

**DORAL ACADEMY, INC.**

BOARD OF DIRECTORS

Angela Ramos, President & Chair

Rene Rovirosa, Secretary

Kim Guilarte

Monique Rodriguez

MEETING DATES 2015 - 2016

\*July 29, 2015 at 6340 Sunset Drive

September 24, 2015 at Doral Academy Elementary

December 10, 2015 at Doral Academy Elementary

March 17, 2016 at Doral Academy Elementary

June 13, 2016 at Doral Academy Charter Middle

# Doral Academy, Inc

## Meeting of the Board of Directors July 29, 2015

### Directors

Angela Ramos, President & Chair  
Rene Rovirosa, Secretary  
Kim Guilarte  
Monique Rodriguez

Charles Gibson, Esq., Board Attorney  
Eleni C. Pantaridis, Esq., Board Attorney

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### Minutes

#### 1. OPENING EXERCISES

- a. Meeting called to order
- b. A quorum was established

#### 2. PUBLIC COMMENT (*NONE*)

#### 3. CONSENT AGENDA

- a. **APPROVED:** The Board approved to adopt the minutes from the June 18, 2015 Board of Director's Meeting.

#### 4. ACTION & DISCUSSION ITEMS

- a. **APPROVED:** The Board approved to appoint Mr. Carlos Ferralls as the Principal of Doral Performing Arts and Entertainment Academy, Doral Academy Middle School, and Doral Academy High School.
  - i. Principal Rodriguez will now be working more closely with the college and assist with the completion of it receiving its accreditation.
- b. Discussed: Change in the 401K program to directly match up to 4% of employee contributions during the 2015-2016 Academic year. The Board will review the 401K program at the end of each year to decide to continue the contribution match or make changes as dictated by the budget.
  - i. Board Member Guilarte states that she is not comfortable approving this item today. She would like to review the financial impact further prior to taking action. Board Member Rovirosa agrees to table this item until September.
  - ii. Danny Diaz states that he is supportive of the retirement plan being presented today. He further states that it is important to notify the employees that this is an annual plan and adjustments may need to be made at year end as the financial projections provided by ADP are only estimates.
  - iii. Kelly Mallon states that she can move the next meeting to an earlier date in September to align with ADP's enrollment deadline, if necessary.
- c. Other Items by Board Members, Staff, or ESP
  - i. Principal Rodriguez states that at the September meeting he and Carlos Ferralls would like to present to the test scores to the Board.

#### 5. ANNOUNCEMENTS AND NOTIFICATIONS (*NONE*)

**6. MEETING ADJOURNED**

\*The minutes were adopted by the Board of Directors at a meeting held on September 24, 2015.

# Doral Academy, Inc

## Meeting of the Board of Directors August 28, 2015

### Directors

Angela Ramos, President & Chair (Present)  
Rene Rovirosa, Secretary (Present)  
Kim Guilarte (Absent)  
Monique Rodriguez (Present)

Charles Gibson, Esq., Board Attorney (Present)  
Eleni C. Pantaridis, Esq., Board Attorney (Present)

