsorships (*Lourdes Isla*)
  - ii. Discussed: Education Bachelor’s Program Promissory Note Template Documents (*supporting document attached*) (*Ryan Kairalla*)
    - 1. Discussed means to determine candidates; terms of note; risks and rewards of program, including credit and collection risks.
- d. Facilities Update (Rolando Llanes)
  - i. Mater Brickell – On schedule to submit construction documents in mid-October; Foundation Permits should be submitted next week; working on traffic concerns with the City of Miami.
  - ii. Mater Bay – Expansion approved for up to 1600 students; planned project of a new building on campus.
  - iii. Mater Brighton Lakes High – GC proposals were reviewed and president indicated which GC he would recommend to Mater Academy Foundation to engage.
  - iv. Mater Lakes – 5 acre hearing is scheduled for September; it will be a virtual hearing.
- e. Additional Items by the Board, Principals or Academica
  - i. Grant Updates will be provided at upcoming meetings

#### 5. ANNOUNCEMENTS & NOTIFICATIONS



---

MATER ACADEMY

ALMA MATER STUDIORUM

6. **ADJOURNED MEETING**

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on September 15, 2020.



*The Mater Academy vision is to provide students a viable educational choice that offers an innovative, rigorous and seamless college-preparatory curriculum, providing Mater students, at every level (PK-12) with a competitive advantage, thus enabling students to become confident, self-directed, and responsible life-long learners.*

**Mater Academy, Inc.  
Meeting of the Board of Directors  
August 31, 2020**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz Nuñez (“Betty”) *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

**Minutes**

**1. OPENING EXERCISES**

- a. Meeting called to order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. ACTION & DISCUSSION ITEMS**

- a. **APPROVED:** The Board approved to Designate Betty Riera as the Principal of Mater Academy East Middle & High Schools during the time Principal Aguirre is on maternity leave.  
*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*
- b. Bond Transaction Items
  - i. Summary - Mater Foundation to be the borrower; will receive funds via bonds; will purchase some existing facilities, expand some existing facilities and build new facilities, and lease them to the schools. Bonds to be issued in 2 series, A to close in October 2020 and B to close in 2021.
  - ii. David Cohen reviews all bond documents and the Memorandum Re: Mater Academy, Inc. charter leases/Series 2020A Bond facilities; discusses full bond structure; lower rent rates; 35-year term leases to coincide with bond maturity; leases have renewal options; absolute net leases which leaves all responsibilities to the tenant. He also reviews uniform lease rates of from \$1,250 to \$1,300, across the platform, whether there should be CPI increases, and if so, whether there should be a cap. He review reporting and other regulatory and disclosure requirements related to transaction. And, he submitted forms of written resolutions to the board for review and approval.



---

MATER ACADEMY

ALMA MATER STUDIORUM

---

- iii. President Blanch request authorization for himself and the Board Chair Board Chair the ability to determine if CPI increases should be included in the new facility leases and to fix rent based upon bond sizing and service requirements.
- iv. **APPROVED:** The Board approved Substantially Final Bond Documents.
- v. **APPROVED:** The Board approved the Offering Documents for Bonds.
- vi. **APPROVED:** The Board approved the Bond Post-Issuance Policy.
- vii. **APPROVED:** The Board approved the Facilities Leases for iMater Campuses, Mater Bay, Mater East Elementary, Mater East Middle/High, Mater Brighton Lakes, Mater Prep (Osceola) and Mater Brickell.
  - 1. Review of Memorandum: Mater Academy, Inc. charter leases/Series 2020A Bond facilities.
- viii. **APPROVED:** The Board approved the Insurance Broker.
- ix. **APPROVED:** The Board approved the Master Security Deposit Agreement.
- x. **APPROVED:** The Board approved the range in lease rates subject to final evaluation by president and board chair and to include the CPI Lease Adjustments, unless the Board Chair and President find necessary to remove or to impose a cap.
- xi. **APPROVED:** The Board approved the acquisition of Mater Bay Tenant Improvements.
- xii. **APPROVED:** The Board approved to offer flexibility to accommodate fixed rate per student if financial advisor deems necessary.
- xiii. **APPROVED:** The Board approved the final written resolution to include all items, as discussed.
- xiv. Bond amount not to exceed \$140M.

*Motion to approve by C. Crousillat; second by Idalia Suarez; motion passed unanimously*

4. **ANNOUNCEMENTS & NOTIFICATIONS**

5. **ADJOURNED MEETING**

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on September 15, 2020.



