

**Pathfinder Career Academy of Ohio**  
*(An Ohio Not-for-Profit Corporation)*  
**BOARD MEETING**

**MINUTES**

Pathfinder Career Academy of Ohio (“Pathfinder”) (the “School”) held a Board Meeting (the “Meeting”) on August 1, 2024 at 37485 Harvest Dr., Avon 44011.

**Board Members in Attendance:**

Terrance Bivins  
Richard Brown  
Todd Kubasak (6:09PM arrival)  
Roberto Davila-Gomez  
Diane Capretta

**Guests in Attendance:**

Susan Hayward, Head of School, Pathfinder Career Academy of Ohio  
Teren Jackson, Interim Head of School, Pathfinder Career Academy of Ohio, via Zoom  
Jim Nichols, Fiscal Officer Representative, Massa Financial Services, via Zoom  
Kodie Keller, Charter School Specialists, via Zoom  
Anne Trakas, Sr. Board Services Manager, Callender Law Group  
Brittany Joseph, Regional Board Liaison, Callender Law Group

**1. Sign-in / A Call to order**

The Meeting was called to order at 6:01PM by Chairman Bivins. A quorum was present for the meeting.

**2. Acceptance of the Board Meeting Agenda**

The Chair asked if there were any additions or changes to the Board Meeting Agenda. There were none. Upon a motion duly made by Member Brown to accept the Board Meeting Agenda, seconded by Board Member Davila-Gomez, the motion passed by unanimous affirmative vote.

| <b>Board Member</b>       | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---------------------------|------------|------------|---|
| Richard Brown             | X          |            |   |
| Roberto Davila-Gomez      | X          |            |   |
| Todd Kubasak              |            |            | Not present   |
| Terrance Bivins, Chairman | X          |            |   |

**3. Discussion, Board Member Candidate, Appointment to Board Vacancy**

The appointment of Diane Capretta to fill a vacant seat on the board was brought forward and a discussion was had. A motion was duly made by Member Davila-Gomez to appoint Diane Capretta to the board for a term ending at the Annual Meeting in 2025. The motion was seconded by Member Brown and passed by unanimous affirmative vote of the members present.

| <b>Board Member</b>       | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---------------------------|------------|------------|---|
| Richard Brown             | X          |            |   |
| Roberto Davila-Gomez      | X          |            |   |
| Todd Kubasak              |            |            | Not present   |
| Terrance Bivins, Chairman | X          |            |   |

**4. Adoption/Approval of Previous Board Meeting Minutes**

The minutes from the June 6, 2024 Board meeting were brought forward for consideration by the Board. A discussion was had. Upon Motion duly made by Member Kubasak to adopt the minutes from the June 6, 2024 Board meeting without amendment, seconded by Member Davila-Gomez, the Motion passed by unanimous affirmative vote.

| <b>Board Member</b>       | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---------------------------|------------|------------|---|
| Richard Brown             | X          |            |   |
| Roberto Davila-Gomez      | X          |            |   |
| Todd Kubasak              | X          |            |   |
| Diane Capretta            | X          |            |   |
| Terrance Bivins, Chairman | X          |            |   |

**5. Annual Meeting**

**a. Election of Officers**

Election of Officers for the 2024/2025 AY was brought forward and a discussion was had. Member Brown motioned to appoint the following slate of officers:

- Chair – Terrance Bivins
- Vice Chair – Roberto Davila-Gomez
- Secretary – Richard Brown
- Treasurer – Todd Kubasak

The motion was seconded by Member Capretta and passed by unanimous affirmative vote of the members present.

| <b>Board Member</b>       | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---------------------------|------------|------------|---|
| Richard Brown             | X          |            |   |
| Roberto Davila-Gomez      | X          |            |   |
| Todd Kubasak              | X          |            |   |
| Diane Capretta            | X          |            |   |
| Terrance Bivins, Chairman | X          |            |   |

**b. Reappointment of Board Member**

The reappointment of Richard Brown to the board for a two year term, ending at the Annual Meeting in 2026 was brought forward and a discussion was had. Upon Motion duly made by Member Davila-Gomez to re-appoint Richard Brown to a two year term ending at the Annual Meeting in 2026 and seconded by Member Capretta, the Motion passed by unanimous affirmative vote.

| <b>Board Member</b>       | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---------------------------|------------|------------|---|
| Richard Brown             | X          |            |   |
| Roberto Davila-Gomez      | X          |            |   |
| Todd Kubasak              | X          |            |   |
| Diane Capretta            | X          |            |   |
| Terrance Bivins, Chairman | X          |            |   |

**6. Reports and Updates**

*a. Operator Report (ACCEL Schools)*

Ms. Jackson gave the Operator Report and introduced Susan Hayward as the new Head of School.

