

**Nova Classical Academy  
Board of Directors Meeting Minutes  
Regular Meeting – HELD ONLINE/REMOTELY  
June 29, 2020**

**Directors Present: Jason Belter, Aditya Bharadwaj, Josh Garvin, Claudia Gumbiner Hungs, Divya Karan, Becky Lund, Paul Mason, Theresa Nelson, Frank Ross, Jennie Winter**

**Directors Absent:** None.

**Advisors Present: Brett Wedlund, Brooke Tousignant, Missy Johnson, Kriscel Estrella, Joe Aliperto (Dieci School Finance), Ginger Gabor (NPTO)**

**Others in Attendance: Nova staff and parents**

**I. Call to Order**

The meeting was called to order at 6:31 pm. Theresa Nelson and Aditya Bharadwaj led the meeting.

**II. Business Meeting: Approval of Agenda**

Mr. Belter moved to approve the agenda. Mr. Mason seconded. A role call vote was held. Mr. Belter, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, and Ms. Winter voted in favor. The motion passed unanimously.

**III. Consent Agenda**

- A. 2<sup>nd</sup> Reading/Potential Approval of Revised Policy 531 – Pledge of Allegiance
- B. 2<sup>nd</sup> Reading/Potential Approval of Revised Policy 532 – Use of Peace Officers...
- C. 1<sup>st</sup> Reading of Revised Policy 609 – Religion
- D. 1<sup>st</sup> Reading of Revised Policy 801 – Equal Access to School Facilities
- E. Accept the Results of the Nova Board Election
  - i. Melissa DeJesus Hernandez and Jennie Winter were each elected to a three-year parent seat.
  - ii. Frank Ross and Divya Karan were each elected to a two-year parent seat
  - iii. Diane Ruday was elected to a three-year teacher seat.
  - iv. Nicholas LaRusso was elected to a three-year community member seat.
  - v. All terms begin on July 1, 2020.
- F. Approve Agate Social Work FY21 Contracted Service Agreement
- G. Approve Anderson Audiology Consulting FY21 Contracted Services Agreement (Revised)
- H. Approve Strategic Solutions FY21 Contracted Service Agreements
- I. May Board Minutes

Ms. Lund moved to approve the consent agenda. Mr. Belter seconded. A role call vote was held. Mr. Belter, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, and Ms. Winter voted in favor. The motion passed unanimously.

**IV. Public Comment**

There was no public comment.

**V. Reports received by the Board.**

- A. **Executive Director Report**



Dr. Wedlund stated that Board Book will be updated and that Board members will be receiving an email in July regarding a training video highlighting new features. He also spoke about an email that will be sent in the next few days to the Nova community regarding some of the work Nova is doing regarding racial equity.

Mr. Ross arrived at 6:37.

Ms. Gumbiner Hungs asked about CARES funding being at 9% for Nova; it is based on our free/reduced lunch population. There was discussion.

**B. Board Chair Report**

There was no report this month.

**C. Board Committees**

**i. Governance Report**

There was no discussion.

**ii. Finance and Budget Report**

Mr. Aliperto spoke about some possible funding changes based on the state budget, but noted that August is when we'd find out specifics. There was discussion. Three motions from the Finance and Budget report were made, discussed, and voted upon (see Business items below). Dr. Wedlund stated that it is likely that we'll keep our 2% increase for the next school year, but that it may 0% for the next two years. There also may be more of a holdback; it's currently 10%, but may be anywhere from 20 – 50%. Our annual budget is 11 million, so we want to have as many options and liquid assets as possible going forward. We need to have \$1.8 million to meet the 60 days cash on hand requirement from our bond covenants. There was discussion about the PPP; no payments are needed for 6 months, if not forgiven it will need to be paid back in 5 years at 1% interest. Ms. Winter spoke about increasing Nova's line of credit and stated that it's outdated anyway and should be increased. There was further discussion.

Mr. Bharadwaj arrived at 7:07 pm.

Dr Wedlund and Mr. Aliperto gave more background information about maximizing our access to funds and stated that it's a good time to gain access to a larger line of credit, especially since a 40% holdback amounts to \$4.3 million. There was discussion about our bond covenants including our debt coverage ratio. Mr. Aliperto said that relates mainly to our lease and bond obligations and that it doesn't include paying back a line of credit or our PPP loan. However, it will be important to talk to our bond holders and look at the fine print. Ms. Winter pointed out that being proactive to address risks will look good to our bond holders.

Ms. Nelson left at 7:18 pm.

There was discussion regarding the total amount of a line of credit Nova would need. There was also discussion regarding moving up the technology updates to the coming school year. Dr. Wedlund explained it would be using this year's surplus to do it now to give Nova future flexibility.

**iii. Academic Excellence Report**



No report this month.

**D. Ad Hoc Committees**

**E. NPTO Report**

Mrs. Gabor said that the NPTO has set their budget for the next school year and that it will be much the same as the past year though the NPTO is being more conservative because the Great Gatherings fundraiser may need significant revamping. She also said that the NPTO is still looking for a secretary, vice chair, and a shadower for the treasurer.

