

Foundation for Louisiana Students

**Regular Board Meeting Minutes
3113 Valley Creek Drive
Baton Rouge, LA
First Floor Conference Room
January 27, 2023**

IN COMPLIANCE WITH LOUISIANA OPEN MEETINGS LAW

1. Opening Items

A. Ms. Holliday called the meeting to order at 4:37 p.m.

B. Ms. Holliday requested a roll call vote. The following Directors through a voice vote were recorded as present: John Price, Michael w. Howes, Grace Anderson, Trevon Cooper, Hala Esmail, and Linda Holliday.

Guests present: Dr. Quentina Timoll, Brandon Decuir, Melissa Grand, Joe Keeny, Lekisha Chambers, Darrah Husser, Barry Harris, Dan Paradela, Victoria Tecchie, Brian Menedez, Traci Payne, Michael Tran, and Sandra Walriven.

Conference Room & Online Guests: See attached list.

C. Ms. Holliday asked if 4A (Presentation Award) on the agenda could be moved to the top of the agenda. On motion by Ms. Anderson, seconded by Mr. Howes, and carried to approve the amendment of the Regular Board Meeting Agenda for January 27, 2023. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Ms. Anderson, Mr. Cooper, Ms. Esmail, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

4. New Business

A. Ms. Holliday led the Presentation acknowledging Dr. Llorens for his service and dedication to UVA staff, families, and students over the past 6 months. He was presented with an award.

2. Routine Business

A. Approval of the Minutes from the Regular Board Meeting for November 15, 2022. On motion by Mr. Cooper and seconded by Ms. Anderson, to approve the Regular Board Meeting Minutes for November 15, 2022 as presented. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Ms. Anderson, Mr. Cooper, and Ms. Holliday voting in favor. Ms. Esmail abstained. A request by the committee for public comment was made. No public comment.

B. Approval of the Minutes from the Special Board Meeting for November 18, 2022. On motion by Mr. Cooper and seconded by Ms. Anderson, to approve the Special Board Meeting Minutes for November 18, 2022 as presented. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Ms. Anderson, Mr. Cooper, Ms. Esmail and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

C. Approval of the Minutes from the Executive Committee Meeting for December 21, 2022. On motion by Mr. Price and seconded by Mr. Howes, to approve the Executive Committee Meeting Minutes for December 21, 2022. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, and Ms. Holliday voting in favor. Ms. Anderson and Ms. Esmail abstained. A request by the committee for public comment was made. No public comment.

D. Approval of the Minutes from the Special Board Meeting for January 09, 2023. On motion by Mr. Cooper and seconded by Ms. Esmail, to approve the Special Board Meeting Minutes for January 09, 2023. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, and Ms. Holliday voting in favor. Ms. Anderson abstained. A request by the committee for public comment was made. No public comment.

3. Oral Reports

A. Dr. Timoll presented the Superintendent Report to include the current enrollment summary, personnel updates, school events, and testing dates. No vote was taken.

B. Ms. Holliday led the Discussion of the Financial Report for November and December 2022. Joe Keeny reviewed the current period Revenues, Actuals, and Expenses, with Year-to-Date totals through December 31, 2022. There is an operating surplus of \$5.6 Million. No vote was taken.

C. Ms. Holliday led the Discussion of the Finance Committee Report. The following items were discussed in the Finance Committee - Updating bank signatures and diversifying funds. The Finance Committee recommended to the Full Board that funds are available for the two 4th Sector Solutions contracts and the Academic Center Remediation Project.

D. Mr. Barry Harris provided a Status of Current Facility Projects. There are no maintenance issues or projects at the Administrative Building. Mr. Harris provided a packet at the meeting which included pictures of the new membrane being installed with the new roof on the Lynx Den.

Henderson Building: The New Roof Overlay and Warranty Specs were completed January 19, 2023. The enrollment office re-painting was completed January 18, 2023. A reception window with cubicle construction will begin at the Henderson Building. This project is slated to start at the end of January. It is estimated to cost \$3,700.

Lynx Den: The HVAC units were custom ordered from China. They are estimated to arrive sometime between the end of April - July. A potential contingency plan is to rent temporary AC units to allow the inside work to continue. The packet Mr. Harris gave out, included a quote of \$10,159 from Sunbelt Rentals to rent AC units for 2 months.

Ms. Holliday suggested a meeting to discuss the progress and status of the Lynx Den. This meeting will include the Architects (David Hebert and John Streva), UVA's project manager - Dan Paradela, Director of Operations - Barry Harris, Superintendent - Dr. Timoll, Mr. Michael Adams, and any available Board Directors. Dr. Timoll will work on scheduling this meeting.

No vote taken.

4. New Business

B. Discussion and Approval of Pupil Progression Plan Addendum. Ms. Lekisha Chambers led the discussion of the Pupil Progression Plan Addendum. The LDOE has updated the Literacy Standards for grades 3 and 4. Students that score below grade level on the end-of-the-year assessments shall receive 30 hours of literacy instruction as part of UVA's summer program.