*The Mater Academy vision is to provide students a viable educational choice that offers an innovative, rigorous and seamless college-preparatory curriculum, providing Mater students, at every level (PK-12) with a competitive advantage, thus enabling students to become confident, self-directed, and responsible life-long learners.*

**Mater Academy, Inc.  
Virtual Meeting of the Board of Directors  
September 15, 2020**

*\*\*Due to COVID-19 and Executive Order by Office of the Governor of the State of Florida,  
this meeting is being held solely via communications media technology.*

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

**Minutes**

**1. OPENING EXERCISES**

- a. Meeting called to order
- b. A quorum was established

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved to authorize the Board President & Counsel the ability to review and edit the Minutes from the August 20, 2020 Board of Directors Meeting.
- b. **APPROVED:** The Board approved to authorize the Board President & Counsel the ability to review and edit the August 31, 2020 Board of Directors Meeting.
- c. **APPROVED:** The Board approved the Individual Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year for the Title 1 distinguished schools; further authorize the Chief Academic Officer to review and make necessary changes and execute for submission.
- d. **APPROVED:** The Board approved the Teacher Salary Increase Plan(s).
- e. **APPROVED:** The Board approved to Accept the Annual Family Educational Rights and Privacy Act (FERPA) Notice for Directory Information.



## MATER ACADEMY

ALMA MATER STUDIORUM

- f. **APPROVED:** The Board approved the out of field waiver(s) for instructional personnel with out of field assignments for the schools who submitted.
- g. **APPROVED:** The Board approved to authorize the Board President and Board Counsel the ability to negotiate and approve the Lease Renewal for Mater Academy Elementary; further approving the President to explore a possible purchase price for the facility.
- h. **APPROVED:** The Board approved to authorize Ms. Judith Marty (Chief Academic Officer) the ability to execute all academic / education items and deliverables due to the individual sponsors, including but not limited to Out of Field Waivers, Employee Contracts, School Improvement Plans, Title 1 Budgets, etc...

*Motion to approve the consent agenda by C. Christian Crousillat; second by Betty Nunez; motion passed unanimously*

### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch, i and ii, & Joe Raia, ii*)
  - i. Review & Discussion on Re-Opening Plans for the Individual Schools
    - 1. Many conversations have been ongoing regarding the re-opening of physical campuses; held a best practices meeting last week in which the Central Florida schools were able to present some of the obstacles; the board does not necessarily have to formally approve each plan, but it is important to have certain re-opening guidelines and address baseline issues; every re-opening plan requires board signature when being submitted to the district; discussed the recent survey results and how it differs by grade level; results have been pretty consistent across the board; we will continue to work on a one on one basis as each facility is different; Ms. Marty addresses the need to prepare staff and parents the setbacks and differences that will occur when the students return to campus; President Blanch discusses the mission of Mater Academy and also to be mindful of staff and teachers; recognizing that we will be providing the safest education.
    - 2. Antonio Roca informs the Board that new portions of Colegia 2.0 will be rolled out next week for select schools; one aspect will be Colegia Health which will allow parents to self-report if their child has been in close contact with someone who has tested positive or is symptomatic. Principals will be asked to identify the person at their school in the event someone is flagged.
    - 3. Board Chair Crousillat asks how this will be implemented and if parents do not comply; we are awaiting a clear indication from the state or district on what actions can be taken; if the student is symptomatic they will be immediately moved to the isolation room and picked up from school.
  - ii. Nevada Affiliation
    - 1. Discussed Cognia Accreditation Process; original agreement was never executed, however both parties have been fulfilling the terms of an affiliation agreement; requesting a formal resolution by the board to ratify the existing oral agreement since 2015; Mater Nevada is included in the federal expansion grant that Mater Academy, Inc. has been awarded; look at the proposed agreement to more incentivize the Mater Nevada schools in this process; discussed Mater Delaware working with schools outside of Florida.
      - a. **APPROVED:** The Board approved to ratify the existing oral agreement with Mater Academy Nevada since 2015; further approving the development and execution of a written agreement.  
*Motion to approve by Idalia Suarez; second by C. Christian Crousillat; motion passed unanimously*
  - iii. **APPROVED:** The Board reviewed and approved the Financial Reserve & Liquidity Policies.  
*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*
  - iv. Discussed the possible purchase and lease renewal of Mater Academy Elementary.
- b. Report by the Chief Academic Officer (*Judy Marty*)



i. Federal Grant Update & Budget Revisions

- c. **APPROVED:** The Board approved to request an amendment to the Mater Academy Virtual Charter to add grades K-5, thus making it a K-12 at the time of renewal this year.

*Motion to approve by Idalia Suarez; second by C. Christian Crousillat; motion passed unanimously*

- d. Additional Items by the Board, Principals or Academica

i. There were no additional items at this time.

5. **ANNOUNCEMENTS & NOTIFICATIONS**

- a. Next Board Meeting: October 13<sup>th</sup>

6. **ADJOURN MEETING**

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on October 13, 2020.

