



Memphis Merit Academy

Minutes

Board Meeting

Date and Time

Tuesday, May 16, 2019 at 5:30 PM

Location

Memphis Rise Academy High School
5221 Raleigh Lagrange Rd.

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.

	Purpose	Presenter	Time
I. Opening Items			5:30PM
	A. Record Attendance and Guests	B. Schmiedicke	
	B. Call the Meeting to Order	B. Schmiedicke	
	B. Schmiedicke called the meeting of the Board of Directors of Memphis Merit Academy Charter School to order on Tuesday, May 16, 2019, at 5:40 pm at 5221 Raleigh Lagrange Rd., Memphis, TN 38134.		

Board Members Present

A. Allen, B. Schmiedicke, J. Vuylsteke, K. Gibbs, M. Welch, D. Williams, were present

Board Members Not Present

A. Brumfield, K. Dixon, M. Moore

Others Present

L. Booker, Head of School
Nida Rab, EDTEC

C. Roll Call

It was determined a quorum was present.

II. Public Comment



- A. Public Comment
- B. Welcome

III. Agenda

- A. **Approval of Agenda** **VOTE** B. Schmiedicke
 - A. Allen made a motion to approve the agenda
 - M. Welch seconded the motion

The Board VOTED unanimously to approve the motion.

- B. **Approval of Minutes** **VOTE** B. Schmiedicke
Approval of Minutes from [4.18.19](#) & Review of Updated Calendar based on last meeting
 - J. Vuylsteke made a motion to approve the minutes
 - D. Williams seconded the motion

The Board VOTED unanimously to approve the motion.

- C. **Approval of April Financials** **VOTE** B. Schmiedicke
 - D. Williams made a motion to approve/accept the April Financials
 - K. Gibbs seconded the motion

Discussion:
No discussion

The Board VOTED unanimously to approve the motion.

- D. **Approval of Policies** **VOTE** B. Schmiedicke
 - I. **Whistleblower Policy**
 - M. Welch made a motion to approve/accept the Whistleblower Policy
 - A. Allen seconded the motion

Discussion:

The Board VOTED unanimously to approve the motion.

- II. **Document Retention and Destruction Policy**
 - A. Allen made a motion to approve/accept the February Financials
 - D. Williams seconded the motion

Discussion:

The Board VOTED unanimously to approve the motion.

- E. **Approval of Year 1 (2019-2020) Budget** **VOTE** B. Schmiedicke

**Finance Committee recommendation based on budget iteration process*

- J. Vuylsteke made a motion to approve/accept **Approval of Year 1 (2019-2020) Budget**



D. Williams seconded the motion

L. Booker and Nida Rab discussed the impact of transportation on the overall budget. N. Rab noted positive operating income for Y1 and Y2. The Board VOTED unanimously to approve the motion. is there a motion to approve the year 1 2019 2020 budget

F. Approval of Policies

VOTE

B. Schmiedicke

a. CPA Firm - Recommended by the Finance Committee

Executive session:

J. Vuylsteke made a motion to go into Executive Session

A. Allen seconded the motion

Discussion:

Finance team requested more time to review the 3 CPA firms and report back to the board.

A. Allen made a motion to exit the Executive Session

J. Vuylsteke seconded the motion

The Board VOTED unanimously to approve the motion.

**Executive Session pursuant to TCA 8-44-101 and 8-44-102 b 9 (ii)*

A. Allen made a motion to postpone the selection of the CPA Firm

D. Williams seconded the motion

The Board VOTED unanimously to approve the motion.

b. Technology Equipment

- I. Phone
- II. Projectors, SmartBoards, DocuCams, Wall Mounts
- III. Student Computers, laptop carts, office manager technology
- IV. Staff Laptops, iPad
- V. Access Door control

A. Allen made a motion to approve/accept the Technology Equipment

D. Williams seconded the motion

Discussion:

Management discretion will be used when purchasing equipment. The board approved line item adoption by management.

The Board VOTED unanimously to approve the motion.

c. Copier Lease



- A. Allen made a motion to approve/accept the Copier Lease
- D. Williams seconded the motion

Discussion:

The Board VOTED unanimously to approve the motion.

d. Furniture (Student FFE, Admin FFE)

- A. Allen made a motion to approve/accept the Furniture (Student FFE, Admin FFE)
- D. Williams seconded the motion

Discussion:

The Board VOTED unanimously to approve the motion.

e. Janitorial Services

- A. Allen made a motion to approve/accept the Janitorial Services
- D. Williams seconded the motion

Discussion:

The Board VOTED unanimously to approve the motion.

IV. Other Business

- A. **Finance Committee Updates** **Discuss** **A. Allen**
 - a. Review of 2019-2020 Budget (EDTEC -in person)
 - b. **Audit Committee Formation**
 - **A.Allen made mention to reviewing current Bylaws and fiscal policies for Audit Committee Formation.**
- B. **Facilities Task Force Updates (Executive Session)*** **Discuss** **B. Schmiedicke**
 - In Permit review by city and Fire Marshall. Start contract on Monday with a completion of the construction by July 20, 2019.

The Board VOTED unanimously to approve the motion.
- C. **Governance Committee Updates** **DISCUSS** **B. Schmiedicke**
 - a. **HOS Contract & Evaluation Updates**



- Mellissa will send email for board meeting. The June meeting will be the annual meeting. The team will also pick a date for the board retreat.

b. Potential Board Member Resume Review

- The board will receive 4 resumes for review.

- D. Academic Achievement Committee** **DISCUSS** **K. Gibbs**
- a. Enrollment Tracker**
 - b. Licensure Tracker**
 - c. Special Populations**
 - d. Head of School Evaluation**

- Finalizing 50 candidates out of 98 perspective students.
- Continuing to recruit students in the community.
- 4 kids on the waitlist (excluding the 13 on early entry program.)
- Partnering with Porter-Leath to develop a feeder program

- E. Development Committee** **DISCUSS** **M. Welch**
- a. Upcoming Events - July 27, 2019**

- Ribbon Cutting is moved to the end of August due to the construction schedule.
- L. Booker will discuss with the Development Committee and come up with a new date.

V. Founder Updates

- A. HOS Updates- Scope of Work Adjustments** **DISCUSS** **L. Booker**
- a. Finance**
 - b. Hiring**
 - c. Enrollment**
 - L. Booker reported on plan to hire 2 teachers (Classroom and PE Teacher).

VI. Closing Items

A. Adjourn Meeting

J. Vuylsteke made a motion to adjourn the meeting
A. Allen 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 6:58 p.m.

Respectfully Submitted,
Darron Williams



* 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.