

Ohio Digital Learning School

Meeting Minutes

April 17, 2019

1690 Woodlands Dr., Suite 200
Maumee, Ohio 43537

I. Call to Order

The meeting was called to order at 10:00 AM.

II. Roll Call

Board Members Present:

Jennifer Wise, President
Gregory Fockler, Treasurer
John Ziegelhofer, Director
Kathy Warner (arrived 10:12 AM), Director

Board Members Absent:

Chris Canova, Secretary

Other Attendees:

Randall Greenway, *Vice President School Development, K12*
Elizabeth Roth, *Regional Vice President School Services, K12*
Judy Shopp (via phone), *Associate General Counsel, K12*
Kelly Warnke, *Finance, K12*
Connie Waldron, (via phone), *HR, K12*
Amy Goodson, Esq., *Board Legal Counsel*
Lenny Schafer, *OCCS*
Dawn Cummings, *Fiscal Officer*
Jacklyn Smith, *OCCS*
Chris DiSalle, *Senior Vice President, JLL*
Chad Collier (via phone), *VP of Sales, Tilson*

III. Public Comment

None

IV. Review of Agenda

V. Action and Discussion Items

A. Approval of Minutes of Prior Meeting

The Board reviewed the prior meeting minutes; no modifications were requested.

19-12 RESOLVED, that the Board of Directors approves the minutes of the meeting of March 21, 2019 as presented.

Motion: Mr. Ziegelhofer Second: Mr. Fockler
Ayes: 3 Nays: 0

Ms. Warner arrived at the meeting at this time.

B. Educational Products and Services Agreement Overview

The Board discussed the K-12 educational products and services agreement.

19-13 RESOLVED, that the Board of Directors approves entering into the Educational Products and Services Agreement with K12 Virtual Schools LLC as presented and authorizes the Board President to sign the agreement.

Motion: Mr. Fockler Second: Ms. Warner
Ayes: 4 Nays: 0

C. Consideration of Facility and Approval of Lease

Mr. DiSalle presented, and the board discussed, information on potential lease locations in Maumee, Ohio.

19-14 RESOLVED, that the Board of Directors authorizes K12 and board legal counsel to negotiate the terms of a lease for property located at 1795 Indian Wood Circle, Maumee, Ohio 43537, and further approves said lease and authorizes its board president to sign once in a form as advised by legal counsel.

Motion: Mr. Fockler Second: Mr. Ziegelhofer
Ayes: 3 Nays: 1

D. Finance

1. Fiscal Officer Report

Ms. Cummings spoke to the school accounts and indicated that she has all board members' W9 forms. She will present a budget for the school at the next board meeting.

2. Legal Invoice

The board discussed payment of board counsel legal fees.

19-15 RESOLVED, that the Board of Directors authorizes payment to Amy Goodson Co., LLC.

Motion: Mr. Fockler Second: Ms. Warner
Ayes: 4 Nays: 0

E. Human Resources

Mr. Collier presented information on Tilson human resources company. Ms. Waldron spoke to information on Insuperity human resources company. The board discussed both companies' offerings.

19-16 RESOLVED, that the Board of Directors approves the agreement with Insuperity pending board legal counsel review and authorizes the Board President to sign once in a form as advised by legal counsel.

Motion: Ms. Wise Second: Mr. Ziegelhofer
Ayes: 4 Nays: 0

F. Launch Update

Ms. Roth provided an update on preparation for the school's launch, discussing marketing and enrollment efforts and special programs and operations.

G. Discussion on Domain Name

The board discussed the school's domain name.

19-17 RESOLVED, that the Board of Directors approves the domain name of @ohdls.org for the school.

Motion: Mr. Fockler Second: Ms. Warner
Ayes: 4 Nays: 0

H. Sponsor Contract Update

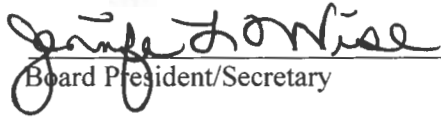
Ms. Goodson and Ms. Shopp spoke to progress on the school's sponsor contract. Both attorneys agree that the contract is in final form and ready for signature.

I. OCCS Report

None.

VIII. Confirmation of Next Meeting: May 22, 2019 at 10:00 AM
1690 Woodlands Dr., Suite 200
Maumee, Ohio 43537

IX. Adjournment: 11:45 AM
Motion: Mr. Ziegelhofer Second: Ms. Warner

Approved by the Board of Directors of Ohio Digital Learning School on 5/22/19.

Board President/Secretary