

**Archimedean Academy, Inc.**

**Board of Directors Meeting**

**April 8<sup>th</sup>, 2015**

**Minutes of the Meeting**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami on **April 8<sup>th</sup>, 2015**. There were not sufficient directors present and therefore there was no quorum.

**Agenda**

The agenda proposed by Dr. Kafkoulis was redirected for discussion and approval for the next Board meeting to be held on **April 15<sup>th</sup>, 2015**.



Respectfully Submitted,  
**Frank Berrizbeitia**  
Acting Corporate Secretary

**Archimedean Academy, Inc.**  
**Board of Directors Meeting**  
**April 15<sup>th</sup>, 2015**  
**Meeting Minutes**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami, on April 15<sup>th</sup>, 2015. Four of the Directors, Dr. George Kafkoulis; Dr. Andres Tremante; Engineer Chris Korfiatis and Mr. Frank Berrizbeitia were present and, therefore, a quorum was obtained. Present was also the C.E.B.O. Dimitris Bardoutsos. Mr. Frank Berrizbeitia acted as secretary to the meeting and kept the minutes

**Agenda:**

The following agenda was proposed by Dr. Kafkoulis:

Readings of the minutes of the previous meetings.  
Report from Chairman of the Board on School Activities.  
Committee report on the hiring of a new Principal for the Archimedean Academy.  
Discussion on Capital Projects and planned construction and maintenance issues.

**New Business Discussion and Motions:**

The minutes of the previous meeting were reviewed and approved unanimously.

The Chairman of the Board updated the board on events and activities. Our Science Olympiad teams did a superb job at the State Science Olympiad Tournaments at University of Central Florida last Saturday. Both Schools will represent the State of Florida in the National Science Olympiad Tournaments at Lincoln Nebraska in May 15 2015.

Our Archimedean Upper Conservatory senior's academic success.

We are waiting for more news of University admissions during the next 10 days: so far (and without news from the Ivy League yet), we have 12% of our students admitted in top 10 Universities and Liberal Arts Colleges and 18% in top 20. We should be approximately at 50% mark of our graduates accepted at top 50. We have three National Merit Scholars and three students accepted at Caltech. Three Posse Foundation full scholarships at Pomona, Davidson & Syracuse. Three UM Presidential Scholarships and full Scholarship from Washington University in St. Louis and two candidates for Presidential full-ride scholarship at Harvey Mudd.

The Board received an update on the search for a principal for the Archimedean Academy elementary school. The committee appointed to interview candidates had offered the position to the Archimedean Middle Conservatory Principal who declined the position. A motion was made by Mr. Berrizbeitia and seconded by Dr. Kafkoulis to appoint **Ms Christina Briz**, the Archimedean Academy Elementary School assistant Principal as interim Principal until a new Principal is selected by the Board. The resolution was adopted unanimously

The chairman of the Board gave an update on the Construction schedule and reported that one company has submitted a lowered construction budget by more

than \$0.5 million. He also informed the Board that the construction now requires a full time Architect for the Project as well as a Construction Administration Architect. A new appraisal of the existing building is in process. Modulers 19-20 have been approved by zoning. We are working on the Building permit. We would like to install them in July 2015 in order to increase our student capacity to 1240 during the construction year. We have two candidates for the Project Manager position.

The AC Chiller is finished (had passed its life expectancy of 25 years) and required a rebuild or the purchase of a new compressor. The cost is approximately \$50K-90K. A motion was made by Engineer Korfiatis and seconded by Dr. Tremante and approved unanimously by all present to authorize C.E.B.O. to contract for a suitable replacement.

The chairman gave additional report on budget items for new construction and a review of the F.F. & E. [Furniture; Fixtures and Equipment] budget of \$450K, as well as the most needed items for our sports facilities: the tennis courts and additional basketball and volleyball courts on the footprint of the Cultural Center. The Board encouraged the Chairman to dedicate equal time to the Sports facilities as well as to the Academic installations, which he promised to achieve concurrently.

There being no further business to discuss, the meeting was adjourned.

