

Minutes of the Meeting
The Davidson Academy Governing Board
September 28, 2022

Call to Order

The regular meeting of the Governing Board of the Davidson Academy was called to order at 2:02 p.m. This public meeting was held by videoconference allowing members of the public to hear and observe the meeting. Members of the public were invited to provide comments by telephone, through videoconference, or by email.

A. Roll Call

Roll call was completed by Meeting Chair, Mark Herron. In attendance were Roger Davidson, Bob Davidson, Annette Whittemore, Lauralyn McCarthy-Sandoval, Dr. Susan Enfield, and Brian Krolicki. Also present were Controller, Karin Dixson; Academy Director, Colleen Harsin; Legal Counsel, Ann Alexander; Governing Board Clerk, Aimee Fredericks and IT Support, Ben Brown. Brian Sandoval and Richard Trachok were not present. Following completion of roll call, a quorum of voting members was confirmed. Jhone Ebert joined the meeting following roll call and during presentation of agenda item G.1.

B. Welcome and Introduction

Mark Herron welcomed Board Members and members of the public in attendance.

Mr. Herron introduced guests, Morris Zlotowitz, Kimberley Hastings and Kevin Wilde from the independent auditing firm, Holthouse, Carlin & Van Trigt, who would be reporting on the submitted audit report.

C. Public Comment

Mark Herron provided instructions concerning public comment as stated under item C. of the meeting agenda.

Mark Herron stated that this meeting would be held without a physical location, but in compliance with Nevada legislation, was available for visual participation, and audio call-in for public comments. He referenced the public comment details provided in the agenda and confirmed that public comments, if made, would be received by email or by telephone. No comments were received.

D. Approval of Agenda

Mark Herron requested a motion to move agenda item G.1.a. for presentation and consideration by the Board, prior to item F. Reports. Motion was made and seconded for approval of the amended meeting agenda. Motion carried unanimously.

E. Approval of Minutes

Mark Herron requested approval of the minutes for the meeting of May 23, 2022, included in the board book for this meeting. Motion was made and seconded for approval of the minutes as submitted. There was no discussion and the motion carried with one abstention.

F. Reports

1. Academy Director

a. General Program Updates

Colleen Harsin began her report by referring Board Members to Tab 2 of their board books which included letters of recognition from Massachusetts Institute of Technology (MIT) for Davidson Academy Instructors, Darren Ripley, and Brett Guisti. Incoming freshmen attending MIT have the opportunity to nominate an instructor they believe supported them and made a difference in their high school education.

Under Tab 3, Ms. Harsin referred Board Members to the 2023 National Merit Scholarship list of semifinalists and commended students. Eleven Davidson Academy students are semifinalists and two are being recognized as commended students. Semifinalist students needed to achieve a minimum selection index score of 210 on the PSAT/NMSQT, which is four-point drop from last year.

Under Tab 4, Ms. Harsin referred Board Members to the Pupil Enrollment and Attendance Audit completed in the spring. A clean audit was issued, with no findings. Ms. Harsin reported that enrollment increased by 14% in the current school year from last year with 163 students enrolled. Under Tab 5, Board Members were provided a copy of the updated school profile letter which is also available on the Academy's public website.

Lauralyn McCarthy Sandoval asked how the students are doing with coming back to school without COVID-19 restrictions. Ms. Harsin confirmed that students were very excited. Although no restrictions are in place, masks continue to be optional and COVID-19 screening agreements were collected for all students.

Bob Davidson asked if there had been any further planning for future campus space available to the Academy. Mark Herron confirmed that preliminary discussions had taken place.

2. Media and Outreach

Ms. Harsin referred Board Members to Tab 6 of their board books for a summary of media and outreach activities for the Davidson Academy. Notable website mentions, website metrics and ranking remain good. Bob Davidson expressed that the

Washington Post school rankings appear not accurately inclusive of the Davidson Academy in that the ranking is based on a school's AP Coursework.

G. General Business

1. VICE PRESIDENT AND CHIEF FINANCIAL OFFICER

a. Presentation of independent auditor's report for the fiscal year ended June 30, 2022 (*for possible action*)

Mark Herron, Vice President, and Chief Financial Officer referred to Morris Zlotowitz and Kimberly Hastings for presentation of the independent auditor's report for the fiscal year ended June 30, 2022.

Mr. Zlotowitz began his presentation and referred Board Members to Tab 9 of their board books with discussion of the audit results letter. The audit letter is the required communication from the auditors to those in charge of governance of Davidson Academy financials. He advised that an unmodified opinion, without qualification was provided following completion of the audit. The financial statements were confirmed as prepared properly and in accordance with Government Accounting Standards. Concerning the accounting policies, there were no transactions entered that lacked authoritative consensus. The prepaid rent agreement with the University is noted. The financial statements are neutral, consistent, and clear. There were no difficulties in performing the audit. There were no misstatements or disagreements with management, and no recommendations indicated.

Mr. Zlotowitz referred to Ms. Hastings for further comments. Ms. Hastings advised that a clean audit opinion was issued. Some variances with the previous year noted were changes to the Distributive Student Account budget as those numbers came in lower overall, and the pending separation with Davidson Academy Online. She confirmed that Karin Dixson did a great job in identifying areas of the budget that needed to be separate from Davidson Academy Online moving forward.

The focus of the audit was on fixed asset and capitalization, which came in clean with no adjustments needed. She indicated that a new standard was in effect regarding leases however was not applicable to the Davidson Academy due to the arrangement with the University. Ms. Hastings concluded her comments with thanking Karin Dixson, Colleen Harsin, and Mark Herron for their assistance. Mark Herron opened the auditor's report to questions from the Board.

Brian Krolicki thanked Karin Dixson, Colleen Harsin, and Mark Herron for their work on preparing the audit. He asked whether there were any pending or current litigation involving the Davidson Academy. Mark Herron confirmed that there was not. Mr. Krolicki questioned, in terms of best practice to have a different auditing firm complete the audit next year to have a fresh perspective. Ms. Hastings confirmed that different auditors are

included from year to year to provide a fresh perspective. This year that included Kevin Wilde who is a Supervising Auditor. She commented that they take a risk-based approach to the audit, and this year they focused on fixed assets, capitalization and the separation of Davidson Academy with Davidson Academy Online.

Concerning Distributive Student Account funding, Jhone Ebert commented that this amount fluctuates depending on enrollment and there is a new student-centered funding model in place.

There being no further questions coming before the Board concerning the audit report, Mark Herron requested motion to accept the auditor's report for fiscal year ending June 30, 2022. Motion was made and seconded for acceptance of the auditor's report as submitted. There was no further discussion, and the motion carried unanimously.

H. Public Comment

There were no comments from the public at this time.

I. Adjournment

There being no further business coming before the Board in public meeting, Mr. Herron asked for a motion to adjourn. Motion was made, seconded, and carried unanimously. The meeting adjourned at 2:49 p.m.

Aimee Fredericks

Respectfully submitted by Aimee Fredericks, Governing Board Clerk