**Date and Time**

**Memphis Merit Academy Board Meeting**

**MINUTES**

Thursday, June 15, 2023 @ 5:30p.m.

# Location: Memphis Merit Academy Charter School, 4775 American Way, Memphis, TN 38118

**Topic:** Memphis Merit Academy Board Meeting

\*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, 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.

# Opening Items

* 1. **Call to Order**

The meeting was called to order at 5:39 p.m. by the board chair, Melisa Moore. Chairperson Moore asked board secretary Angelia Allen to call the role of board members and guests in attendance. After the roll call, it was determined that a quorum was present.

# Record of Attendance

* + 1. Melisa Moore - Chair (present)
    2. Brad Schmiedicke - Immediate Past Chair (present)
    3. Aurelia McBride - Vice Chair (present)
    4. Angelίa Allen - Secretary (present)
    5. Tressa Johnson (present)
    6. Dimika Cavalier (present)
    7. LaShawn Lester (absent)
    8. Talunja Prophet (absent)

\* 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)

* + 1. Timore Belk (absent)
    2. Lakenna Booker - MMA HOS (absent)
    3. Betty McCline - MMA Director of Operations (present)
    4. Ben Crowe – Edtec (present)

# Public Comment

* 1. There were no comments from the public at this board meeting.

# Agenda

**A. Approval of Agenda**

Board Chair Moore called for a motion to approve the meeting agenda. Ms. McBride made the motion. Ms. Cavalier offered the second to the motion. The motion to approve the agenda was approved by a unanimous vote.

**B. Approval of Meeting Minutes**

Board Chair Moore called for a motion to approve the meeting minutes. Ms. Cavalier made the motion. Ms. McBride offered the second to the motion. The motion to accept the meeting minutes was approved by a unanimous vote.

1. **Presentation of Monthly Financials**

Ben Crowe from Edtec presented the monthly financials (as of May 2023) that included a review of MMA’s current and forecast financial position. Mr. Crowe pointed out that MMA paid off the current line of credit. Accomplishments – Closed loan and began construction; Finance Committee recommended increased in line of credit to $300k; Deepened partnership with Charter School Growth Fund; Received Bloomberg Summer Boost Grant. Goals and Horizon Issues: Monitor construction progress for potential obstacles and costs increases; Strengthen fundraising capacity.

# Approval of Monthly Financials

After the presentation from Edtec and board discussion, Chairperson Moore called for a motion to approve the May 2023 financials.

* + 1. Ms. McBride made a motion to approve the financials.
    2. Ms. Johnson seconded the motion.
    3. The Board VOTED unanimously to approve the financials.

# 

# Appointment of Board Members. Board members were nominated to serve for an additional one-year term. The Nominating Committee Chair, called for a separate and motion for the following board members:

# Melisa Moore will serve a one-year term

# a. Brad Schmiedicke made a motion to approve the nomination of Ms. Moore.

# b. Aurelia McBride seconded the motion.

# c. The Board VOTED unanimously to approve the motion.

# 2. Angelia Allen will serve a one-year term

# a. Melisa Moore made a motion to approve the nomination of Ms. Allen.

# b. Aurelia McBride seconded the motion.

# c. The Board VOTED unanimously to approve the motion.

# 3. Aurelia McBride will serve a one-year term

# a. Angelia Allen made a motion to approve the nomination of Ms. Moore.

# b. Ms. Moore seconded the motion.

# c. The Board VOTED unanimously to approve the motion.

# Election of Officers. The newly elected Officers shall take office on July 1 following the close of the meeting at which they are elected, and the term of office shall be one year, or until respective successors assume office. A Director may serve more than one (1) term in the same office, but not more than three consecutive terms in the same office. Board members nominated to serve the following offices were presented to the board for approval. The Nominating Committee Chair, presented the following board members to serve as officers:

# 1. Board Chair – Melisa Moore

# 2. Vice-Chair – Aurelia McBride

# 3. Secretary – Timorie Belk

# 4. Treasurer – Angelia Allen

# The Nominating Committee Chair called for a motion for approval of the entire slate of officers.

# a. Dimika Cavalier made a motion to approve the slate of officers.

# b. Mr. Schmiedicke seconded the motion.

# c. The Board VOTED unanimously to approve the motion.

# G. Pinnacle Bank – Increase in the Line of Credit (LOC)

Board discussion to increase LOC from $200k to $300K. After the presentation, Chairperson Moore called for a motion to approve the increase to the LOC.

