

MINUTES

PATHWAYS IN EDUCATION-WEST ADA, INC. *An Idaho Nonprofit Corporation*

BOARD OF DIRECTORS SPECIAL MEETING

September 2, 2025

Zoom Dial-in: 1-699-900-6833
Zoom Meeting ID: 818 8663 3983

Meeting Location: Teleconference only

A special meeting of the Board of Directors (“Board”) of Pathways in Education-West Ada, Inc., an Idaho nonprofit corporation (“PIE-WA” or the “School”), was held via teleconference on September 2, 2025 pursuant to the Notice of meeting forwarded to the Directors in compliance with the corporation’s Bylaws.

OPEN SESSION

1. Call to Order

The meeting was called to order at 12:32 P.M. (PT) | 1:32 P.M. (MT) by Jamie Donahue, President of PIE-West Ada, Inc.

2. Welcome and Roll Call

The following Directors, constituting a quorum of the Board, were present:

Ms. Katie Rhodenbaugh
Dr. Drey Campbell
Dr. Jesse Buchholz
Dr. Dustin Barrett

The following Directors were absent:

Dr. Christina Linder

The following individuals also identified themselves as being present:

Jamie Donahue
Dr. Kristi Duenas
Leslie Lehnertz
Wendy Gillespie
Cynthia Harsen
Levik Mansourian
Connie Li
Melissa Bauer

Chris Yorgason

3. Public Comment on Items Not on the Agenda

Ms. Donahue stated members of the public may address the Board on non-agenda items that are within the subject matter jurisdiction of the Board. Speakers may be called in the order that requests are received, or grouped by subject area. Members of the public were asked to limit comments to two (2) minutes with no more than fifteen (15) minutes per single topic so that as many people as possible may be heard. By law, the Board is allowed to take action only on items on the agenda. The Board may, at its discretion, refer a matter to School staff or calendar the issue for future discussion.

There were no comments by members of the public.

4. Announcement for reason for Executive Session

Ms. Donahue announced the reason for executive session and the Board recessed into executive session.

EXECUTIVE SESSION

5. Pursuant to Idaho Code § 74-206(1)(a), to consider hiring a public officer, employee, staff member or individual agent.

OPEN SESSION

The Board adjourned executive session and reconvened into open session.

6. Report on Action Taken in Closed Session, if any

Ms. Donahue reported that no action was taken during executive session.

7. Items for Information and/or Action

A.1 PIE-WA Leadership Update

Dr. Duenas presented the PIE-WA Leadership Update. Dr. Duenas highlighted the outstanding contributions of Ms. Leslie Lehnertz to the Pathways in Education (“PIE”) schools in Idaho. She emphasized that Ms. Lehnertz has consistently demonstrated exceptional qualifications, passion, and success in her role as principal. Over the years, Ms. Lehnertz has distinguished herself as both a teacher and an administrator, earning recognition as a standout leader within the network. Dr. Duenas announced that Ms. Lehnertz would be advancing in her career as she steps into the role of Regional Director of Schools for the PIE schools in Idaho. Dr. Duenas asked the Board if there were any questions, to which there were none. The Board congratulated Ms. Lehnertz.

A.2 PIE-WA Governance Training

Mr. Yorgason presented the PIE-WA Governance Training. Mr. Yorgason provided a legal and governance training session for the Board members, beginning with a brief introduction to his background. Mr. Yorgason has practiced education law since 2003 after initially working with municipal clients. His entry into charter school law began when he assisted a charter school facing challenges with its authorizer. He later participated in rewriting Idaho’s charter school law, which led to the creation of the Idaho Public Charter School Commission. Since 2011, he has operated his own law firm, representing over fifty (50)

charter schools in Idaho and some clients in Utah.

Mr. Yorgason then explained how statutory language in Idaho can be confusing for charter Boards. Many education statutes predate charter schools and primarily reference school districts, which do not necessarily apply to charter schools—nonprofit corporations that differ from political subdivisions like school districts. He clarified terminology such as “public school,” “public charter school,” “school district,” and “Local Education Agency” (“LEA”), noting that charter schools authorized by the commission are typically their own LEA and thus independently accountable for federal funds, particularly in areas like special education.

The discussion moved into a review of the Board’s Code of Ethics, emphasizing best practices for board conduct. Key points included: regularly attending and preparing for meetings; respecting open meeting laws and making decisions only in public sessions; making decisions based on shared facts and independent judgment rather than external influence or personal bias; recognizing the advisory role of the administrator; and respecting the chain of command, especially when fielding complaints from staff or parents. He stressed that Board members should not involve themselves in daily school operations or allow personal relationships or opinions to affect Board governance.

Mr. Yorgason encouraged the Board to stay informed on current issues in education—both statewide and nationally, such as voucher debates or court rulings that may impact charter schools. He also emphasized the importance of transparency and accountability, reminding Board members that while the public has the right to be informed, they do not have the right to participate in Board decisions—except in rare circumstances when the Board permits public comment.

Mr. Yorgason emphasized that Board decisions must be made collectively, and individual members should not commit the Board to any course of action without formal approval. They cautioned that the public may perceive individual statements from Board members as official positions, potentially creating unintended obligations or liabilities for the School. Board members were advised to exercise caution, as they are often seen as representatives of the Board even when speaking informally. Once a decision is made by majority vote, all Board members are expected to support it publicly, despite opposition during deliberation, to avoid undermining Board decisions after the fact.

Mr. Yorgason reiterated that the Board’s role is to set and oversee policy, not to manage day-to-day school operations. The Board should maintain a high-level strategic perspective and avoid interference in administrative matters. Board members were encouraged to be fair, open, and honest, avoiding hidden agendas and remaining receptive to differing viewpoints to support effective governance.

Mr. Yorgason also covered the need for discretion when dealing with confidential information, such as student or personnel matters, which should only be handled within executive sessions and not shared outside appropriate channels. Board members were reminded to show respect for staff, avoid using their position for personal gain, and to bring any criticism of school operations through the proper internal channels rather than publicly or within the School community.

Mr. Yorgason reiterated that the Board’s primary responsibility is the welfare of students—their academic success, physical and mental well-being. He advised Board members to center their decisions around this guiding principle and encouraged further training on open meeting laws in a future session. Mr. Yorgason asked the Board if there were any questions, to which there were none. Ms. Rhodenbaugh and Mr. Buchholz thanked Mr. Yorgason for the overview.

8. Adjournment

Ms. Rhodenbaugh moved to adjourn the meeting. Mr. Buchholz seconded. The motion passed unanimously

by roll call vote. The meeting was adjourned at 1:27 P.M. (PT) | 2:27 P.M. (MT).

A handwritten signature in cursive script that reads "John C. Hall". The signature is written in black ink and is positioned above a horizontal line.

John Hall, Jr., Secretary
Pathways in Education-West Ada, Inc.