

IDEA Public Schools
Florida Board of Directors Meeting

March 24, 2022

5:00 pm EST

Summary of Motions and Approvals

The Board passed a motion to approve the minutes from the February 24, 2022, business meeting.

Motion made by: Nick Rhodes
Second to motion: Gary Chartrand
All in favor: Motion carries unanimously.

The Board passed a motion to amend the agenda to add the advanced spend funds for technology for the Jacksonville campus.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the ratification for the amended lease agreement regarding IDEA River Bluff presented by Steve Hadley.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion Carries unanimously.

The Board passed a motion to approve the lease agreement between IDEA Florida, Inc. and IPS Enterprises, Inc. for property in Tampa, Florida.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the notice of intent and draft Performance Based Agreement for Jacksonville Campus #4.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the proposed additions to the IDEA grading policy.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the amended contract with US Foods.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the partnership agreement with Jacksonville University.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the contract with Netsync.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the contract with Spectrum.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the IDEA Florida bank account resolution to approve Miguel Berlanga, Lizzette Reynolds, Leanne Hernandez, Vanessa Garza, and Jazmine Leon-Wing as account authorizers.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

The Board passed a motion to approve the advanced spend of the FY 22-23 budget for instructional materials.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

Board Members present: Lizzette Gonzalez Reynolds, Nick Rhodes, Christina Barker, Gary Chartrand

Board Members not present:

Staff, Legal Counsel and Consultants present: Daniel Woodring, Adam Miller, Alec Macaulay, Andrew Clarence, Curtis Lawrence, JR, Daniel Garza, Fernando Aguilar, Genevieve Chang, Heather Arratia, Jennifer White, Jessica Hess, Katoya Mccaskill, Miguel Berlanga, Octavius Davis, Rolando Posada, Simaran Bakshi, Steven Handley, III, Travis Markey, Tita Terán

Audience present: None

Meeting is called to order by Lizzette Reynolds at 5:00 pm (EST)

Updates

National Update: Jessica Hess, Chief Compliance and Administrative Officer
Financial Update: Travis Markey, Sr. Director of Finance/IPS Controller
Facilities Update: Stephen Hadley, II, VP of Facilities and Construction
Regional Update: Rolando Posada, Area Superintendent

Approval of Minutes

Lizzette Reynolds requested a motion to approve the minutes from the February 24, 2022, Board of Directors meeting.

Motion made by: Nick Rhodes
Second to motion made by: Gary Chartrand
All in favor, None Opposed.
Motion carries unanimously.

Amendment to the agenda

Lizzette Reynolds looked for a motion to amend the agenda to add the advanced spend of the FY22-23 budget for instructional materials.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

Action Item A: Lease Agreement - Portable Classrooms

The proposed lease for 18 portable classrooms to be used at IDEA River Bluff for the first semester of the 2022-23 school year was approved in February. Since that approval, a need for an additional portable classroom was identified and action is requested for the board to ratify the amendment to the original, approved lease. While the number of portable classrooms has increased, due to some other deductions from the original invoice, even with the addition the total cost of the lease does not exceed the originally approved \$800,000.

Lizzette Reynolds looked for a motion to approve the ratification for the amended lease agreement regarding IDEA River Bluff presented by Steve Hadley.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

No public comment confirmed by Jennifer White, Director of Board Relations & Governance

