

# American Classical Schools of Idaho (ACSI) Board of Trustees

500 SW 3<sup>rd</sup> St., Fruitland, Idaho 83619

## MEETING MINUTES

Date: July 10, 2024

Scheduled Start Time: 7:00 p.m.

Actual Start Time: 7:02 p.m.

1. **Call to Order** by Board Chair, Mr. Lasnick.
2. **Roll Call of Board** by Secretary, Mr. Bassetti. The following Board members were present: Mrs. Saylor, Mr. Lasnick, Mrs. David and Mr. Bassetti, thus establishing a quorum. Other attendees included Dr. Kane, Dr. Francom, Dr. Horton, Mr. Coba, Mr. Lambert, Mr. Dixon.
3. **Pledge of Allegiance**
4. **Consent Agenda**
  - 4.1. Adopt Agenda 7.10.24. A motion was made by Mr. Bassetti to adopt the 7.10.24 agenda which was seconded by Mrs. Saylor and adopted with unanimous consent. Consent agenda approved as there were no additional comments.
  - 4.2. Adopt Board Meeting Minutes 6.12.24. A motion was made by Mr. Bassetti to adopt the 6.12.24 meeting minutes which were seconded by Mrs. David and adopted with unanimous consent.
5. **Public Comment**
  - 5.1. **Open Public Comment:** No public comments received prior to the board meeting.
6. **Guest Discourse**
  - 6.1. **Paradigm of Idaho Update:** Mr. Coba provided an update on the water/wastewater project at NICA. Environmental testing is in progress and the project budget has not changed. He indicated the facility report was under team review with expected submission to DEQ by end-of-week.
7. **Reports**
  - 7.1. **Finance Oversight Committee:** Mrs. Saylor provided the finance committee report for ACSI including bank balances, financials (credit cards, bill.com statements, receipts, relevant receipts and purchases). All documents were made available to the board prior to the meeting. Mrs. Saylor also made available the quote related to potential new CPA/Auditor. She indicated that no irregularities were found on any items.
  - 7.2. **ACSI Executive Director Report:** Mr. Lambert indicated TVCA upper school bonds closed and funded on 6/25/24 which was a significant step forward. ACSI was onboarding new staff as well as engaging a potential founding group in the Pend Oreille/Priest River and subsequently responding to concerns raised by board members about geographic proximity and potential conflicts with other classical schools (NICA, Kootani Classical). Mr. Lambert also notes that Valor Classical membership to Hillsdale was submitted yesterday
  - 7.3. **Idaho Novus Classical Academy Principal Report:** Dr. Kane reports no strategic threats present in advance of INCA opening in August and all faculty prepared to report on Aug 1<sup>st</sup>. Discusses nuances with near full enrollment and success with fundraising and

resulting future playground construction. Dr. Kane reviewed construction progress, noting next steps with water main and potential impact and contingency plans should life safety system operation be delayed. He also noted a generous donation and naming rights for the playground courtesy of the Wilford Family.

- 7.4. **North Idaho Classical Academy Principal Report:** Dr. Francom highlighted enrollment at NICA was nearing 580 intent-to-enroll and that more exposure was expected at the upcoming county fair. Lots of homeschool families, many within a 10-mile radius, continued to demonstrate interest as personalized tours continued to be requested. Dr. Francom indicated kindergarten intent-to-enroll was starting to tick up and NICA literacy coordinator was beginning training next month at TVCA. The need for music and special education teachers remained and an RFP for buses and other for furniture were forthcoming. Mr. Lambert and Dr. Francom also discussed renegotiation of PSA as well as receipt of \$2,000,000 and the JKAF Grant for \$1,544,000, expected to be approved following DEQ sign off. Mr. Lasnick inquired about spend-to-date and treatment by BLUUM as risk capital. Future ownership structure and likely lending arrangement is also discussed.

## 8. New Business

- 8.1. **Appoint CLA/CPA/Auditor (Action item):** Mrs. Saylor reviewed the bid and business case for Clifton Larson Allen as a new potential CPA and auditor. A motion was made by Mrs. David and seconded by Mr. Bassetti to approve CLA as both CPA and auditor. With all in favor the motion was approved with unanimous consent.
- 8.2. **INCA Slate of Employee Additions (Action item):** Dr. Kane discussed INCA's recent state of potential hires. A motion was made by Mrs. David to approve the slate of hires which was seconded by Mrs. Saylor. With all in favor the motion was approved by unanimous consent.
- 8.3. **Approve Bank Accounts with CapEd (Action item):** Dr. Francom illustrated the need to open up a NICA bank account with signers as Dr. Francom and Mr. Lasnick. Mrs. Saylor inquired about status and plan for the Mountain West account. After brief discussion, a motion was made by Mrs. Saylor and seconded by Mrs. David to approve opening of an account with CapEd. With all in favor the motion was approved by unanimous consent.
- 8.4. **Approve NICA Bill Spend and Expense Credit Card (Action item):** Dr. Francom summarized rationale for Bill spend and expense credit card with a subsequent motion by Mrs. Saylor and second by Mr. Bassetti to approve the Bill spend and expense credit card. With all in favor the motion was approved by unanimous consent.
- 8.5. **Executive Session: In accordance with Idaho Code 74-206A/B:** A motion was made by Mr. Bassetti and seconded by Mrs. Saylor to move into executive session in accordance with Idaho Code 74-206A/B which was approved by unanimous consent. The executive session commenced at 8:34 PM to discuss board member and CEO conduct and new board member election. The executive session concluded at 8:56 PM.
- 8.6. **Voting New Board Members (Action Item):** Recommendation channels for new board members were discussed, focusing on relationship of potential board members to existing board members and CEO prior to recommendation. Ultimate role and responsibility of the board in approving any such nomination and assurance of transparency when considering such factors was upheld. Board member tenure and

staggered commitment timelines were also discussed. Following discussion, a motion to approve Dr. Horton as a board member was made by Mr. Bassetti and seconded by Mrs. David. Mr. Bassetti voted in favor with Mr. Lasnick and Mrs. Saylor voting in opposition and Mrs. David abstaining the motion failed. A second motion was made by Mr. Bassetti and seconded by Mrs. Saylor to approve Mr. Dixon as a board member. With all in favor the motion was approved by unanimous consent. The governance committee chair was asked to notify Dr. Horton and Mr. Dixon of the decision(s).

**9. Adjournment**

**9.1. Having completed the agenda, the meeting was adjourned at 8:58 pm.**

A handwritten signature in black ink, appearing to be 'JB', with a long horizontal line extending to the right.

John Bassetti, ACSI Secretary