MATER ACADEMY, INC.

A Florida not-for-profit corporation





*The Mater Academy vision is to provide students a viable educational choice that offers an innovative, rigorous and seamless college-preparatory curriculum, providing Mater students, at every level (PK-12) with a competitive advantage, thus enabling students to become confident, self-directed, and responsible life-long learners.*

**Mater Academy, Inc.**  
**Virtual Meeting of the Board of Directors**  
**October 13, 2020**  
**1:00 pm EST**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Absent)*  
Maurene Sotero Balmaseda *(Present)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*\*\*Due to COVID-19 and Executive Order by Office of the Governor of the State of Florida, this meeting is being held solely via communications media technology.*

**Minutes**

**1. OPENING EXERCISES**

- a. Meeting called to order
- b. Establish Quorum

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved to authorize the Board President & Counsel the ability to review and edit the Minutes from the September 15, 2020 Board of Directors Meeting.
- b. **APPROVED:** The Board approved the Revised Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year for the Title 1 distinguished schools; further authorize the Chief Academic Officer to review and make necessary changes and execute for submission.
- c. **APPROVED:** The Board approved Resolutions for Out of Field Waiver(s) for Instructional Personnel with Out of Field Assignments.

*Motion to approve the consent agenda by C. Christian Crousillat; second by Maurene Balmaseda; motion passed unanimously*



#### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)
  - i. Update on bond transaction; on track to close next week.
  - ii. Construction Updates - Mater Brickell, third party contracts, and current budget; Mater Lakes hearing.
  - iii. Discuss if the fiscal year for Mater Academy Foundation, Inc. should be changed from a calendar year to July to June in order to align with Mater Academy Inc.
  - iv. SLAM
- b. Report by the Chief Academic Officer (*Judy Marty*)
  - i. Federal Grant Update
  - ii. School of Hope Application
  - iii. Nevada Update
  - iv. Verizon iPad Program Update
- c. Updates by Academica and Colegia (*Julio Robaina & Antonio Roca*)
  - i. Colegia 2.0 Update and new features; “FSA-like” testing
  - ii. COVID-19 Reporting
- d. Financial Report
  - i. **APPROVED:** The Board reviewed & approved to Receive & File the Financial Statements and Independent Auditors’ Reports for the period ending June 30, 2020. (*Ana Martinez*)
  - ii. **APPROVED:** The Board reviewed & approved to Ratify all Year-End Grants and Loans for the period ending June 30, 2020. (*Ana Martinez*)  
*Motion to approve Financial Report items 4di&ii by C. Christian Crousillat; second by Shannie Sadesky; motion passed unanimously*
  - iii. **APPROVED:** The Board reviewed & approved the Revised Financial Policies and Procedures subject to review and confirmation by Board Counsel.  
*Motion to approve by C. Christian Crousillat; second by Maurene Balmaseda; motion passed unanimously*
  - iv. 1<sup>st</sup> Week of School Reported FTE vs. Originally Budgeted (*Alina Chester*)
  - v. General Budget Updates (*Alina Chester*)
- e. Additional Items by the Board, Principals or Academica

#### 5. ANNOUNCEMENTS & NOTIFICATIONS

- a. Next Board Meeting: November 17<sup>th</sup> at 10am

#### 6. ADJOURNED MEETING AT 1:48 PM

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on November 17, 2020.



*The Mater Academy vision is to provide students a viable educational choice that offers an innovative, rigorous and seamless college-preparatory curriculum, providing Mater students, at every level (PK-12) with a competitive advantage, thus enabling students to become confident, self-directed, and responsible life-long learners.*

**Mater Academy, Inc.  
Meeting of the Board of Directors  
November 17, 2020**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*In an effort to allow greater public participation and to best accommodate stakeholders, this meeting is being held via communications media technology with physical access sites at each of the individual school campuses throughout Miami-Dade County.*

**Minutes**

**1. OPENING EXERCISES**

- a. Called to Order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved to authorize the Board President & Counsel the ability to review and edit the Minutes from the October 13, 2020 Board of Directors Meeting.
- b. **APPROVED:** The Board approved the Revised Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year for the Title 1 distinguished schools; further authorize the Chief Academic Officer to review and make necessary changes and execute for submission.
- c. **APPROVED:** The Board approved the Resolutions: Out of Field Waiver(s) for Instructional Personnel with Out of Field Assignments.
- d. **APPROVED:** The Board approved the Request for Certificate Extension: Ms. Ayamey Castaneda, a Music Teacher at Mater Academy of International Studies, needs a two-year extension of her Temporary Certificate in Music, due to expire December 31<sup>st</sup>, 2020.



