1. President Tim Dirrim called the meeting to order at 2:08 PM

2. Roll Call/Guests:

<table>
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<tr>
<th>Board Members</th>
<th>Present</th>
<th>Absent</th>
<th>Time of Arrival After Call to Order</th>
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<tbody>
<tr>
<td>1. Kelly Arndt – Board Treasurer</td>
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<td>2. Stacia DeRaedt – Member</td>
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<td>3. Tim Dirrim – President</td>
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<td>4. David Kalman – Board Secretary</td>
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<td>5. Matt Norton – Vice President</td>
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<td>6. Ron Simon – Member</td>
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<td>7. Stephen Vasquez – Member</td>
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<td>8. Sarah Zimmerman – Member</td>
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<td>9. OCSS Ex-Officio Representative – Lisa Burke</td>
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Also in attendance were: Head of School Dr. Kristin Stewart; School Finance Director Jill Zdunczyk; Operations Manager Dan Zawisza; HR Generalist Jaimie Thor; Legal Counsel Renisa Dorner; Michelle Willard from Hylant Inc. and members of K12 Administrative Team.

3. Public Participation on Agenda Items: None.

4. Public Participation on Non-Agenda Items: None.

5. Minutes of the Regular Meeting of April 22, 2014, were approved as corrected (Kate Diu’s name was misspelled).

6. PERSONNEL/STAFF DEVELOPMENT:

   a. Benefits Review:

   MOTION I: Resolution to approve the Employee Benefits Offered for the 2014-2015 year

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves offering employee benefits consistent with the attached presentation as recommended by the Senior Head of School, Audit and Financial Oversight Committee and Human Resources Committee, and summarized as follows:

1. OHVA will remain self-insured for medical benefits with United Healthcare providing medical administration and stop loss coverage.
2. Employee contributions for medical benefits will be increased consistent with sharing the added costs associated with reinsurance costs as a result of the Affordable Care Act.
3. OHVA will continue coverage through Anthem for dental insurance with no increase in employee contributions. However, an employee’s spouse is not entitled to dental coverage if they are eligible for dental coverage through an employer-sponsored plan.
4. OHVA will continue coverage through Anthem for life, AD&D, short-term disability and long-term disability.
5. OHVA will continue to offer employees through Anthem the ability to purchase voluntary vision and voluntary life insurance with no change in rates.

Discussion: Dr. Stewart introduced Michelle Willard, Client Executive at Hylant Inc. Ms. Willard presented the Board with a 15-page presentation outlining the various benefits being offered and the recommendations being made. Dr. Stewart also introduced Jaimie Thor, HR Generalist. Ms. Thor commented she has worked with Hylant regarding the recommendations and changes were made to the recommendations based on the feedback received during the joint HR Committee and Audit & Financial Oversight Committee meeting. Mr. Norton asked if evidence of insurability was required after open enrollment. Ms. Willard responded yes, typical for life insurance. Mr. Dirrim questioned how much wellness is undertaken by the school. Dr. Stewart responded the administration did not follow through with the biometric screening performed two years ago, but intends to form a committee and work with Hylant’s specialist in the area of wellness. Ms. Willard stated three forms of communication have already been utilized concerning enrollment in the healthcare plan. Hylant and United Healthcare will both attend the Kalahari event to provide assistance. Mr. Simon stated the development of a wellness committee should contribute to a reduction in healthcare costs.

Moved: Simon  Seconded: Norton  Vote: Arndt Y N Dirrim Y N
DeRaedt Y N Kalman Y N Norton Y N Simon Y N Vasquez Y N Zimmerman Y N

MOTION II: Resolution to approve United Healthcare as provider for FSA and COBRA administration

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves United Healthcare as the provider for FSA and COBRA administration consistent with the attached presentation as recommended by the Senior Head of School, Audit and Financial Oversight Committee and Human Resources Committee.

Discussion: Ms. Dorner explained MedBen had been the prior provider of this service. Due to issues and costs, United Healthcare was recommended as the provider. Moreover, the administration of FSA and COBRA works in conjunction with the healthcare so having all of these services being provided by United Healthcare should provide better administration.

