

**REGULAR MEETING
OF THE
IDAHO VIRTUAL ACADEMY'S
BOARD OF DIRECTORS**

**Thursday
October 19, 2023**

7:00pm (MDT)

PRELIMINARY

- A. CALL TO ORDER**
- B. ESTABLISH QUORUM**

Meeting was called to order and quorum established at 7:02 PM

C. ROLL CALL

<i>Seat</i>	<i>Occupant</i>	<i>Term</i>	<i>Present</i>	<i>Absent</i>
Position 1	Chairman Thompson	(7/24)	X	
Position 2	Director Shaver	(7/24)	X	
Position 3	Director Handeen	(7/25)	X	
Position 4	Brandon Shippy	(7/26)	X	
Position 5	Director Krein	(7/26)	X*	

Positions and Terms pursuant to Policy 103.0

- Joined meeting in progress.

Director Shippy assumed his seat as this is the first Regular Meeting subsequent to his appointment. He has addressed his Oath of Office with Clerk Groshong.

Others present at the meeting:

Kelly Edginton
Mike Groshong
Amanda Judd
Sheila Shiebler
Jenny Whelan
Kellen MacDonald
Tim Hoyt
Amy White

II. COMMUNICATIONS

A. PROCEDURAL NOTE:

1. MOTION TO APPROVE AGENDA – ACTION ITEM

Motion was made by Director Handeen to approve the Agenda, as posted.

Motion seconded by Director Shaver.

Motion approved, unanimously.

B. ORAL COMMUNICATIONS/PUBLIC INPUT:

Non-agenda items: no individual presentation shall be for more than three (3) minutes, and the total time for this purpose shall not exceed fifteen (15) minutes. Ordinarily, Board members will not respond to presentations and no action can be taken. However, the Board may give direction to staff following a presentation.

No member of the public sought to make comment.

C. INFORMATIONAL PRESENTATION: Director's Report

Presentation of informational items at the discretion and selection of the Directors.

1. IDVA 3 + 9 Board Presentation – Kellen MacDonald

Directors have received a written presentation of the school's financial reports as part of the Board Packet for the meeting, addressing the school's financials for September of 2023.

Mr. MacDonald presented the school's financial reports for this meeting. Ms. Babayan has left her position due to a personal family situation. Mr. MacDonald, in his position with the company has long worked with the school's financial reports. He has asked to be exchanged with Ms. Babayan on the school's bank accounts, which will be addressed by the Board in a later agenda item.

Mr. MacDonald reviewed each of the monthly reports with the Directors, standing for any inquiry from the Directors.

D. INFORMATIONAL PRESENTATION: Board/Staff Discussions

Board and staff discuss items of mutual interest.

1. Executive Director Report – Kelly Edginton

The Executive Director reviewed the following matters:

The Executive Director reviewed upcoming calendar items.

The Executive Director noted that IDVA is undergoing Cognia accreditation this year. Idaho high schools are required to be accredited, and IDVA has been accredited since 2005, and ISID is separately accredited. IDVA has chosen to have the entire program, K-12 accredited. Accreditation reviews were every 5 years, and that has moved to every 6 years. The administration has been engaged in preparing for the accreditation review which will be held the week of November 27th. The process includes a detailed self-assessment and submission of such. During the review week, reviewers will interview groups of students, parents, and teachers.

The Executive Director informed the board that the school's leadership class signed on to participate in K12's AI Hackathon. A hackathon is a social event that brings interested people together to solve a problem or challenge. This hackathon is focused on ideas to improve student engagement in all K12 schools. Mrs. Percifield, the leadership class teacher, is working with a team of her students to put together a presentation which will be presented tomorrow. The winning team will win a prize.

III. CONSENT AGENDA ITEMS (These items require a vote by the Directors)

All matters listed under the Consent Agenda are considered by the Board to be routine, and will be approved/enacted by the Board in one motion in the form listed below. Unless specifically requested by a Board member for further discussion, or removed from the agenda, there will be no discussion of these items prior to the Board voting on them.

- 1. Approval of Minutes of September 2023 Regular Meeting**
- 2. Approval of Minutes of September 25, 2023 Special Meeting**
- 3. Approval of September 2023 Monthly Invoices**
- 4. Approval of Payment to Stride in the amount of \$804,316.50**
- 5. Approval of August 2023 Financial Report**

The consent agenda was opened for discussion and inquiry.

Motion was made by Director Handeen to approve the Consent Agenda Items, as presented.

Motion seconded by Director Shaver.

Motion approved, unanimously.

IV. SCHEDULED FOR ACTION

A. BUSINESS ITEMS (Requiring Approval Vote)

1. Approval of School Audit – Tim Hoyt, Quest CPAs, PLLC

Mr. Hoyt presented the audit of the school's financial status for the 2022-2023 school year. He provided detail as to the various segments of the reports and engaged with the Directors relating to questions.

The audit is an unqualified opinion. There are no material misstatements of the school's financial condition and the finances of the school are in good order.

He detailed page 32 of the report relating to internal controls. There was no opinion expressed but no findings. He indicated that while there was no opinion expressed, if the auditors had found any problems it would be laid out and presented to the Directors.

He detailed page 34 of the report relating to Major Federal Programs. He explained the need to report on spending of over 750,000 in a program.

He detailed page 39 relating to the statement of revenues, expenditures and changes in fund balance.

Mr. Hoyt indicated that the school's financials are in good condition. The state revenue will be down for this current school year.

The Chairman expressed his appreciation to the auditors, Director Shaver and the school's financial and administrative personnel for all the hard work they did on the audit as well as the school's financials in general.