*Motion to approve the consent agenda by C. Crousillat; second by Betty Nunez; motion passed unanimously*

#### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)
  - i. Discussed: Amendment of the SLAM articles to remove the membership provision and to make SLAM a non-member entity. This will formally affect the separation of the two entities. All board members in agreement to continue with the separation.
  - ii. **APPROVED:** The Board reviewed, discussed and ratified the Johnson & Wales LOI; further approving the Board Chair and President the added authority to negotiate any additional increase or counter-offer from the seller, subject to due diligence.
    - 1. Turn-key property in Miami-Dade; LOI submitted yesterday; wonderful opportunity for Mater; 25-acre site; timing allows for an August 2021 opening.*Motion to approve by Shannie Sadeksky; second by C. Crousillat; motion passed unanimously*
  - iii. Mater Brickell Update – moving in a positive direction.
  - iv. Insurance Coverage Update – Request Board Ratification of bound insurance, which includes
    - 1. **APPROVED:** The Board approved to Ratify the Primary Property Coverage, Excess Property Coverage, Excess Flood Coverage, Terrorism, and Builders Risk for \$706k; further authorizing to bind the additional recommended coverage.*Motion to approve by Idalia Suarez; second by C. Crousillat; motion passed unanimously*
- b. Report by the Chief Academic Officer (*Judy Marty*)
  - i. Federal Grant Update
  - ii. New Charter School Application Submittals
    - 1. **APPROVED:** The Board approved to authorize the submittal of the Schools of Hope Charter Applications for the individual schools, as discussed.*Motion to approve by Betty Nunez; second by Idalia Suarez; motion passed unanimously*
- c. Updates by Academica and Colegia (*Julio Robaina & Antonio Roca*)
  - i. General Updates
  - ii. **APPROVED:** The Board approved the Colegia Resolution.
  - iii. **APPROVED:** The Board approved the Colegia Software Agreement.*Motion to approve items 4cii&iii by Shannie Sadeksky; second by Idalia Suarez; motion passed unanimously*
- d. Financial Report
  - i. Review & Approval of Revised 2020-2021 Annual Budgets.
    - 1. October FTE update
    - 2. Updated FEFP revenue (increased)
    - 3. Added Teacher Salary Increase (TSIA) revenue and expense
    - 4. Staffing update
    - 5. CARES act revenue & expenses added
    - 6. Updated/added grant revenue and allocations known - teacher classroom supply assistance funds, Title I, Title IV, 21<sup>st</sup> century, and other grants
    - 7. Reviewed 19-20 End of Year Financials to update beginning cash reserves (your ending cash reserves from last year), depreciation expense and any expenses outside of the norm
    - 8. Updated leases where there have been amendments
    - 9. Reviewed current expenses through October 2020, revised budget if any lines exceeded budget already
  - ii. Notification of COVID-19 CSP Grant Awards
    - 1. Mater International Academy \$77,642
    - 2. Mater Academy of International Studies \$163,108
    - 3. Mater International Preparatory \$51,326



---

MATER ACADEMY

---

ALMA MATER STUDIORUM

4. iMater Academy \$113,642
5. Mater East High \$78,528
6. Mater East Middle \$86,372
7. iMater Middle \$31,443

- e. Facilities Report by Civiva (Rolando Llanes)
  - i. Lake Sumter

- f. Additional Items by the Board, Principals or Academica

5. **ANNOUNCEMENTS & NOTIFICATIONS**

- a. Next Board Meeting: January 12<sup>th</sup>

6. **ADJOURNED MEETING**

\*The minutes were adopted by the Board of Directors at a meeting held on January 19, 2021.



*Our Vision:*  
*Mater provides exemplary educational choices by offering an innovative college preparatory curriculum;  
empowering confident leaders of tomorrow.*

**Mater Academy, Inc.**  
**Meeting of the Board of Directors**  
**January 19, 2021**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*In an effort to allow greater public participation and to best accommodate stakeholders,  
this meeting is being held via communications media technology with physical access sites at each of the individual school campuses  
throughout Miami-Dade County.*

**Minutes**

1. **OPENING EXERCISES**

- a. Called to Order
- b. Established Quorum

2. **PUBLIC COMMENT**

- a. None

3. **CONSENT AGENDA**

- a. **APPROVED:** The Board approved the Minutes from the November 17, 2020 Board of Directors Meeting.
- b. **APPROVED:** The Board approved the Revised Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year for the Title 1 distinguished schools; further authorize the Chief Academic Officer to review and make necessary changes and execute for submission.
- c. **APPROVED:** The Board approved the Resolutions for Out of Field Waiver(s) for Instructional Personnel with Out of Field Assignments.
- d. **APPROVED:** The Board approved to authorize the Board Chair & President to submit any necessary amendment requests by the March 1<sup>st</sup> deadline.

