APPROVED

TEXAS CENTER FOR ARTS + ACADEMICS

Texas Center for Arts + Academics

Minutes

TCAA Board Meeting

Date and Time
Tuesday June 26, 2018 at 6:00 PM

Location
Kathleen E. Connors Theater, Texas School of the Arts, 6025 Village Parkway, Edgecliff Village, TX 76134

Texas Center for Arts + Academics is the charter holder of Fort Worth Academy of Fine Arts (FWAFA) and Texas School of the Arts (TeSA).

Directors Present
Barry King, Daniel Bates, Linda Metcalf, Melissa Goodroe, Michael Wellbaum, Steven Johnson

Directors Absent
None

Ex Officio Members Present
Clint Riley

Guests Present
Gail Hartsfield, Janelle Grau, Jason Bishop, Joe Morrow, Penny Clay, Randy Dean, Rob Hosier, Sheyna Ferraro, Stephen Madrid

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

Melissa Goodroe called a meeting of the board of directors of Texas Center for Arts + Academics to order on Tuesday Jun 26, 2018 at 6:06 PM.

C. Consent Agenda

Michael Wellbaum made a motion to approve the consent agenda.
Linda Metcalf seconded the motion.
The board **VOTED** unanimously to approve the motion.

II. Facility Finance Presentation

A. TeSA Facility financing update

The swap agreement on the note for construction of the TeSA facility has been impacted by the recent change of the Corporate Tax Rate, creating a "Yield Adjustment Event." This will increase the cost of debt service for this note. Mr. Richard Konkel, an independent registered municipal advisor (IRMA), was engaged to review our contract and make recommendations for the board to review.

- the 2012 floating rate on 5 million dollar TeSA loan resets quarterly 15 year basis

  • Tax Cut Jobs Act lowered max corporate tax rate
  • Reduced the tax benefit for Frost Bank increase of 21%

- the board made the decision to wait and do nothing at this point

III. Public Comments

A. Public Comments

Public Comments made:

• Parent, Mary Jane Phillips
• Teacher, Keith Applewhite

IV. Academics

A. TeSA Charter Amendment

Amend TeSA Charter language:

- Replace mention of former standardized testing instrument and achievement measures with general statement
- Replace specific instrument(s) for benchmark testing with general statement
- Align language about the school's performance standards to match academic and artistic objectives

Steven Johnson made a motion to approve the amendments.
Barry King seconded the motion.
The board **VOTED** unanimously to approve the motion.

V. TEAM: Shared Vision of Excellence

A. TeSA Expansion Report

Committee update on expansion:

- The original plan was to lease an existing space/building, however, the committee could not find a viable option.
- In addition, the committee looked at purchasing an existing building but the cost for what is available is not a viable option.
- The committee will continue to look for a way to plan and move forward but will not have a school open and ready by 2018-2019 school year.

VI. CLOSED SESSION

A. Closed Session

7:32pm

VII. Financials

A. 2019 Budget Presentation

Barry King made a motion to to accept the TeSA and TCAA budget as is.
Linda Metcalf seconded the motion.
The board **VOTED** unanimously to approve the motion.
Michael Wellbaum made a motion to table approving the FWAFA budget until the August 2018 board meeting to allow the Finance Director and President|CEO to continue to work on it. Dan Bates seconded the motion. It passed unanimously 6-0.

B. Establish TCAA Line of Credit

Daniel Bates made a motion to approve the President|CEO establish a line of credit.
Steven Johnson seconded the motion.
The board **VOTED** to approve the motion.

Roll Call

Daniel Bates	Aye
Barry King	Aye
Linda Metcalf	Abstain
Melissa Goodroe	Aye
Michael Wellbaum	Aye
Steven Johnson	Aye

Establishing a Line of Credit will offset Cash Flow issues.

VIII. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 9:57 PM.

Respectfully Submitted,
Melissa Goodroe