

MINUTES OF THE PUBLIC MEETING
OF
NOAH WEBSTER SCHOOLS-MESA

February 17, 2021

Held Virtually

DIRECTORS PRESENT: Teresa Wales, Ronrico Miller, John Tomasson, Sharon Miller

DIRECTORS ABSENT: BJ Pennington

PRESENT BY INVITATION: Vicki Dry, Secretary, Jessica Friedermann, Robert Rodenbaugh,

A public meeting of the Board of Directors (the "Board") of Noah Webster Schools-Mesa, an Arizona non-profit corporation (the "Corporation"), was held virtually at 4:30 P.M. A quorum being present, and the meeting having been duly noticed and called, the meeting was called to order.

1. Approval of the Minutes of the December 8, 2020 Board Meeting

The Board reviewed the minutes of the December 8, 2020 Board meeting. Director R. Miller made a motion to approve the minutes as presented. Director Tomasson seconded the motion.

The motion passed unanimously with Director Tomasson, Director Wales, Director S. Miller and Director R. Miller voting to approve.

2. Review the 12/31/20 Second Quarter Financial Statements, Budget to Actual Reports and Supporting Documentation.

The information had been provided to the Board earlier in the week for review. Ms Dry, CFO asked the Board if there were any questions or comments. She then explained amendments made to the original budget as well as discussed additional revenue for both FY21 and FY22.

There was further discussion regarding the budget and the additional revenue sources and their allowable uses. Ms Dry indicated that she would provide the Board with updates to funding sources such as ESSER II and Prop 208 as they became available.

3. Annual Report to Investors

Director S. Miller reviewed the highlights of the provided Annual Investor Report. In addition to certain details in the report, she explained the Standard & Poor's review that is currently underway and what she sees as issues that may come up during the rating

review. She discussed the importance of the school's enrollment and how that figures into the outcome of the S & P report.

4. Arizona Online Instruction Program Amendment Request

With Covid still at the forefront of daily life, the school sees a need to continue with an on-line program next year. This would provide parents who are still unsure of sending their children to an in-person school an option while staying enrolled with Noah Webster. Jessica Friedermann explained that there were two options:

- Amend the existing charter contract to allow for an on-line instructional component or
- Start a new charter, with its own contract and separate enrollment.

The problem with the second option is that any enrollment that would transfer to the on-line charter, would decrease the enrollment of the charter they are currently attending. The school is trying to build its enrollment not suffer additional decreases.

Ms. Friedermann went on to explain that the Arizona State Board for Charter Schools is currently in the process of changing the steps involved in the amendment process and that we will be working closely with both the Charter Board and Charter Association to decide whether we submit the amendment under the current provisions or wait and submit once the changes to the application have been approved and implemented. Either way, the school would like to focus on having the amendment in place for the FY22 school year.

After questions, Ms. Friedermann explained that in order to be approved, the on-line program must rely on a research based curriculum. Although what the school used last year and is currently using, seems to provide rigorous and relevant instruction, it is not research based. The school is therefore looking at several different turn-key, research based programs that could be run by Noah Webster teachers, but provide the charter board with the curriculum they are requiring for approval. Once a viable list of acceptable providers has been compiled, it will, along with associated costs, be presented to the Board.

After further discussion, Director Tomasson made a motion to give approval to the school's management team to move forward with applying for an amendment to the current charter contract to allow for the addition of an on-line instructional component to the Noah Webster Schools-Mesa charter contract.

Director R. Miller seconded the motion.

Director Tomasson, Director R. Miller, Director T. Wales and Director S. Miller all voted to approve the motion.

5. Announcements

There were no announcements and the next Board meeting date was set for March 16, 2021 at 4:30 pm

6. Adjournment

There being no further business, the meeting was adjourned at 6:00 p.m.

Dated this 17th day of February, 2021

Vicki Dry

Vicki Dry, Secretary