*Motion to approve the consent agenda by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*



MATER ACADEMY

ALMA MATER STUDIORUM

#### 4. ACTION & DISCUSSION ITEMS

a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)

- i. **APPROVED:** The Board approved the Resolution to allow Mater to receive reimbursement for the Series B Bonds.

1. Same action was taken for the Series A Bonds.
2. Discussed facilities and projects to be added to the transaction in the future.

*Motion to approve by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*

- ii. **APPROVED:** The Board approved of expenditure for wetlands; issuance of payment for mitigation estimates; up to \$117.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*

- iii. Mater Brickell Site – Due to change in ownership, there is a need for a corporate resolution to identify Robby as the authorized signature for Mater Academy, Inc. and certifies the documents he recently signed.

1. **APPROVED:** The Board approved to Resolution as described.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*

b. Report by the Chief Academic Officer (*Judy Marty*)

- i. Cognia Accreditation

1. Visit is scheduled for 3<sup>rd</sup> week in March (Board Members required on 3/15); there is currently a board meeting on March 9<sup>th</sup> that we will need to use as a prep session to prepare the Board.

- ii. **APPROVED:** The Board approved the Revised Mission & Vision, as stated below:

**MATER** provides a safe learning environment where

Academics are facilitated by

Teachers, administrators, parents, and the community

Enabling students to become confident, self-directed learners in a technologically rich college preparatory environment through

**Rigor, Relevance and Relationships**

- a. Current mission

Meaningful achievement of

Academics facilitated by

Teachers, administrators, parents and the community

Enabling students to become confident, self-directed and

Responsible lifelong learners.

**Vision:** Mater provided exemplary educational choices by offering an innovative college preparatory curriculum; empowering confident leaders of tomorrow.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*

- iii. Mater Replication Grant

1. Procurement manual
2. Job descriptions
3. Grant reimbursements
4. RFP for research contracts

- iv. Title 2 Amendment Request

c. Financial Report

- i. Update on FEFP and ESSER funding; review of over/under funding based on enrollment.

d. Facilities Report by CIVICA (Rolando Llanes)



MATER ACADEMY

ALMA MATER STUDIORUM

- e. **APPROVED:** The Board discussed and approved the submittal of Schools of Hope and other Charter School Applications.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*

- f. Presentation: Search Engine Optimization (SEO) *(Ryan Shook, Adri Lima, Michael Hernandez)*

- g. Additional Items by the Board, Principals or Academica

5. **ANNOUNCEMENTS & NOTIFICATIONS**

- a. Next Board Meeting: March 9<sup>th</sup>

6. **ADJOURNED MEETING**

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on March 12, 2021.

MATER ACADEMY, INC.

A Florida not-for-profit corporation





*The Mater Academy vision is to provide exemplary educational choices by offering an innovative college preparatory curriculum; empowering confident leaders of tomorrow.*

**Mater Academy, Inc.  
Meeting of the Board of Directors  
March 12, 2021**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*In an effort to allow greater public participation and to best accommodate stakeholders, this meeting was held via communications media technology with physical access sites at each of the individual school campuses throughout Miami-Dade County.*

**Minutes**

**1. OPENING EXERCISES**

- a. Called to Order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. None

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved the Minutes from the January 19, 2021 Board of Directors Meeting.
- b. **APPROVED:** The Board approved the Revised Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year for the Title 1 distinguished schools; further authorize the Chief Academic Officer to review and make necessary changes and execute for submission.
- c. **APPROVED:** The Board approved the Resolutions for Out of Field Waiver(s) for Instructional Personnel with Out of Field Assignments.
- d. **APPROVED:** The Board approved to ratify the Board Chair’s approval and request to receive Title II funds on a reimbursement basis pursuant to Section 1002.33(17)(c), F.S., effective the 2021-2022 school year, until further notice.
- e. **APPROVED:** The Board approved the Revised 2020-2021 School Year Calendar to allow the week of Thanksgiving off.



- f. **APPROVED:** The Board approved Financial Statements for the period ending December 31, 2020.
- g. **APPROVED:** The Board approved the Resolution stating that Roberto Blanch, as President of the Corporation, has been and is authorized, empowered and directed to execute documents, and to submit materials, including applications or other requests for government action, to local government and regulatory agencies, for and on behalf of the Corporation.

*Motion to approve the consent agenda by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*

#### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)
  - i. Mater Academy Lakes – Transfer of property from Mater Academy, Inc. to Mater Academy Foundation.
    - 1. **APPROVED:** The Board approved the Board Resolution approving the transfer of the Lakes 5 acres and 50’ strip from MAI to MAF.
    - 2. **APPROVED:** The Board approved the Proposed form of Note from Mater Academy Foundation as consideration for the transfer.
    - 3. **APPROVED:** The Board approved the Facility Lease (or form of) between Mater Academy Foundation, Inc. and Mater Academy, Inc.

