

American Classical Schools of Idaho (ACSI) Board of Trustees

500 SW 3rd St., Fruitland, Idaho 83619

MEETING MINUTES

Date: Jan 10, 2024

Scheduled Start Time: 7:00 p.m.

Actual Start Time: 7:05 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 Mrs. Young, Mrs. Petersen, Mr. Ford, Rep. Dixon, Mr. Johnson, Mr. Lambert, Dr. Kane and Dr. Francom.
3. **Pledge of Allegiance**
4. **Action Item:** Adopt Agenda 1.10.24
 - 4.1. Mr. Lasnick requested a motion and Mr. Bassetti motioned to adopt the 1.10.24 agenda which was seconded by Mrs. Saylor and approved by unanimous consent.
5. **Consent Agenda (Action Item)**
 - 5.1. Mr. Lasnick requested a motion and Mr. Bassetti motioned to adopt the 12.13.23 meeting minutes which were seconded by Mrs. Saylor and approved by unanimous consent.
6. **Public Comment**
 - 6.1. **Open Public Comment:** No public comments were received prior to board meeting.
7. **Guest Discourse**
 - 7.1. **Revolving Loan Fund Update:** Mr. Ford indicated the revolving loan fund for INCA was expected to close by end-of-month and all comments from various lenders had been addressed. Mr. Ford indicated Mr. Yorgason's assistance would be needed to draft a borrower counsel opinion on the enforceability of the loan documents. He reminded the board and guests that some elements of the newness of this process and that INCA was the first school in Idaho to go through the RLF process.
 - 7.2. **Valor Classical Academy ACSI Candidate Report:** Mrs. Young indicated that Valor was in a holding pattern and awaiting an announcement related to a potential school property. She indicated that another local outreach event was being explored and she was excited Mrs. Bains was joining the team as ACSI's Development and Outreach and Director.
 - 7.3. **Minidoka – Cassia Classical Academy ACSI Candidate Report:** Mrs. Peterson provided a review of outreach efforts which included a re-focus on the Burley area as it is the regional population center. She indicated that the intent-to-enroll stood at 315 interested students and that there was interest in a 28-acre parcel and that several community members were looking at creative options for acquisition of land.
8. **Review of Authorizer Unique Correspondence**
9. **Reports**
 - 9.1. **Finance Oversight Committee:** Mrs. Saylor provided an overview of ACSI's financial statement including total assets and total liabilities in both the ACSI and BLUUM accounts as of 11/30/2023 and 12/31/2023. Mrs. Saylor indicated statements were reviewed with no regularities found. Also, Mr. Lambert indicated a donation of \$50,000 into the CapEd account that is expected be posted and reviewed during the February meeting. ACSI account consolidation with TVCA is expected over the coming months and the "drop" from CSGF will appear next month as well.
 - 9.2. **Governance Committee:** Mrs. David indicated the governance committee was working on schedule and action items and future meetings would be governed under open meeting laws.

- 9.3. ACSI Executive Director Report:** Mr. Lambert indicated Fruitland P&Z turned down CUP for Haidle property and a strategic redirection was underway. First exit meeting for TVCA was positive and included a serious commitment to learners' well-being and experience beyond the classroom. He indicated Mrs. Bains has reached out to all founding groups and was expected to be working with them in short order. He also indicated ACSI is the chief philanthropic designee for the Lincoln Day Event and ticket sales have exceeded 600 tickets.
- 9.4. Idaho Novus Classical Academy Principal Report:** Dr. Kane indicated all facets of INCA are proceeding in a positive direction and applications for enrollment stood at 325 students. Recently hired a PE teacher and five more candidates are currently in various stages of vetting. Recruitment efforts are continuing at NNU and other job fairs. Dr. Kane provided an update on INCA facility construction which he indicated was progressing well.
- 9.5. North Idaho Classical Academy Principal Report:** Dr. Francom indicated intent-to-enroll recently exceeded the 500 mark and that facility tours continued to be conducted on a regular basis. Work continued on water and sewer systems. He also noted that NICA recently received its non-profit status. Mr. Bassetti inquired about "economies of scale" related to PowerSchool and School Mint software with Dr. Kane illustrating areas of potential cost savings and likely scenario(s) with per-seat licensing costs and utility.
- 10. Unfinished Business**
- 11. New Business**
- 11.1. ACSI Bylaws Amendment:** Mr. Lasnick provided a summary of bylaw update efforts to date, with he and Mr. Bassetti expressing confidence in the collaboration process and legal review leading to a first major revision and subsequent reading of the bylaws. Mrs. David subsequently highlighted several potential changes to the bylaws that hadn't previously been considered due to a lack of access to a relevant Hillsdale reference resource. Those changes are discussed as the bylaws are reviewed in their entirety and noted for inclusion into an update in preparation for a second reading.
- 11.2. New Board Members Discussion:** Mr. Lasnick indicated the ACSI model would grow as founding groups and new schools come on and suggested this as a potential pipeline for new board members and mission support teams. Although new members could come through several different channels, it was reiterated that it was within the board's purview to vet new members and was up to the governance committee to come up with a process.
- 11.3. Founding Group Discussion:** The board discussed founding group formation and relationship with ACSI Board and Mr. Lambers agreed to establish an MOU for new founders and to do outreach and development.
- 11.4. Founder Status for new ACSI Schools:** Mr. Lambert provided a draft proposed "School Founder" definition document which was reviewed by Atty. Yorgason and consistent with Idaho code. Concerns were addressed and a motion was made by Mr. Bassetti to approve the Proposed School Founder Definition and seconded by Mrs. David and was approved by unanimous consent.
- 12. Ongoing Board Development and Self-Assessment**
- 12.1.** Mrs. David postponed the board development until February 2024. A motion was made by Mrs. David was made to postpone board development which was seconded by Mr. Bassetti and carried with unanimous consent.
- 13. Adjournment**
- 13.1.** Having completed the agenda, the meeting was adjourned at 10:06 P.M.



John Bassetti, ACSI Board Secretary