1. Tressa Johnson made a motion to approve the increase to the LOC
2. Aurelia McBride seconded the motion.
3. The Board VOTED unanimously to approve the motion.

**H. Approval of Contracts**

Contracts for Filling the Gap (ABA Social Services Therapy for summer session) and Infrastructure (Mastery Predictive Assessments) were presented to the Board for approval. After the presentation, Chairperson Moore called for a motion to approve the increase to the LOC.

1. Dimika Cavalier made a motion to approve the increase to the contracts.

2. Mr. Schmiedicke seconded the motion.

3. The Board VOTED unanimously to approve the motion.

Curriculum Associates (I-Ready Learning Platform and Professional Development)

1. Aurelia McBride made a motion to approve the increase to the contract.

2. Ms. Johnson seconded the motion.

3. The Board VOTED unanimously to approve the motion.

Quality and Assurance of TN (Janitorial Contract)

1. Dimika Cavalier made a motion to approve the increase to the contract.

2. Ms. McBride seconded the motion.

3. The Board VOTED unanimously to approve the motion.

**I. MMA Policy Update**

The **MMA Attendance Policy (Staff Handbook**) will be referred to the Governance Committee for review and recommendation to the Board at the next board meeting. **Family Handbook (Discipline Handbook)** – Staff recommendation: abide by rules from the Shelby County schools district for discipline guidance. Chairperson Moore called for a motion to approve the staff recommendation.

1. Aurelia McBride made a motion to approve the staff recommendation.

2. Ms. Johnson seconded the motion.

3. The Board VOTED unanimously to approve the motion.

**J. Committee Updates**

# Finance/Facilities Included in HOS Report)

# Facilities – demolition is underway at the site for the new school; may be complete by end of June; Facility budget funding is underway; Had to build storm shelter; Change orders have occurred.

# Academic Committee Update (Included in HOS Report)

# Governance – seeking board members; will meet with potential board members on June 22, 2023; Several candidates for potential board members

# K. HOS Report – Betty McCline, Dean of Operations

# 1. Enrollment Updates

# a. 7 – 1st grade seats open

# 

# b. 3rd grade seats open

# c. 395 students (K – 5)

# d. Enrollment openings = 11

# 2. Academic Update

# a. Summer School: June 12 – July 12th

# b. 95 – 205 increases in students for summer school

# c. Summer school - 175 attending

# d. T-cap scores have been sent to MCS.

# e. Shelby County District 3rd Grade Testing: 22 students impacted by retention; in summer school and will need high intensity tutoring;

# 6 students appealed

# 22 out of 72 impacted

# 3. Operational Updates

# a. DNA

# b. Black Girls Code

# c. Strive School of Music

# d. Two field trips (Discovery Park and Space Center)

# e. Construction on 5th Grade Academy

# f. Teaching Staff set to return 7/17

# g. One week for staff to prepare prior to student arrival.

# h. 1st Day of School is 8/7/23 (same as MCS).

# Chairperson Moore closed out the MMA business discussion at 6:42 p.m. and proceeded to lead the board in the discussion of MMA Real Estate business.

**MMA Real Estate Discussion**

Proposals from audit firms will be accepted for a 60-day period (June 1 – July 30); The

Marston Group has submitted a proposal

* $8,000 for CPA services
* $1,950 to prepare to file the 990

# V. Adjourn Meeting

With no objections or further discussion, the meeting was adjourned at 6:47 p.m.

# Respectfully Submitted,

***Angelia Allen***

**Angelia Allen**

**MMA Board Secretary**