

MINUTES OF REGULAR MEETING OF BOARD OF DIRECTORS OF PARNASSUS PREPARATORY SCHOOL

Held May 13, 2025

Minutes of a Regular Meeting of the Board of Directors of Parnassus Preparatory School, a Minnesota non-profit corporation (the “Company” or the “School”), held on May 13, 2025, at Parnassus Preparatory School, 11201 96th Street, Maple Grove, Minnesota.

Present at the meeting were directors Greg Friess, Ben Ark, Ken Zigrino, Dr. Surbhi Barber and Barb Rose.

Also present from the School were Ms. Good, the School’s Interim Executive Director, members of the Administrative team, and Ms. Kelley Rimpala of Creative Planning, the School’s management company.

The meeting was called to order by Mr. Friess at 6:00 p.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 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, as amended. Upon motion duly made and seconded, the Board unanimously approved the items in the Consent Agenda as presented in the Board Packet.

COMMUNITY COMMENT

The next order of business was to hear comments from Community Members in attendance. No Community Members submitted comments to the Board. No formal action was taken.

ADMINISTRATIVE ITEMS

The next order of business was to discuss certain administrative items. Ms. Good

discussed the following (i) a proposed change to the School's 2025 - 2026 Admissions and Lottery Procedures to provide for an increase in the minimum enrollment threshold for the First Level Rhetoric (1R) from 90 to 95 students; and (ii) an acknowledgement of the retirement for Ms. Lundberg. No formal action was taken.

APPROVAL OF REVISIONS TO THE 2025-26 ADMISSION AND LOTTERY PROCEDURES

The next order of business was to discuss and approve a proposed change to the School's 2025 - 2026 Admissions and Lottery Procedures as presented in the Board Packet (the "Proposed Changes"). Upon motion duly made and seconded, the Board unanimously approved the Proposed Changes as presented in the Board Packet.

RECOGNITION OF RETIREMENT AND APPROVAL OF ADDITIONAL EARNED INCOME

The next order of business was to discuss and approve a recognition of Ms. Lundberg for her service upon her retirement, and to authorize the Interim Executive Director to award Additional Earned Income (AEI) to retiring teachers in line with the School's existing AEI framework (the "AEI Proposal"). Upon motion duly made and seconded, the Board unanimously approved the AEI Proposal as presented in the Board Packet, by roll call vote as follows:

Mr. Ark	Yea
Dr. Barber	Yea
Ms. Rose	Yea
Mr. Zigrino	Yea
Mr. Friess, Chair	Yea

ACCEPTANCE OF MARCH 2025 FINANCIAL STATEMENTS

The next order of business was to accept the March 2025 Financials, as presented in the Board Packet, and as reviewed and recommended by the Finance Committee. Ms. Rimpala presented the financials to the Board and answered questions. Upon motion duly made and seconded, the Board approved acceptance of the March 2025 Financials as presented in the Board Packet via a roll call vote as follows:

Mr. Ark	Yea
Dr. Barber	Yea
Ms. Rose	Yea
Mr. Zigrino	Yea
Mr. Friess, Chair	Yea

APPROVAL OF MARCH WORKING BUDGET AS THE REVISED 2025 BUDGET

The next order of business was to approve the March Working Budget as the Revised

2025 Budget, as presented in the Board Packet and as reviewed and recommended by the Finance Committee. Ms. Rimpala presented the working budget to the Board and answered questions. Upon motion duly made and seconded, the Board approved the March Working Budget as the Revised 2025 Budget via a roll call vote as follows:

Mr. Ark	Yea
Dr. Barber	Yea
Ms. Rose	Yea
Mr. Zigrino	Yea
Mr. Friess, Chair	Yea

ACCEPTANCE OF DRAFT FY2026 BUDGET

The next order of business was to accept the Draft FY2026 Budget as presented in the Board Packet and as reviewed and recommended by the Finance Committee. Ms. Rimpala presented the draft budget to the Board and answered questions. Upon motion duly made and seconded, the Board approved the Draft FY2026 Budget via a roll call vote as follows:

Mr. Ark	Yea
Dr. Barber	Yea
Ms. Rose	Yea
Mr. Zigrino	Yea
Mr. Friess, Chair	Yea

APPROVAL OF POLICIES 535 AND 514

The next order of business was to discuss and approve proposed Policy 535 – Animals in School, and Policy 514 – Bullying Prohibition, both as reviewed and recommended by the School’s Policy and Elections Committee and included in the Board Packet (the “Reviewed Policies”). Mr. Ark, Mr. Zigrino and Ms. Good talked briefly and answered questions regarding the Reviewed Policies. Upon motion duly made and seconded, the Board unanimously approved the Reviewed Policies.

BOARD ITEMS

The next order of business was to discuss certain Board items. Mr. Friess discussed (i) an update on the School’s search for a new Executive Director; (ii) a 5-year renewal of the School’s IT contract with Syand; (iii) a review of the School’s recent closed session by Mr. Friess, a copy of which is attached hereto as Exhibit A; and (iv) the School’s review of its auditors. No formal action was taken at that time.

APPROVAL OF NEW AUDITOR ENGAGEMENT

The next order of business was to discuss and approve the engagement of Thomas & Company, CPA, PA as the School’s auditors for a period of 3 years, pursuant to the engagement letter included in the Board Packet (the “Letter”). Mr. Friess talked briefly about the responses

from the auditing firms from which the School Received quotes, and answered questions regarding the proposed new auditors. Upon motion duly made and seconded, the Board unanimously approved the engagement of Thomas & Company, CPA, PA as the School's auditors for a period of 3 years, pursuant to the Letter, and authorized Mr. Friess to execute the Letter on behalf of the School.

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 to adjourn the meeting at approximately 7:50 p.m.

Respectfully submitted,

Kenneth D. Zigrino, Secretary

EXHIBIT A

Addendum to the May 5th, 2025 Board Minutes

The Parnassus Board of Directors has recently held closed sessions at their March 11th, April 8th, and April 22nd Board Meetings. All sessions were closed in accordance with Minnesota Open Meeting law.

As noted at the time of each closing. The meetings were to discuss an asset purchase. The meetings were closed to allow the board to discuss negotiating strategies and potential offers. They were also closed at the request of the sellers.

On April 22nd, sellers informed the School that they had executed a purchase agreement with another party. The Board was informed of this at the April 22nd special meeting. Because no formal action was taken, no further details will be released.