

Carolus Online Academy
SC Education Futures, Inc. Board Meeting, June 1, 2023, 4:00 p.m.
<https://coa.k12.com/> (Notice posted per FOIA.)

Board Members Present:

- John Pallasch
- Kristen Bell
- Rachel Migli
- Dr. Eric Mack
- Dan Martin

Absent:

- Charles Brooks

Others Attending:

- Elizabeth Nelson, Stride K-12
- Betsy Carpentier, counsel

4:01 p.m. Called to order.

Called roll.

Approved Agenda. (No prior minutes or committee reports.)

1. Discuss charter committee transition to charter board and subsequent board election once school opens.

[The statutory language on board transition is copied below.] Members can anticipate the level of work to increase. The existing Planning Committee is the board until after the elections. At least half are elected by the parents and teachers. Therefore, elections cannot happen until the school enrolls students. Nelson discussed ebb and flow of the amount of work. Expect still 2 meetings per month, but some work sessions in between as projects come up. Could designate committees.

2. Take nominations for a secretary and vote to approve.

Motion by Dan Martin to nominate Kristin Bell seconded by Eric Mark. Discussion. Kristen asks what about the duties and is willing to serve. Unanimous approval.

3. Take nominations for a treasurer and vote to approve.

Kristen Bell moved to discuss the treasurer position. Second by Dan Martin. Dan nominates Eric Mack. Discussion of the Treasurer's duties: Work closely with finance at the school level about the yearly budget; monthly, no specific duties other than review of Stride K-12 work. Lead work in selection of the required Auditor. Unanimous approval of Eric Mack as Treasurer..

4. Discuss the possibility of adding pre-K.

Nelson has been researching nationwide. Carolus would need to ask the SCPCSD about adding it. The law has some language about building requirements, but does not prohibit preschool. Mack: such a critical platform for students being ready for the next stage. How does that work. Nelson: she launched a preschool as a principal of Lone Star for an online

school. There is an entire suite of 4K materials, Embark – which has a theme of the week integrated through every class for the week. Students are still on headphones etc., but have white boards, and physical tools to develop skills with home learning coach. About 60% of Lone Star 4K had siblings in the school. Have online 4K in California and Washington, D.C. Looking at expanding. Nelson can get more information if the Board is interested. Probably a matter of completing the application addendum and putting before the charter district. Mack: we should explore it during the planning year. Martin agrees. Elizabeth and John will take that on. Will report back next meeting.

5. The search for a replacement board member and request for recommendations.

Kristen Bell has a potential candidate who home schooled her children, who are wildly successful. Bell sending resume. Trends of home schooling make her perspective important. [The resume is copied below.]

Eric has one nominee who needs to get back to him.

6. Possible day/meeting time change for regular meetings.

Request to adjust the time from 1st and 3rd Thursdays from 4:00 to 5:00. Scott Sides, who will be the new K-12 representative, has a conflict from 3p to 5p. No problem for the board members.

7. Review of pre-opening conditions and the associated deadlines.

What the Board has from the SCPCSD is a compressed timeline for 2023 opening. Haven't heard yet on whether that waiver is approved. Agreed that some point, probably one week, the Board needs to decide whether it is going forward.

8. Attendance for June 22 luncheon at SCPCSD.

John and Dan can attend. Scott Sides from K-12 will attend. Rachel is unable to attend. Kristen and Eric will let John know if they are able to attend.

9. Charter Planning and Implementation Grant – TA session June 14 @ 10:00 and application due July 17 by 5:00.

Whether we open in 2023 or 2024 impacts how the application is written. John suggests the board needs to decide before the TA session on June 14. Nelson recommends need an answer within one week (June 8).

Statutory Language on Board Transition

SECTION 59-40-40.

(7) "Charter committee" means the governing body of a charter school formed by the applicant to govern through the application process and until the election of a board of directors is held. **After the election**, the board of directors of the corporation must be organized as the governing body and the charter committee is dissolved.

SECTION 59-40-50.

(9) **consist of a board of directors of seven or more individuals** with the exact number specified in or fixed in accordance with the **bylaws**. Members of a board of directors may serve a term of two years, and may serve additional terms. A choice of the membership of the board must take place every two years. Fifty percent of the members of the board as specified by the bylaws must be individuals who have a background in K-12 education or in business, and the bylaws of the charter school also must provide for the manner of selection of these members. In addition, at least fifty percent of the members of the board as specified by the bylaws must be elected by the employees and the parents or guardians of students enrolled in the charter school. Parents or guardians shall have one vote for each student enrolled in the charter school. All members must be residents of the State of South Carolina. A person who has been convicted of a felony must not be

elected to a board of directors. If the board of directors consists of an odd number of members, the extra member must be an individual who has a background in K-12 education or in business;

Bylaw, Article 4, section 2, 4, and 5:

2. **Number and Election.** The number of Directors on the Board (the "Directors") shall not be less than seven (7) or more than (9). [*After initial student enrollment" is implied because of the statute]* At least fifty percent of the Directors shall be individuals who have a background in K-8 education or in business. At least fifty percent of the Directors shall be elected by the employees and the parents or guardians of the students enrolled in the school. Parents or guardians shall have one vote for each student enrolled in the school. All members must be residents of the State of South Carolina.

Prior to the annual meeting, the Directors shall establish a Nominating Committee of the Board to establish a slate of qualified candidates, for presentment and election to the Board. At any annual meeting, the Directors may fix the number of Directors to be elected at the meeting by resolution. In the absence of such a resolution, the number of Directors elected at the meeting, plus the number of Directors continuing in office, shall constitute the number of Directors of the Corporation until the next annual meeting, unless the number is changed by action of the Board. Except as otherwise required by S.C. Code Ann. § 59-40-50(9) (see "4 Qualifications." Below), Directors shall be elected at any annual or special meeting of the Board by a vote of a majority of the Directors then in office. The election of Directors shall be a part of the order of business of each annual meeting of the Board. **The first election shall signify dissolution of the Planning Committee, preceding the Board.**

4. **Qualifications.** A Director shall be willing and able to make decisions as a member of the Board in the best interests of the Corporation and shall submit on an annual basis a conflict of interest disclosure as prescribed by the Board. A Director shall also be at least 21 years of age, be a resident of the State of South Carolina, and hold at least a high school diploma or its equivalent.
5. **Excluded Persons.** The following persons shall not be eligible to serve on the Board: (i) employees of the charter school operated by the Board; or (ii) any director, officer, or employee of a service provider or management company who contracts with the Corporation.

Resume for Kristen's Board Member Recommendation

Gretchen Ossner

Education

Bachelors of Fine Art and Art History
College of Charleston-1995

Experience

Business owner Jill and Parker, Inc 1998-2002 Art Gallery Main St Greenville, SC
Home educator since 2007.

Homeschooled five children (three still in home)

Completed out of state and in-state University acceptance process with two students/children

Children

One received substantial scholarships to USC, Rising Junior student studying Pre-med and Pre-Law

One received substantial scholarships to Clemson

Incoming freshman studying Agribusiness major with Landscape architecture minor

- Classical Conversations Tutor-2010-2015
- Classical Conversations licensed director since 2015
- Classical Conversations SC Support Representative 2016-2018
- Classical Conversations IT Quality Support 3/22-present

Hobbies

Art instructor students and adults

Certified Master Gardener Clemson- 2019

Penny Posies-owner-floral design 2020-current

Passionate about home education and teaching others about the “benefits to home-education, quality education, and family dynamics.”