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### Minutes

#### 1. OPENING EXERCISES

- a. Meeting called to order
- b. A quorum was established

#### 2. PUBLIC COMMENT (*None*)

#### 3. ACTION & DISCUSSION ITEMS

- a. Discussed: Educational Services Agreement between Doral Academy, Inc. and Doral College, Inc.
  - i. **APPROVED:** The Board unanimously approved the Educational Services Agreement between Doral Academy, Inc. and Doral College, Inc.
- b. Discussed: Non-Exclusive Space Usage Agreement & License between Doral Academy High School and Doral College, Inc. on behalf of Doral College
  - i. Staff and board discussed the usage of the buildings for the charter and college students; the eventual plan is to move the college office and classes to the new building.
  - ii. **APPROVED:** The Board approved the Non-Exclusive Space Usage Agreement & License between Doral Academy High School and Doral College, Inc. on behalf of Doral College
- c. **APPROVED:** The Board discussed and approved the Non-Exclusive Space Usage Agreement & License between Doral Academy Charter High School and International Studies Virtual Academy.
- d. **APPROVED:** The Board discussed and approved the Non-Exclusive Space Usage Agreement & License between Doral Academy Charter High School and Somerset Virtual Academy.
- e. **APPROVED:** The Board discussed and approved to authorize Angela Ramos, Board Chair, to execute the Letter of Intent for Lease of Real Property between Doral Academy, Inc. and Doral College, Inc.
  - i. The Property to be leased is "Doral Hall", which is a six-story, 142,500-square-foot (approx.) facility to be built by Lessor on the northeast corner of NW 112<sup>th</sup> Avenue and NW 27<sup>th</sup> Street in Doral, Florida (the "Property").
- f. **APPROVED:** The Board discussed and approved the out of field waiver(s) for instructional personnel with out of field assignments for the individual schools, as presented.

#### 4. Other Items by Board Members, Staff, or ESP (*None*)

#### 6. ANNOUNCEMENTS AND NOTIFICATIONS (*NONE*)

**7. MEETING ADJOURNED**

\*The minutes were adopted by the Board of Directors at a meeting held on September 24, 2015.

# Doral Academy, Inc

## Meeting of the Board of Directors September 24, 2015

### Directors

Angela Ramos, President & Chair (Present)  
Rene Roviroso, Secretary (Absent)  
Kim Guilarte (Present)  
Monique Rodriguez (Present)

Charles Gibson, Esq., Board Attorney (Absent)  
Eleni C. Pantaridis, Esq., Board Attorney (Present)

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### Minutes

#### 1. OPENING EXERCISES

- a. Meeting Call to Order
- b. Establish a Quorum

#### 2. PUBLIC COMMENT

- a. There were no comments by the public at this time.

#### 3. CONSENT AGENDA

- a. **APPROVED:** The Board approved to adopt the minutes from the July 29, 2015 Board of Director's Meeting.
- b. **APPROVED:** The Board approved to adopt the minutes from the August 28, 2015 Board of Director's Meeting.
- c. **APPROVED:** The Board approved the out of field waiver(s) for instructional personnel with out of field assignments {as attached}.
- d. **APPROVED:** The Board approved the Annual Adoption of Conflict of Interest Policy.
- e. **APPROVED:** The Board approved the School Improvement Plans.
- f. **APPROVED:** The Board approved to renew the Non-Exclusive Usage Agreement between LEAP Services, LLC and Doral Academy, Inc. on behalf of Doral Academy.
- g. **APPROVED:** The Board approved to renew the Non-Exclusive Usage Agreement between LEAP Services, LLC and Doral Academy, Inc. on behalf of Doral Academy Middle School.
- h. **APPROVED:** The Board approved to adopt the School Calendars, including early release days, if different from the Sponsor.
- i. **APPROVED:** The Board approved the Restriction / Disclosure of Employment of Relatives forms for the individual schools.
- j. **APPROVED:** The Board approved to amend the parent contract as current policy does not align with Sponsor policy (unexcused early dismissals do not exist)
  - i. Early Dismissal: For a student to be dismissed early, parents must report to the designated office/area. ~~Students who wish to be dismissed early (on a regular school day) are required to provide documentation. Documentation submitted more than 72 hours after an early dismissal will not be accepted, and the early~~

~~dismissal will be deemed unexcused.~~ Students with excessive ~~unexcused~~ early dismissals, will be referred to the administration/Attendance Review Committee. Students will not be dismissed 30 minutes prior to dismissal time without previous written notice. There are NO EXCEPTIONS!