*Motion to approve all items under 4a by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*
- b. Report by the Chief Academic Officer (*Judy Marty*)
  - i. Title II Update
  - ii. Accreditation
  - iii. Charter Application Interviews
- c. Facilities Report by CIVICA (*Rolando Llanes*)
  - i. Brickell Update
    - 1. **APPROVED:** The Board approved the construction agreement with Link Construction for the Mater Brickell site.

*Motion to approve by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*
  - ii. Mater Lakes 5 acres
  - iii. Mater East MH Building – Kiwanas
  - iv. Mater Bay

- d. Additional Items by the Board, Principals or Academica

#### 5. ANNOUNCEMENTS & NOTIFICATIONS

- a. Board Workshop – Immediately following today’s meeting
- b. Next Board Meeting: May 11<sup>th</sup>

#### 6. ADJOURN MEETING



---

MATER ACADEMY

ALMA MATER STUDIORUM

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on May 19, 2021.



*The Mater Academy vision is to provide exemplary educational choices by offering an innovative college preparatory curriculum; empowering confident leaders of tomorrow.*

**Mater Academy, Inc.  
Emergency Meeting of the Board of Directors  
April 15, 2021**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*In an effort to allow greater public participation and to best accommodate stakeholders, this meeting was held via communications media technology with physical access sites at each of the individual school campuses throughout Miami-Dade County.*

**Minutes**

**1. OPENING EXERCISES**

- a. Called to Order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. None

**3. ACTION & DISCUSSION ITEMS**

- a. President & Board Counsel Items *(Roberto Blanch & Joe Raia)*
  - i. Mater Academy Johnson & Wales Future Campus
    - 1. Background provided on this transaction, including deposits, deadlines for refunding deposits, and risks described below.
    - 2. Been able to secure a 24-hour extension of April 15<sup>th</sup> deadline to decide whether to move forward or to cancel the current purchase agreement; discussed financial implications of this decision, including opportunity presented by site, costs, regulatory risks.
    - 3. Agreement between North Miami and the district which states that a charter school cannot be established in the area; the legal enforceability of this agreement is uncertain although it was effectively upheld by DOE; bottom line, if district approves charter, then the agreement is irrelevant.
    - 4. City representatives indicated an assignment of the master plan allows continuation of use, but assignment required from owner; and in order to avoid periodic review of master plan a conditional use permit is required.



MATER ACADEMY

ALMA MATER STUDIORUM

5. Discussed financing of the project, including bridge financing, covenants from bond financing, long term financing from bonds.
6. Discussed the proposed lease structure - Mater Foundation to be the landowner, who will lease to Doral College, who will then sublease to Mater Academy, Inc. and benefits from statute.
7. Discussed need for Assignment of Master Plan at closing; PMG has stated that J&W will provide at that time, but not today; discussed need to include that the executed Assignment is a condition of closing.
8. Discussed how regulatory risks were being managed and whether and how value of property justified those risks.

4. **ANNOUNCEMENTS & NOTIFICATIONS**

- a. Next Board Meeting: May 11<sup>th</sup>

5. **ADJOURNED MEETING**



*The Mater Academy vision is to provide exemplary educational choices by offering an innovative college preparatory curriculum; empowering confident leaders of tomorrow.*

**Mater Academy, Inc.  
Meeting of the Board of Directors  
May 19, 2021**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*In an effort to allow greater public participation and to best accommodate stakeholders, this meeting was held via communications media technology with physical access sites at each of the individual school campuses throughout Miami-Dade County.*

**Minutes**

**1. OPENING EXERCISES**

- a. Called to Order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved the Minutes from the March 12, 2021 & April 15, 2021 Board of Directors Meetings.
- b. **APPROVED:** The Board approved to Receive and File the Financial Statements for the period ending March 31, 2021.
- c. Pulled - Approval of Out of Field Waiver(s) for Instructional Personnel with Out of Field Assignments.
- d. Pulled - Approval of Revised Charter School Title I Budget Appropriation Details Forms for the 2020-2021 school year for the Title 1 distinguished schools; further authorize the Chief Academic Officer to review and make necessary changes and execute for submission.
- e. **APPROVED:** The Board approved to Ratify the Resolutions reflecting Board Chair Approval:
  - i. Amend the name on the approved charter school application from “Mater Academy Miami” to “Mater Academy Biscayne North Miami Elementary School”.



