Public Meeting of the Combined Board of Trustees
for
Universal Alcorn Charter School
Universal Vare Charter School
Universal Audenried Charter High School
Meeting held Virtually via Zoom
December 16, 2025, at 6:00 PM
Meeting Minutes

BOARD MEMBERS PRESENT:
1. Christopher Hill, Board President
2. Dr. Keith Pretlow, Vice President
3. Michael Rice, Board Member
4. Wendel Holmes, Board Member

BOARD MEMBERS ABSENT:
1. Trumell Lamb, Board Secretary

Attendees Present:
1. Dr. Penny Nixon, Superintendent/CEO
2. Wallace Dawan, Chief Financial Officer
3. Aaron Starke, Alcorn Principal
4. Josh Anderson, Audenried Principal
5. Karen Howell-Toomer, Vare Principal
6. Latoya Finney, Board of Directors Compliance Officer
7. Crystal Gary-Nelson, Chief Learning Officer
8. Kelli Woods, Director of Climate Culture and Safety
9. Lawrence Threadgill, Director of Facilities
10. Kevin Corcoran, Consultant, Vertex Education
11. Brian Malloney (Independent Auditor)
12. Robbie Homa (Independent Auditor)

Meeting called to Order at 6:02pm, a quorum was confirmed.

I. **Meeting Minutes**
   a. November 10, 2025 Special Public Meeting Minutes
      i. A motion was made to approve the November 10, 2025 Special Public Meeting minutes, with the understanding that any corrections would be submitted to the board president or board liaison.
      ii. By a unanimous vote the motion carried.
         - **Board Vote:**
            - **Yes: 4**
            - **No: 0**
            - **Abstain: 0**
   b. October 21, 2025 Public Meeting Minutes
      i. A motion was made to approve the October 21, 2025 Public Meeting minutes, with the understanding that any corrections would be submitted to the board president or board liaison.
      ii. By a unanimous vote the motion carried.
         - **Board Vote:**
            - **Yes: 4**

- **No: 0**
- **Abstain: 0**

II. **Unfinished Business**

a. There was no unfinished business brought before the Board.

III. **Superintendent's Remarks**

a. Dr. Penny Nixon delivered remarks expressing appreciation to the Board and staff for their leadership and stewardship of public education, and extended holiday well-wishes to all stakeholders.

IV. **Committee Reports**

i. **Financial Report,** Presented by Kevin Corcoran, Vertex Education.

Overview:

Mr. Corcoran provided a detailed financial overview for each school, reporting on actual financial performance from July 1, 2025 through November 30, 2025, with projections through June 30, 2026. Across all schools, favorable district funding rates, enrollment trends, and disciplined expenditure management were highlighted. Each school has received a draft independent audit reflecting an unmodified (clean) opinion, confirming strong internal controls and financial integrity.

a. **Alcorn Charter School**

1. **Profit/Loss and Budget Statement:** Vertex Education financial management consultant. Kevin Corcoran presented the finance report for Alcorn Charter School.
2. Highlights included strong enrollment, increased district funding rates, expenditures below budget, and a projected year-end net income exceeding $2 million.
3. There was discussion amongst board members regarding the Alcorn financial report.
4. Dr. Pretlow moved to accept the Alcorn financial report, Mr. Holmes seconded the motion.
5. By a unanimous vote the Alcorn financial report was accepted and approved.

➢ **Board Vote:**
- **Yes: 4**
- **No: 0**
- **Abstain: 0**

b. **Vare Charter School**

1. **Profit/Loss and Budget Statement:** Vertex Education financial management consultant. Kevin Corcoran presented the finance report for Vare Charter School.
2. The Board reviewed the projected operating deficit due to declining enrollment, noting sufficient reserves and assets to support continued operations through closure.
3. There was discussion amongst board members regarding the Vare financial report.
4. Dr. Pretlow moved to accept and approve Vare finance report and Mr. Rice seconded that motion.

5. By a unanimous vote the Vare Financial Report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

c. **Audenried Charter High School**

1. **Profit/Loss and Budget Statement:** Vertex Education financial management consultant. Kevin Corcoran presented the finance report for Audenried Charter School.
2. The Board reviewed positive financial performance, strong cash reserves, and stable expenditures aligned with budget projections.
3. There was discussion amongst board members regarding the Audenried financial report.
4. Mr. Holmes moved to accept and approve Audenried finance report and Mr. Rice seconded that motion.
5. By a unanimous vote the Audenried Financial report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

ii. Audit Committee Report

a. Universal Alcorn Charter School

1. **Annual Financial Audited Statement:** Haefele Flanagan independent auditor. Brian Maloney presented the audit report for Alcorn Charter School.
2. The Board reviewed the draft audit reflecting an unmodified (clean) opinion with no findings, including successful completion of the required Single Audit.
3. There was discussion amongst board members regarding the Alcorn audit report.
4. Dr. Pretlow moved to accept and approval of the Alcorn audit report and Mr. Rice seconded that motion.
5. By a unanimous vote the Alcorn audit report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

b. Universal Audenried Charter School

1. **Annual Financial Audited Statement:** Haefele Flanagan independent auditor. Robbie Home presented the audit report for Audenried Charter School.
2. The Board reviewed the draft audit reflecting an unmodified (clean) opinion with no findings, including successful completion of the required Single Audit.
3. There was discussion amongst board members regarding the Audenried audit report.