#### 4. ACTION & DISCUSSION ITEMS

- a. Financial Report
  - i. **APPROVED:** The Board reviewed and approved to receive and file the Financial Statements and Independent Auditors' Reports for the period ending June 30, 2015.
  - ii. **APPROVED:** The Board reviewed and approved the revised 2015-2016 Annual Budgets.
    - 1. Budgets include the increase in 401k contribution; estimated 68% contribution which is conservative
  - iii. **APPROVED:** The Board approved for the schools to purchase the Pro Care Software program to be used for accounting/book keeping for all Afterschool and Pre K programs. This software program increases overall internal controls and offers parents online payments.
  - iv. Discuss & Receive: Doral College Timing and Recoverable Grant Repayment
    - 1. Doral Academy, Inc. has been notified by Doral College, Inc. that payments will begin as early as next year.
- b. **APPROVED:** The Board unanimously approved to authorize a change in the 401K program to directly match up to 4% of employee contributions during the 2015-2016 Academic year. The Board will review the 401K program at the end of each year to decide to continue the contribution match or make changes as dictated by the budget. In addition, the Board authorizes ADP and/or Academica to submit paperwork on its behalf to facilitate this change as required.
  - i. Board Member Guilarte states that she is supportive of this item.
  - ii. Board Member Rodriguez states that she is supportive of this item and would like to ensure that staff is properly notified and educated on this item.
    - 1. Maggie Fresen recommends that the information be provided in writing to the employees and would like to review the letter to ensure it is clear that this is for one year.
    - 2. Fernando Zulueta recommends that the schools refer to this as a one year bonus.
- c. Principal Reports
  - i. Doral Academy Elementary / JAM
    - 1. **APPROVED:** The Board unanimously approved for Doral Academy Elementary to move forward on the purchase of artificial turf for the front 2 playgrounds for an amount not to exceed \$50,000; the board directs administration to obtain at least 3 total proposals.
    - 2. Enrollment has increased since last year; JAM continues to grow.
    - 3. Doral Academy, Inc. accreditation certificate has been received; feels that the overall process was very beneficial as it brought the campuses together.
  - ii. Doral Middle /High / Performing Arts / DAT
    - 1. **APPROVED:** The Board discussed and unanimously approved to add a serving station with bathrooms to the cafeteria spill out area for an amount not to exceed \$300,000.
    - 2. Announcement of middle school being named a National Blue Ribbon School
    - 3. Starting an IB Program
    - 4. Student being awarded \$145,000 college scholarship
    - 5. Discussed new schools opening in the Doral area, including one that will be managed by the school district.
      - a. Discussed possibility of growing on the CAU campus.
- d. Report by Doral College, Inc. (President Douglas Rodriguez)
- e. Other Items by Board Members, Staff, or ESP
  - i. Discussed: Articulation Agreement between Integrated Science and Asian Culture Academy, Inc. and Doral Academy, Inc. (specifically its middle and high schools).
    - 1. The administrators would like to visit the ISAAC campus and review its curriculum and educational program and will report back to the board.
  - ii. Discussed: Term of LEAP agreements; the board would like to review the agreements annually.

**5. ANNOUNCEMENTS AND NOTIFICATIONS**

- a. State Charter School Conference – November 10-12 in Orlando, FL  
<http://charterschoolconference.com>
- b. Next Board Meeting: December 10<sup>th</sup> at Noon at Doral Academy Charter Middle School
- c. All board members are requested to sign and return the attached written acceptance of the Conflict of Interest Policy for the 2015-2016 school year.

**6. MEETING ADJOURNED**

\*The minutes were adopted by the Board of Directors at a meeting held on December 10, 2015.



# Doral Academy, Inc

## Meeting of the Board of Directors December 10, 2015

### Directors

Angela Ramos, President & Chair (Absent)  
Rene Roviroso, Secretary (Present)  
Kim Guilarte (Present)  
Monique Rodriguez (Present)

Charles Gibson, Esq., Board Attorney (Absent)  
Eleni C. Pantaridis, Esq., Board Attorney (Present)

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### Minutes

#### 1. OPENING EXERCISES

- a. Meeting called to order
- b. A quorum was established

#### 2. PUBLIC COMMENT

- a. There were no comments by the public at this time.

