Members Present: M. Mohler, A. Chen, J. Sayler, B. Bishop, J. Diaz

Staff Present: B. Smith, A. Campbell, K. Roland

Others Present: T. Qualls, P. Hawkes, P. Campbell, E. Sayler, R. Mohler, S. Davidson, St. Nick, G. Sapienza

Meeting called to order at: 6:03 PM

1. Public Comment: *Public comment is limited to three minutes per person. A group of persons speaking collectively on a subject is limited to 15 minutes. For an extended presentation, please contact the Board Secretary at least seven days prior to a meeting.* None.
2. Approval of Consent Items
   1. Meeting Agenda
   2. Previous Meetings’ Minutes
   3. M. Mohler moves to approve, passes unanimously.
3. Report of Board of Directors:
   1. Chair (Chen) - Reports that multiple board members very involved in day-to-day operations – asks board to keep this in check. Reminds board that this is not its role. Board’s job is to set expectations for admin. Chair asks that this stop – let employees accomplish on their own.

Mr. Chen reminds board that he will need to step down as Board Chair by July due to Army obligations.

* 1. Vice Chair (Diaz)
  2. Treasurer (Clark)
  3. Secretary (West)

1. Report of Committees:
   1. Audit, Budget & Finance (Clark)
      1. Update on new CPA firm – new CPA firm Grennan and Fender relationship is underway. Mrs. Sayler attended their visit briefly in the morning, toured building with them, introductions to business team. Enjoyed conversing with them. First month for which we will see GF finanials will be next month. Mr. Clark took them to dinner that evening.

Mr. Bishop reports that the school has a new bookkeeper, started last week to help catch up in a few areas that CPA firm won’t handle (payroll, deposits, late fees, day-to-day) Working well so far, Mrs. Roland is optimistic for this new system in the coming year.

* + 1. Prior Month Financials - The business office will catch up with invoicing for grant reimbursements soon. Additional changes to financials for Dec include one staff reduction in the business team and a change in custodial processes. Contractor ‘quick’n clean’ coming in, reduced staff accordingly. The lightning bill discussed last month – research uncovered that lightning WAS in the vicinity at the time and TCS paid the bill. Preventive measures are being investigated by Mr. Tilley. GF are going to revamp our org chart so that it matches the DOE Red Book chart of accounts. Bishop suggests a committee, Smith says let ops look into it and they’ll report to board next month. Overall, we are slightly under projected revenue for this point in the year – and about where we expected to be on expenses.

Bishop moves to accept the financials as presented. Mohler seconds, motion passes unanimously.

* 1. Fundraising Committee (Mohler) – has reached out to a professional fundraiser, no word back. Mrs. Stringer has a parent group that does fundraising for schools, informational meeting pending. Working with marketing firm to create a flyer for speaker circuit for next year.
  2. Bylaws Committee (Bishop)
     1. Meeting postponed – awaiting prospective dates Jan 3rd/9th under consideration. Bishop has drafted first half of new bylaws for board’s consideration.
  3. Nominations Committee (Chen)
     1. Consideration for Nomination of Timothy Qualls – statement by Tim Qualls. (Resume, questionaire included with board packet) The Board asked questions about his alignment with the school’s vision, his ability to attend Hillsdale training, and his legal/lobbying work.

Bishop moved to accept Mr. Qualls as a member of the board of directors for Tallahassee Classical School. Passed unanimously 6-0.

* 1. Operations Committee (Diaz)
     1. Update on Food Service Contract - Linton’s (Bishop, Roland, R. Mohler)

Bishop reports that we cancelled the SLA contract, retained Paul Hawkes as counsel for this. Rachel Mohler and Karen Roland assisted with this issue. No responsive bidders for the initial RFP. Reached out to Lintons (2nd place bidder last year) and K-12Elior who had expressed interest.

Both firms indicated ability to compete, including new equipment procurement. Linton’s was the only response.

* + - 1. Guest - Greg Sapienza - Linton’s Director of Operations – unfortunate that TCS is dealing with this circumstance, looking forward to providing service for us. Kenny Smith, our district manager will be on site this Sunday. Full on-site team is identified as of today, going through background check process. Tough HR environment right now, but hiring continually to avoid disruptions. Onboarding new TCS team, moving forward…We are not the first school where they’ve come in behind SLA. Meeting with Mr. Tilley on Monday morning to gain access to the building and get started. Intention is to begin with breakfast service on January 5th. We will be receiving supply through same distribution channel as Jacksonville Classical. Linton’s will get us into the USDA foods program where beneficial, as SLA was to have done.
    1. Update on SLA Contract Cancellation
       1. Guest - Paul Hawkes, Esq. explains his letter to SLA (provided in board packet) Board would like to do a “walk-away” offer (no payment either way) if possible.

Bishop moves to have Mr Hawkes offer *up to* $10k to SLA to resolve all issues with regard to contract and kitchen equipment and to put TCS in best financial position it can be as a result of this circumstance. Fobs have been returned by SLA staff.

