

**MINUTES OF THE BOARD OF DIRECTORS OF
SOUTHLAND COLLEGE PREP CHARTER SCHOOL, INC.
November 20, 2017**

The meeting of the Board of Directors of Southland College Prep Charter School, Inc. (the "Corporation" or "Southland") was held pursuant to notice as required by the Illinois Open Meetings Act, and said meeting was held as follows:

Date: November 20, 2017

Time: 6:30 p.m.

Place: Matteson School District 162
4601 Sauk Trail
Richton Park, IL 60471

Directors Present:

Ronald Bean, President
Alicia Rodman McCray, Vice President
Dr. Deborah Bordelon, Assistant Secretary
Dr. Blondean Y. Davis
Dr. Vinni Hall (entered at 6:37 p.m.)
Dr. Barbara Radner

Directors Absent:

Kevin Murphy, Secretary

Also Present:

Robert Hall, attorney
Craig Englert, chief financial officer
Zack Zayed
Linda Disney
Mark Walczak
Daniel Evans
Rick Reinbold, Richton Park Village President
Steven Hougsted, ARCON
Gaspere Pitrello, ARCON
Joseph Lawrence
Annie Palak, RSM International
Denise Faris

I. Audience to Visitors

Rick Reinbold, Richton Park Village President, thanked Southland for the participation of the Southland marching band in the annual Richton Park Veterans Day Parade. He said

the students were fantastic. President Bean thanked President Reinbold for the opportunity.

II. Motion made by Director Davis and seconded by Director Bordelon to approve the policy regarding Section 504 of the Rehabilitation Act of 1973.

Robert Hall, attorney, explained that Section 504 requires that Southland shall not discriminate against anyone with a medical disability and mandates a written policy articulating such nondiscrimination. Mr. Hall noted that the policy being considered for approval by the Board includes a grievance procedure which is available to any person who believes that such discrimination has occurred.

Upon the motion duly made, seconded, and carried by a voice vote of 5 YEAS, 0 NAYS:

RESOLVED, the policy regarding Section 504 of the Rehabilitation Act of 1973 was approved.

III. Motion made by Director Bordelon and seconded by Director Davis to accept the audit for the 2016-2017 fiscal year.

Craig Englert, chief financial officer, related that Annie Palak, a member of the auditing team from RSM, was present at the meeting. Mr. Englert briefly reviewed the financial statements and noted that Southland had an increase in net assets in the 2016-2017 fiscal year from approximately \$1.5 million at the start of the year to approximately \$1.9 million on June 30, 2017. Mr. Englert stated that Southland's cash reserves also increased, with a year-end cash position in the amount of \$1,979,181.

Ms. Palak addressed the Board and discussed the audit process. She noted that the audit team had met with management, and the audit had proceeded according to plan. She thanked Mr. Englert and Zack Zayed for their work. Ms. Palak said the audit team had spent nearly two weeks on site at Southland and that Southland had earned a clean audit opinion, achieving the best audit rating that can be conferred. Ms. Palak said that nothing came to the auditors' attention that should raise concerns regarding Southland.

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the audit for the 2016-2017 fiscal year was accepted.

IV. Motion made by Director Hall and seconded by Director Bordelon to accept the tax return for the 2016-2017 fiscal year.

Mr. Englert related that Southland was tax exempt but Form 990 must be filed with the IRS on Southland's behalf.

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the tax return for the 2016-2017 fiscal year was accepted.

V. Motion made by Director Rodman McCray and seconded by Director Radner to approve the agreement with ARCON Associates, Inc. to provide architectural services.

Dr. Davis said that at a later point in the meeting she would be asking representatives of ARCON to make a presentation to the Board regarding potential additions to the building that houses Southland's school. Dr. Davis said that ARCON has been the architect of record for School District 162 since 1984. She noted that the firm was responsible for the additions at District 162's Arcadia School, Matteson School, Sauk School, and Illinois School, as well as the transformation of District 162's administrative building where Southland leases facilities for its school operations.

