



**Memphis Merit Academy
Board Meeting
MEETING MINUTES**

Date and Time

Thursday, August 18, 2022 @ 5:30 p.m.

Location

Virtual Meeting (via Zoom) subject to the Open Meeting *

Topic: Memphis Merit Academy Board Special Called Meeting

Join Zoom Meeting

<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.

I. Opening Items

A. Call to Order

The meeting was called to order at 5:51 p.m. by board chair, Melissa Moore. Chairperson Moore asked board secretary Angelia Allen to call the roll of board members and guests in attendance. After the roll call, it was determined that a quorum was present.

B. Record of Attendance

1. Melisa Moore - Chair (present)
2. Brad Schmiedicke - Immediate Past Chair (present)
3. Aurelia McBride - Vice Chair (present)
4. Angéla Allen - Secretary (present)

* 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.



Record of Attendance (continued)

5. Timore Belk (present)
6. Tessa Johnson (present)
7. LaShawn Lester (present)
8. Talunja Prophet (absent)
9. Darron Williams (absent)
10. Lakenna Booker (MMA HOS)
11. Betty McCline (MMA Director of Operations)
12. Ben Crowe (Edtec)

Board Chairperson Moore informed the Board that Kathy Gibbs gave notice that, although she enjoyed her time as a board member, she has elected not to serve another term as a Director. The board terms for Darron Williams and Kacy Dixon have expired.

II. Public Comment

- A. There were no comments from the public at this board meeting.

III. Agenda

A. Presentation of Monthly Financials

Ben Crowe from Edtec presented the monthly financials that included the status of the school during each phase of planned construction. The repayment plan for the \$10M loan from Blue Hub was presented and deemed sustainable if student enrollment continues to grow and the cash on hand goal is achieved (75 days of cash on hand). HOS Booker extended gratitude to the Facilities Task Force and Finance Committee for consistently meeting to discuss the plan for school construction.

B. Approval of Monthly Financials

After the presentation from Edtec and board discussion, Chairperson Moore called for a motion to approve the July financials.

1. Brad Schmiedicke made a motion to approve the financials.
2. Tressa Johnson seconded the motion.
3. The Board VOTED unanimously to approve the motion.

C. Approval of Meeting Minutes from Special Called Meeting

Board Chair Moore stated the action is deferred until the next board meeting.



D. Approval of Contracts

Strive School of Music - Additional aftercare program; enrollment of up to 20 students for 24 weeks. Parents will pay for student participation. Strive will donate back to school.

1. Teresa Johnson made a motion to enter into an MoU.
2. Timore Belk seconded the motion.
3. After a roll call vote of Directors present, the Board VOTED unanimously to approve the motion.

E. Approval of Extension of Board Terms

The following board members have agreed to continue to serve another term as Directors: Melisa Moore, Angelía Allen, and Brad Schmiedicke. Chairperson Moore called for a motion to approve new terms for the board members listed.

1. Talunja Prophet made a motion to approve the new terms for the Directors listed.
2. Aurelia McBride seconded the motion.
3. After a roll call vote of Directors present, the Board VOTED unanimously to approve the motion.

F. Committee Updates

HOS/COO Report

1. Facilities

- a. **Review of Purchase Sale Agreement for location of new school facility:** HOS Booker indicated the estimate for the cost of the renovations to the old Kroger building has been reduced from \$8.2 Million to \$6.6 Million.
- b. **Facilities Update:** Our general contractor and architectural firm (Archimania) reviewed the schematics with a concern for safety precautions and secure access to the entrance of the school.

2. Student Recruitment

- a. **Actual Enrollment:** Current enrollment of 288 students; goal = 320. HOS will meet with Edtec to determine the impact to the budget if the enrollment goal is not met. Challenge: due to the pandemics, there has been an increase in the instance of students who should be in the 2nd grade but have not been in a school setting or engaged in homeschooling. Because of our efforts to address the needs of all student populations, there has been an increase in the special needs population of students.



Closing Remarks from Board Chair: Chairperson Moore reminded all board members that the annual board retreat scheduled on Saturday, September 27, 2022, from 9 a.m. – 12 p.m..

IV. Adjourn Meeting

With no objections or further discussion, the meeting was adjourned at 6:42 p.m.

Respectfully Submitted,

Angelia Allen _____

Angelia Allen
MMA Board Secretary