Ms. Jackson shared that current enrollment is about 324 students, with 60 applications still in progress. In the weeks leading up to the school year starting, the focus will be on enrollment. Approximately 60 students participated in Summer Credit Recovery. They are currently focused upon building relationships with students to support growth achievement. This will be accomplished in conjunction with small group instruction and project-based learning. The school will be implementing a PBIS program this year. The school submitted a CTE equipment grant for \$739,000 and will be hearing back soon. This will specifically support the health science and construction pathways. Approximately 60% of staff has been hired, still looking for subject teachers in Math and English Language Arts. The first day back to school for new teachers will be on August 5. The first day of classes with students is August 19.

Ms. Hayward, as the new Head of School presented the goals for the academic year including:

1. *Academics—test prep*
2. *Student Success and Counseling*
3. *Career Tech—partnerships; student with disabilities, etc.*
4. *School Culture*
5. *Stakeholders—clear metrics and communications*

Member Kubasak asked how the goals will be measured and Ms. Hayward explained that data collection over the course of time will be used to measure success.

Member Davila-Gomez asked Ms. Hayward what POSSIP was and Ms. Hayward explained that it is a survey tool that is used monthly to survey families for satisfaction and to identify how the school can improve.

*b. Sponsor Report*

Kodie Keller gave the Sponsor Report and summarized the fiscal review memos, at-a-glance reports, and the sponsor connections updates from Charter School Specialists that were included in the board

meeting materials. Further noted that no areas are currently off track and that compliance checks are currently underway.

*c. Treasurer Report*

Mr. Nichols gave the Treasurer Report. The June and July Financial Statements were included in the meeting materials. The School has a cash balance of about \$27,801. The audit process will begin in September and any final adjustments will be made at that time.

*d. Legal Update*

Ms. Joseph reviewed the New Business items on the agenda. The legal updates that were included in the board meeting materials were shared. Next month there will be an Auditor of State training video that will be shared regarding fraud reporting.

**7. Acceptance of Reports Presented to the Board**

The acceptance of the Operator Report, Sponsor Report, Treasurer Report, and Legal Update (the “Reports”) was brought forward for consideration by the Board. Upon Motion duly made by Member Capretta to approve the Reports without amendment, seconded by Member Kubasak, the Motion passed by unanimous affirmative vote.

**8. Old Business**

None.

**9. New Business**

The following resolutions were brought forward for consideration by the Board. Discussion was had. Upon Motion duly made by Member Kubasak to adopt resolutions a.-g. noted below, without amendment, seconded by Member Capretta, the Motion passed by unanimous affirmative vote.

- a. Resolution, Adoption/Approval of Academic Prevention/Intervention Policy, 2024/2025 AY*
- b. Resolution, Adoption/Approval of Comprehensive Plan 2024/2025 AY*
- c. Resolution, Ratification of Parent/Student Handbook, 2024/2025 AY*
- d. Resolution, Ratification of First Amendment to Management Agreement*
- e. Resolution, Ratification of Work Permit Information Form*
- f. Resolution, Ratification of Credit Flex Programs*
- g. Resolution, New School Leader 2024-2025 AY, Susan Hayward*

| <b>Board Member</b>       | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---------------------------|------------|------------|---|
| Richard Brown             | X          |            |   |
| Roberto Davila-Gomez      | X          |            |   |
| Todd Kubasak              | X          |            |   |
| Diane Capretta            | X          |            |   |
| Terrance Bivins, Chairman | X          |            |   |

**10. Open Discussion**

There was no Open Discussion.

**11. Date/time and location for next meeting**

The next board meeting will be held on September 5, 2024 at 6:00PM EST at Lorain Public Library, Avon Branch located at 37485 Harvest Dr, Avon, OH 44011.

**12. Adjournment**

There being no further business to come before the Board, the August 1, 2024 Board meeting of Pathfinder Career Academy of Ohio was adjourned by common consent and without objection. The Meeting adjourned at 6:40PM.

**APPROVAL AND ADOPTION OF MINUTES**

Motion to approve and adopt the Minutes from the August 1, 2024, Board Meeting of Pathfinder Career Academy of Ohio (without / with) amendment(s),

made by \_\_\_\_\_,

seconded by \_\_\_\_\_.

| <b>Board Member</b><br><i>(Name/Initials)</i> | <b>AYE</b> | <b>NAY</b> | <b>Other</b><br><i>(Not Present, Abstain, Etc.)</i> |
|---|------------|------------|---|
| Richard Brown                                 |            |            |   |
| Roberto Davila-Gomez                          |            |            |   |
| Todd Kubasak                                  |            |            |   |
| Diane Capretta                                |            |            |   |
| Terrance Bivins, Chairman                     |            |            |   |

Executed and adopted by a vote of the Board on this \_\_\_\_\_ day of \_\_\_\_\_, 2024.

\_\_\_\_\_  
*Terrance Bivins, Board Chairman*  
*Pathfinder Career Academy of Ohio*