

DRAFT- NOT YET APPROVED

**Board of Directors
Workshop Minutes
Math & Science Academy
Monday, December 19, 2022
Building B and Remotely
8430 Woodbury Crossing, Woodbury, MN 55125**

Call to Order by Dan Ellingson at 5:00 pm

Members Present:

Voting:

Dan Ellingson, Chair
Maggie Burggraaff, Vice Chair
DJ Johnston, Secretary
Cody Schniepp, Treasurer
Jennifer Bartle
Jeff Eng
Hetal Patel
Wendell Sletten
Teresa Ward

Non-voting:

Randy Vetsch, Director
Noah Yehalashet
Joseph Ayalew

Absent:

Voting:

Non-voting:

1. Workshop Agenda (5:00PM - 6:00PM)

Discussion: Centered on MSA by-laws first reading of amended Board by-laws. Board heard recommended changes brought forth from the Governance Committee and discussed.

Workshop was adjourned at 6: PM

Submitted and Approved: DJ

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**Board of Directors
Meeting Minutes
Math & Science Academy
Monday, December 19, 2022
Building B and Remotely
8430 Woodbury Crossing, Woodbury, MN 55125**

2. Call to Order by Dan Ellingson at 6:15 pm

Vision and Mission read by Joseph Ayalew.

3. Roll Call of Members

Present:

Voting:

Dan Ellingson, Chair

Maggie Burggraaff, Vice Chair

DJ Johnston, Secretary

Cody Schniepp, Treasurer

Jennifer Bartle

Jeff Eng

Hetal Patel

Wendell Sletten

Teresa Ward

Non-voting:

Randy Vetsch, Director

Noah Yehalashet, Student Representative

Joseph Ayalew, Student Representative

Absent:

4. Approval of Agenda

Conflicts of Interest: None

Motion to approve the agenda.

Moved by: Maggie Burggraaff

Second: Wendell Sletten

Discussion:

Mr. Johnston pointed out that according to the timeframes on the agenda, this will be a 4 hour meeting. Board should be cognizant of that when putting the agenda items together. Mr. Johnston will watch the clock on agenda times to improve meeting efficiency.

Vote: 9-yes

0-no 0-abstain

The motion carries.

5. MSA Monthly Celebration

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Congratulations to:

Amanda Stout, Michelle Kurkoski, and April McClernan for coordination of student events

Congratulations to Mr. Johnston for passing his Masters.

Mr. Noah Yehalashet joined at 6:23 pm.

6. Open Forum

None

7. Approval of Minutes.

a. Motion to approve the BOD Meeting Minutes, November 21, 2022.

Moved by: Dan Ellingson

Second: Cody Schniepp

Discussion: One spelling change on guest speaker name. Correct spelling updated and minutes approved.

None

Vote: 9-yes

0-no 0-abstain

The motion carries.

8. Student Representative Communication and Update

Noah Yehalashet - Mr. Yehalashet reviewed the Student's Policy Agenda. Next steps will be to work with Administration and some of the board members of the goals to be pursued.

Joseph Ayalew - Mental health days are now becoming more apparent with some students.

9. Executive Director's Report

Mr. Vetsch provided a recap of the Director's Report submitted in the Board packet.

Applications are open Feb 1 and the lottery is Feb 15.

As of meeting MSA has reached 64% of our Give to the Max fundraising campaign

10. Chair's Report

Mr. Ellingson provided a quick overview of the two surveys. The first survey was to get feedback on the Executive Director. Surveys were completed behind the firewall. There were fewer responses and the Board should consider how best to get constructive feedback. Results will be brought to the board in January.

The second survey was to get feedback on the Board Chair. It was not clear to others on the contact info being shared. There was about 10-11 feedback.

11. Reports from Board Committees, Activities Director and Task Forces

Governance/Policy (Patel): Report submitted.

Merger (Burggraaff): Report submitted.

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School Expansion (Eng): Report submitted. Board discussed edits to the December 1 meeting minutes. The last bullet on the first page regarding \$400,000 is about bonding and not bus. Correct "Swanson" to "Sorenson". Board discussed if committee minutes needed to be approved.

Finance (Schniepp): Report submitted.

Motion to approve Financial Report for December 2022.

Moved by: Cody Schniepp Second: Jennifer Bartle

Discussion:
None

Vote: 9-yes 0-no 0-abstain
The motion carries.

