UNIVERSAL
CHARTER SCHOOLS

Public Meeting of the Board of Trustees
for
Universal Institute Charter School
Meeting held Virtually via Zoom
December 18, 2025, at 6:00 PM
Meeting Minutes

BOARD MEMBERS PRESENT:
1. David Thompson, Board President
2. Michelle Martin, Board Secretary
3. Dr. Zenida Driver , Board Member

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

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

I. **Meeting Minutes**
   a. November 5, 2025 Special Public Meeting Minutes
      i. A motion was made to approve the November 5, 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: 3**
            - **No: 0**
            - **Abstain: 0**
   b. September 25, 2025 Public Meeting Minutes
      i. A motion was made to approve the September 25, 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: 3**
            - **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 UICS, reporting on actual financial performance from July 1, 2025 through November 30, 2025, with projections through June 30, 2026. UICS shows favorable district funding rates, enrollment trends, and disciplined expenditure management were highlighted. The school received a draft independent audit reflecting an unmodified (clean) opinion, confirming strong internal controls and financial integrity.

a. **Institute Charter School**

1. **Profit/Loss and Budget Statement:** Vertex Education financial management consultant. Kevin Corcoran presented the finance report for Institute 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. Enrollment was slightly below projections; however, increased district funding rates more than offset the enrollment variance.
4. Expenditures were tracked closely to the approved budget.
5. There was discussion amongst board members regarding the Institute financial report.
6. Mrs. Martin moved to accept the Institute financial report,
7. By a unanimous vote the Institute financial report was accepted and approved.

➢ **Board Vote:**
- **Yes: 3**
- **No: 0**
- **Abstain: 0**

ii. Audit Committee Report

a. Universal Institute Charter School

1. **Annual Financial Audited Statement:** Haefele Flanagan independent auditor. Robbie Homa presented the audit report for Institute 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 Institute audit report.
4. Mrs. Martin moved to accept and approval of the Institute audit report.
5. By a unanimous vote the Institute audit report was accepted and approved.

➢ **Board Vote:**
- **Yes: 3**
- **No: 0**
- **Abstain: 0**

ii. **HR Committee Reports**

a. **Institute Charter School**

1. Dr. Nixon presented the HR report for Institute 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 Institute HR report.
4. Mrs. Martin moved to accept and approve Institute HR report.
5. By a unanimous vote the Institute HR report was accepted and approved.

➢ **Board Vote:**
- **Yes: 3**
- **No: 0**
- **Abstain: 0**

iii. **Facilities Committee Reports**

a. Institute Charter School

1. Repair of a cracked sewer pipe in the first-floor adult restroom, restoring full functionality.
2. Identification of restroom repairs on the second and third floors of the annex, with cost estimates pending from Ace Vac Company.
3. Ongoing rooftop HVAC unit maintenance, including system resets as an interim measure.
4. Replacement of damaged sprinkler heads in the annex stairwell and additional inspections throughout both buildings due to aging infrastructure.
5. Development of a facilities improvement planning spreadsheet in collaboration with school leadership and central office
6. There was discussion amongst board members regarding the Institute facilities report.
7. Mrs. Martin moved to accept Institute facilities report.
8. By a unanimous vote the Institute facilities report was accepted.

➢ **Board Vote:**
- **Yes: 3**
- **No: 0**
- **Abstain: 0**

V. Presentations

i. Universal Institute Charter School

i. Principal Waters provided a comprehensive school update, including:

1. Current enrollment of 567 scholars.
2. Completion of the second round of benchmark assessments, including science testing.
3. Ongoing transition to computer-based testing, with targeted student supports, annotation strategies, and use of scrap paper to mirror traditional testing practices.
4. Preliminary benchmark data indicating student growth between assessment cycles.

5. Implementation of data passports to increase student ownership of academic progress.
6. School culture initiatives, including PBIS activities, parent workshops on executive functioning, career day programming, and enrichment opportunities.
7. Community engagement efforts, including holiday support to families through food and gift card distributions.
8. The Board engaged in discussion regarding principals' update.
9. Mrs. Martin moved to approve the principals' report.
10. By a unanimous vote the principals' report was approved.
    - **Board Vote:**
        - **Yes: 3**
        - **No: 0**
        - **Abstain: 0**

ii. **Central Office Report**

i. Dr. Nixon presented the Central office report for Institute

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.

Board Training – Spring 2026

4. 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.
5. The Board engaged in discussion regarding Superintendent's update.
6. Mrs. Martin moved to approve the Central Office Report.
7. By a unanimous vote the Central Office Report was approved.
    - **Board Vote:**
        - **Yes: 3**
        - **No: 0**
        - **Abstain: 0**

VI. Board Action Items

i. Universal Institute Charter School

a. Resolution I25-26-012: FY 25 Annual Audit Financial Statement

1. Mrs. Martin made a motion to accept and approve Resolution I25-26-012
2. By a majority vote Resolution I25-26-012 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 Institute.

- **Board Vote:**
  - **Yes: 3**
  - **No: 0**
  - **Abstain: 0**

b. Resolution I25-26-013: Special Education Settlement: A.E.

1. Dr. Pretlow made a motion to accept and approve Resolution I25-26-013 and Mr. Holmes second that motion.
2. By a majority vote Resolution I25-26-013 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 600 compensatory education hours at $60.00 per hour for student A.E. for a total amount of Thirty-Six Thousand ($36,000.00) and reasonable attorney fees not to exceed Five Thousand Dollars ($5000.00).

- **Board Vote:**
  - **Yes: 3**
  - **No: 0**
  - **Abstain: 0**

VII. Public Comments

a. There were no public comments.

VIII. Adjournment

a. Mrs. Martin moved to adjourn,
b. By unanimous vote the motion to adjourn passed.
c. The meeting concluded at 6:38 p.m.