Moved: Zimmerman  Seconded: Vasquez  Vote: Arndt Y N Dirrim Y N
DeRaedt Y N Kalman Y N Norton Y N Simon Y N Vasquez Y N Zimmerman Y N
MOTION III: Resolution to modify Opt Out program

BE IT RESOLVED THAT the Board of Trustees of OHVA hereby modifies OHVA’s policy allowing employees to opt out of the employer-sponsored health insurance and dental insurance program. Previously, employees could opt out of the health insurance and dental coverage and receive $1,200 per year ($100 per month). The Board of Trustees hereby approves the continuation of the Opt Out program; however, employees are only entitled to $900 annually ($75 per month) for the 2014-2015 school year, $600 annually ($50 per month) for the 2015-2016 school year and the Opt Out program will be discontinued for the 2016-2017 school year. In order to exercise their right to receive the opt out benefit, employees must certify they have health insurance from another source. An employee who has health care coverage under an OHVA health care plan is NOT entitled to receive the opt out benefit under any circumstances.

Discussion: Dr. Stewart explained the Opt Out program has been decreased over the years and the joint committee was recommending the program be phased out over the next two years.

Moved: Vasquez Seconded: Zimmerman Vote: Arndt Y N DeRaedt Y N Dirrim Y N Kalman Y N Norton Y N Simon Y N Vasquez Y N Zimmerman Y N

7. OPERATIONS:

a. Mission/Vision Review:

Discussion: As Chair of the Governance Committee, Mr. Kalman explained his process of interviewing and seeking feedback from parents, students, teachers, and administrators concerning the school’s new Purpose Statement. Mr. Kalman shared six potential statements based on his observations with the Governance Committee. Following feedback from the Governance Committee, Mr. Kalman will send two potential Purpose Statements to all Board members to determine what resonates with them. Upon receiving feedback from Board members, he intends to present the new Purpose Statement at the June Board meeting and ask for Board approval. Mr. Dirrim reminded all Board members to timely respond to Mr. Kalman so he can distill it down to a new Purpose Statement at the next Board meeting.

b. New School Building Update:

Discussion: Mr. Zawisza stated administration receives regular updates from the landlord, JMS. He, Ms. Zdunczyk, and Dr. Stewart often stop by the location to observe the construction process at the new building. All the wiring for the data and phone lines has been accomplished and checked. Currently, the landlord is installing carpet and painting each room including an accent wall. The final seating chart is being completed. Ms. Zdunczyk indicated she expects the furniture she ordered to be delivered during the first week of June. Tentatively, the move-in date is set for June 9, but it is not clear as to whether such move-in will be accomplished through groups or all at once. Ms. Burke indicated OCCS needs to receive a certificate of occupancy. The informal walk-through is to occur on May 30. Dr. Stewart invited all Board
members to attend a tour of the new building on June 17 at 1:00 p.m. prior to the currently scheduled Board meeting.

c. School Trip Policy Review:

**MOTION IV: Resolution to approve the School Trip Policy**

**BE IT RESOLVED THAT** the Board of Trustees of OHVA hereby approves the School Trip Policy (copy attached hereto) as recommended by the Senior Head of School and Governance Committee.

**Discussion:** Mr. Dirrim indicated this school trip policy was discussed at a prior Board meeting and subsequently reviewed by the Governance Committee. Ms. Dorner explained the policy and how it would function in the future, as well as the recent change with respect to chaperone compensation. Mr. Norton asked how many trips the school has sponsored. Dr. Stewart indicated three or four as far as she recalls.

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<tr>
<th>Moved: DeRaedt</th>
<th>Seconded: Kalman</th>
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<tr>
<td>Arndt</td>
<td>Y N</td>
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<td>DeRaedt</td>
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<td>Dirrim</td>
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<td>Vasquez</td>
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<td>Zimmerman</td>
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**d. Head of School Academic Report:**

**Discussion:** Mr. Dirrim asked if the Head of School Report could be provided to the Board members as an Acrobat file due to the size of the file. Dr. Stewart indicated in the future it will be converted to an Acrobat file. Enrollment is currently below budget and Dr. Stewart reported various reasons. For example, this is the twelfth year of the school and potentially the number of students seeking online education has plateaued. Re-enrollment registration for the next school year is on pace with last year's numbers. Also, there have been more students withdrawn as the school has been more strict about truancy. Mr. Norton asked if withdrawing more students as a result of truancy would result in an increase in test scores. Dr. Stewart agreed there was potential to see increased test scores. Some of the reasons why students withdraw include the testing requirement, the teaching of the common core, and the third grade guarantee.

