

# Memphis Merit Academy

## MINUTES

### Board Meeting

#### Date and Time

Thursday, August 15, 2019 at 5:30 PM

#### Location

Memphis Merit Academy Charter School  
4775 American Way  
Memphis, TN 38118  
605-472-5474 Ext 787470

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, A. McBride, B. Schmiedicke, M. Welch  
K. Gibbs was present via conference call

**Board Members Not Present:** K. Dixon, M. Moore, V. Ragland, J. Vuylsteke, D. Williams

**Others Present:** L. Booker (Founder, Head of Schools), B. McCline (Dean of Operations), T. Ford (Student Support Coordinator), Talunja Prophet (parent), Felicia Hopkins (parent).

#### I. Opening Items

##### A. Record Attendance and Guests

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

B. Schmiedicke called the meeting of the Board of Directors of Memphis Merit Academy Charter School to order on Thursday, August 15, 2019, at 5:40 pm at 4775 American Way, Memphis, TN 38134

##### C. Roll Call

It was determined a quorum was present.

#### II. Public Comment

**A. Public Comment**

No Public Comment

**B. Welcome**

**III. Agenda**

**A. Approval to amend the current agenda to include election of a parent Board Member**

A. Allen made a motion to approve the amended agenda

M. Welch seconded the motion

The Board VOTED unanimously to approve the motion.

**B. Approval of Minutes for the June 20, 2019 Board Meeting and July 31, 2019 Special Called Meeting**

A. Allen made a motion to approve the minutes

M. Welch seconded the motion

The Board VOTED unanimously to approve the motion.

**C. Approval of Officer for 2019-2020**

a. Board Chair Nominations

A Allen made a motion to nominate B. Schmiedicke as Chair

M. Welch seconded the motion

The Board VOTED unanimously to approve the motion.

b. Board Vice Chair nominations (Current Brad Schmiedicke)

Role discussed. D. Williams willing to take the role.

M. Welch made a motion to nominate D. Williams to fill the role of Vice Chair

A. Allen seconded the motion

The Board VOTED unanimously to approve the motion.

c. Board Secretary (Current Mary Kaye Welch)

A. Allen made a motion to nominate M. Welch to fill the role of secretary

B. Schmiedicke seconded the motion

The Board VOTED unanimously to approve the motion.

d. Board Treasurer nominations (Current Angelia Allen)

M. Welch made a motion to nominate Angelia Allen to fill the role of treasurer

B. Schmiedicke seconded the motion

The Board VOTED unanimously to approve the motion.

Added to the Amended Agenda:

e. Parent Board Member nominations

Talunja Prophet stated she is willing to serve on the Board

Felicia Hopkins stated she is willing to serve on the Board

Role of Parent Board Member reviewed by L. Booker

A. Allen made a motion to nominate Talunja Prophet and

Felicia Hopkins to be members of the Governing Board  
A. McBride seconded the motion  
The Board VOTED unanimously to approve the motion.

**D. Approval of Committee Chairs and Committees**

- a. Governance Committee (Vacant, Acting Melisa Moore)
- b. Academic Achievement Committee (Acting Kathy Gibbs)
  - i. Head of School Evaluation Committee
- c. Finance Committee (Angela Allen)
  - i. Audit Committee (Finance Committee one and the same)
- d. Development Committee (Mary Kaye Welch)
  - M. Welch made a motion to table the appointment of committee chairs
  - A. Allen seconded the motion
  - The Board VOTED unanimously to approve the motion to table the approval

**E. Board Retreat Agenda Review (M. Moore/ L. Booker)**

- a. August 17, 2019. 8:00-12:00 pm
  - Board planning session
  - Review the year, and create the foundation of the annual report,  
Goals for upcoming year.
  - Review finances
  - Committee work

**IV. Other Business**

**A. Finance Committee Updates (A. Allen)**

- a. Edtec End Year Financials Report Overview (preview)

**B. Facilities Task Force Updates (B. Schmiedicke)**

- a. Full Occupancy/Recess of Committee until EOY for 2021 Construction
  - We will need a lead testing policy (constructed before 1998)
  - Need reconfiguration for special skills

**C. Governance Committee Updates (L. Booker)**

Will be top priority at Board Retreat

**D. Academic Achievement Committee (K. Gibbs and B. McCline)**

Application dashboard. 113 of 120 (goal) enrolled. 217 applicants.  
Best pathway to enrollment has been word-of-mouth and radio ads.  
Four students are not English as their first language  
Starting to do STEP Assessment

**E. Development Committee (L. Booker)**

- a. Upcoming events: Ribbon Cutting Ceremony on August 24, 2019 11:00-1:00 pm
  - 40-minute program
  - Angelia suggested we court TAG
  - B. Schmiedicke suggested we contact another new business in the area
  - L. Booker will send out an email with invitation to the Board again.
  - 75 confirmed RSVP's
  - Guests will be able to donate to the school that day

BES will be represented

Media represented? A. McBride has a friend who works for Channel 3

## **V. Founder Updates**

### **A. HOS Updates (L. Booker)**

- a. Finance
- b. Hiring and SPED
- c. Enrollment
- d. BES Site Visit on 8/21/19 and 8/23/19
- e. Parents expressed what they have experienced since school started.

## **VI. Closing Items**

### **A. Adjourn Meeting**

A. Allen 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.

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.