



MATER ACADEMY

ALMA MATER STUDIORUM

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.
Annual Meeting of the Board of Directors
June 13, 2023**

Directors

Cesar Christian Crousillat, Board Chair *(Present)*

Shannie Sadesky, Vice-Chair *(Present)*

Idalia Suarez, Secretary *(Present)*

Maurene Sotero Balmaseda *(Present)*

Maria Beatriz (“Betty”) Nuñez *(Present)*

Yasmeen Khan *(Present)*

Roberto Blanch, Esq., President *(Present)*

Kim Guilarte, Chief Operating 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 at 2:02pm
- b. A quorum was established
- c. Reading of Vision

2. PUBLIC COMMENT

- a. Physical Public Comment
 - i. Not Present - Cardima Martins – Mater Biscayne Parent – in attendance at Mater Academy Biscayne
- b. The following written comments to the Board were noted as being received and filed:
 - i. Alejandro Alvarado – Mater Biscayne Parent
 - ii. Elvira Maron – Mater Brickell Parent
 - iii. Jen and Marvin Spaulding – Mater Biscayne Parent
 - iv. Michael and Vinodah Sperber – Mater Biscayne Parent

3. CONSENT AGENDA - *All items listed were enacted by one motion.*

- a. **APPROVED:** The Board approved the Minutes from the April 20, 2023 Board of Directors Meeting.
- b. **APPROVED:** The Board approved the Parent Involvement Representatives for the 2023-2024 school year; further approving to designate Jeanette Nunez as the Conflict Resolution Person, in the event the Parent Involvement Representative is unable to assist.



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- c. **APPROVED:** The Board approved the Annual Ratification & Reapproval of Governing Board Policies (*Conflict of Interest (each Board Member is required to sign and return the written acceptance form), Ethics, Whistle Blower, Bylaws*).
- d. **APPROVED:** The Board approved the Annual Ratification & Reapproval of Student / School Policies (*Anti-Discrimination, Out of State and Country Field Trips, Student Enrollment / Lottery Policy, Internet Safety Policy, Bullying Policy and FHSAA*).
- e. **APPROVED:** The Board approved the Annual Ratification & Reapproval of School Safety Policies & Procedures (*Charter School Safe School Officer Policy, Florida Safe Schools Assessment Tool (FSSAT), Alyssa's Alert, FortifyFL, Active Assailant Policy, SESIR, Active Assailant Response / Stabbing Procedure, Hostage / Barricaded Situation, Emergency Evacuations / Lockdown Drills, Lockdown Procedures - Full Lockdown - Code Red, Lockdown Procedures / Partial Lockdown - Code Yellow, Family Reunification Plan, Critical Incident Response: Roles and Responsibilities, Bomb Procedures, Involuntary Examinations & Reporting Requirements, Tornado Watch*).
- f. **APPROVED:** The Board approved the adoption and submittal of “The Policy and Procedures for Charter School Compliance with School Safety and Security Requirements Set Forth in Florida Statutes and Rule GA-1.0018; and Florida Administrative Code”.
- g. **APPROVED:** The Board approved to authorize the Board Chair the ability to approve any year-end financial items which may be necessary to close the books.
- h. **APPROVED:** The Board approved the Preliminary Board of Directors Meeting Schedule for the 2023-2024 School Year.
- i. **APPROVED:** The Board approved to Accept the Annual Family Educational Rights and Privacy Act (FERPA) Notice for Directory Information.
- j. **APPROVED:** The Board approved to Ratify the 2023 Annual Report.
- k. **APPROVED:** The Board approved to authorize the school the option to develop and submit its own Mental Health Plan or to opt-in to their Sponsor's Mental Health Plan.
- l. **APPROVED:** The Board approved to utilize Doral Leadership Institute Consortium of Public Charter Schools Instructional Personnel Evaluation System and School Administrator Evaluation System as the Teacher and Administrator Evaluation Tool.
- m. **APPROVED:** The Board approved to authorize the President to enter into rental agreements for the use of the Manuel Arttime Theater for school functions, as necessary.
- n. **APPROVED:** The Board approved to Ratify Resolutions by the Board Chair:
 - i. Approved the necessary amendments to the School of Hope Performance-Based Agreement between The School Board of Miami-Dade County, Florida and Mater Academy, Inc.: Mater Academy Bethany.
- o. **APPROVED:** The Board approved the Verizon 5g Agreements, as necessary.
- p. **APPROVED:** The Board approved the School Projects:
 - i. iMater Middle High Dance Floor Project for an amount not to exceed \$34,500.
 - ii. Mater Academy of International Studies and Mater International Preparatory for the Interior Paint Project for an amount not to exceed \$37k.
 - iii. Mater Grove Academy xppense to Holland & Knight for the special exception process for the cafeteria project under permitting for an amount not to exceed \$50k.



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- q. **APPROVED:** The Board approved to Renew the following Charter School Contract(s) (*expiring June 2024*) for a five-year or fifteen-year term (*based on school grade eligibility*):
 - i. Mater Academy Bay High School
 - ii. Mater Preparatory Academy
- r. **APPROVED:** The Board approved to approve (Mater Academy Bay Elementary) expenditure to Llopiz Wizel Law Firm in an amount not to exceed \$30,000 for representation related to Case No.: 23-001377E, Division of Administrative Hearings, State of Florida (DOAH) (see attached budget in anticipation of the legal activities in the DOAH proceeding)
- s. **APPROVED:** The Board approved to amend the Mater Academy Virtual Charter School Contract to relocate the office address to 230 SW 17th Road, Miami, FL 33129 (Mater Academy Brickell Campus).
- t. **APPROVED:** The Board approved the submittal of the Teacher Salary Increase Allocation Plan.

