

**Nova Classical Academy
Board of Directors Meeting Minutes
Regular Meeting
January 27, 2025**

Directors Present: Colleen Hansen, Shannon Hooge, Becky Lund, Suzanne McInroy, Heather Meeker, Todd Sample, Chris Shepard, Bavi Weston

Directors Absent:

Advisors Present: Brett Wedlund, Missy Johnson, Tamra Paschall, Mona Camara (Student Representative), **Joe Aliperto** (Dieci Finance)

Others in Attendance: Nova staff, parents (Note: While this meeting was held in-person at 1455 Victoria Way, it was also made available on Zoom.)

I. Call to Order

The meeting was called to order at 6:01 pm. Suzanne McInroy chaired the meeting.

II. Business Meeting: Approval of Agenda

Ms. Lund moved to approve the agenda. Ms. Hansen seconded. The motion passed unanimously.

III. Consent Agenda

- A. 2nd reading/ potential approval of revised policy 524 (Internet...Acceptable Use)
- B. 1st reading of revised policy 516 (Student Medication)
- C. December 18, 2024 board retreat minutes
- D. November 25, 2024 board minutes
- E. January 2024 HR Updates
- F. Approve contract with Arvig for Telecommunications Services

Ms. Hansen moved to approve the consent agenda. Mr. Sample seconded. The motion passed unanimously.

IV. Public Comment

Kimberly Strand, teacher, spoke about concerns regarding salaries and teachers being underpaid, lack of time to connect with students, and concerns about the proposed building plan. She does not believe that the proposed building benefits faculty and students in a manner that offsets the costs, especially since she believes we could be paying teachers more.

V. Student Representative Report

Ms. Camara shared that students were excited for the end of the semester, but they're back in with the start of the second semester. The first thesis defense was back in December. The 2027 Capstone trip registration has started. Snow Days events are coming up. The Senior Retreat is the end of March. History Bee finalists have been determined. There is an upcoming SoL information night and an upcoming game night for the SoG.

VI. Presentation of SY24 Financial Audit

Chris Knopik from CLA gave the presentation for our SY24 financial audit. He spoke about two new auditing standards looking at our IT environment and if any accounting estimates are significant. There were no past misstatements to adjust. There were no difficulties and

no disagreements in performing the audit. Nova Classical has an unmodified (clean) opinion for the June 30, 2024 financial statement audit. The audit did not disclose any matters required to be reported in accordance with Governmental Auditing Standards nor were any compliance issues reported with respect to MN statutes. There was discussion regarding internal controls. Mr. Knopik reviewed ADM over the past two years and shared that there was a slight decrease. He also reviewed revenue, expenditures, and the fund balance over the past five years. All three have risen over the past five years. He reviewed general fund cash and our total fund balance; we have continued to add to our fund balance, though we didn't add as much as originally predicted in FY24 because retention bonuses were paid to staff. Our fund balance is about 45% of our general fund, which is down about 6% from the previous year. However, we remained above our minimum of 25%. According to our policies, we should focus on spending down some of our fund balance, but Mr. Knopik recommended focusing on a one-time cost so we don't start a program that we can't sustain. Mr. Knopik pointed out that our food service fund operated at a loss of \$142,458 which was paid by a transfer from our general fund. He shared a few additional financial highlights including that we submitted our financial report before the deadlines set by the state. He also spoke about two new accounting standard changes starting June 30, 2025: compensated absences and certain risk disclosures. There was an additional change that starts June 30, 2026 regarding financial reporting model improvements. There was discussion.

Mr. Sample, "Resolved that the Board accepts the FY24 audit." Ms. Weston seconded. The motion passed unanimously.

VII. Reports received by the Board

A. Executive Director Report

Dr. Wedlund highlighted some items from the current Minnesota legislative session. There was discussion regarding funding from the state. Ms. Lund acknowledged the report from the Curriculum Committee that was included in the ED Report.

B. Board Chair Report

Ms. McInroy spoke about meeting with Dr. Wedlund to ensure that the Board is on track with tasks for the year and to discuss possible topics for upcoming board training sessions.

C. Board Committees

i. Governance Report

Ms. Lund mentioned that the GC will be relooking at our Title IX policy as we need to go back to the 2020 version.

ii. Budget and Finance Report

Mr. Sample spoke about the new bonding proposal from Piper Sandler and that B&F is feeling very comfortable with it. This proposal allows Nova Classical to hold on to \$3 million dollars until we know for certain that the IRS will not take back the ERC. However, that would require Nova Classical to contribute \$200,000 per year from the general fund to cover the bond repayment until we put the \$3 million into the financing. There was discussion.