4. Dr. Pretlow moved to accept and approval of the Audenried audit report and Mr. Holmes seconded that motion.
5. By a unanimous vote the Audenried audit report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

c. **Universal Vare Charter School**

3. **Annual Financial Audited Statement:** Haefele Flanagan independent auditor. Robbie Homa presented the audit report for Vare Charter School.
4. The Board reviewed the audit reflecting an unmodified opinion, no findings, and disclosures related to the planned closure at the end of the 2025-2026 school year.
6. There was discussion amongst board members regarding the Vare audit report.
7. Dr. Pretlow moved to accept and approval of the Vare audit report and Mr. Holmes seconded that motion.
8. By a unanimous vote the Vare audit report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

ii. **HR Committee Reports**

a. **Alcorn Charter School**

1. Dr. Nixon presented the HR report for Alcorn Charter School.
2. The HR report included:
   - Current vacancies for the 2025-2026 School year
   - 2025-2026 Terminations and Resignations
   - New Hires and Salaries for 2025-2026 school year
3. There was discussion amongst board members regarding the Alcorn HR report.
4. Mr. Holmes moved to accept and approve Alcorn HR report and Dr. Pretlow seconded that motion.
5. By a unanimous vote the Alcorn HR report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

b. **Vare Charter School**

1. Dr. Nixon presented the HR report for Vare Charter School.
2. Board members were given copies of the Vare HR report which was reviewed by board members prior to the board meeting.
3. The HR report included:
   - Current vacancies for the 2025-2026 School year
   - 2025-2026 Terminations and Resignations
   - New Hires and Salaries for 2025-2026 school year

4. There was discussion amongst board members regarding the Vare HR report.
5. Dr. Pretlow moved to accept and approve Vare HR report and Mr. Rice seconded that motion.
6. By a unanimous vote the Vare HR report was accepted and approved
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

c. **Audenried Charter High School**

1. Dr. Nixon presented the HR report for Audenried Charter School.
2. Board members were given copies of the Audenried HR report which was reviewed by board members prior to the board meeting.
3. The HR report included:
   - Current vacancies for the 2025-2026 School year
   - 2025-2026 Terminations and Resignations
   - New Hires and Salaries for 2025-2026 school years
4. There was discussion amongst board members regarding the Audenried HR report.
5. Mr. Holmes moved to accept and approve Audenried HR report and Dr. Pretlow seconded that motion.
6. By a unanimous vote the Audenried HR report was accepted and approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

iii. **Facilities Committee Reports**

a. Alcorn Charter School

1. Chris Hill and Lawrence Threadgill Presented the facilities report for Alcorn Charter School.
2. Routine maintenance and winter deep-cleaning preparations were reported.
3. There was discussion amongst board members regarding the Alcorn facilities report.
4. Mr. Holmes moved to accept Alcorn facilities report and Mr. Rice seconded that motion.
5. By a unanimous vote the Alcorn facilities report was accepted.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

b. Vare Charter School

1. Chris Hill and Lawrence Threadgill Presented the facilities report for Vare Charter School.
2. Facilities issues were reviewed with attention to maintaining safe and functional operations through the final year of the charter.
3. There was discussion amongst board members regarding the Vare facilities report.

4. Dr. Pretlow moved to accept Vare facilities report and Mr. Rice seconded that motion.
5. By a unanimous vote the Vare facilities report was accepted.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

c. Audenried Charter High School

1. Chris Hill and Lawrence Threadgill Presented the facilities report for Audenried Charter School.
2. Pennoni Engineering was engaged to support preparation of an RFP for HVAC units identified as deficient during air quality testing.
3. Maintenance staff replaced two broken HVAC belts and continued monitoring rooftop units.
4. New floor-cleaning equipment was ordered and pending delivery.
5. A server room cooling issue related to a concealed leak was identified and scheduled for remediation.
6. Legal counsel was reviewing proposed revisions to the solar panel contract.
7. There was discussion amongst board members regarding the Audenried facilities report.
8. Dr. Pretlow moved to accept Audenried facilities report and Mr. Rice seconded that motion.
9. By a unanimous vote the Audenried facilities report was accepted.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

V. Presentations

i. Central Office Report

i. Dr. Nixon presented the Central office report for Alcorn, Vare and Audenried.

1. Presented by Dr. Penny Nixon, Superintendent/CEO.
2. Dr. Nixon provided a comprehensive Superintendent Update to strengthen Board oversight, transparency, and alignment across Universal Charter Schools. The presentation focused on governance systems, academic accountability, charter renewal status, and Board development priorities.

