APPROVED

St. Louis Voices Academy of the Media Arts

Minutes

Special Board Meeting

Breach of Contract and Probation

Date and Time
Wednesday November 19, 2025 at 5:00 PM

Location
https://us06web.zoom.us/j/81220249980?pwd=FIUNhlBRybFyroGk8VR6wmNsKH9h2g.1

1. Roll Call & Establishment of Quorum: A quorum was established.

2. Approval of Previous Minutes
The Board reviewed the minutes from the June meeting and November 10's Special Meeting.
Action: Motion to approve the June minutes passed unanimously.

3. Compliance Review
The Board reviewed outstanding compliance items and the deadlines associated with the Commission's November 6th Letter of Concern and November 17th Probation Letter. Items discussed included:

1. Submission of all documents
2. The missing police report from the October elopement incident with rationale from the police department
3. Safety Plan update deadline
4. December 1 and December 5 compliance requirements timelines
5. Communication cadence expectations with the Commission

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6. Assessment and Evaluations of Safety Plan including Chief of Police, Fire Chief, Safety Specialists & Construction Teams conclusions this week

Board Direction:

- Reviewed, confirmed and approved all items related to the November 6th Letter of Concern were provided to the commission with all the required information.
- The Executive Director was instructed to complete all required submissions by the established deadlines for approvals.
- The Board confirmed its commitment to meeting all Commission expectations.

4. Compliance Tracking Systems
The Board confirmed that access to the compliance software portal had been restored, allowing accurate submission and monitoring of school and governance compliance requirements.
No vote required.

5. Financial Reporting
The Board discussed outstanding financial approvals and the need to ensure all financials are submitted according to reporting policy.
Action:
The Finance Committee was directed to oversee and ensure proper approval and submission of all financials.

6. Safety Plan Review
The Board reviewed the draft Safety Plan, informed by external assessments from law enforcement and fire safety personnel.

Action:

- **Safety Plan approved**, with the understanding that additional vendor proposals and adjustments will be submitted as addendums by the required deadline. The family communication plan was included in the approved safety plan.

7. Governance Reporting
The Board reviewed required governance updates and training expectations of via the commissions corrective action and confirmed comprehensive completion as of 11.20.25 with 3 items pending for completion on 11.26.25.

Action:

- **Updated Bylaws approved unanimously.**
- **Governance Calendar approved** with minor modifications.
- Committee Calendar approved with minor modifications
- **Closed meeting compliance protocols approved**, including roll-call procedure and entry/exit script.

- The Board confirmed the requirement for **Sunshine Law Training** for all members for 11.26.
- The Board reaffirmed the **18-hour annual governance training expectation and approved the SLVA program**.
- **The Board reviewed the Corrective Transition Plan outlining governance improvements and compliance monitoring. Corrective Transition Plan approved** for submission to the Commission.
- Board Governance Audit Report approved in its entirety for submission to the Commission in response to the governance sections within the 11.17.25 notice.
- Board member recruiting efforts were approved and the following officer appointments were made **Adriana Stable appointed Board Secretary** for FY 2025–2026. **Dr. Jazzmine Nolan-Echols appointed Co-Chair** through the December transition. Board confirmed the requirement to fill all vacant board seats by December 1.
- Board member qualifications, residency, background checks and conflict of interest disclosures were approved.
- Board policies and procedures with legal review were approved.
- Executive Director evaluation and contract course of action were approved.
- Verification of the enrollment freeze was approved.
- Board Meeting, Quorum, Notice and Minutes Compliance for the year of 2025 was reviewed, met and approved.

8. Budget Development

The Board received an update on the ongoing development of the fiscal year budget.

Action:

- Budget scheduled for formal review and approval at the November 26 meeting after presentation, discussion and approval of revised organizational structure due to enrollment freeze from the Commission.

9. December Meeting Reschedule

The Board discussed the conflict created by the previously scheduled December 24 meeting.

Action:

- **December meeting rescheduled to December 17, 2025.**
- Board agreed to convene special meetings as necessary to meet compliance deadlines.

10. Motion to Enter Closed Session

A motion was made to enter closed session pursuant to Section 610.021, RSMo, for legally authorized personnel and legal matters.

Action:

- **Motion passed by roll-call vote.**

Closed Session Entered: 5:52 PM

11. Closed Session

The Board met in closed session for the legally authorized purpose of discussing personnel matters and confidential legal matters.

- **No actions were taken in closed session that are required to be reported in open minutes.**

12. Motion to Exit Closed Session
A motion was made and approved to exit closed session and return to open session.

- **Closed Session Exited: 7:22 PM**

Directors Present
A. Stable, D. Nolan-Echols, L. Jackson, R. Payne, T. Cauley

Directors Absent
None

Ex Officio Members Present
H. Russell-West

Guests Present
K. Rounds, Laurel Bounds, Martha McGeehon, Tom Durphey

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

R. Payne called a meeting of the board of directors of St. Louis Voices Academy of the Media Arts to order on Wednesday Nov 19, 2025 at 5:07 PM.

C. Approve Minutes

Motion to approve the minutes from Special Board Meeting on 11-10-25.
The board **VOTED** unanimously to approve the motion.

II. Closing Items

A. Adjourn Meeting

L. Jackson made a motion to Adjourn.
T. Cauley seconded the motion.

7:45pm
The board **VOTED** to approve the motion.
There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 6:00 PM.

Respectfully Submitted,
R. Payne