**VI. Business**

**A. Finance and Budget Motion #1**

Ms. Lund, “Resolved, that Nova not consider repaying the Payroll Protection Program (PPP) loan until the holdback\* plan is announced by the state.” Ms. Nelson seconded. There was discussion. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**B. Finance and Budget Motion #2**

Ms. Winter, “Resolved, that the Board empowers Brett Wedlund to enter into a line of credit not exceeding three million dollars.” A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**C. Finance and Budget Motion #3**

Ms. Lund, “Resolved, that the Board approves a \$55,000 expenditure in 2020 on technology for computers.” Ms. Gumbiner Hungs seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**D. Local Literacy Plan**

Ms. Tousignant gave some brief background information, explaining that this plan is required by MDE and as a part of Word’s Best Workforce. It has been updated to include meeting new dyslexia requirements regarding screening and reporting numbers of students screened and students diagnosed with dyslexia.

Ms. Lund, “Resolved, that the Board accepts the Local Literacy Plan for SY2020-2021.” Mr. Belter seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**E. FY21 Board Calendar**

Mr. Bharadwaj gave explained the dates.

Mr. Ross, “Resolved, that the Board approves the FY21 Board Calendar with the addition of a Board retreat on December 5<sup>th</sup>.” Ms. Gumbiner Hungs seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.



**F. Business Insurance & Risk Management Proposal**

Ms. Estrella and Mr. ElSawaf (Insurance Sales Consultant) explained that they did a comprehensive review of Nova's coverage this year and that the recommended coverage includes some additional areas (including concussions) for lower cost.

Ms. Nelson returned at 8:03 pm.

Mr. ElSawaf stated that Nova had alternative quotes from two other carriers to be our primary carrier, but that the recommendation is to have ENT be our primary carrier. There was discussion about the consortium of companies to cover all the areas; it's not uncommon to do so to get the best terms and conditions. There was also discussion regarding raising our umbrella/ excess liability coverage to five million dollars to ensure effective coverage for a school of our size.

Ms. Winter, "Resolved that the Board approve the proposed insurance proposal as presented in the June board packet." Ms. Nelson seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**G. Reciprocal Evacuation Agreement**

Dr. Wedlund explained that Nova and the Shalom Home have a reciprocal evacuation agreement to provide shelter to each other in case of emergency, but said that he would like to have it approved by the Board.

Mr. Belter, "Resolved, that the Board authorize Brett Wedlund to create a reciprocal evacuation agreement with the Shalom Home." Ms. Winter seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**H. Designation of Identified Official with Authority**

The Minnesota Department of Education (MDE) requires that school districts annually designate an Identified Official with Authority to comply with the MNIT Enterprise Identity and Access Management Standard which states that all user access rights to Minnesota state systems must be reviewed and recertified at least annually. The Identified Official with Authority will assign job duties and authorize external user's access to MDE secure systems for their local education agency (LEA). Ms. Lund, "Resolved, that the Board recommends to authorize Brett Wedlund to act as the Identified Official with Authority (IOwA) for Nova Classical Academy 4098-07." Ms. Nelson seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

**I. Agreement with Fortis Technology**

Dr. Wedlund gave some background information including that Fortis is our current technology provider.

Ms. Nelson, "Resolved, that the Board approve the technology services agreement with Fortis." Ms. Gumbiner Hungs seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.



**J. Audit Engagement Letter with CLA**

Dr. Wedlund gave background information about the two audit engagement letters (one for Nova and one for Friends of Nova). This is the same auditors who have conducted most of Nova's audits. They would work primarily with Dr. Wedlund and Mr. Aliperto. Mr. Ross asked about some of Mr. Aliperto's findings over the past few months liking missing our cash on hand goal and asked if they would be an issue with our audit. Dr. Wedlund said generally no as the audit looks at some different areas. Ms. Winter added that Mr. Aliperto is helping us to be more cognizant of operational items. There was discussion.

Mr. Belter, "Resolved, that the Board approves the two audit engagements letters with CliftonLarsonAllen." Ms. Winter seconded. A role call vote was held. Mr. Belter, Mr. Bharadwaj, Mr. Garvin, Ms. Gumbiner Hungs, Ms. Karan, Ms. Lund, Mr. Mason, Ms. Nelson, Mr. Ross, and Ms. Winter voted in favor. The motion passed unanimously.

Mr. Mason left at 8:33 pm.

**VII. Closed Session – Executive Director Review**

The Board of Directors of Nova Classical Academy held a closed session pursuant to Minnesota Statutes Section 13D.05, subdivision 3(a), to conduct an evaluation of its Executive Director.

After the meeting reopened, the following summary was given: Dr. Wedlund has met or exceeded all of the Board's goals and overall the Board feels that he has exceeded expectations for the school year.

**VIII. Board Meeting Evaluation**

The Board agreed that members were prepared and the discussion focused on finances and included a review of the Executive Director. A weak area continues to be community outreach, though it was agreed that given current social distancing, this goal is not a priority.

The departing Board members, Aditya Bharadwaj, Josh Garvin, and Paul Mason, were recognized.

**IX. Next Meeting Date/Agenda Items**

The next Board meeting will be July 27, 2020.

**X. Adjournment:**

The meeting was adjourned at 8:58 p.m.

Minutes submitted by Becky Lund.