Dr. Davis noted that the building that houses District 162's administrative offices and Southland's school operation is magnificent, but potential modifications or additions to the space, initially for a Performing Arts Center, would enhance the building's functionality as the site of an array District 162 and Southland student activities. In response to a question from Dr. Hall regarding what the contract under consideration would accomplish, Attorney Hall said that the agreement being considered by the Board is a master agreement pursuant to which Southland might seek to make tenant improvements to the building leased by Southland at some point in the future, although specific, prior Board authorization would still be required for any such architectural services that Southland might obtain from ARCON; Mr. Hall explained that the Board would consider a specific project authorization for any architectural work that Southland might wish to obtain from ARCON in the future, but the master agreement being considered sets forth the business terms that would apply regarding any such architectural work.

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the master agreement with ARCON Associates, Inc. regarding architectural services was approved.

VI. Motion made by Director Bordelon and seconded by Director Davis to approve the re-scheduling of regular Board of Directors meeting from January 22, 2018 to

February 12, 2018, at 6:30 p.m., 4601 Sauk Trail, Richton Park, Illinois, in the second floor Board room.

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the re-scheduling of regular Board of Directors meeting from January 22, 2018 to February 12, 2018, at 6:30 p.m., 4601 Sauk Trail, Richton Park, Illinois, in the second floor Board room was approved.

VII. Motion made by Director Davis and seconded by Director Bordelon to approve the following personnel matters:

- a. Approval of part time, at-will employment of Ms. Johari Mackey to serve as a 2017-2018 speech assistant coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- b. Approval of part time, at-will employment of Mr. Steven Mann to serve as 2017-2018 boys and girls bowling head coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- c. Approval of part time, at-will employment of Mr. Lavell Meeky to serve as a 2017-2018 assistant tennis coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- d. Approval of part time, at-will employment of Ms. Michelle Perkins to serve as a 2017-2018 speech assistant coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- e. Approval of part time, at-will employment of Ms. Stephanie Saintyl to serve as a 2017-2018 speech assistant coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- f. Approval of part time, at-will employment of Ms. Lauren Wells to serve as a 2017-2018 co-head speech coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- g. Approval of the termination of the employment of Employee C effective October 18, 2017.
- h. Rescind approval of part time, at-will employment of Mr. Steven Mann to serve only as 2017-2018 boys head bowling coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.
- i. Rescind approval of part time, at-will employment of Ms. Sharon Turner-Wingba to serve as 2017-2018 speech assistant coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.

- j. Rescind approval of part time, at-will employment of Ms. Lauren Wells to serve as a 2017-2018 speech assistant coach, pursuant to the terms of an employment agreement to be entered on behalf of the parties.

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the personnel matters were approved.

- VIII. Motion made by Director Bordelon and seconded by Director Rodman McCray to approve the minutes of the Board's meeting on September 18, 2017, and acknowledge review of minutes of executive session portions of prior meetings and declare that these minutes shall remain closed.**

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the minutes of the Board's meeting on September 18, 2017, and acknowledge review of minutes of executive session portions of prior meetings and declaration that these minutes shall remain closed were approved.

- IX. Report from the Chief Executive Officer**

Dr. Davis reviewed the upcoming calendar. She encouraged the directors to watch the McDonald's Thanksgiving Day parade in Chicago in which the Southland Marching Band and Lady Eagles would participate.

Dr. Davis related that Southland would celebrate the tenth anniversary of its opening in the near future. Dr. Davis noted that when she was hired as District 162's Superintendent, Mr. Bean had asked her if a school district could be a positive force that would shape an entire community, and she had responded no, she did not believe that such influence by a school district was possible. Dr. Davis stated that her position has changed, as she has witnessed that District 162 and Southland are having a positive effect on their communities and this positive impact will continue. Dr. Davis related that Southland would publish a book about its history. Key members of Southland's management team would each author a portion of the book discussing the area overseen by each member of the team, with these writings brought together into a book by an editor. Dr. Davis said the book is projected to be ready to publish in 2019.