- ii. Confirmation of Board Members as of April 21, 2021.
  - iii. Approval to name Ofelia Alvarez as the Parent Involvement Representative for Mater Academy Biscayne North Miami Elementary School (fka Mater Academy Miami).
- f. **APPROVED:** The Board approved the Painting Project at Mater International Academy #3000 for approx. \$15,000.

*Motion to approve the consent agenda by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*

#### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)
  - i. Johnson & Wales Update; continued to be on track to close in July; City and School District both moving forward.
  - ii. Brighton Lakes Construction and Church Update; parting ways with the Church in connection with its construction project; funds to be released from escrow to Church and releases signed.
  - iii. Mater Brickell Prep Construction Update
  - iv. Leadership changes for the Fall; to be brought to the Board in June for Ratification and Approval.
  - v. Update on New Market Tax Credit for 8003 Foundation and 600 Holdings; originally purchased under New Market Tax Credits program; need to be re-financed as this type of financing is only for 7 years; buildings have gone up in value.
  - vi. Bidding on property in West Hialeah for the iMater campus; owned by the City; re-invited by the City to submit another bid.
  - vii. Mater Bay traffic update and approvals
- b. Report by the Chief Academic Officer (*Judy Marty*)
  - i. Title II updates
  - ii. DLI's approval of the professional learning system from the state
  - iii. Updates on Schools of Hope Applications
- c. Doral College Report (*Judy Marty & Ryan Kairalla*)
  - i. Professional Development Title 2 MOU Agreement
    - 1. **APPROVED:** The Board approved to authorize the President and/or Board Chair the ability to negotiate and execute the MOU with Doral Leadership Institute (DLI).  
*Motion to approve by Idalia Suarez; second by Idalia Suarez; motion passed unanimously*
  - ii. Innovate 2021
  - iii. School of Hope Update
- d. Trademark Update (*Ryan Kairalla*)
  - i. Both trademarks are up for renewal; "Mater Academy" and the logo; discussed including Mater Foundation and UMat; Ryan will further assess this, as well as Mater Bay's logo.
    - 1. **APPROVED:** The Board approved to authorize Ryan Kairalla to renew the trademarks, as discussed.  
*Motion to approve by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*
- e. Financial Report (*Alina Chester*)
  - i. **APPROVED:** The Board reviewed and approved the Revised Annual Budgets for Mater Academy Bay Elementary, Middle and High Schools.  
*Motion to approve by C. Crousillat; second by Idalia Suarez; motion passed unanimously*
- f. Additional Items by the Board, Principals or Academica



- i. Colegia will be sending a survey to all Seniors; the Principals will receive the text of the survey; discussed the teacher evaluation survey in which advanced notice will be provided.

5. **ANNOUNCEMENTS & NOTIFICATIONS**

- a. Next Board Meeting (Annual Meeting): TBD
- b. Academica Principal Meeting June 2<sup>nd</sup> at 12pm EST

6. **ADJOURN MEETING**

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on June 15, 2021.





*The Mater Academy vision is to provide exemplary educational choices by offering an innovative college preparatory curriculum; empowering confident leaders of tomorrow.*

**Mater Academy, Inc.  
Meeting of the Board of Directors  
June 15, 2021**

**Directors**

Cesar Christian Crousillat, Board Chair *(Present)*  
Shannie Sadesky, Vice-Chair *(Present)*  
Idalia Suarez, Secretary *(Present)*  
Maurene Sotero Balmaseda *(Absent)*  
Maria Beatriz (“Betty”) Nuñez *(Present)*

Roberto Blanch, Esq., President *(Present)*  
Judith Marty, Chief Academic Officer *(Present)*  
Joseph L. Raia, Esq., Counsel for Mater Academy, Inc. *(Present)*

*In an effort to allow greater public participation and to best accommodate stakeholders, this meeting was held via communications media technology with physical access sites at each of the individual school campuses throughout Miami-Dade County.*

**Minutes**

**1. OPENING EXERCISES**

- a. Called to Order
- b. Established a Quorum

**2. PUBLIC COMMENT**

- a. There were no comments by the public.

