

# Memphis Merit Academy

## MINUTES

### Board Meeting

#### Date and Time

Thursday, February 19, 2019 at 5:30 PM

#### Location

Memphis Rise Academy High School  
5221 Raleigh Lagrange Road  
Memphis, TN 38134

PUBLIC COMMENT AT MEMPHIS MERIT ACADEMY BOARD MEETINGS - An opportunity for the public to address the Board will be provided at the conclusion of the agenda. Members of the public who wish to speak on any item are requested to identify themselves and indicate on which agenda item they wish to speak. The Board will provide an opportunity for the public to speak for a maximum of three (3) minutes, unless granted additional time at the discretion of the Board. Testimony shall be limited in content to matters pertaining to Memphis Merit Academy. The Board may not take any action on matters discussed during the public testimony period that are not listed on the agenda.

#### Board Members Present

A. Allen, M. Welch, D. Williams  
K. Dixon and M. Moore were present via conference call

#### Board Members Not Present

A. Allen, K. Gibbs, B. Schmiedicke, J. Vuylsteke

#### Others Present

L. Booker, Head of School  
B. McCline, Dean of Operations

#### I. Opening Items

##### A. Record Attendance and Guests

##### B. Call the Meeting to Order

A. Allen called the meeting of the Board of Directors of Memphis Merit Academy Charter School to order on Thursday, February 19, 2019, at 5:31 pm at 5221 Raleigh Lagrange Road, Memphis, TN 3814 to order.

##### C. Roll Call

It was determined a quorum was present.

##### D. Approval of Agenda

D. Williams made a motion to approve the agenda  
M. Welch seconded the motion  
The Board VOTED unanimously to approve the motion.

## **II. Approval of Minutes**

### **A. Approval of Minutes for the January 24, 2019, and January 31, 2019, Board Meetings**

M. Welch made a motion to approve the minutes  
D. Williams seconded the motion  
The Board VOTED unanimously to approve the motion.

## **III. Public Comment**

### **A. Public Comment**

No Public Comment

## **IV. Consent Agenda**

### **A. Approval of the January Financials.**

D. Williams made a motion to approve January Financials  
M. Welch seconded the motion  
The Board VOTED unanimously to approve the motion

## **V. Other Business— Committee Updates**

### **A. Governance Committee Updates**

M. Moore reported that the Governance Committee has been working on the Board Manual. They are reaching out to all the Committee Chairs to learn the dates and times of their regularly scheduled meetings. It is suggested that all Board Members should submit names for potential replacements as their terms conclude. It was also suggested that possibly the terms for Board Members should start when the school opens. The committee is working on suggested professional development for the Board Members. Their next meeting will be on Wednesday, March 6<sup>th</sup> at 12:00 p.m.

### **B. Finance Committee Updates**

A. Allen reported that documents have been submitted for funding from Hope. There is no indication that MMA won't be approved, but we are waiting for the underwriting processing. L. Booker shared that she has learned of a potential alternate funding source if we are not approved through Hope. We are still awaiting the arrival of the contract from Shelby County School District. We cannot access funding until the contract is received. Officials at Shelby County School District have assured the Head of Schools that the contract will be arriving soon.

### **C. Academic Achievement Committee Updates**

Will be covered by Head of Schools during her update.

#### **D. Development Committee Updates**

M. Welch reported that the Development Committee is sending thank you notes to all donors. A date needs to be chosen for the Spring Fund-Raising, Ribbon-Cutting Event, however, until we know that dates our facilities will be ready, we cannot set a date. L. Booker suggested sometime in May will most likely be the best time. The Development Committee requests that all board members be thinking of names they can contribute for invitations to our ribbon-cutting ceremony. The next meeting of the Development Committee will be on Tuesday, March 26, 2019 at 5:00 p.m.

#### **E. Facilities Task Force Updates**

L. Booker reported that the lease is anticipated to be received tomorrow. She met with the architects on 2-20-19 and if all goes well, construction could begin May 1<sup>st</sup>. July 1<sup>st</sup> is the anticipated opening date. A contingency plan will be developed if the building is not ready.

#### **VI. Founder Updates**

We currently have 3 staff members on board plus one volunteer. All in staying within the budget. Some smaller grants have been identified and will be applied for. Met with a local foundation and it is highly likely we will receive funding, although it is not yet official. Staffing still needed: an office manager and one teacher fellow. So far, 11.5 of the 13.5 staff members have been found.

B. McCline reported on recruitment. 44% of our needed student numbers have been enrolled and accepted. An activity at SkyZone this Saturday will allow parents to complete their registration paperwork. Events and activities are also planned for March and April to continue recruitment.

L. Booker reported that she has discovered a potential alternate financing option with the Charter School Development Corporation. This entity has worked with several BES schools.

#### **VII. Closing Items**

##### **A. Adjourn Meeting**

D. Williams made a motion to adjourn the meeting

M. Welch seconded the motion

The Board VOTED unanimously to approve the motion.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 6:02 p.m.

Respectfully Submitted,

M. Welch

\* 8-44-102. Open meetings -- "Governing body" defined -- "Meeting" defined. (a) All meetings of any governing body are declared to be public meetings open to the public at all times, except as provided by the Constitution of Tennessee... (ii) The provisions of this subdivision (b)(1)(E) shall not be construed to require the disclosure of a trade secret or proprietary information held or used by an association or

nonprofit corporation to which this chapter applies. In the event a trade secret or proprietary information is required to be discussed in an open meeting, the association or nonprofit corporation may conduct an executive session to discuss such trade secret or proprietary information; provided, that a notice of the executive session is included in the agenda for such meeting. (iii)As used in this subdivision (b) (1) (E): (a)"Proprietary information" means rating information, plans, or proposals; actuarial information; specifications for specific services provided; and any other similar commercial or financial information used in making or deliberating toward a decision by employees, agents or the board of directors of such association or corporation; and which if known to a person or entity outside the association or corporation would give such person or entity an advantage or an opportunity to gain an advantage over the association or corporation when providing or bidding to provide the same or similar services to local governments; and (b)"Trade secret" means the whole or any portion or phrase of any scientific or technical information, design, process, procedure, formula or improvement which is secret and of value. The trier of fact may infer a trade secret to be secret when the owner thereof takes measures to prevent it from becoming available to persons other than those selected by the owner to have access thereto for limited purposes.