On motion by Mr. Howes and seconded by Ms. Anderson, to approve the Pupil Progression Plan Addendum as mandated by the LDOE. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

C. Discussion and Approval of the Audit Report. Wegmann Dazet passed out a final copy of the Audit Report. Victoria Tecchie and Brian Mendez led the discussion of the recent Audit Report. Overall UVA is performing well and has managed expenses. There were no material weaknesses found. However, there were some areas of concern: compliance with Annual Filing deadline, Inappropriate recording of property and equipment, year end journal adjustments for accrued payroll and related liabilities, and payroll segregation of duties. Management is aware and has already implemented a corrective action plan.

On motion by Mr. Price and seconded by Mr. Howes, to approve the Audit Report from Wegmann Dazet for the 2021 - 20222 year as presented. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

D. Discussion of signatures for the bank. Ms. Holliday led the conversation regarding updating bank signatures. Ms. Holliday along with Dr. Timoll will be signers on the bank account. Mr. Howes will be signing the bank forms as the Board's Secretary to make this change. On motion by Mr. Price and seconded by Ms. Anderson, to approve updating the signers on the bank account to Ms. Holliday and Dr. Timoll. The motion passed through a voice vote with Directors

Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

E. Discussion and Approval of the Employee COVID Policy. Ms. Holliday led the discussion of the Employee COVID Policy. It was recommended to suspend the Mandatory COVID Vaccination Policy and the Employee COVID policy until further notice. The current policy is out of date with the current CDC guidelines. Anyone that would like to wear a mask should feel comfortable and is welcome to wear a mask.

On motion by Mr. Cooper and seconded by Mr. Price, to approve suspending the Employee Vaccination Policy and Employee COVID Policy (masking). The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. Tammy Morgan made a public comment.

F. Discussion and Approval of UVA Bylaws Amendments - On motion by Mr. Price and seconded by Mr. Cooper to table indefinitely the Bylaws and Amendments regarding the Board. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

G. Discussion and Approval of 4th Sector Solutions Contract. Ms. Holliday led the discussion of renewing the 4th Sector Solutions' Contract for Finance and Human Resources. Both contracts will start February 1, 2023 and go through June 2024. Joe Keeny proposed Finance positions to be outsourced through 4th Sector Solutions with a cost of \$360,000. Mr. Keeny also suggested positions for the Human Resources to be outsourced with 4th Sector Solutions with a cost of \$225,000. These outsourced positions would have individuals from 4th Sector on campus at UVA.

On motion by Mr. Howes and seconded by Ms. Anderson to approve the contract from 4th Sector Solutions to support the Finance Department. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

On motion by Mr. Price and seconded by Mr. Cooper to approve the contract from 4th Sector Solutions to support the Human Resources Department. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

H. Discussion and Approval of Lamp (Investment Option) - Ms. Holliday led the conversation regarding the diversifying of funds. On motion by Mr. Price

and seconded by Mr. Cooper to have the Finance Committee determine options for diversifying funds as outlined by LDOE. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Ms. Anderson, Mr. Cooper, and Ms. Holliday voting in favor. Ms. Esmail abstained. A request by the Committee was made for public comment. No public comment.

I. Update for Academic Center Insurance - Ms. Holliday led the discussion of the insurance claims being denied. Mr. Adams is working with a Public Adjuster to pursue the insurance. No Vote Taken.

J. Discussion and Approval of Academic Center Remediation Project Plan - The Project Manager Dan passed out an updated remediation plan document at the meeting. The plan document shows the current expenses are \$225,657.54. The remaining expenses are estimated to be \$658,756.66. An estimated cost of \$695,450.42 for the interior finishes. This brings the total Academic Center remediation costs to \$1,579,864.62. Dan provided a time frame of completion by August 2023.

On motion by Mr. Price and seconded by Mr. Cooper to approve the remaining estimated expenses of the building as listed on the Remediation Plan for the Academic Center. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Mr. Cooper, Ms. Esmail, Ms. Anderson, and Ms. Holliday voting in favor. A request by the committee for public comment was made. No public comment.

K. Discussion and Preview of UVA's new campaign commercials - Traci Payne shared 30 second clips of commercials that will roll out on TV starting in February. No vote taken.

5. Closing Items

A. On motion by Mr. Price, seconded by Mr. Cooper, and carried to unanimously adjourn the meeting at 6:38 p.m. The motion passed through a voice vote with Directors Mr. Price, Mr. Howes, Ms. Anderson, Mr. Cooper, Ms. Esmail, and Ms. Holliday. A request by the Board for Public Comment was made. No public comment.

Conference Room & Online Guests:

First Name	Last Name	Location
Tammy	Morgan	Conference Room
Kim	Jackson	Conference Room
Amy	Robin	Conference Room
Shelly	Centanni	Conference Room
Rhonda	Hall	Conference Room
***20 individuals logged in to attend the meeting online.		