

MINUTES OF THE PUBLIC MEETING

OF

NOAH WEBSTER SCHOOLS-MESA

February 5, 2026

Held Virtually

DIRECTORS PRESENT: John Tomasson, Sharon Miller, Teresa Wales, Stan Waldrop, Ronrico Miller, BJ Pennington

DIRECTORS ABSENT: None

PRESENT BY INVITATION: Vicki Dry, Secretary

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. A quorum being present, and the meeting having been duly noticed and called, the meeting was called to order at 4:30 pm

- Approval of the Minutes of the Board Meeting

The Board reviewed the minutes of the October 13, 2025 Board meeting. Director Tomasson made a motion to approve the minutes as presented. Director Pennington seconded the motion.

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

- Specific Matters to be Considered

- Review and Approval of the FY25 Annual Financial Audit

Ms. Dry provided the Board with a copy of the FY25 Annual Financial Audit. After discussions, Director Tomasson made a motion to accept and approve the Annual Financial Audit as presented. Director Waldrop seconded the motion.

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

- Review Second Quarter Financial Report and Related Documents

The Board was provided with the 12/31/25 internally generated Financial Statements, Budget to Actual Report and Variance Discussion and the various related financial material. The Board reviewed the information.

- Review Finalized State Food Service Administrative Review

The Board reviewed the Finalized State Administrative Review for Noah Webster Schools-Mesa, which summarizes all findings noted during the administrative review

of the National School Lunch Program and School Breakfast Program that was conducted on November 18, 2025. There were two no fiscal findings.

- Executive Session

Director Tomasson made a motion to go into Executive Session to discuss possible financing options for the two schools. Director Waldrop seconded the motion.

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

The Board returned from Executive Session to resume the Public Meeting.

- Announcements

There were no announcements The Board meeting will be scheduled at a future date.

- Adjournment

There being no further business, Director Tomasson made a motion to adjourn the meeting. Director Waldrop seconded the motion.

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

Dated this 6<sup>th</sup> day of February, 2026



Vicki Dry, Secretary