Action Item B: Lease Agreement – Tampa Bay Property

IPS Enterprises, Inc., a Texas nonprofit corporation is seeking to obtain financial arrangements for IDEA Florida, Inc.'s Tampa Hart Pond Campus, located at or about 9839 Skewlee Road, Thonotosassa, Florida, 33592 (the "Tampa III Financing"). Because IPS Enterprises, Inc. is an established organization with strong financial history, it can obtain optimal financing arrangements. IPS Enterprises, Inc. will own the real estate and obtain debt to acquire, construct, and equip education facilities at the Hart Pond Campus. The lease payments that IDEA Florida, Inc. pays to IPS Enterprises, Inc. pursuant to the Lease Agreement will be used to pay the debt service associated with the financing. The Lease Agreement is an agreement between IDEA Florida, Inc. and IPS Enterprises, Inc. in which IPS Enterprises, Inc. agrees to provide the facilities and IDEA Florida, Inc. agrees to pay the lease revenues according to the repayment schedules (the repayment schedules are not yet finalized). The Lease Agreement between IDEA Florida, Inc. and IPS Enterprises, Inc. is made pursuant to a senior loan from CLI Capital, a Texas real estate investment trust and a subordinate loan from the Florida Department of Education both loaned to IPS Enterprises, Inc. IDEA Florida, Inc. will be the guarantor of both the senior and subordinate loans. The senior loan and subordinate loan will be issued in an aggregate principal amount not to exceed \$30,000,000; however, the final loan amounts and interest rates have not been finalized (the draft Sources and Uses distributed on 2/16/22 reflects a tentative senior loan amount of \$17,590,022 a taxable rate of 5.50% and a subordinate loan amount of \$8,673,535 and taxable rate of 1.09%). The aggregate principal amount of the loans will not exceed \$30,000,000. The loan will have a bifurcated closing. As such, the senior loan is currently set to close on March 29, 2022. The subordinate loan will close at a later date (date is still pending). In addition to the resolution and lease, the documents below will need to be signed by the Authorized Representative of IDEA Florida, Inc., as defined in the resolution, for the senior and subordinate loan closing (HAK will prepare the signature packet with all required documents and provide instructions on signing):

Lizzette Reynolds looked for a motion to approve the lease agreement between IDEA Florida, Inc. and IPS Enterprises, Inc. for property in Tampa, Florida.

Motion made by: Christina Barker
Second to motion: Nick Rhodes
All in favor, None Opposed.
Motion carries unanimously.

No public comment confirmed by Jennifer White, Director of Board Relations & Governance

Action Item C: Performance Based Agreement

Lizzette Reynolds looked for a motion to approve the notice of intent and draft Performance Based Agreement for Jacksonville Campus #4.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

No public comment confirmed by Jennifer White, Director of Board Relations & Governance

Action Item D: IDEA Florida Grading Policy

The proposed grading policy amendment includes an additional critical student intervention section. This addition is aligned to Section 1003.4156, Florida Statute, middle school students who score at Level 1 on FSA 2.0 Reading are required to complete an intensive reading course. Those students who score at Level 2 must be placed in an intensive reading course or a content area reading intervention course. The inclusion of critical student intervention section gives campus leaders discretion to meet the unique needs of their students including providing multiple assessment types, grading weights, and letter grade rubric.

Lizzette Reynolds looked for a motion to approve the proposed additions to the IDEA grading policy.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

No public comment confirmed by Jennifer White, Director of Board Relations & Governance

Action Item E: Amended Contract – US Foods

The amendment is to include two new locations in Jacksonville to the existing contract approved by the board on May 28, 2021 for purchase of food and non-food items. The item is part of cooperative agreement with OMNIA Partners contract #19FS1 for food products and distribution for K-12 and other public agency services.

Lizzette Reynolds looked for a motion to approve the amended contract with US Foods.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor: Motion carries unanimously.

No public comment confirmed by Jennifer White, Director of Board Relations & Governance

Action Item F: Affiliate Agreement – Jacksonville University

The University and IDEA are interested in enhancing the education of approved students in the Brooks Rehabilitation College of Healthcare Sciences (BRCHS) to allow students in a cooperative program of instruction and clinical/internship experiential.

Lizzette Reynolds looked for a motion to approve the partnership agreement with Jacksonville University.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

Action Item G: Contract - Netsync

These services were bid out through E-Rate, and Netsync was the selected provider. The contract is for the purchase of equipment and installation for new construction as well as the refresh of infrastructure at several campuses. This does not bind us to purchasing, but only that we must use Netsync as the service provider for these projects. The services term is for FY 22-23.

