



Minutes

**Board of Directors Regular Meeting
Making Waves Academy
4123 Lakeside Drive, Richmond, CA 94806
Upper School Library
December 3, 2015 at 12:00 p.m.**

A. OPENING PROCEDURES (5 minutes)

A.1 Call to Order – Alicia Malet Klein

A.2 Roll Call and Announcement of Quorum – Danielle Trimiew

Present: Alicia Malet Klein, Rosa Burnett, Danielle Trimiew, Claudia Aguilar, Eric Abrams, Esther Hugo

Present via phone: Daryle Morgan (joined at 1:20pm)

Others Present: Damon Edwards, Hung Mai, Alton B. Nelson Jr., Kimberley Carr, Evangelia Ward-Jackson, Kassandre Harper-Cotton, Charlie Meade, Sherry Smith, Libby Cole, Steve Roth, and Maricela Navarro.

A.3 Board Changes – Alicia Malet Klein

Appointment of Claudia Aguilar and appreciation for Rosa Burnett who is ending her two year term of service.

A.4 Public Comments – Alicia Malet Klein

Ms. Navarro made a comment.

A.5 Board Goes Into Closed Session (5 Minutes) - Alicia Malet Klein

This item was moved to January 28, 2016 board meeting.

A.6 Board Comes Out of Closed Session

This item was moved to January 28, 2016 board meeting.



B. STANDING REPORTS/Q&A (80 Minutes)

B.1 Mission Connection (20 min/5 min) – Kassandre Harper-Cotton

This item was moved to the beginning of the agenda. Kassandre Harper-Cotton, Alex Gasca (7th) Gabriel Arteaga (7th), Ashley Ramirez (6th), Armando Ramirez (6th), and Lizbeth Ibarra (6th) gave their presentation.

B.2 MS Director Report (5 min/5 min) – Evangelia Ward-Jackson

Evangelia Ward-Jackson presented her report.

B.3 US Director Report (10 min/5 min) – Kimberley Carr

Kimberley Carr presented her report.

B.4 CEO Report - (15 min/5 min) – Alton B. Nelson, Jr.

Alton B. Nelson, Jr. presented his report.

B.5 SSC (5 min/5 min) – Rosa Burnett

Rosa Burnett presented her report.

C NON-ACTION ITEMS (15 Minutes)

C.1 Innovate Schools Award (5 min) – Kimberley Carr & Alton B. Nelson Jr.

MWA recently received award, Kimberley Carr attended event on behalf of the community.

C.2 New MWA Logos (10 min) – Alton B. Nelson Jr.

Alton B. Nelson Jr. shared information on the development of a new MWA logo. Board members coalesced around one of the three logo options that were presented.

D. ACTION ITEMS (40 Minutes)

D.1 Approval of Board Minutes – October 29, 2015 – Alicia Malet Klein

See Attachment #4 – Board Minutes from October 29, 2015

Recommendation: That the MWA Board of Directors Minutes of October 29, 2015, be approved.

Motion: Rosa Burnett

Second: Eric Abrams

Vote: Approved

D.2 Independent Auditors Report & Report to Board of Directors (FY2015) – Steven Roth, Danielle

Trimiew, & Alton B. Nelson Jr.

See Attachment #5, #6, & #7 – Independent Auditors Report, Report to the Board of Directors, and CEO Response to Internal Control Finding

Recommendation: To review and approve independent auditors report and report to the board of directors.



Motion: Esther Hugo
Second: Eric Abrams
Vote: Approved

- D.3 990 Federal Tax Return & 199 California Tax Return (FY2015) – Steven Roth**
See Attachment #8 & #9 – 990 & 199 Tax Returns (2015)
Recommendation: *That the FY2015 tax returns be approved.*

Motion: Danielle Trimiew
Second: Rosa Burnett
Vote: Approved

- D.4 First Interim Budget (July-October, 2015) – Steven Roth**
See Attachment #10 – First Interim Budget (July-Oct 2015)
Recommendation: *To review and approve first interim budget (July – October, 2015).*

Motion: Eric Abrams
Second: Esther Hugo
Vote: Approved

- D.5 Vendor Invoices (September 1, 2015 – October 31, 2015) – Hung Mai**
Fiscal Impact: \$1,824,199
See Attachment #11 – Vendor Invoices
Recommendation: *To approve vendor invoices (Sept 1, 2015- Oct. 31, 2015).*

Motion: Danielle Trimiew
Second: Eric Abrams
Vote: Approved

- D.6 Craneway Pavilion Contract (US Graduation June 2016) – Alton B. Nelson Jr.**
Fiscal Impact: \$16,004
See Attachment #12 – Craneway Pavilion Contract
Recommendation: *To approve Craneway Pavilion contract.*

Motion: Esther Hugo
Second: Rosa Burnett
Vote: Approved

- D.7 Finalsite Website Contract – Damon Edwards**



Fiscal Impact: Year 1 - \$20,000 (includes setup, hosting and subscription); Years 2 -5 \$15,500 annually for subscription and hosting.

See Attachment #13 – Finalsite Contract

Recommendation: *To approve Finalsite Website contract.*

Motion: Eric Abrams

Second: Danielle Trimiew

Vote: Approved

D.8 Biotech Partners Engagement (2016-2017) – Kimberly Carr & Alton B. Nelson Jr.

Fiscal Impact: \$41,526.70 plus cost of teacher FTE.

See Attachment #14 – Biotech Partners MOU

Recommendation: *To approve Biotech Partners memorandum of understanding.*

Motion: Esther Hugo

Second: Claudia Aguilar

Vote: Approved under the condition that the effective dates of the agreement be stated as December 1, 2015 – June 30, 2018 to be in alignment with MWA charter.

E. DISCUSSION ITEMS (10 Minutes)

E.1 Board Retreat – Alicia Malet Klein

Tentatively scheduled for April 21st or 22nd. Board members were asked to let Alicia Malet Klein know if either of those dates will not work for them.

E.2 Board Giving – Alicia Malet Klein

Alicia Malet Klein appealed to board members to participate in the annual fund and reminded everyone we are looking for 100% board participation.

E.3 Board Visit Week (February 29 – March 4, 2016) – Alicia Malet Klein

Mark your calendars. More information coming in as we get closer to the event.

E.4 Comments of the Board of Directors – Alicia Malet Klein

Esther Hugo shared appreciation for board materials and reports being sent in advance of the meeting and likes the new format. Daryle Morgan echoed Esther Hugo’s comments.

F. SCHEDULE OF BOARD OF DIRECTORS MEETINGS (0 Minutes)

- January 28, 2016 12:00 p.m. - 3:00 p.m.
- March 10, 2016 12:00 p.m. - 3:00 p.m.
- May 5, 2016 12:00 p.m. - 3:00 p.m.
- June 23, 2016 12:00 p.m. - 3:00 p.m.

ALL MEETINGS ARE ON THURSDAYS. LUNCH PROVIDED.



G. ADJOURNMENT

Adjourned at 2.56pm.

Distribution: MWA Board, Sherry Smith, Charlie Meade, Hung Mai, Evangelia Ward-Jackson, Steven Roth, Alton B. Nelson, Jr., Kimberley Carr, Marcus Williams, Damon Edwards, Libby Cole, and Beth Frankland.