

Towpath Trail High School
Board Meeting Minutes

January 11, 2017

Location: School

Board Members in Attendance

Nadir Akbar
Kathi Brand
Paula Seibel
Jessica Hricovec
Ron E. McDaniel, Jr.-President
Christopher Owens
Rob Demko

Guests in Attendance

Jason McMillin- Fiscal Officer
John Stack- Cambridge
Mansell Baker- Legal Assistant
Christina Fraser- School Director
Susan Scarponi- CSS
Karen Wachter-Cambridge
April Hart, Esq,

The Meeting was called to Order at 4:20 pm. Board Member and School Representative introductions were given.

Agenda: President McDaniel discussed changes to the Agenda. It was noted that the minutes would be tabled and that OIP goals would be discussed as well as the Resignation of Deborah Howell.

A Motion and Second were duly noted to accept the January 11, 2017 Meeting Agenda.

17-01 RESOLVED: The Board of Directors adopts and approves the revised Agenda of January 11, 2017.

Public Comment: There were no members from the public.

Resignation of Deborah Howell:

President McDaniel discussed Mrs. Howell's notice of resignation due to her increased time in Florida.

There was a motion to Accept the resignation by Paula Seibel. There was Second by Jessica Hricovec.

17-02 RESOLVED: The Board of Directors accepts the resignation of Deborah Howell as Board Member, effective immediately.

Sponsor Report: Susan Scarponi noted the highlights of the Sponsor report and discussed OIP Goals: Reading, Math and Attendance Goals. The Board and the School Administrator took part in this discussion.

State of the School Report: Highlights were given by Administrator Frasier regarding monthly OIP actions, attendance, enrollment upcoming events, MAP data and school culture.

Cambridge Management Report: Karen Wachter discussed the Management Report and noted school performance and data. CEO John Stack discussed strategies and Goals of Cambridge; Board participation in Myers-Brigg testing and a possible Board Retreat. There was board member discussion about training and testing.

Financial Report: Jason Mc Millin reviewed the School Financial Report and also discussed the Audit.

There was a lengthy discussion of the benefits of accepting the Westfield Bank Loan or the Courtland Loan. Mr. McMillin explained building value comparisons; pre-payment penalties and building appraisals scenarios. He also noted that the Canton Mortgage Note would be separate and apart from the Note held on 275 West Market Street. The Board participated in the discussion of terms, amortization schedules and the execution of documents. There was a unanimous thought that the best decision was to proceed with accepting the Westfield Bank proposal.

A motion was made by Chris Owens and seconded by Kathi Brand as follows:

Motion: The Towpath Trail Board of Directors Authorizes the School Fiscal Officer and the Board President to execute documents required in connection with the loan approval process of Westfield Bank for the Towpath Trail High School Canton Satellite Campus. Further, the Board of Directors approves the proposed bank loan and fixed fee mortgage up to and not to exceed the amount of \$650,000.00.

17-03 RESOLVED: WHEREAS, The Towpath Trail High School, an Ohio Non-Profit Corporation by and through its Board of Directors, at a duly noted public meeting, did discuss and vote on Its decision to approve the Westfield Bank Loan terms and conditions of mortgage for the Towpath Trail High School Canton Satellite Campus located at 219 East Maple Street, Suite 202 in Canton Ohio 45720-4586 . The Board President, Ronald E. McDaniel Jr., and the School Treasurer are hereby authorized to execute all necessary documents in connection with the loan, including but not limited to any Notes; Closing documents and the "Corporate Loan Resolution To Borrow/Grant Collateral" as attached hereto. Further, the Board of Directors approves this bank loan and fixed fee mortgage up to and not to exceed the amount of \$650,000.00.

FURTHER RESOLVED, The Board of Director's accepts the January 2017 Financial Report as submitted by Mr. McMillin subject to audit.

Old Business: None.

New Business: Jessica Hricovec made a motion to remove NJ. Akbar from the Board of Directors.

Discussion: Mr. Owens expressed his concerns regarding the issue of breakdowns in communications and requested to table the Motion; Paula Seibel discussed her concern for excessive email communications; Ron McDaniel discussed that certain actions outside of board meetings have cause members to become frustrated. NJ Akbar explained that he was for transparency and asking questions that make the board operate better. Kathi Brand explained that emails were not her major concern but that NJ continues to ask the same questions that have already been asked and that repeating the same questions is disruptive and prevents the board from moving forward. NJ noted that he had concerns with the school financial situation and that his ultimate goal was to make good financial decisions.

With everyone having an opportunity to speak, President McDaniel discussed the Motion to remove Mr. Akbar which remained on the Floor. Christopher Owens moved to table the motion. There was no second to table the motion by any board member. The Motion to remove NJ Akbar thereby remaining on the floor was Seconded by Kathi Brand.

There was a roll call vote as follows:

- 1) Christopher Owens: Nay
- 2) Paula Seibel: Yay
- 3) Kathi Brand: Yay
- 4) Rob Demko: Yay
- 5) NJ Akbar: Abtain
- 6) Jessica Hricovic: Yay.

The Motion was approved by a unanimous board vote.

17-04 RESOLVED: The Board of Directors of Towpath Trail High School voted to remove NJ Akbar from the Board of Directors for Towpath Trail High School effective immediately.

There was a motion and second to Adjourn the Meeting at 5:37pm.

Next Meeting Date: February 8, 2016 at Towpath Trail High School West Market Street Campus. 4:30 pm.

Board Secretary.

TOWPATH TRAIL HIGH SCHOOL CORPORATION

LOAN RESOLUTION DATED JANUARY 11, 2017

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Further, the Board of Directors approves this bank loan and fixed fee mortgage up to and not to exceed the amount of \$650,000.00.

Ron E. McDaniel Jr. -Board President