Motion was made by Director Thompson to approve the School's Audit Report, as presented and to approve the Chair and Treasurer's signature upon such reports and documentation, as required.

Motion seconded by Director Handeen.
Motion approved, unanimously.

2. November & December Board meetings change. – Kelly Edginton

The November schedule Regular Board Meeting is in conflict with the ISBA convention, with the following week being Thanksgiving.

The December meeting also has some issues with the holiday. There are availability concerns with a number of Directors associated with travel and holidays.

The Directors discussed consolidating the November and December Regular Board Meetings in order to find a working date for the Directors and for business to be addressed prior to the end of the calendar year.

Motion made by Chairman Thompson to consolidate the November and December Regular Meetings to a single meeting to be held on Thursday, December 14th, at 7:00 PM in the same manner and location as all other regular meetings.

Motion seconded by Director Krein.
Motion approved, unanimously.

3. Approval of \$500 Wells Fargo Community Care Grant To ISID scholarship – Kelly Edginton.

Ms. Edginton identified the receipt of a \$500.00 Community Care Grant received from Wells Fargo. She is recommending that this grant be put into the school's scholarship fund bank account to be utilized for an ISID/CTE scholarship at the end of the school year, on the grounds and basis as determined by the school's Scholarship Committee.

Discussion ensued among the Directors regarding the school's receipt of this grant and the possible use for a scholarship, whether the details of such scholarship should be identified at this time or by the Committee at a later date.

Motion made by Director Shaver to accept the Wells Fargo Community Care Grant in the amount of \$500, that such funds should be deposited with the school's scholarship account and that the Scholarship Committee should determine the use of these scholarship funds for ISID/CTE when the Scholarship Committee does its work for the 2023-2024 school year.

Motion seconded by Director Krein.
Motion approved, unanimously.

4. Approval of adding Kellen MacDonald's name to the IDVA Bank Accounts – Kelly Edginton and Kellen MacDonald.

As detailed during the presentation of the financial reports, Mr. MacDonald will be handling the school's financial matters for the coming future. In performing such it is necessary to put him onto the school's bank accounts.

Director Shaver did make note of her appreciation for the work that Mr. MacDonald has done with the school's financial accounts over the past few years.

Motion was made by Director Shaver to approve Mr. MacDonald's placement onto the school's banking accounts, remove Ani Babayan from these same accounts and to allow for the Board to sign all necessary paperwork to make these banking changes.

Motion seconded by Director Thompson.
Motion approved, unanimously.

5. IDVA Fiscal Policy and Procedures Draft – Kellen MacDonald & Kelly Edginton.

Mr. MacDonald and Ms. Edginton presented to the Directors a written IDVA Fiscal Policy and Procedures document for Board consideration of approval.

This document puts into a single place the historical policies and procedures utilized by the school for its financial operations. It was desired to put all of these documents into the same location for transparency, accountability and consistency in the school's financial operations. This documentation also addresses procurement for the school and fraud detection security.

Appendix B of the document contains a breakdown of the procedures.

The Directors expressed appreciation for this document and proposed policy and procedure. Appreciation included the fact that all matters were addressed in a single document, which is highly educational for all Directors.

Motion was made by Director Thompson to approve the IDVA Fiscal Policies and Procedures draft, as presented.

Motion seconded by Director Handeen.
Motion approved, unanimously.

V. BUSINESS ITEMS (Scheduled as Informational)

- 1. At the July Annual meeting, the Directors voted to place the New Director on the Scholarship Committee to take the place of Director McPherson. Director Shippy has agreed to join the Scholarship Committee.**

Director Shippy confirmed to the Directors his willingness to assume the

committee role on the Scholarship Committee and indicated that he was looking forward to the experience, expecting it to be a positive one.

VI. POLICY READINGS (Requiring an Approval Vote)

1. No Business Scheduled or Held.

VII. PERSONNEL REPORT (Requiring an approval vote)

1. No Business Scheduled or Held.

VIII. INSTRUCTION AND CURRICULUM.

1. Academic Report – Jenny Whelan

Ms. Whelan will now be taking over the responsibilities of the Academic Report for the school. This is consistent with her position of Director of Academics.

The report was provided, in full, to the Directors as well as in an Executive Summary format.

IX. PUPIL SERVICES.

1. No Business Scheduled or Held.

X. INFORMATIONAL/DISCUSSION ITEMS

1. No Business Schedule or Held.

XI. EXECUTIVE SESSION

No Business Scheduled or Held.

XII. ACTION, IF ANY, TO BE TAKEN SUBSEQUENT TO EXECUTIVE SESSION

No Business Scheduled or Held.

XIII. BOARD MEMBER INPUT FOR FUTURE AGENDA ITEMS AND INFORMATION SOUGHT BY BOARD MEMBERS.

Discussion was held to make sure that a quorum notice was posted for the Directors attendance at the ISBA Convention.

It was requested that the December agenda include updates and presentations from

the Directors as to the various sessions attended by the Directors.

The summit is scheduled for next week. It is requested that those attending provide the Directors with information learned from this activity.

IV ADJOURNMENT

Director Thompson thanked Director Shippy for his attendance at his first meeting. He attended in the presence of Director Shaver who was providing him with some Director training prior to and during this meeting.

Motion to adjourn was made by Director Krein at 7:41 PM, seconded by Director Handeen.

Motion approved unanimously.

Meeting was adjourned at 7:42 PM MDT.

Respectfully submitted this 19th day of October 2023.

Mike Groshong
Board Clerk