Mr. Sample gave two additional highlights; Nova Classical continues to maintain a healthy fund balance (51% of budget) and purchased services is currently at 85% of budget, but that's because of expenditures associated with the facilities expansion work (particularly in paying the architect) and, should we vote to go forward with the building project, that would most likely be re-budgeted under facilities expansion. There was discussion.

iii. **ED Review Committee**

There was no report.

iv. **Academic Excellence Report**

Ms. Hansen spoke about realigning goals and the committee's mission.

D. NPTO Report

Ms. Meeker shared that the results of the carnival are being figured out and that they're already working on silent auction items and corporate sponsors for next year's carnival. The NPTO is also considering an annual appeal but have it target something specific like when they ask for donations for staff appreciation week. There was discussion. The NPTO is also continuing to promote Gatherings. There was discussion. She also shared that the NPTO needs more people to volunteer; they're losing three of their board members this summer when their terms end. There was discussion.

VIII. Business

A. **Appoint Community Board Member**

Ms. Lund introduced the potential community member, Teo Flesher. He shared some background information and why he's interested in serving on the Nova Classical Board.

Ms. Lund, "Resolved, that the Board appoints Teo Flesher to the open community member seat with a term to begin as soon as he has completed the state-mandated training and to last until June 30, 2025." Mr. Shepard seconded. The motion passed unanimously.

B. **FY26 and FY27 School Calendars**

Dr. Wedlund gave background information. There was discussion regarding graduation being moved to a Friday instead of Sunday. There was further discussion.

Ms. Lund, "Resolved, that the Board approves the calendars for FY26 and FY27." Ms. Weston seconded. The motion passed unanimously.

C. **Bylaws Change for AEC Charge**

Ms. Hansen, "Resolved, that the Board task the Governance Committee to include the updated Academic Excellence Committee charge in the next Bylaws review, to be completed by the end of the 2024-2025 school year." Ms. Lund seconded. There was discussion. The motion passed unanimously.

D. **Expansion Design Development Proposal**

Dr. Wedlund gave background information and stated that they have gone about as far as possible without additional motions from the Board to move forward. There

was discussion about feedback received via the Nova Classical feedback page; 12 people have responded and Dr. Wedlund shared highlights of their feedback which were primarily things they wanted and were not included in the proposed design. There was discussion and concerns were shared about moving forward with the building project as planned, especially because there isn't confidence that it supports Nova Classical's mission and brand. Additional concerns were raised including not decreasing class sizes, not furthering classical education pedagogies, and not hitting all of our "wants". There was also discussion about the harm further delays could cause, especially given that we are not well-serving our student population in our building as it is. The proposed designs do hit a lot of areas where we have needs. We also need to be doing something with the money in our fund balance; it's not fair to sit on it. It is a plan forward and allows us to maximize our lease aid and does something with our land that is just sitting there. There was further discussion.

Ms. Hansen, "Resolved, that the Board approves the Nova Classical Academy Design Development Service Proposal from BloomHayDobbs." Ms. Meeker seconded. There was discussion. A roll call vote was held. Ms. Hansen, Ms. Lund, Ms. McInroy, Ms. Meeker, Mr. Sample, and Ms. Weston voted for. Mr. Hooge and Mr. Shepard voted against. The motion passed.

Ms. Weston, "Resolved, that the Board approves the agreement from PiperSandler to be our underwriter placement agent for our bonding process for our expansion project." Ms. Lund seconded. There was discussion. A roll call vote was held. Ms. Hansen, Ms. Lund, Ms. McInroy, Ms. Meeker, Mr. Sample, and Ms. Weston voted for. Mr. Hooge voted against. Mr. Shepard abstained. The motion passed.

Ms. Lund, "Resolved, that the Board approves the NCA Communications Phase II agreement with CEL Public Relations, Inc." Ms. Hansen seconded. There was discussion. A roll call vote was held. Ms. Hansen, Ms. Lund, Ms. McInroy, Ms. Meeker, Mr. Sample, and Ms. Weston voted for. Mr. Hooge and Mr. Shepard voted against. The motion passed.

Dr. Wedlund gave some background information regarding the proposed amendments to the Facilities Manager contract. There was discussion. Ms. Weston, "Resolved, that the Board approves the changes to the Facilities Manager contract." Ms. Hansen seconded. There was discussion. A roll call vote was held. There was discussion. Ms. Hansen, Ms. Lund, Ms. McInroy, Ms. Meeker, Mr. Sample, and Ms. Weston voted for. Mr. Shepard voted against. Mr. Hooge abstained. The motion passed.

IX. Next Meeting Date/Agenda Items

The next regular board meeting will be on Monday, February 24, 2025.

X. Adjournment

The meeting was adjourned at 8:50 p.m.

Minutes submitted by Becky Lund.