Minutes of Board of Directors Meeting

EDUPRIZE Schools
Virtual Meeting meet.google.com/xgs-qmsq-gxn

October 30, 2025

Members in attendance:	Seth Klempner (joined at 2:56pm) Carrie Larson Todd Noel Monika Calamita
Non-Members present:	Michael Gordon-Smith Robin Yeargain Dixie Marshall Shannon Cunningham Jason Wojciechowski

1. Call to Order
   The meeting was called to order by Carrie Larson at 2:34 pm.

The agenda was reordered to address Item #4 first for discussion.

4. Discussion and potential action to approve the School Specific Change in Grades Served Amendment submission to ASBCS.

   A general discussion was held regarding the proposal and communication of the change to faculty/staff and families.

   A motion was made by Monika Calamita to approve the School Specific Change in Grades Served to not include in-person 9th-12th grade students beyond the 2025-2026 school year, and authorizing the Superintendent and Executive Director to perform any necessary actions with the Arizona State Board for Charter Schools and other entities to effectuate the same. Todd Noel seconded the motion. The Board unanimously approved, with Seth Klempner (voting by proxy Carrie Larson), Carrie Larson, Todd Noel and Monika Calamita in favor. None opposed.

2. Approval of EDUPRIZE Schools Inc. Bylaws
   A motion was made by Carrie Larson to approve the EDUPRIZE Schools Inc. Bylaws as presented to the Board, and to direct the Secretary, in her role as

Secretary, to execute and sign them. Todd Noel seconded the motion. The Board unanimously approved, with Seth Klempner, Carrie Larson, Todd Noel in favor. None opposed. Monika Calamita abstained from voting on this item.

3. Approval of EDUPRIZE Schools Inc. Conflict of Interest Policy
   A motion was made by Carrie Larson to approve the new EDUPRIZE Schools Inc. Conflict of Interest Policy as presented to the Board, and to direct the Secretary, in her role as Secretary, to sign and execute the same. Todd Noel seconded the motion. The Board unanimously approved, with Seth Klempner, Carrie Larson, and Todd Noel in favor. None opposed. Monika Calamita abstained from voting on this item.

5. As-Needed Executive Session
   The Board moved into Executive Session at 2:59 pm.
   The Board moved out of Executive Session at 3:04 pm.

A motion was made by Monika Calamita to adjourn the meeting, and Todd Noel seconded the motion. The meeting was adjourned at 3:05 pm by Carrie Larson.