Dr. Davis reviewed Southland's history beginning with its opening in August 2010 with 11 classrooms at Huth Middle School and 122 students. She said that several locations for District 162's administrative offices and Southland's permanent home were considered, such as the empty Marshall Field's building in Park Forest, but the facility ultimately selected, the former Prudential Insurance building on Sauk Trail in Richton

Park, was determined to be the perfect fit. Dr. Davis noted that the building has been magnificent for District 162 and Southland, but the needs of students in District 162 and Southland have continued to expand over the years, with more classes, extracurricular activities, events and fine arts offerings occurring at the facility. Dr. Davis stated that the expanded uses of the facility have caused her to conclude that the addition of expanded fine arts space and a gymnasium would benefit the students of District 162 and Southland, as well as the members of our community who attend an array of events at the facility.

Dr. Davis introduced Steven Hougsted, president of ARCON, and Gaspare Pitrello, associate principal of ARCON, who presented architect's renderings of the facility expansions that Dr. Davis has concluded would benefit District 162 and Southland in meeting the needs of students, parents, and members of the community.

Mr. Hougsted thanked the Board for the opportunity to present the drawings relating to expanded spaces for fine arts and a gymnasium at the Sauk Trail facility. He said that if District 162/Southland decided to go forward with the expansion proposals, it was anticipated that the new performing arts space, which is Phase I of the potential construction program, would be constructed directly to the east of the existing building, with occupancy projected for August, 2018. It would be a 5,000 square foot addition. Construction would begin in March 2018. Mr. Hougsted said that, if District 162/Southland subsequently determined to proceed with the gymnasium addition, this Phase II of the potential new construction would continue to the east of the fine arts addition, and would include a new gymnasium with a running track on the upper level. With necessary Board approval, construction of this Phase II could begin as early as August 2019, which would result in completion projected to occur in August, 2020. Dr. Davis commented that, if this schedule could be met, Phase II would be completed in 2020, the tenth anniversary of Southland's opening.

Mr. Pitrello displayed renderings of the potential Phase I and Phase II projects. Mr. Pitrello noted that the performing arts addition would include tiered seating, practice rooms, storage areas, offices, and a connecting link to the potential future Phase II addition. Phase II would include the gymnasium, locker rooms, fitness rooms, two classrooms, conference room, elevator, gymnasium seating for 650, two practice courts, running track, two-story lobby, and concession stands.

Dr. Davis said that Mark Walczak, Director of Buildings and Grounds for District 162 and Southland, would provide internal leadership for the potential construction projects. Dr. Davis noted that sufficient financial resources are currently available for the proposed Phase I construction, and the administration is analyzing the feasibility of Phase II.

Director Radner said that the performing arts addition would facilitate an elevation of the performing arts programs at Southland. Regarding the gymnasium, she wondered about naming rights as a way to raise funds, as DePaul University recently did when it named

its new gymnasium the Wintrust Arena.

Dr. Davis asked President Reinbold his opinion about the potential expansion projects. President Reinbold responded that such expansion would be a remarkable investment for students and the community.

Director Rodman McCray asked about a larger seating capacity in the gymnasium and Dr. Davis said that could be reviewed.

President Bean asked if the courts and running track would be built to Illinois High School Association specifications, and Dr. Davis responded affirmatively.

- X. Motion made by Director Hall and seconded by Director Bordelon to authorize Southland's moving forward with the processes relating to the potential construction of a leasehold improvement of the building located at 4601 Sauk Trail, Richton Park, Illinois, in order to create an expanded performing arts center, potentially including the preparation of architect's drawings, as well as preparation, release and opening of bid specifications, with the intent of possibly seeking approval from the Board of the final bid specifications and financing for the addition at the Board's meeting on February 12, 2018.**

Upon the motion duly made, seconded, and carried by a voice vote of 6 YEAS, 0 NAYS:

RESOLVED, the Board voted to authorize Southland to move forward with the processes relating to the potential construction of a leasehold improvement of the building located at 4601 Sauk Trail, Richton Park, Illinois, in order to create an expanded performing arts center, potentially including the preparation of architect's drawings, as well as preparation, release and opening of bid specifications, with the intent of possibly seeking approval from the Board of the final bid specifications and financing for the addition at the Board's meeting on February 12, 2018.

- XI. President Bean adjourned the meeting at 7:34 p.m.**

Dated this 12th day of February 2018.



Secretary/Assistant Secretary
Southland College Prep Charter School, Inc.