Respectfully Submitted,



**Frank Berrizbeitia**

Acting Corporate Secretary

# Archimedean Academy, Inc.

## Board of Directors Resolution

April 15, 2015

*The undersigned hereby certifies that he is the Acting Recording Secretary of Archimedean Academy Inc, a not-for-profit corporation organized and existing under the laws of the State of Florida and that the following is a true and correct copy of a resolution adopted by the Governing Board of Archimedean Academy Inc. at a meeting held on April 15, 2015 at 7:30 PM at the school facilities located at 12425 Sunset Drive in Miami, Florida.*

RESOLVED by the Governing Board to appoint **Ms Christina Briz**, the Archimedean Academy's Elementary School assistant Principal as interim Principal until a new Principal is selected by the Board.

*The Adoption of said resolution was in all respects legal and that said resolution is in full force and effect and has not been modified or rescinded.*

DATED: April 15, 2015

ARCHIMEDEAN ACADEMY INC.



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By: Mr. Frank Berrizbeitia

Corporate Secretary

Archimedean Board

**Archimedean Academy, Inc.**

**Board of Directors Meeting**

**April 22nd, 2015**

**Minutes of the Meeting**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami on **April 22nd, 2015**. There were not sufficient directors present and therefore there was no quorum.

**Agenda**

The agenda proposed by Dr. Kafkoulis was redirected for discussion and approval for the next Board meeting to be held on **May 13<sup>th</sup>, 2015**.

A handwritten signature in blue ink, appearing to read "Frank Berrizbeitia", is written over a faint circular stamp.

Respectfully Submitted,  
**Frank Berrizbeitia**  
Acting Corporate Secretary

**Archimedean Academy, Inc.**

**Board of Directors Meeting**

**May 13th, 2015**

**Minutes of the Meeting**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami on **May 13th, 2015**. There were not sufficient directors present and therefore there was no quorum.

**Agenda**

The agenda proposed by Dr. Kafkoulis was redirected for discussion and approval for the next Board meeting to be held on **May 27<sup>th</sup>, 2015**.



Respectfully Submitted,  
**Frank Berrizbeitia**  
Acting Corporate Secretary

**Archimedean Academy, Inc.**

**Board of Directors Meeting**

**May 27<sup>th</sup>, 2015**

**Meeting Minutes**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami, on May 27<sup>th</sup>, 2015. Four of the Directors, Dr. George Kafkoulis; CPA Jeff Taraboulos; Engineer Chris Korfiatis and Mr. Frank Berrizbeitia were present and, therefore, a quorum was obtained. Present was also the C.E.B.O. Dimitris Bardoutsos and Dr. Chris Christodoulou of the Archimedean Schools Audit committee. Mr. Frank Berrizbeitia acted as secretary to the meeting and kept the minutes. Our Vice President Attorney Aleco Haralambides attended via Skype from his office.

**Agenda:**

The following agenda was proposed by Dr. Kafkoulis:

Readings of the minutes of the previous meetings.  
Report from Chairman of the Board on School Activities.  
Resolution on out of field assignment for requested teacher.  
Fund raising Committee report on new efforts.  
Discussion on Capital Projects.

**New Business Discussion and Motions:**

The minutes of the previous meeting of April 15 were reviewed and approved unanimously.

The Chairman of the Board updated the board on events and activities. Our Science Olympiad teams did a superb job at the National Science Olympiad Tournaments at Lincoln Nebraska in May, 2015. Our AUC academic success: US News & World report named AUC the 50<sup>th</sup> best high school in the entire nation. We have 22% of our students admitted in top 10 Colleges and Universities.

The Board received an update on the search for both a principal and an assistant principal for the Archimedean Academy Elementary School. A motion was made by Mr. Berrizbeitia and seconded by Dr. Kafkoulis that in the event the acting Principal **Ms Christina Briz**, remains as interim Principal for the School year 2015-2016 then the Board agreed to select an assistant principal as from August 2015 from the existing cadre of in-house qualified educators and Ms. Lazo will be offered the function if and when no new Principal is selected by the Board. The resolution was adopted unanimously. The chairman asked for an out-of-field assignment for one of our Archimedean Academy teachers and the resolution was adopted as per separate resolution below.

The chairman of the Board gave an update on the Construction schedule and informed the Board that the next Board meeting will require approval of whatever terms the Bank submits for our review. We postponed the choice of a candidate for the Project Manager position.

There being no further business to discuss, the meeting was adjourned.  
Respectfully Submitted,

A handwritten signature in blue ink, appearing to read "Frank Berrizbeitia", with a stylized flourish at the end.

**Frank Berrizbeitia**

Corporate Secretary

ARCHIMEDEAN ACADEMY Inc.