Motion to approve the consent agenda by C. Crousillat; second by S. Sadesky; motion passed unanimously

4. ACTION & DISCUSSION ITEMS

- a. Report & Items by the President and Board Counsel (*Roberto Blanch & Joe Raia*)
 - i. 2023-2024 Property Insurance Program
 - 1. In summary, the schools form a cooperative risk-sharing pool via a Risk Sharing Agreement, funded by contributions made by each school on a pro rata basis (measured by insured values of each site) into a loss reserve account. Monies in the account are invested to be productive, in loss-risk financial assets. If a loss occurs at any site, the necessary funds for the retained portion of the loss are withdrawn from the loss reserve account. Ownership of the account stays with the schools, but the funds are deployed for losses, should they occur. The pool is annual, matching the term of the property insurance, but is expected to be renewed each year so long as the market conditions for property insurance warrant.
 - 2. **APPROVED:** The Board reviewed & approved to ratify the Self-Insurance Program and approval of the Risk Sharing Agreement (authorizing the Board Chair and/or President) to execute pending final review by Board Counsel) and approved to fund a reserve account.
Motion to approve by Idalia Suarez; second by C. Crousillat; motion passed unanimously
 - ii. New contracts for renovations at MDC, Mater Biscayne and Mater Gardens
 - 1. Miami-Dade College interior renovations; previously selected REO as the General Contractor; staff are happy with their work at Mater Biscayne.
 - 2. Mater Biscayne's onsite work continues with REO
 - 3. Mater Gardens A/C – working with Turin who is subbing to Extreme for approx. \$1.4M
 - 4. **APPROVED:** The Board approved to ratify the above noted contracts for the misc. work at the schools.
Motion to approve by C. Crousillat; second by Shannie Sadesky; motion passed unanimously
 - iii. **APPROVED:** The Board approved to authorize the Board Chair and/or President the ability to execute the District Agreement for Mater Ohio upon final review and negotiations by Board Counsel.
Motion to approve by Shannie Sadesky; second by Idalia Suarez; motion passed unanimously
 - iv. **APPROVED:** The Board approved to authorize the President and/or Board Chair the ability to negotiate and execute the National Elevator Maintenance Contracts upon legal review.



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1. Each principal will have the ability, with the assistance of CIVICA, to negotiate their own agreement / an addendum to their agreement which identifies their own school's equipment, needs and costs.

Motion to approve by S. Sadesky; second by C. Crousillat; motion passed unanimously

- v. **APPROVED:** The Board approved the New Principal Assignments/Re-Assignments:

1. Miami Tech at Mater Innovation Academy – Doug Rodriguez
2. Mater Brickell Academy Middle & Mater Brickell Academy High– Doug Rodriguez
3. Mater Academy Biscayne North Miami Middle School & Mater Academy Biscayne North Miami High School – Victor Rodriguez
4. Mater Academy Virtual Charter School – Noelle Iglesias
5. Mater Academy of International Studies & Mater International Preparatory – Giselle Bernal

Motion to approve by S. Sadesky; second by B. Nunez; motion passed unanimously

- vi. **APPROVED:** The Board approved the nomination & election of Ms. Yasmeen Hasan Khan to serve on the Board of Directors.

Motion to approve by I. Suarez; second by S. Sadesky; motion passed unanimously

- b. Report & Items by the Chief Operating Officer (*Kim Guilarte-Gil*)

- i. Pending approved budget

- c. Academica / Colegia Report

- i. **APPROVED:** The Board reviewed & approved to renew the ESP Agreement with Academica, further authorizing the Board Chair to continue negotiations (as necessary) and execute.

Motion to approve by C. Crousillat; second by S. Sadesky; motion passed unanimously

- ii. **APPROVED:** The Board reviewed & approved the Colegia Software License Agreement, upon review and approval by Board Counsel.

Motion to approve by C. Crousillat; second by S. Sadesky; motion passed unanimously

- iii. Employee Transfers & Vendor Contracts by Maggie Zulueta

1. Recently met with the heads of the other networks to discuss items which affect our schools as a whole. One of the items was the transfer form for teachers wishing to transfer between schools and repercussions; the new policy will now be enforced. Kim Guilarte states that Principals should call another principal prior to interviewing a candidate from their school, not after the interview.
2. Vendor contracts and to what level need board approval or notification; working on a way to streamline the process.
3. Need for a more uniform model or structure for the way stipends are being administered.

- d. Financial Report

- i. **APPROVED:** The Board reviewed & approved the Final 2022-2023 Annual Budget.

- ii. **APPROVED:** The Board reviewed & approved the Proposed 2023-2024 Annual Budget.

Motion to approve 4diē7ii by C. Crousillat; second by S. Sadesky; motion passed unanimously

- iii. **APPROVED:** The Board discussed & approved loan to Mater Academy Ohio for approximately \$1.3M to be repaid in 3 years.

Motion to approve by S. Sadesky; second by B. Nunez; motion passed unanimously

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

5. **ANNOUNCEMENTS & NOTIFICATIONS**



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- a. Reminder to complete the Annual ESP Survey for Governing Board Members & Administrators.
- b. National Charter School Conference – June 18-21 in Austin, TX.

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 September 5, 2023.