#### 3. CONSENT AGENDA

- a. **APPROVED:** The Board approved to adopt the minutes from the September 24, 2015 Board of Director's Meeting.
- b. **APPROVED:** The Board approved to receive and file the quarterly financial statements.

*The above consent agenda items were unanimously approved under one Motion by Monique Rodriguez; Second by Rene Roviroso*

#### 4. ACTION & DISCUSSION ITEMS

- a. Financial Report
  - i. **APPROVED:** The Board reviewed, discussed, and unanimously approved the revised 2015-2016 Annual Budgets.
    1. Presented by Ms. Ana Martinez  
*Motion by Monique Rodriguez; Second by Rene Roviroso*
  - ii. Discussed: MRI System and Electronic Signatures (Ms. Ana Martinez)
    1. Ms. Martinez discusses how the use of the electronic signature system will benefit the schools. She currently signs the checks electronically and is now requesting the board chair to have this same ability.
    2. Mr. Rodriguez suggest that a PO number be included, as well, so avoid duplicate payments. Ms. Martinez assures this will occur.
    3. **APPROVED:** The Board unanimously approved implement the MRI Electronic Signature System for the Board Chair for each of the Doral Academy, Inc. school bank accounts.  
*Motion by Monique Rodriguez; Second by Rene Roviroso*

#### b. Principal Reports

- i. Doral Academy Elementary / JAM
  1. Requested approval to repair the artificial turf for an amount not to exceed \$15,000
    - a. **APPROVED:** The Board unanimously approved for Doral Academy Elementary repair the artificial turf for an amount not to exceed \$15,000.  
*Motion by Rene Roviroso; Second by Monique Rodriguez*

2. Update on ISAAC: Principal Cuesta and Vice-Principal Simon have been visiting the campus. The ISAAC Board approved to appoint Ms. Cuesta as the Principal of the school. Mr. Rodriguez and Principal Ferralls would like to visit before the school prior to the board making any action regarding an articulation agreement. It is stated that it will be at least 2 years prior to any 6<sup>th</sup> graders attending a Doral middle school. The Board and staff discussed the current enrollment and high parental support of the school.
  - ii. Doral Middle /High / Performing Arts / DAT
    1. Mr. Ferralls updates the Board on the athletics of the school, recent student achievements, specifically in math and robotics.
- c. Other Items by Board Members, Staff, or ESP
  - i. School grades were released today and all Doral schools received an “A”
  - ii. Mr. Rodriguez updates the Board on the possible expansion within CAU.
  - iii. Principal Ferralls updates the Board on the corner lot construction.

**5. ANNOUNCEMENTS AND NOTIFICATIONS**

- a. Next Board Meeting: March 10<sup>th</sup> at Noon at Doral Academy Charter Middle School

**6. MEETING ADJOURNED**

\*The minutes were adopted by the Board of Directors at a meeting held on March 17, 2016.

# Doral Academy, Inc.

## Meeting of the Board of Directors March 17, 2016

### Directors

Angela Ramos, President & Chair (Present)  
Rene Roviroso, Secretary (Present)  
Kim Guilarte (Absent)  
Monique Rodriguez (Present)

Charles Gibson, Esq., Board Attorney (Present)

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### MINUTES

#### 1. OPENING EXERCISES

- a. Meeting called to order
- b. A quorum was established.

#### 2. PUBLIC COMMENT

- a. There were no comments by the public at this time.

#### 3. CONSENT AGENDA

- a. **APPROVED:** The Board approved to adopt the minutes from the December 10, 2015 Board of Director's Meeting.
- b. **APPROVED:** The board approved to ratify the approval to withdraw the Doral Academy Charter Middle & High School Tamarac Applications.