**Archimedean Academy, Inc.**  
**Board of Directors Resolution**  
**May 27<sup>th</sup>, 2015**

The undersigned hereby certifies that he is the Acting Recording Secretary of Archimedean Academy Inc, a not-for-profit corporation organized and existing under the laws of the State of Florida and that the following is a true and correct copy of a resolution adopted by the Governing Board of Archimedean Academy Inc. at a meeting held on May 27<sup>th</sup>, 2015 at 7:30 PM at the school facilities located at 12425 Sunset Drive in Miami, Florida.

RESOLVED by the Governing Board that **Ms. Marlene R. Lorie**, an instructor at the Archimedean Academy be granted an **Out of Field Assignment** for **Gifted Education**.

The **Board** approved this waiver and requested that it be noted in the minutes.

*The Adoption of said resolution was in all respects legal and that said resolution is in full force and effect and has not been modified or rescinded.*

DATED: May 27<sup>th</sup>, 2015  
ARCHIMEDEAN ACADEMY INC.



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By: Mr. Frank Berrizbeitia  
Corporate Secretary  
Archimedean Board

**Archimedean Academy, Inc.**  
**Board of Directors Meeting**  
**June 10<sup>th</sup>, 2015**  
**Meeting Minutes**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami, on June 10<sup>th</sup>, 2015. Five of the Directors, Dr. George Kafkoulis; CPA Jeff Taraboulos; Dr. Andres Tremante; Engineer Chris Korfiatis and Mr. Frank Berrizbeitia were present and, therefore, a quorum was obtained. Present was also the C.E.B.O. Dimitris Bardoutsos. Mr. Frank Berrizbeitia acted as secretary to the meeting and kept the minutes. .

**Agenda:**

The following agenda was proposed by Dr. Kafkoulis:

Readings of the minutes of the previous meetings.  
Resolution on out of field assignment for requested teacher.  
Discussion on Capital Projects and review of the financial cost.

**New Business Discussion and Motions:**

The minutes of the previous meeting of May 27<sup>th</sup> were reviewed and approved unanimously.

The Board received an update on the search for a principal for the AA school. Dr. Kafkoulis informed the board that he had received numerous candidates from the two national search agencies.

The chairman asked for an out-of-field assignment for one of our AUC teachers and the resolution was adopted as per separate resolution below.

The chairman of the Board gave an update on the current negotiations with the financial institutions involved in the construction of the AUC/AMC classroom building and informed the Board that one of the financial institutions required an approval of certain terms that the Bank submitted for our review.

The Treasurer made a motion to approve the Bank proposal for a business loan of \$550,000 for a five-year term, seven-year amortization, at 3.9% interest rate. The motion was seconded by the corporate secretary and the Board approved the resolution unanimously and instructed the Corporate Secretary to issue a separate resolution as incorporated below.

The chairman of the Board justified the need to purchase a minority stake of Archimedean Properties LLC as follows:

The Archimedean Schools need to be a part of the ownership of the schools' Campus in order to guarantee the construction of the new master plan.

The Schools have invested a lot of resources and funds since 2004 in order to increase the total student capacity (certificate of use) from 232 students to 1,300

students. That investment would have been wasted without an approval for the construction of new building facilities.

By this new acquisition of the minority stake the Archimedean Schools will own a total of 17.70% of the Archimedean properties LLC Shares i.e 17.70% of the Archimedean Campus.

A motion was made by Mr.Berrizbeitia and seconded by the Treasurer, Mr. Jeff Taraboulos, to authorize the president of the Board Dr. Kafkoulis once the closing of the loan is finalized, to wire transfer USD \$ 550,000 of the said loan, to purchase a 9.74 % share of the property where our school stands. Motion was approved unanimously by all the members present and instructed the Corporate Secretary to issue a separate resolution as incorporated below.

There being no further business to discuss, the meeting was adjourned.  
Respectfully Submitted,



**Frank Berrizbeitia**

Corporate Secretary

ARCHIMEDEAN ACADEMY Inc.

**Archimedean Academy, Inc.**  
**Board of Directors Resolution**  
**June 10<sup>th</sup>, 2015**

The undersigned hereby certifies that he is the Acting Recording Secretary of Archimedean Academy Inc, a not-for-profit corporation organized and existing under the laws of the State of Florida and that the following is a true and correct copy of a resolution adopted by the Governing Board of Archimedean Academy Inc. at a meeting held on June 10<sup>th</sup>, 2015 at 9:00 PM at the school facilities located at 12425 Sunset Drive in Miami, Florida.