Mr. Dirrim asked if Dr. Stewart could provide a study or data showing the reasons why students have withdrawn from the school. Dr. Stewart agreed to provide this data. Dr. Stewart then presented a power point presentation regarding testing during this current school year. The State mandates 95% of students be tested and OHVA is near the 99% participation rate with respect to reading and math. This year, 35 school days were used for testing whereas next year the potential is 60 days of testing will be required. The tests currently required are the Ohio Achievement Assessments and the Ohio Graduation Test,
and these tests cost the school about $1 million this year. There is the potential for testing costs to be doubled next year. OHVA utilizes 52-56 sites for testing with a cost per site of anywhere between $500 and $10,000 depending on location and size. All testing was supposed to be computerized next year, but 50% of the schools are not ready for computerized testing. For computerized testing, students cannot use their own personal computers so the schools have to provide a bank of computers for use by the students during testing.

Teacher evaluations have been completed based upon the OTES methodology; 50% of the evaluation is based on teacher performance and 50% is based on student growth measures. 29% of OHVA teachers were deemed accomplished, 54% were skilled, 16% developing, and 1% ineffective. The final analysis resulted in five teachers being found to be ineffective. Dr. Stewart stated these teachers will not be offered contracts for the next school year. Mr. Dirrim asked if this evaluation assessment follows the teacher. Dr. Stewart indicated yes, and schools may seek to hire accomplished teachers from other schools, especially from OHVA. OHVA has a mentoring program to help those teachers who were deemed developing and professional development training has focused on instruction with a series called “Teach Like a Champion.” Ms. Zimmerman asked how the evaluations are reported. Dr. Stewart responded they are an aggregate on the report card. However, parents or members of the public can look up individual teachers on the ODE website.

8. COMPLIANCE:

a. OCCS Update:

Discussion: Ms. Burke commented the biennial budget review contains a provision concerning extra-curricular activities being extended to charter schools. Another provision could change the calculation of value-added progress on report cards. In 2012, the calculation used to measure the growth of a student from one year to the next was changed without any input from e-schools. The calculation negatively affected e-schools. There is currently a committee studying how the value-added calculation unfairly affects online schools.

Ms. Burke reported that Darlene Chambers will be resigning from OCCS effective July 1 to take on the position of President/CEO of OAPCS and Lenny Schafer will become the Executive Director of OCCS at that time. Lenny has been with OCCS for ten years. Mr. Dirrim indicated Mr. Schafer will try to attend the June Board meeting. OCCS is holding a Next Generation of Accountability Conference on July 16, 2014 at the University of Toledo. Ms. Burke invited OHVA administration and Board members to this conference. With respect to complaints, OCCS has assisted OHVA principals in getting records from other schools. OCCS was also engaged in resolving a complaint concerning an enrollment issue.

(Mr. Kalman exited the meeting at 3:35 p.m.)
b. Academic Intervention Policy:

MOTION VI: Resolution to approve the Academic Prevention and Intervention Policy
BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the Academic Prevention and Intervention Policy (a copy attached hereto) as recommended by the Senior Head of School.

Discussion: Dr. Stewart indicated that the policy has not changed since last year, but needs to be approved each year by the Board.

Moved: DeRaedt  Seconded: Zimmerman  Vote:  
Arndt    Y ☒ N ☐ 
DeRaedt  Y ☒ N ☐ 
Dirrim   Y ☒ N ☐ 
Norton   Y ☒ N ☐ 
Simon    Y ☒ N ☐ 
Vasquez  Y ☒ N ☐ 
Zimmerman Y ☒ N ☐

9. AUDIT AND FINANCIAL OVERSIGHT:

a. Bank Reconciliation:

MOTION V: Resolution regarding filing of the Bank Reconciliation
BE IT RESOLVED THAT the Board of Trustees of OHVA hereby approves the filing of the bank reconciliation for March 2014 as recommended by the School Treasurer and the Audit and Financial Oversight Committee.

Discussion: Ms. Arndt indicated she reviewed the reconciliation for March 2014 as provided to her by the School Finance Manager, Jill Zdunczyk.

