



INSIGHT PA
CYBER CHARTER SCHOOL

POWERED BY K12

Board of Trustees Meeting Minutes
March 26, 2018 – 7pm
350 Eagleview Blvd, Suite 350, Exton, PA 19341

Blackboard Collaborate On-line Meeting Link:

<https://sas.illuminate.com/m.jnlp?password=M.AC88147EEC302ECBA7F9AA835C5F37&sid=559>

Conference Call Meeting Information:

844-269-9230, extension 4008, passcode 531486.

I. CALL TO ORDER

The meeting was called to order by the Board President at 7:09pm. Public notice was given for this meeting in accordance with [Pennsylvania's Sunshine Act \(2011, sec. 709\)](#).

Member	Present	Absent
Mr. Michael Adler, President	X	
Ms. Maddi-Jane Sobel, Secretary		X
Ms. Kelly Vidovich		X
Ms. Diana K. Moninger	X	
Ms. Michele McKeone	X	
Ms. Aviva Moore		X
Mr. Lowell Thomas	X	

ISPA Administrators Present: Eileen Cannistraci, Chief Executive Officer and Beth Jones, Chief Financial Officer.

K12 Representatives Present: Shannon McElwain, Executive Director; Michael Frost, Academic Director; Mary Markert, Director North Region Finance; Pat Keeney, Director CTE; Jaime Salindong, Senior Finance Manager.

School Solicitor Present: Alan Kessler of Duane Morris LLP

II. BOARD MINUTES

1. Approval of Board Minutes from Monday, February 26, 2018.

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President					X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger	X				X			
Ms. Michele McKeone					X			
Ms. Aviva Moore								X
Mr. Lowell Thomas		X			X			

Board Comment: None

Public Comment: None

III. REPORTS

1. CEO Report
 - a. School Updates
 - i. Career Pathways Advisory Council (CPAC) – Serves as complementary role to the Board regarding the CTE component of ISPA to guide and assist in the development, structure, and implementation of the CTE offering. CPAC members will be asked to develop partnerships to lead to internship opportunities.
 - ii. Destination Career Academy (With Shannon McElwain). Provides course content, Career Cruising career guidance, test/certification preparation, SkillsUSA membership, CTSO chapter membership, and work-based experiences. Three pathways of content: Business Management & Administration, Health Sciences, and Information Technology. Five strands of programming for students to choose from: Business Management, Medical Billing, Medical Transcription, Programming & Software Development: Python, and Programming & Software Development: Web HTML 5.
 - b. Enrollment Report – Student enrollment has increased from February by 135 students to an enrollment number of 1157 students. 61% of ISPA students are economically disadvantaged, 18% have a special education IEP, and students attend from 332 of PA’s 500 school districts.
 - c. Board of Trustees’ Member Classifications – Class I: Michael Adler, Diana Moninger, Maddi-Jane Sobel, and Kelly Vidovich. Class 2: Michele McKeone, Aviva Moore, and Lowell Thomas. Classifications are indicated in the Board’s by-laws.
2. Financial and Personnel Report (Mary Markert). Year-end enrollment projected to be approximately 1200 students. YTD revenue accrued = \$7.3M, YTD expenses accrued = \$5.9M. February 2018 end-of-month cash balance = \$1.8M. Working through the process with PDE to change direct deposit to TD Bank account from PNC. February 2018 disbursements = \$1.47M. Recommended K12 aging invoices disbursement = \$611,867.88. Forecast end of March 2018 cash flow ending balance of \$1.9M. Top 10 AR balances = \$651K and 48.7% of total AR balance, with note that \$198K of Phila SD’s balance of \$308K was paid on March 15th and will be reflected in next month’s report. Personal stats were reviewed: ISPA currently employees 27 and there are 26 K12 staff dedicated solely to ISPA.
3. Auditor Selection Process and Recommendation (Beth Jones). Four firms submitted proposals. The audit firm of Barbacane Thorton is recommended for approval. Rationale: The firm has substantial years of cyber charter experience, their pricing is the second lowest of the four (the pricing of three of the four firms was essentially equivalent, varying only by a few hundred dollars between each proposal), and the CFO and K12 finance staff have worked with the recommended firm and found them to provide competent auditing services. While one proposal was priced slightly less than Barbacane Thorton, that proposal was lacking a timeline for services, despite being specifically requested, and the firm has limited charter auditing experience.

IV. ACTION ITEMS

1. To approve the classifications of Board members as Class I and Class II of the Board of Trustees in accordance with the by-laws.

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger		X			X			
Ms. Michele McKeone					X			
Ms. Aviva Moore								X
Mr. Lowell Thomas					X			

Board Comment: None
Public Comment: None

2. To approve the engagement of the audit firm, Barbacane Thornton, to conduct the ISPA annual audit subject of review of the engagement letter by legal counsel.

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger					X			
Ms. Michele McKeone					X			
Ms. Aviva Moore								X
Mr. Lowell Thomas		X			X			

Board Comment: None
Public Comment: None

3. To accept and approve the Financial Report and Disbursements

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger					X			
Ms. Michele McKeone		X			X			
Ms. Aviva Moore								X
Mr. Lowell Thomas					X			

Board Comment: None
Public Comment: None

4. To accept and approve the Personnel Report

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger					X			
Ms. Michele McKeone					X			
Ms. Aviva Moore								X
Mr. Lowell Thomas		X			X			

Board Comment: None

Public Comment: None

5. To approve the development of the Career Pathways Advisory Council (CPAC)

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger		X			X			
Ms. Michele McKeone					X			
Ms. Aviva Moore								X
Mr. Lowell Thomas					X			

Board Comment: None

Public Comment: None

6. To approve the appointment of Board members Michele McKeone and Lowell Thomas as Co-Chairpersons of the Career Pathways Advisory Council (CPAC)

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger					X			
Ms. Michele McKeone		X			X			
Ms. Aviva Moore								X
Mr. Lowell Thomas					X			

Board Comment: None

Public Comment: None

7. To approve the implementation of the Destinations Career Academy for the 2018-2019 School year.

Board Member	Motion	Second	Board Comment	Public Comment	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X				X			
Ms. Maddi-Jane Sobel, Secretary								X
Ms. Kelly Vidovich								X
Ms. Diana K. Moninger					X			
Ms. Michele McKeone					X			
Ms. Aviva Moore								X
Mr. Lowell Thomas		X			X			

Board Comment: None
Public Comment: None

V. **BOARD BUSINESS**

1. Proposals for Next Agenda: None
2. General Public Comment: None
3. Executive Session: There were no executive sessions held during this public meeting, at the adjournment of this public meeting, or between the prior public meeting and this public meeting.

VI. **ADJOURNMENT**

Board Member	Motion	Second	Aye	No	Abstain	Absent
Mr. Michael Adler, President	X		X			
Ms. Maddi-Jane Sobel, Secretary						X
Ms. Kelly Vidovich						X
Ms. Diana K. Moninger		X	X			
Ms. Michele McKeone			X			
Ms. Aviva Moore						X
Mr. Lowell Thomas			X			

Meeting Ended: 7:58pm