**3. CONSENT AGENDA**

- a. **APPROVED:** The Board approved the Minutes from the May 19, 2021 Board of Directors Meetings.
- b. **APPROVED:** The Board approved the Teacher Salary Increase Allocation Funds Allocation Reports.
- c. **APPROVED:** The Board approved the 2021-2022 Parent Involvement Representatives; further approving to designate Jeanette Nunez as the Conflict Resolution Person when the Parent Involvement Representative is unable to assist in a dispute.
- d. **APPROVED:** The Board approved to Ratify & Reapprove the Board Policies & Procedures, including:
  - i. Conflict of Interest *(Each Board Member is required to sign and return the written acceptance form)*
  - ii. Ethics
  - iii. Whistle Blower
  - iv. Professional Development Plan for Administrators
  - v. Student Enrollment / Lottery
  - vi. Internet Safety Policy



*\*There have been no changes to any of these policies since the Board's re-approval last year.*

- e. **APPROVED:** The Board approved the of Slate Board Members and Officers for the 2021-2022 School Year:
  - i. Cesar Christian Crousillat, Board Chair
  - ii. Shannie Sadesky, Vice-Chair
  - iii. Idalia Suarez, Secretary
  - iv. Maurene Sotero Balmaseda
  - v. Maria Beatriz ("Betty") Nuñez
- f. **APPROVED:** The Board approved the Preliminary Board of Directors Meeting Schedule for the 2021-2022 School Year.
- g. **APPROVED:** The Board approved to Accept the Annual Family Educational Rights and Privacy Act (FERPA) Notice for Directory Information.
- h. **APPROVED:** The Board approved to extend the term of the Charter School Educational Services and Support Agreement with Academica for one additional year, expiring June 30, 2022.
- i. **APPROVED:** The Board approved of two-year extension of Professional Certificate in Ed Leadership and Elementary Education for Ms. Judith Marty.
- j. **APPROVED:** The Board approved the Submittal of the Mental Health Plans for the individual schools.
- k. **APPROVED:** The Board approved to Ratify the 2020-2021 FSSAT; further approving the submittal of the 2021-2022 FSSAT.

*Motion to approve the consent agenda by Idalia Suarez; second by Betty Nunez; motion passed unanimously*

#### 4. ACTION & DISCUSSION ITEMS

- a. President & Board Counsel Items (*Roberto Blanch & Joe Raia*)
  - i. **APPROVED:** The Board of discussed and approved the Resolution for the Johnson & Wales Transaction.
    - 1. Approval of the lease structure; 4 parcels included; MAF will acquire and then sublease to Mater Academy, Inc.; Mater Biscayne will open in August with a K-5; license space to Doral College for its operations.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*
  - ii. **APPROVED:** The Board approved the following new Principal and Other Administrative Positions:
    - 1. Approved the appoint Ms. Chantal Morales as Principal of Mater Academy #0100.
    - 2. Approved the appoint Mr. Alex Tamargo as Principal of Mater Academy Charter Middle School #6012, Mater Academy Charter High School #7160, and Mater Performing Arts & Entertainment Academy #7014.
      - a. Recognizing Tiger who is no longer Principal but taking on a greater role within Mater.
    - 3. Approved the appoint Ms. Lourdes Isla as Principal of Mater Academy Biscayne North Miami Elementary School #2022.
    - 4. Approved the appoint Mr. Douglas Rodriguez as Principal of Mater Virtual Academy Charter Middle High School #6997.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*



- iii. **APPROVED:** The Board approved the expenditures for expansion at Mater Academy Bay for approximately \$200,000 to accommodate current student growth.

*Motion to approve by Betty Nunez; second by Shannie Sadesky; motion passed unanimously*

b. Legislative Update (*Julio Robaina*)

c. Report by the Chief Academic Officer (*Judy Marty*)

i. Emergency Order 2021-EO-02 – School Grades and School Improvement Ratings

- 1. **APPROVED:** The Board approved to authorize the Board Chair and President, with input from the Principal, to opt in or out to receiving a school grade for the 2020-2021 school year, within 30 days of FSA results being published.

- a. Except for schools that “opt-in” to receive a 2020-21 school grade, all Florida district and charter schools will retain their pre-COVID designations.
- b. Any district or charter school that tests 90 percent or more of its eligible students may apply to the department to “opt-in” to have its 2020-2021 school grade or school improvement rating apply for all statutory purposes associated with a school grade or rating.
- c. A district or charter school electing to “opt-in” must do so within 30 days of the release of all state testing data.

*Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously*

ii. Data Review – For 3<sup>rd</sup> grade, 3 schools went up (Mater St. Sinai, Mater Grove and MBLA)

d. Financial Report (*Alina Chester*)

- i. **APPROVED:** The Board reviewed and approved the Final 2020-2021 Annual Budgets.

- ii. **APPROVED:** The Board reviewed and approved the Proposed 2021-2022 Annual Budgets.

*Motion to approve the financial report by Idalia Suarez; second by Shannie Sadesky; motion passed unanimously*

e. Additional Items by the Board, Principals or Academica

5. **ANNOUNCEMENTS & NOTIFICATIONS**

- a. Next Board Meeting: August 12<sup>th</sup>

6. **ADJOURNED MEETING**

The undersigned hereby certifies that he/she is an Officer of MATER ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation.

The minutes were adopted by the Board of Directors at a meeting held on July 20, 2021.