



**Memphis Merit Academy
Minutes**

1.7.22 Special Called Board Meeting

Date and Time

Friday, January 7, 2022 at 5:30PM

Location

Memphis Merit Academy Charter School

Physical Location: 4775 American Way, Memphis, TN 38118

Virtual Stream of Meeting for COVID accommodations: <https://memphisméritacademy-org.zoom.us/j/5122515257>

Topic: Memphis Merit Academy Board Meeting

Join Zoom Meeting Available of live meeting for COVID-19 accommodations and physical location at 4775 American Way, Memphis, TN, 38118

<https://memphisméritacademy-org.zoom.us/j/5122515257> Meeting ID: 512 251 5257, One tap mobile, +13126266799,,5122515257# US (Chicago), +19292056099,,5122515257# US (New York)

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	
Present: A. Allen; A. McBride, L. Lester, T. Belk, V. Ragland, K. Dixon, T. Johnson, M. Moore, K. Gibbs			
Absent: D. Williams, T. Prophet,			
Guests: L. Booker; B. McCline, M. Gardner, B. Blosser			
B. Call to Order		B. Schmiedicke	
at 5:30 PM			
II. Public Comment			
A. Public Comment			
B. Welcome			
III. Agenda			
A. Approval of Minutes from 12.16.21			
Motion to approve minutes - Angelia Allen, seconded by Melissa Moore			
B. Approval of Agenda	VOTE	B. Schmiedicke	
Motion to approve agenda - Melissa Moore, seconded by Kacy Dixon			
C. Presentation of Charter School Capital		M. Gardner	
(This item was moved up since Paul was not online to present for Charter Asset Management)			
D. Presentation of Charter Asset Management		P. Im (B. Blosser)	
Paul was not online so B. Blosser from Ed. Tech. presented			
E. Presentation of Financial Scenario		B. Blosser /Booker	
F. Executive Session for discussion		B. Schmiedicke	
G. Approval of Bridge Funding			
a. Security Agreements & Funding Estimate Charter Asset Management		B. Schmiedicke	
VOTE			

* 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.



- b. [Funding Estimates](#) - Charter School Capital Funding **VOTE** **B. Schmiedicke**
The following motion was made by Brad Schmiedicke, seconded by Melissa Moore and approved by a roll call vote.

To move forward in executing the bridge funding approval with Charter School Capital, pending review of contractual financial and legal documents by the signatories (Melissa Moore, Victoria Ragland & Aurelia McBride).

- H. **Approval of Opening of Checking Acct. Pinnacle Bank** **L. Booker**
a. Receivable account for funding

Motion was made by Angelina Allen, seconded by Melissa Moore to open a separate account with Pinnacle Bank for Bridge Funds.

- I. **Approval of BlueHub RFP Proposal** **B. Schmiedicke**

- a. [RFP](#)
The following motion was made by Brad Schmiedicke, seconded by Tressa Johnson and approved by a roll call vote.

To proceed with due diligence and good faith negotiations with Blue Hub Loan Fund and approve the term sheet date 10/14/21 in order to acquire renovation funding.

- J. **Adjourn Meeting**
Motion to adjourn by Melissa Moore, seconded by Tressa Johnson
Meeting adjourned at 7:10 PM

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