Bishop moves that we authorize Paul Hawkes to issue letter to SLA indicating our willingness to walk away from the contract with no monies exchanged in full resolution to this matter. TCS retains equipment, SLA does not owe us furher obligation for USDA matter.

Motion passes unanimously 6-0.

Bishop moves to increase retainer amount to $5k for Paul Hawkes services on behalf of TCS with regard to the SLA contract. Motion passes unimously.

R. Mohler reports a fantastic phone conversation w/ Greg Sapienza of Lintons. Thinks we are in great hands with them. They’ll be on site as soon as this Sunday.

* 1. Parental Liaison (Clark)

1. Principal’s Report: (in board packet)
   1. Hiring Update – has begun for next year (1 offer out already for next year, as well as one for a long-term sub this year) Currently trying to fill an upper school math position.
   2. Academic Update - Semester Wrap-up
   3. Wellness Policy – Wellness committee has been form and is planning a Spring Wellness Fair. Working on nutrition and health offerrings for either an all-day event, or part-day integrated into Spirit week.
   4. 2020 Goals for Mr. Smith:

Mrs. Sayler has academic goals prepared for January meeting. Mr Chen asks does the discussion of goals for Principal, need to be public? Mr Qualls advises that probably yes, it needs to be publicly noticed. Could alternatively advertise it as a workshop, and allow people to contribute ideas.

Mohler moves that in January when Diaz gets to Tallahassee, we set up a workshop to discuss Mr Smith’s goals for 2022 Spring. Motion passes unanimously.

1. Compliance Items:
2. Unfinished Business from prior meeting agenda:
   1. Bond Update (Board) - document in Board Packet “Final Numbers” – Mrs. Sayler reports that TCS was able to price our bond on the desired day. Quick turnaround from live investor presentation on Thursday Dec 9th. Investors submitted questions and concerns, pre-pricing meeting on the 14th. There was a pre-order from an investment house. (We were seeking a 4 ½ percent rate with an 8-year call provision.) Investors wanted a 5% or a 10-year call… went ahead and pursued the investment houses that were asking questions. Got additional pre-orders from 12:30-1:00 on the 15th. We sold ALL of our bonds with the 10-year call provision, at an average of 4.54 or 4.57% interest rate. Overall debt service $820k per year. (sold in $5k increments with different experiation dates out to 35 years.) Desired result achieved, monthly payment reduced. Pre-signing is tomorrow, final closing is on Dec 29th.
   2. Invoice from Shawn Arnold (Board) – Bishop moves to pay this invoice. Mohler seconds. In favor: Mohler, West, Sayler, Diaz, Bishop, passes unanimously.
   3. Mr. Bishop’s legal fees (Bishop) – Mohler moves to table, Barney seconded. In favor: West, Sayler, Diaz, Bishop, Mohler, passes unanimously.
3. New Business:
   1. Principal Search Update - ESI Recruiting (Chen) – resumes received via LinkedIn (etc) but have had some other leads. TCS only pays recruiter IF they find someone that we want to hire and do actually hire.

So far, one candidate with strong resume (Josh Eller) worthy of submission to Hillsdale, out of 17 or 18 submitted. Mrs. Carasquilla may also apply. Mrs. Hines is not interested. Mrs. Campbell is no longer a candidate.

Mohler moves not to hire a recruiting firm. Bishop seconds. In favor: Bishop, Mohler. Opposed: West, Diaz, Sayler, Chen. Motion fails 2-4.

Mohler moves that we offer up Mr. Eller and Mrs. Carasquilla for Hillsdale’s consideration. Sayler suggests that board should have opportunity to view their resumes. Motion rescinded.

Aim for workshop or meeting in early January, invite Josh, Hope, and any other potential candidates so board can ask them questions, etc. Proposed either Jan 10th AM or Friday Jan 14th PM…

Bishop moves that Chen forward to the Board any/all candidates interested in the Principal position, and that each board member will have between now and Jan 14th to interview candidates. All candidates will be invited to talk one at a time on Jan 14th and board will make a final consideration regarding who to recommend to Hillsdale for Principal position.

Motion passes unanimously 6-0.

Sayler moves that Chen consider ESI or other similar recruiting firm to recruit qualified candidates for our Principal position. (Identify existing candidates to firm.) West seconds.

In favor: Sayler, West, Mohler, Bishop, Diaz, Chen – Passes unanimously.

Mr. Smith will send recommendations for other firms with specialization in education, partidularly classical education.

* 1. Goal for Mr. Smith for 2021-22 school year (Board)
  2. Form 990 and 8879 (Roland) – Exemption form completed by Walker team. Authorization for electronic filing.

Sayler moves that this form be handed off to Finance committee for detailed review and recommendation to board. West seconds. Motion passes unanimously.

1. Upcoming Meetings and Events
   1. January 24, 2021 - Board Meeting
   2. January 14, 2021 – Principal search.

Adjourned 9:09