*The above consent agenda items were unanimously approved under one motion by Monique Rodriguez; second by Rene Roviroso*

#### 4. ACTION & DISCUSSION ITEMS

- a. Education Service Provider Report
  - i. Financial Report
    1. **APPROVED:** The Board reviewed and approved to receive and file the Financial Statements.
    2. **APPROVED:** The Board reviewed and approved to adopt the Revised 2015-2016 Annual Budget  
*The above financial report items 1 & 2 were unanimously approved under one motion by Monique Rodriguez; second by Rene Roviroso*
    3. Financial Literacy Program
      - a. The board requests to receive material from Wells Fargo on this item.
  - ii. Tabled: Doral College, Inc. Leadership Institute
- b. Principal Reports (*Principals Eleonora Cuesta & Carlos Ferrals*)
  - i. Presentation: School Performance Data

1. Discussed using the high performance of the schools in marketing materials and the need for a PR person to work with the media to have the positive stories publicized. Board Chair Ramos requested a quote to have a firm on retainer for Doral Academy, Inc.
- ii. Doral Academy Elementary / JAM
- iii. Doral Middle /High / Performing Arts / DAT
  1. Concession Stand Project – The Board reviews the proposal from Campus Construction and requests to receive at least 1-2 additional bids to be presented for approval at a special meeting.
- c. Other Items by Board Members, Staff, or ESP
  - i. Doral Academy Middle School A/C Chiller
    1. **APPROVED:** The Board approved to authorize Principal Ferrals the authority to request & approve bid(s) to replace both A/C chillers and related parts/equipment, etc. not to exceed \$400,000; the cost shall be split with the landlord.
    2. **APPROVED:** The Board approved for Doral Academy Middle School to enter into a maintenance agreement for the new chillers not to exceed \$2000 per month.

*Items 4c1 & 2 were unanimously approved under one motion by Monique Rodriguez; second by Rene Rovirosa*

- ii. **APPROVED:** The Board unanimously approved to accept that the interest rate on the two loans between Doral Academy, Inc. and Building Hope will stay at 7% and not increase to 12% as was stated in the original loan. The loan can be prepaid at anytime.
  1. Board Chair Ramos requests to receive other quotes from other financial institutions to refinance at a lower cost. Mr. Moreno will reach out to other banks and also to Building Hope to see if they are willing to lower the rate.
- iii. Update on corner lot provided by Rolando Llanes; continuing to work with the city; getting closer to a final approval; as of now looking at realistic goal of an August 2018 opening; the building construction will take approx. 10 months.
- iv. Principal Ferrals discusses the new proposed MDCPS salary structure; an employee who has worked for 27 years will only be making \$47,706; working with Academica to see if we can develop our own scale.

*Motion by Monique Rodriguez; second by Rene Rovirosa*

## 5. ANNOUNCEMENTS AND NOTIFICATIONS

- a. Next Board Meeting: May 26<sup>th</sup> at Noon at Doral Academy Charter Middle School
- b. National Charter School Conference – June 26-29 in Nashville, TN  
<http://www.publiccharters.org/involved/conference-2016/>

## 6. MEETING ADJOURNED

The undersigned hereby certifies that he/she is an Officer and/or Director of DORAL ACADEMY, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida, and that the above is a true and correct copy of the meeting minutes of the Board of Directors of said corporation & the above mentioned charter schools.

\*The minutes were adopted by the Board of Directors at a meeting held on June 13, 2016.

# Doral Academy, Inc.

## Meeting of the Board of Directors June 13, 2016

### Directors

Angela Ramos, President & Chair *(Present)*

Rene Roviroso, Secretary *(Present)*

Kim Guilarte *(Present)*

Monique Rodriguez *(Present)*

Charles Gibson, Esq., Board Attorney *(Absent)*

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### MINUTES

#### 1. OPENING EXERCISES

- a. Meeting called to order
- b. A quorum was established

#### 2. PUBLIC COMMENT

- a. There were no comments by the public at this time.