Moved: Arndt  Seconded: Norton  Vote:  
Arndt    Y ☒ N ☐ 
DeRaedt  Y ☒ N ☐ 
Dirrim   Y ☒ N ☐ 
Norton   Y ☒ N ☐ 
Simon    Y ☒ N ☐ 
Vasquez  Y ☒ N ☐ 
Zimmerman Y ☒ N ☐

b. Review Budget:

Discussion: Ms. Zdunczyk indicated the budget has not changed much and the majority of changes were due to decreasing enrollment projections by 725 students. The school received an additional $300,000 based on free and reduced lunch qualifications, but otherwise was seeing a 2% decrease in funding. The school is experiencing more teachers being on leave this time of year. Ms. DeRaedt asked about the line item on the budget called “K12 charges” and what that included. Ms. Zdunczyk stated Study Island and Scantron are obtained through K12’s contract with those two organizations. Ms. Zdunczyk indicated the State Auditor has released OHVA from being reviewed by the State Auditor each year and now OHVA can hire an independent auditor to conduct its annual audit.
However, the State Auditor actually selects the independent auditor. Ms. Zdunczyk indicated the biggest change with having an independent auditor rather than the state auditor will be that the information needs to be assimilated before December 31 following the fiscal year. A request for proposals was sent out and only one local accounting firm expressed an interest. OHVA has the ability to rank the potential auditors 1-5 but the Auditor of State will select which one will do the audit. The cost is expected to be around $35,000. Ms. Zdunczyk will converse with Ms. Arndt to make sure the cost involved includes everything as well as travel.

c. **990 Form:**

**Discussion:** This form is prepared each year and with an extension, is filed on or before May 15. The 990 form was prepared by Gilmore Jasion & Mahler, but it cannot be completed until the audit is filed by the State Auditor. There is a question on the 990 form asking if the 990 has been provided to all Board members. As a result, all Board members received a copy of it. Ms. Zdunczyk indicated she, Kate Diu and Kelly Arndt reviewed the 990. Ms. Dorner explained the Board does not approve the 990, only receives a copy of it.

d. **Five Year Forecast:**

**Motion VI: Resolution to approve the OHVA Five Year Forecast**

**BE IT RESOLVED THAT** the Board of Trustees of OHVA hereby approves the Five Year Forecast (copy attached hereto) as recommended by the School Treasurer and reviewed by the Audit and Financial Oversight Committee.

**Discussion:** Ms. Zdunczyk stated all schools are required to file this forecast in May and October each year. For fiscal year 2015, Ms. Zdunczyk projected a 4% increase in revenues as a result of K12 marketing and enrollment being budgeted at 14,600 students. For the remaining four years on the forecast, Ms. Zdunczyk indicated she used a 2% increase for all successive years.

**Moved:** Arndt  
**Seconded:** Norton  
**Vote:**

- Arndt: Y N
- DeRaedt: Y N
- Dirrim: Y N
- Norton: Y N
- Simon: Y N
- Vasquez: Y N
- Zimmerman: Y N

10. **Executive Session to Discuss Personnel Issues as They Relate to Disciplinary Action and/or Termination:**

Board Member Matt Norton moved to go into Executive Session to discuss personnel issues relating to disciplinary action and/or termination. Board Member Ron Simon seconded. By roll call vote:

**Vote:**

- Simon: Y N
- Norton: Y N
- DeRaedt: Y N
Mr. Dirrim requested Ms. Dorner and Ms. Burke remain, but excused all other individuals in the room from the meeting. Mr. Dirrim indicated Dr. Stewart and Ms. Thor would likely be asked to join the session later. The Board went into Executive Session at approximately 4:15 p.m. and returned at 4:55 p.m. Board Member Stacia DeRaedt moved to return to regular session and Member Sarah Zimmerman seconded. By roll call vote:

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Vote: Simon  Y  N
     Norton Y  N
     DeRaedt Y  N
     Arndt Y  N
     Vasquez Y  N
     Zimmerman Y  N
     Dirrim Y  N
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11. Other Updates:

a. **New Board Member:**
   Adam Davenport has been interviewed by Mr. Dirrim and now the HR Committee will be interviewing Mr. Davenport to proceed on the process utilized by the Board in selecting Board members.

b. **Employee Handbook:**
   Mr. Dirrim explained the Employee Handbook was not completed and would be considered at the next Board meeting. Also, the teacher contracts would be considered by the HR Committee to include the flexibility of hours and will also be considered at the next Board meeting.

Ms. Arndt indicated an individual she works with who is also a CPA is interested in becoming a member of the Board. This individual also happens to be a parent of an OHVA student. Mr. Dirrim reminded the Board members the HR Committee is meeting at 2:00 p.m. on May 27 and the Audit and Financial Oversight Committee is meeting at 4:00 p.m. on the same date.

Dr. Stewart reported the teachers and staff will be attending a professional development session on May 28 and 29 at Kalahari. Dr. Stewart invited any Board members who were available to attend the event. She also invited any Board members to the high school graduation ceremony scheduled for June 7 at the World Harvest Church.

The meeting was adjourned at 5:04 p.m. by President Dirrim.