RESOLVED by the Governing Board that **Ms. Adrian Rodriguez**, an instructor at the Archimedean Upper Conservatory be granted an **Out of Field Assignment** for **Gifted Education**.

The **Board** approved this waiver and requested that it be noted in the minutes.

*The Adoption of said resolution was in all respects legal and that said resolution is in full force and effect and has not been modified or rescinded.*

DATED: June 10<sup>th</sup>, 2015  
ARCHIMEDEAN ACADEMY INC.



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By: Mr. Frank Berrizbeitia  
Corporate Secretary  
Archimedean Board

**Archimedean Academy, Inc.**  
**Board of Directors Resolution**  
**June 10<sup>th</sup>, 2015**

The undersign hereby certifies that he is the Acting Recording Secretary of **Archimedean Academy Inc**, a not-for-profit corporation organized and existing under the laws of the State of Florida and that the following is a true and correct copy of a resolution adopted by the Governing Board of **Archimedean Academy Inc.** at a meeting held on June 10th, 2015, at 7:30 PM.

RESOLVED by the Governing Board that:

The Chairman of the Board, Dr. Kafkoulis, is hereby authorized to accept the terms and conditions submitted by Mr. Oscar Herrera, Vice President of Regions Bank in his letter of June 9<sup>th</sup> 2015 outlining the financial terms committing the Bank to proceed with the loan for the purpose of expanding the current facility of the **Archimedean Academy and the acquisition of a 9.74% share of Archimedean Properties LLC.** They further authorized the Chairman to enter into a contractual agreement with the **ARCHIMEDEAN Properties LLC** Board to induce Regions bank to provide the necessary funds for the construction of the AUC/AMC classroom building to be located at the main campus at 12425 Sunset Drive in Miami, Florida and wire transfer the amount of \$550,000 for the acquisition of the above mentioned shares of Archimedean properties LLC. The Board deemed that the terms offered in the proposal by Regions Bank were more favorable than any alternative offers received from other financial institutions.

That the Adoption of said resolution was in all respects legal and that said resolution is in full force and effect and the Chairman is authorized to proceed accordingly in subscribing the agreement as outlined in the above mentioned letter from Regions Bank.

DATED This Wednesday, June 10<sup>th</sup>, 2015

ARCHIMEDEAN ACADEMY INC.



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By: Mr. Frank Berrizbeitia  
Recording Secretary  
Archimedean Board.

**Archimedean Academy, Inc.**

**Board of Directors Meeting**

**June 24<sup>th</sup>, 2015**

**Meeting Minutes**

A meeting of the Board of Directors was convened by Dr. George Kafkoulis, the corporation's President, in Miami, on June 24<sup>th</sup>, 2015. Four of the Directors, Dr. George Kafkoulis; Dr. Andres Tremante; Engineer Chris Korfiatis and Mr. Frank Berrizbeitia were present and, therefore, a quorum was obtained. Present was also the C.E.B.O. Dimitris Bardoutsos. Mr. Frank Berrizbeitia acted as secretary to the meeting and kept the minutes.

**Agenda:**

The following agenda was proposed by Dr. Kafkoulis:  
Readings of the minutes of the previous meetings.  
Status of the Academic requirements.  
Discussion on future Curriculum and Budgetary discussion.

**New Business Discussion and Motions:**

The minutes of the previous meeting of June 10<sup>th</sup> were reviewed and approved with some minor modifications requested by the Board.

The Board received an update from the Chairman on the current projects for the summer as well as an update on the current time frame for the construction of the AUC/AMC classroom building. The CEBO gave an update on the Modulars and improvements to the existing facilities.

The Board discussed the dissemination of our success as an institution and several options to establish a permanent ongoing communication campaign were looked at.

There was an overview of the current Common Core curriculum and its impact on the ARCHIMEDEAN model. The chairman updated the current Reading programs in place as well as the Philosophy program, which he wants to introduce at the AA level.

Budget discussions are on standby until we have the actual allocation for FTE and Capital Outlay from the Florida Dept. of Education as these required approvals from Governor Scott. Budget workshop postponed.

There being no further business to discuss, the meeting was adjourned.

Respectfully Submitted,



**Frank Berrizbeitia**

Corporate Secretary

ARCHIMEDEAN ACADEMY Inc.