MINUTES
NEW DIMENSIONS BOARD OF DIRECTORS
01/28/26

Time: 7.30am

In attendance: Mike Alfers, Jeremy Mezzina, Wendy Farrell, Kulsoom Khanani, Luciana Oliver
Via Zoom: Sandie Martinez (to 8.00am), Deborah Bell (SDOC)

The meeting was called to order by Wendy at 7.40am. No members of the public were present so no public comment.

Approval of minutes - Minutes were approved with one amendment - date of today's meeting was wrongly typed as 18th instead of 28th. Motion Sandie, second Kulsom, all in favor.

Bylaws Review - Kulsom presented some revisions from a HR and governance perspective. The following was agreed in principle and the by-laws will be amended to present and be voted on at the next board meeting on April 22nd. Thank you Kulsom.

Remove 3.3 Founding Members section
2.1 Mission & Vision Statements are still being worked on.

- Board vs. Administration Roles (Article 1-Purpose): The language currently references the Board “managing and operating” the school. From an HR lens, it may be helpful to clarify that the Board provides strategic oversight and governance, while day-to-day operations and personnel matters sit with school administration. This helps avoid role confusion and keeps appropriate boundaries around employee-related issues.
    - Suggested Update-Add one clarifying sentence to Article 1.3:
      “The Board of Directors provides strategic oversight and governance for New Dimensions High School and delegates day-to-day operations, personnel management, and employee relations to the school administration.”

- Quorum (Article 5): The current quorum threshold is workable, but the Board may want to consider whether a majority-based quorum would better support broad representation for key decisions, particularly budgets, contracts, or leadership matters.
    - Suggested Update- Keep current quorum for routine business, but raise it for major decisions.
      "A quorum shall consist of a majority of the seated members of the Board."

It was agreed that we will lift the language from the Charter contract that we have with the District and use that in the bylaws. Jeremy will provide this.

- Attendance and Removal (Articles 3.8 and 3.11): The attendance expectations are clear. From a best-practice standpoint, adding a brief notice or opportunity to respond prior to removal would reinforce fairness and transparency, even at the board level.
    - Suggested Update- Add a short notice-and-response step.

  "Prior to removal for attendance or cause, the Director shall be provided written notice and an opportunity to respond to the Board."

- Remote Participation/Proxy Voting (Articles 3.9 and 5): Clarifying when proxy voting versus telephonic/remote participation is permitted, and how this aligns with Sunshine Law requirements, could help strengthen consistency and compliance.
    - Suggested Update-Clarify that participation must meet public meeting requirements.
      "Board members may participate in meetings in person or via electronic means, provided that such participation complies with Florida Sunshine Law requirements, including public notice and access. Proxy voting is not permitted unless expressly allowed by law."

<u>Directorial of Operations Update</u>
Budget Review - Mike explained that he projects we will miss our annual budget but maintain a positive financial position on the year when we include budgeted adjustments. The included adjustments are for our construction project, FRS Audit and an offset for the prior year funding adjustment.

A summary was presented of the current position and projected large expenses and credits used to balance the budget. Projected monthly income vs expenses are relatively flat with a projected positive amount of $5,000 +/- per month. However that number can easily change with a large expenditure like a facility or bus repair.

Mike also gave an update on the work under way to move some bank accounts to SouthState as they have better interest rates, and close some accounts with other institutions. Lucy Oliver (our treasurer) will work with Mike, likely on a monthly basis to give a second pair of eyes on the financials and continue to facilitate where possible better outcomes and investment opportunities for the school. Currently, Brad, their Commercial Banker, is looking at refinancing the mortgage and Mike continues to work with TRUIST and PFM Bonds on this to see who offers the best deal.

Renaming of Auditorium 'Founders Auditorium' - 4/23/26 - evening 5.30pm to 7.00pm, same evening as academic achievement awards.
Mike has some suggestions from Lynn on who to invite. Past Founders Dr. Grimm and Dr. Cafiero will attend. Mike will aim to get invites out mid February.
Wendy suggested asking SouthState if they would like to sponsor refreshments for the 'renaming' event. Lucy is to ask the Branch Manager. Kulsom will ask Stephanie and Cullen the same of HCA. It was suggested that Cullen Brown, CEO of HCA Poinciana also be invited.

Graduation - Set for May 19th 6.00pm at Living Water Fellowship Church due to the Civic Center being renovated. It's a smaller venue so tickets will be limited to 5 per graduating student. We will be able to 'live' stream and it is costing considerably less than the Civic Center.

<u>Director of Instruction Update</u>
Dual Enrolment - Jeremy shared that dual enrolment figures show growth. In January 2023 there were 61 students enrolled. As of January 2026 we have 118. We have surpassed the goal set in 2024 of 100.

Valencia College Contract - Jeremy is working on the Early College Program application which is a contract between a charter school and a local Florida public College - Valencia. We missed the deadline for the 2026-2027 school year . Our goal is to have it operational and in place for the 2027-28 school year (deadline January 1st 2027). This will also allow us to secure Bonus FTE money for 'A' Students enrolled with Valencia on the dual enrolment program.

Recruitment & Marketing - Jeremy shared the new school promotional video which will be posted and shared. Board members asked for links so they can share it also.
EDDM (Every Door Direct Mail) cards have been mailed and more will be sent over the coming months. The school is hosting School Tours on 2/16 and 3/30 at 6.30pm to allow parents to attend after work. Board members are welcome to attend. Jeremy also visited realtors/leasing agents on the Polk County side of Poinciana at some of the new

developments and they were happy to distribute information about the school to prospective and interested homeowners/renters. They were not aware of the school and were impressed by its record. These are good connections for the school to make. Bus transportation to these more north parts of Poinciana may be something we need to address in the future.

High Stakes Review Presentation Jeremy presented an in-depth and comprehensive evaluation of the school's academic, financial, and operational performance to the school district. Even though our Charter contract is for 15 years these reviews take place every 5 years. We passed with flying colors!

Any other business - Kulsom is moving to HCA in Fort Worth but has agreed to stay on the board initially and join us remotely. Josh Johnson who works with Kulsom at HCA Poinciana will also join us for our upcoming meetings. John Timmerman (Dean) will join the board once he retires. We will continue in our efforts to grow the board bringing on people who can ultimately help and benefit the school with skills and expertise.

Wendy suggested that maybe in the future we could have short teacher presentations (science, math, reading, leadership, etc - 5 minutes) to allow the board to get more insight into the day to day operations of the school, meet teachers and get a broader understanding on how the leadership of Mike and Jeremy trickles down into the classroom.

The Poinciana Council Scholarship will be available soon and Wendy will make sure links are sent to Jeremy and Mike. Last year we only had a few students apply. We would like to see more as this is specifically for Poinciana kids.

Some updates to the website will be made. Removing some old info and also posting the new promotional video.

Future Board meeting dates: April 22nd, 7.30am & June 24th, 8.30am

Motion to adjourn 8.50am
MInutes prepared by Wendy Farrell - 01/29/26