Lizette Reynolds looked for a motion to approve the contract with Netsync.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

Action Item H: Contract - Spectrum

The contract with Spectrum is for the internet/WAN service renewal for the Jacksonville campuses opening in 2022 as well as the temporary leased Jacksonville Regional Office. The contract was bid out through E-Rate, and Spectrum was the sole bidder for the RFP. The money allocation will be from the enterprise telecom budget. Services will be for FY 22-23.

Lizette Reynolds looked for a motion to approve the contract with Spectrum.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

Action Item I: Signature Authority – Account Signature

The proposed resolution on bank signature authority is to update the signatories on all Florida bank accounts to allow backup personnel to assist with day-to-day cash management processes and to authorize signatories on all Florida accounts as follows:

Lizzette Gonzalez Reynolds – Board Chair
Leanne Hernandez – Chief Financial Officer
Travis Markey – Sr. Director of Finance /IPS Controller
Vanessa Garza – Director of Accounting
Jazmine Leon-Wing – VP of Treasury
Miguel Berlanga – Director of Treasury

Lizzette Reynolds looked for a motion to approve the IDEA Florida bank account resolution to approve Miguel Berlanga, Lizzette Reynolds, Leanne Hernandez, Vanessa Garza, and Jazmine Leon-Wing as account authorizers.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

Action Item J: Funds

Andre Clarence, Managing Director of Financial Planning, presented the recommendation to approve the advanced spending of FY 22-23 budget for technology, furniture and instructional materials. He indicated that in order to ensure readiness in preparation for the 2022-2023 school year, it was necessary to spend funds in advance of the new fiscal year. Due to the size and scale of IDEA's instructional demands on publishers and curriculum writers, must occur within the 21-22 school year, to ensure delivery of technology, furniture, and materials prior to the beginning of the 22-23 school year.

The total projected spend for technology for IDEA Jacksonville is \$221,675.92.

This cost is broken down as follows:

Projectors: \$145,600.00
Document Cameras: \$19,760.00
Student Headsets: \$10,728.00
Front Office Technology: \$45,587.92

These expenses do not include costs associated with student and staff laptops, which are managed by the Technology Operations department.

The total projected spend for technology for IDEA Tampa is 97,801.00. The cost is broken down as follows:

Projectors: \$72,800
Document Cameras: \$9,880.00
Student Headsets: \$15,121.00

These expenses do not include costs associated with student and staff laptops, which are managed by the Technology operations department.

The total projected spend for furniture for IDEA Jacksonville is \$966,660.63.

This cost is broken down as follows:

Equipment: \$739,211.07
Services (Freight, Delivery, Installation): \$227,449.56

The total projected spend for furniture for IDEA Tampa is \$267,503.50 The cost is broken down as follows:

Equipment: \$204,561.50
Services (Freight, Delivery, Installation): \$62,942.00

The total projected spend for instructional materials including student and teacher materials, manipulatives, printed and digital materials for IDEA Tampa is \$736,326.93.

Lizette Reynolds looked for a motion to approve the advanced spend of the FY 22-23 budget for instructional materials.

Motion made by: Nick Rhodes
Second to motion: Christina Barker
All in favor, None Opposed.
Motion carries unanimously.

Consent Agenda

Lizette Reynolds announced that no consent agenda items were in place for this meeting.

Public Comment: None

Member Comment: Gary Lindgren made a comment regarding the Executive Director. Rolando Posada indicated they were close to selecting a candidate for the vacancy.

Adjourn

Meeting was adjourned at 5:54 pm EST.

I certify that the foregoing are the true and correct minutes of the meeting of the Board of Directors of IDEA Florida held on March 24, 2022.

DocuSigned by:

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Nick Rhodes, Board Secretary

Date