

**MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS OF  
PARNASSUS PREPARATORY SCHOOL**

**Held August 3, 2020**

Minutes of a Special Meeting of the Board of Directors of Parnassus Preparatory School, a Minnesota non-profit corporation (the “Company” or the “School”), held on August 3, 2020 via telephone conference where all directors and other participants could hear each other, in accordance with Minn. Stat. 13D.021.

Present at the meeting were directors Greg Friess, Ravi Shandbhag, Ben Ark, Ken Zigrino and Barb Rose. Also present from the School was Ms. Ford, Executive Director.

The meeting was called to order by Mr. Friess at 9:02 a.m. Mr. Friess noted the presence of a quorum. All directors present waived notice of the meeting.

**MISSION STATEMENT**

The first order of business was to recite the mission statement of the School, which was done by Mr. Friess.

**APPROVAL OF AGENDA**

The next order of business was to approve the Agenda for the meeting included in the Board’s packet circulated prior to the meeting (the “Board Packet”). Upon motion duly made and seconded, the Board unanimously approved (by roll call vote) the Agenda as presented in the Board Packet.

**CONSENT AGENDA**

The next order of business was to approve the Consent Agenda for the meeting included in the Board Packet, with the exclusion of the proposed amended School Calendar. Upon motion duly made and seconded, the Board unanimously approved (by roll call vote) the items in the Consent Agenda as presented in the Board Packet, other than the proposed School Calendar.

**DISCUSSION OF ADMINISTRATIVE ITEMS**

The next order of business was to discuss certain administrative items. Ms. Ford led the discussion, which centered on the recent guidance from the State and MDE regarding allowable school opening models and accompanying per-county data for opening schools in the upcoming school year, all of which were included in the Board Packet. A lengthy discussion ensued, and Ms. Ford recommended to the Board that the School open on an all-Hybrid model for all 3 levels (Grammar, Logic and Rhetoric), and expressed her confidence that the School would be able to deliver on this model.

## **APPROVAL OF ALL-HYBRID OPENING MODEL**

The next order of business was to consider and approve an opening model for the School. Upon motion duly made and seconded, and in accordance with the State requirements set forth in the Board Packet as well as the recommendation of the School's Executive Director, the Board unanimously approved (by roll call vote) empowering the School's Executive Director to open the School on an all-Hybrid model.

## **AUTHORITY TO CHANGE MODEL**

The next order of business was to consider and approve the granting to the Executive Director of the authority to modify the School's Covid-19-related operating model (the "Model") in the event of changing data over time, whether to a more restrictive (e.g. from hybrid model to all distance-learning model) or less restrictive model. A lengthy discussion ensued, with all members of the Board and Ms. Ford participating. Upon motion duly made and seconded, the Board unanimously approved (by roll call vote) the following:

That the Executive Director be and hereby is authorized (in all cases following applicable state and federal guidelines and taking into account new Covid-19-related data that emerges from applicable authorities): (i) to change the Model to a more restrictive model than is in place at the time the decision to change is made; and (ii) to change the Model to a less restrictive model than is in place at the time the decision to change is made, but in this case only with Board input and approval.

## **APPROVAL OF AMENDED SCHOOL CALENDAR**

The next order of business was to consider and approve the revised School Calendar, which was included in the Board Packet. Ms. Ford reviewed the proposed Calendar and recommended that the start date of the School be changed from August 25 to August 31, 2020. Upon motion duly made and seconded, the Board unanimously approved (by roll call vote) the revised School Calendar included in the Board Packet, with an amended start date of August 31, 2020.

## **ADJOURNMENT**

The next order of business was to discuss the adjournment of the meeting. On motion made and duly seconded, the Board of Directors unanimously approved the adjournment of the meeting at approximately 10:28 a.m.

Respectfully submitted,

---

Kenneth D. Zigrino, Secretary