

**BOARD OF DIRECTORS OF  
MILESTONES COMMUNITY SCHOOLS, INC.  
D/B/A IMAGINE SCHOOLS AT WEST MELBOURNE  
MINUTES OF NOVEMBER 18, 2021**

The meeting of the Board of Directors of Milestones Community School, Inc. d/b/a Imagine Schools via Virtual Meeting Via Google Meet - COVID-19, Virtual Access Information: Join with Google Meet at <https://meet.google.com/grw-qvfi-dfs> Or dial: (US) +1 567-351-1225 PIN: 575 894 118#.

**Call to Order**

Meeting Called to Order at 6:31 p.m.

**Attendees**

Melissa Koretsky, Chair  
Michael P. Russell, Vice Chair  
William McMullen, Treasurer

A quorum of the Board was present. Also in attendance:

Julie Klahr, Board Attorney  
Brian DeGonzague, Principal  
Jennifer Fornes, Regional Director, Southeast Region, Imagine Schools  
Greg Young, Finance Director, Southeast Region, Imagine Schools  
Jessica Dell Peaks, Governing Board Member  
Jennifer Sikoski, Governing Board Member  
Jerry Ford, Ford & Associates, Inc., Financial Advisor  
Will Reed, Ford & Associates, Inc., Financial Advisor  
Wes Olsen, Piper Sandler

**Notice**

Notice of the meeting was provided to all Corporate Board Members, was posted at the school website, front office & marquee on an emergency meeting basis.

**Minutes**

- a. July 9, 2021 Minutes  
Motion to approve the Minutes of the Board of Directors meeting held on July 9, 2021 made by William McMullen, seconded by Michael Russell. **Motion PASSED 3-0.**

**Officer Reports – NONE**

## Old Business

a. Bond Process Update – Board’s Consideration of the following items:

i. Final Term Sheet with Rosemawr:

Motion to approve Final Term Sheet with Rosemawr made by Michael Russel, seconded by William McMullen. **Motion PASSED 3-0.** Ford & Associates to discuss and request second appraisal by CTA. Near final documents are due by Wednesday, November 24, 2021; closing by December 23, 2021 and due diligence questionnaire to Board Members Friday, November 19, 2021.

ii. Amended Operating Agreement with Imagine:

Motion to approve Amended Operating Agreement with Imagine Schools made by Michael Russell, seconded by William McMullen. **Motion PASSED 3-0.**

iii. Reimbursement Resolution:

Motion to approve Resolution establishing the Board’s intent to reimburse certain capital improvement project costs incurred made by William McMullen, seconded by Michael Russell. **Motion PASSED 3-0.**

iv. TEFRA adoption package:

Motion to approve TEFRA adoption package, accept TEFRA conditions and authorize execution of indemnification certificate for Brevard County made by Michael Russel, seconded by William McMullen. **Motion PASSED 3-0.**

v. Authorize property appraisal:

Motion to authorize appraisal to facilitate issuance bond transaction to include additional appraisal requested by CTA made by William McMullen, seconded by Michael Russell. **Motion PASSED 3-0.**

vi. Provide authority to officers, directors, counsel and Financial Advisor to take all steps necessary to implement the intent of the Board to complete the transaction.

Motion to approve and authorize Julie F. Klahr and Ford & Associates to confer with any board member to implement the intent of the Board to complete the bond transaction made by William McMullen, seconded by Michael Russell. **Motion PASSED 3-0.**

## **New Business**

- a. Status of fictitious name registration.
- b. Authorization to file the necessary renewal

Motion authorizing filing of Application for Renewal of Fictitious Name at \$50.00 made by Michael Russell, seconded by William McMullen. **Motion PASSED 3-0.**

**Adjourn** - The meeting was adjourned at 8.05 PM.