#### 3. CONSENT AGENDA

- a. **APPROVED:** The Board approved to adopt the minutes from the March 17, 2016 Board of Director's Meeting.
- b. **APPROVED:** The Board approved the Slate of 2016-2017 Board of Directors & Officers
  - i. Angela Ramos, President & Chair
  - ii. Rene Roviroso, Secretary
  - iii. Kim Guilarte
  - iv. Monique Rodriguez
- c. **APPROVED:** The Board approved to adopt the Proposed Board of Directors Meeting Schedule for the 2016 – 2017 School Year.
- d. **APPROVED:** The Board approved to authorize the Doral Academy Elementary and Just Arts and Management and principals to participate and adopt the District's standard student attire policy for use by the school.
- e. **APPROVED:** The Board approved to adopt the Wellness Policy.

*The consent agenda was unanimously approved under one motion by Monique Rodriguez; second by Rene Roviroso*

#### 4. ACTION & DISCUSSION ITEMS

- a. Education Service Provider Report
  - i. Financial Report
    1. **APPROVED:** The Board reviewed and approved to receive and file the Financial Statements.
    2. **APPROVED:** The Board reviewed and approved to adopt the Revised 2015-2016 Annual Budgets.

3. **APPROVED:** The Board reviewed and approved to adopt the Proposed 2016-2017 Annual Budgets.

- a. Budget includes baseball field lighting project and the lighting for the middle / high.

*The financial report was unanimously approved under one motion by Rene Roviroso; second by Monique Rodriguez*

b. Principal Reports (*Principals Eleonora Cuesta & Carlos Ferrals*)

i. Doral Academy Elementary / JAM

1. **APPROVED:** The Board unanimously approved the proposal from Top Line for the Doral Academy / JAM large tent for the backfield / over the basketball court.

- a. The City of Doral has requested that the board approve the Top Line proposal.

*Motion by Monique Rodriguez; second by Rene Roviroso*

2. **APPROVED:** The Board unanimously approved to authorize the Chair to issue final approval for the school to purchase cameras upon receipt of proposals.

*Motion by Monique Rodriguez; second by Rene Roviroso*

3. Review of FSA scores

4. Update on ISAAC

ii. Doral Middle /High / Performing Arts / DAT

1. **APPROVED:** The Board unanimously approved for the school to purchase metal fences between the existing high school building and the Annex building and by the Gym not to exceed 20,000.

*Motion by Kim Guilarte; second by Rene Roviroso*

2. **APPROVED:** The Board unanimously approved to authorize the Chair to issue approval for cameras for the newly constructed areas and fix the existing equipment upon receipt of the proposals.

*Motion by Monique Rodriguez; second by Rene Roviroso*

3. Review of FSA scores

c. Other Items by Board Members, Staff, or ESP

i. Discussed: Refinancing for Doral Academy, Inc. Building Hope loan

1. Mr. Richard Moreno reviews the term sheets with the Board.

- a. Regions Bank - \$4,250,000 senior term loan

- i. Option 1

1. 7 years from closing

2. 3.65%

- ii. Option 2

1. 10 years from closing

2. 3.95%

- b. City National Bank - \$4,200,000

- i. 10 years from closing

- ii. Variable rate equal to the 30 day libor rate plus a spread of 230 basis points

2. The board discusses and agrees to wait to take action on this.

3. Financing of the corner lot project was discussed.

4. A special meeting can be called for this item.

ii. Discussed: Parent Volunteer Hours

## 5. ANNOUNCEMENTS AND NOTIFICATIONS

- a. National Charter School Conference – June 26-29 in Nashville, TN  
<http://www.publiccharters.org/involved/conference-2016/>

## 6. MEETING ADJOURNED

The minutes were adopted by the Board of Directors at a meeting held on September 7, 2016.