

ATTACHMENT A

Insight PA Cyber Charter School

Minutes of the Meeting of the Board of Trustees (the “Board”) of Insight PA Cyber Charter School (the “School”) via telephone on September 25, 2017.

Public notice was given for this meeting in accordance with Section 1 of the Sunshine Act.

Directors Present: Michael Adler, Edward P. Kelly, Maddi-Jane Sobel, Kelly Vidovich and Aviva B. Moore.

Others Present: Eileen Cannistraci, *Chief Executive Officer*, Shannon McElwain, *Executive Director*, Mary Markert of K12 Virtual Schools LLC, and Alan Kessler, Anthony Guida Jr., Jessica Priselac and Jed Bergman of Duane Morris LLP.

Mr. Adler called the meeting to order at 7:15 p.m. and welcomed those present at the meeting.

Following a motion duly made and seconded, the members of the Board present at the meeting unanimously approved the minutes of the meeting of the Board held on August 28, 2017.

Mr. Guida then noted that, contrary to what was discussed at the Board’s previous meeting, under applicable law, a majority of the Board must approve all contracts of the School whose value is in excess of \$100 and, as such, that the Board would be asked to approve all such contracts going forward.

Mr. Guida and Ms. Cannistraci then provided the Board with updates regarding the planned future training session for the Board, the School’s efforts to date with respect to hiring a Chief Financial Officer, and the School’s current student enrollment.

Mr. Guida, Ms. Cannistraci and Ms. Markert then provided the Board with updates regarding the School’s employee handbook, certain proposed service contracts, the revised 2017-2018 school year budget, certain new policies related to the School’s Student Handbook and certain proposed new hires of the School. Following discussions regarding the foregoing and motions duly made and seconded, the members of the Board present at the meeting unanimously approved the following resolutions:

Approval of Employee Handbook

NOW, THEREFORE, BE IT:

RESOLVED, that the Employee Handbook, in the form attached hereto as Exhibit A, be and hereby is, authorized and approved as the Employee Handbook of the School, with such changes and such other terms and provisions as the proper officers of the School (each an “Authorized Officer” and, collectively, the “Authorized Officers”) may deem necessary or desirable, the execution and/or delivery thereof by such Authorized Officer or the Authorized Officers to

conclusively evidence his or her or their approval thereof and authority therefor from the Board and the School; and be it

Approval of the Copier Service Contract

FURTHER RESOLVED, that the School be, and hereby is, authorized to enter into a Standalone Copier Rental Agreement, in a form as may be approved by an Authorized Officer or the Authorized Officers in the name and on behalf of the School, pursuant to which the School shall rent two high volume standalone copiers and receive related services as set forth in Exhibit B attached hereto; and be it

Approval of Facility Security Contract

FURTHER RESOLVED, that the School be, and hereby is, authorized to enter into an agreement with the Protection Bureau, in a form as may be approved by an Authorized Officer or the Authorized Officers in the name and on behalf of the School, pursuant to which the Protection Bureau shall install an electronic security system and provide related services at the School's building facility located in Exton, Pennsylvania, as set forth in Exhibit C attached hereto; and be it

Approval of Revised 2017-2018 School Year Budget

FURTHER RESOLVED, that the Revised 2017-2018 School Year Budget, in the form attached hereto as Exhibit D, be and hereby is, authorized and approved as the budget of the School for the 2017-2018 school year; and be it

Approval of Certain Policies for inclusion in the Student Handbook

FURTHER RESOLVED, that the Positive Behavior Support Policy, the Family Educational Rights and Privacy Act Policy, the McKinney Vento Act, Education for Homeless Youth Policy, the Admissions/Enrollment Policy, the Lottery Policy, the Withdrawal Policy, the Non-Discrimination Policy, the Title IX Policy and the Grievances Policy, in the forms attached hereto as Exhibit E, be and hereby are, authorized and approved as policies of the School and for inclusion in the Student Handbook of the School, with such changes and such other terms and provisions as an Authorized Officer or the Authorized Officers may deem necessary or desirable, the execution and/or delivery thereof by such Authorized Officer or Authorized Officers to conclusively evidence his or her or their approval thereof and authority therefor from the Board and the School; and be it

Approval of New Hires

FURTHER RESOLVED, that the School be, and hereby is, authorized to hire four new teachers; and be it

Omnibus Resolution

FURTHER RESOLVED, that the Authorized Officers be, and hereby are, and each of them with the full authority to act without the others hereby is, in the name and on behalf of the School, authorized, empowered and directed to execute and deliver all such documents, agreements and other instruments relating to or contemplated by the foregoing resolutions or required to consummate the transactions contemplated thereby, in each case, with such changes and such other terms and provisions as the Authorized Officer or Authorized Officers executing and/or delivering the same may deem necessary or desirable, the execution and/or delivery by such Authorized Officer or Authorized Officers to conclusively evidence his or her or their approval thereof and authority therefor from the Board and the School.

Throughout the presentations noted above, the members of the Board raised questions and engaged in multiple discussions regarding each of the matters presented.

There being no further business, Mr. Adler adjourned the meeting at 8:25 p.m.

Respectfully submitted,

Maddi-Jane Sobel
Secretary, Insight PA Cyber Charter School