Principal Board Report Requirement

3. Dr. Nixon announced the implementation of a new standardized Principal Board Report, effective January 2026, applicable to all Universal Charter School principals. The report will be submitted in advance of scheduled Board meetings using a network-wide template. The purpose of this requirement is to provide the Board with a consistent, data-informed snapshot of school performance and to enhance transparency and accountability across campuses.

Universal Audenried Charter High School – Charter Renewal Status Update

4. Dr. Nixon provided an update on Audenried's charter renewal status, noting the school's current designation of "Approaches Standard" based on available Academic Success metrics. She highlighted strong multi-year growth scores and historically stable attendance, while explaining that proficiency, Keystone

assessment results, and postsecondary readiness data for the 2024–2025 school year remain pending.

Board Training – Spring 2026

5. Dr. Nixon previewed planned Spring 2026 Board Training, to be facilitated by Universal Education Company. The training will focus on charter governance, academic and financial oversight, compliance and fiduciary duties, and effective Superintendent–Board collaboration to support long-term governance excellence.
6. The Board engaged in discussion regarding Superintendent's update.
7. Dr. Pretlow moved to approve the Central Office Report and Mr. Holmes seconded that motion.
8. By a unanimous vote the Central Office Report was approved.
   - **Board Vote:**
     - **Yes: 4**
     - **No: 0**
     - **Abstain: 0**

VI. **Board Action Items**

i. **Universal Alcorn Charter School**

a. **Resolution AL25-26-012: FY 25 Annual Audit Financial Statement**

1. Dr. Pretlow made a motion to accept and approve Resolution AL25-26-012 and Mr. Holmes second that motion.
2. By a majority vote Resolution AL25-26-012 was approved.

RESOLVED, that the Board of Trustees authorizes Universal Community Homes, through the Chief Financial Officer or his designee, the execution, delivery, and performance by Haefele, Flanagan & Co, the completion of the Annual Financial Audit for FY 2025 ending June 30, 2025 for Universal Alcorn

- **Board Vote:**
  - **Yes: 4**
  - **No: 0**
  - **Abstain: 0**

b. **Resolution AL25-26-013: Special Education Settlement: Z.T.**

1. Dr. Pretlow made a motion to accept and approve Resolution AL25-26-013 and Mr. Holmes second that motion.
2. By a majority vote Resolution AL25-26-013 was approved.

RESOLVED, that the Board of Trustees authorizes Universal Education Company, through the Superintendent or her designee, in the form attached, to execute, and deliver, a settlement agreement for 900 compensatory education hours at $60.00 per hour for student Z.T. for a total amount of Fifty-Four Thousand ($54,000.00) and reasonable attorney fees not to exceed One Thousand, One Hundred and Fifty Dollars ($1150.00).

- **Board Vote:**
  - **Yes: 4**
  - **No: 0**
  - **Abstain: 0**

ii. **Universal Vare Charter School**

a. **Resolution V25-26-010: FY 25 Annual Audit Financial Statement**

1. Dr. Pretlow made a motion to accept and approve Resolution V25-26-010 and Mr. Holmes second that motion.

2. By a majority vote Resolution V25-26-010 was approved.

RESOLVED, that the Board of Trustees authorizes Universal Community Homes, through the Chief Financial Officer or his designee, the execution, delivery, and performance by Haefele, Flanagan & Co, the completion of the Annual Financial Audit for FY 2025 ending June 30, 2025 for Universal Vare

- **Board Vote:**
  - **Yes: 4**
  - **No: 0**
  - **Abstain: 0**

iii. **Universal Aunderied Charter School**

a. **Resolution AU25-26-031: FY 25 Annual Audit Financial Statement**

1. Dr. Pretlow made a motion to accept and approve Resolution AU25-26-031 and Mr. Holmes second that motion.
2. By a majority vote Resolution AU25-26-031 was approved.

RESOLVED, that the Board of Trustees authorizes Universal Community Homes, through the Chief Financial Officer or his designee, the execution, delivery, and performance by Haefele, Flanagan & Co, the completion of the Annual Financial Audit for FY 2025 ending June 30, 2025 for Universal Audenried.

- **Board Vote:**
  - **Yes: 4**
  - **No: 0**
  - **Abstain: 0**

b. **Resolution AU25-26-032: Technology Purchase Request: CDW**

1. Dr. Pretlow moved to accept and approve Resolution AU25-26-032 and Mr. Holmes seconded that motion.
2. By unanimous vote Resolution AU25-26-032 was approved.

RESOLVED, the Board of Trustees hereby authorizes the execution, delivery, and performance by Universal Community Homes, through the Chief Operating Officer or her designee, of a purchase for Chromebooks and Promethean Boards from **CDW** for education curriculum in an amount not to exceed **$95,075** for Audenreid

- **Board Vote:**
  - **Yes: 4**
  - **No: 0**
  - **Abstain: 0**

VII. **Public Comments**

a. There were no public comments.

VIII. **Adjournment**

a. Dr. Pretlow moved to adjourn, and Mr. Holmes seconded that motion.
b. By unanimous vote the motion to adjourn passed.
c. The meeting concluded at 7:42 p.m.