**Memphis Merit Academy**

**MINUTES**

**Board Meeting**

**Date and Time**

Thursday, March 18, 2021, at 5:40 PM

**Location**

Via Zoom due to COVID-19 (coronavirus)

School 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 via Zoom:**

M. Moore (Melisa)

T. Barnhill (Teresa)

K. Gibbs (Kathy)

A. McBride (Aurelia)

T. Prophet (Talunja)

K. Dixon (Kacy)

**Board Members Not Present via Zoom:**

V. Ragland (Victoria)

B. Schmiedicke (Brad)

A. Allen (Angelia)

**MMA Staff & Support Staff Present via Zoom:**

L. Booker (Lakenna)

B. McCline (Betty)

N. Rab (Nida)—Finance consultant

**Others Present:**

N/A

**I. Opening Items**

A. Attendance taken and recorded. Quorum was present.

B. Call the Meeting to Order

K. Gibbs, acting board chair, called the meeting of the Board of Directors of Memphis Merit Academy Charter School to order on Thursday, March 18, 2021 at 5:40 pm via Zoom due to COVID-19. Quorum was present.

**II. Public Comment**

**A. Public Comment**

No Public Comment

**B. Welcome**

K. Gibbs welcomed all to the Board Meeting and commenced with the agenda.

**III. New Business**

1. **Approval of Agenda** **for Tonight’s Meeting**

M. Moore made a motion to approve the agenda for tonight’s board meeting and the minutes from the last meeting. T. Prophet provided a second to the motion. There was a roll call vote with all affirmative responses. Board unanimously approved the agenda for tonight’s meeting.

1. **Approval of Minutes from Last Meeting**

K. Dixon made a motion to approve the minutes from last month’s board meeting. M. Moore provided a second to the motion. There was a roll call vote with all affirmative responses. Board unanimously approved the minutes from last month’s board meeting.

**C. Presentation of Monthly Financial Review—Nida Rab**

* Anticipating +$400K in grant reimbursements due to COVID.
* Board fundraising is at $1500 of our $10k goal.

T. Barnhill moved to accept the monthly financials. K. Dixon provided a second. There was a roll call vote with all affirmative responses. Board approved monthly financial report.

**D. Approval of New Board Members**

* **Tressa Johnson, Timorie Belk, Lashawn Lester are proposed new Board members.** T. Barnhill offered the motion to approve all the new board members. T. Prophet offered a second to the motion. There was a roll call vote with all affirmative responses. The Board unanimously approved the new Board members. CONGRATULATIONS to them, to MMA, and to US!

**E. Approval of Contracts**

* **Proposal to continue EdTec partnership.** K. Dixon made a motion to approve the proposal to continue the EdTec contract. A. McBride offered a second. There was a roll call vote with all affirmative responses. The Board unanimously approved the proposal to continue the EdTec partnership.
* **Approval of addendum to GTG Construction Contract—inclusive of architect fees.** T. Barnhill made a motion to approve an addendum to the GTG Construction Contract to include the additional architectural fees. M. Moore provided a second. There was a roll call vote with all affirmative responses. The Board unanimously approved to add the architect fees to the GTG Construction Contract.

**F. Head of School Update (L. Booker, Head of School; B. McCline)**

* CDC COVID guidelines for in-person school.
* MMA continuing to work with MidSouth Bank to have a food bank at school.
* L. Booker will connect with committee leaders on scope of work for committees and committee leaders in support of new board member onboarding—i.e. Committee Reporting Form, standard meeting times, etc.
* Academic achievement and enrollment update from B. McCline. Enrollment is a continuous, year-long effort. NOTE: Strategies to recuperate learning loss due to COVID will include a 4-week summer school program at MMA with a focus on STEM and the arts. Looking for volunteers for summer school.

**IV. Other Business**

1. Committee Updates:

Academic Committee: See HOS report.

Finance Committee: See financial report above.

Governance Committee: New Board members approved tonight. Need a Board member with experience in education for the academic committee. Board training upcoming. Community members can serve on committees without being on the board.

Development/Fundraising Committee:

Reminder: Each Board member to:

* Raise $500 within this fiscal year
* REMINDER: Amazon Wish List link with all Board members & potential members.
* New Meeting date for Development Committee: Thursday following Board Meetings at 5:30 Central.

1. Other Business
   1. None

**V. Closing Items**

**Adjourn Meeting**

Having no other business, A. McBride made a motion to adjourn the meeting. T. Barnhill and T. Prophet simultaneously seconded the motion to adjourn. K. Gibbs acting board chair adjourned the meeting at 7:00PM.

Respectfully Submitted,

T. Barnhill

\* 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.