Financial Audit Presentation by Tyler See, CPA with Abdo

Motion to approve the Audit Report.

Moved by: Cody Schniepp Second: Jennifer Bartle

Discussion:
None

Vote: 9-yes 0-no 0-abstain
The motion carries.

12. Consent Agenda

- a. MAS Renewal
- b. First read of:
 - i. Policy 418 - Drug Free Workplace and School
 - ii. Policy 710 - Extracurricular Transportation
 - iii. Updated By-Laws
- b. Second reading, approval of:
 - i. Policy 102 - Equal Educational Opportunity
 - ii. Policy 413 - Harassment & Violence
 - iii. Policy 415 - Vulnerable Adults
 - iv. Policy 501 School Weapons
 - v. Policy 507 - Corporal Punishment

Motion to approve the Consent Agenda as amended.

Moved by: Maggie Burggraaff Second: Jennifer Bartle

Discussion:
None

Vote: 9-yes 0-no 0-abstain
The motion carries.

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13. Diversity, Equity, and Inclusion

a. Dashboard Update related to DEI

Discussion:

Mr. Ellingson provided an overview of the dashboard provided in the board packet. Two items are done with specific actions. Bylaws and policies are in progress. Bylaws are on track to be completed next year. Policies will be ongoing.

Board training will be done next month.

Motion to recess at 7:13 pm.

Moved by: Dan Ellingson Second: Maggie Burggraaff

Vote: 9-yes 0-no 0-abstain

The motion carries.

Board resumed at 7:22 pm.

14. Items for Discussion

a. Do we need Communication Committee/Task Force

Discussion:

Board discussed the workflow. Mr. Ellingson outlined the process. Notes will be posted within three days. All notes will go to Administration (Emma and Randy).

b. Expansion Options

Discussion:

Mr. Eng provided an overview of the expansion options. There were two suggestions: Dream and Affordable. The Dream Suggestion is estimated at \$34 million. It includes remodel, construction of extra gym, extra classroom, and remodel of the current MSA space. The Affordable Suggestion is estimated at \$17 million and includes light remodeling, extra gym, no extra classroom, and MSA to use the same footprint of the existing building.

Ms. Burggraaff provided an overview of the responses to the merger:

Feedback was about culture, financial, timeline, and feeling rushed. Stakeholders need to understand the why. The plan is expansion and the community wants to know why it can't wait. Choosing to do nothing hurts us financially. The website should explain why. We are also exploring a merger. This came to us as an opportunity

Board discussed the merger.

Mr. Ellingson recognizes Bruce Sorenson, Managing Director BAIRD, Charter School Finance Group to speak. He spoke about the financial aspect. It is public information. He also spoke about bonds and investors.

c. By-Laws discussion

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Discussion:

There is good progress and there will be one more Governance meeting.

d.Merge Committee Questions/Answers

Discussion:

See Item 14b.

15. Items for Decision

a. Approval Communication Committee if necessary

Discussion:

The Board does not recommend a Communication Committee. Mr. Sletten encouraged the community to voice concerns to Admin.

b. Approve BOD directed expansion next steps

Discussion:

Recommendation with no additional change and to continue to look at options, funding, and enrollment numbers.

c. Approval of Merger Committee Recommendation

Discussion:

Continue with this committee to get more answers. The meeting can be broadcasted and open.

Motion to create a one page financial summary and projection of finances needed for expansion.

Moved by: Dan Ellingson Second: Hetal Patel

Vote:

9-yes 0-no 0-abstain

The motion carries.

Discussion:

Board discussed the meeting with WLA on who and how many should attend.

Motion to recommend the Merger Committee reach out and openly meet to ask and answer high level questions to better understand the why and how it could benefit both organizations.

Moved by: DJ Johnston Second: Dan Ellingson

Vote:

8-yes Jeff Eng-no 0-abstain

The motion carries.

d. Approval of By-Laws to go to Admin for discussion/approval

Discussion:

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It is teacher heavy and suggestions to change that. There is nothing to approve at this time.

e. Approval of financial audit

Motion to approve the financial audit.

Moved by: Cody Schniepp Second: Dan Ellingson

Vote:

9-yes 0-no 0-abstain

The motion carries.

16. Future BOD Meeting and Workshop Agenda Items

a. January

- i. Diversity, Equity and Inclusion training round two (Forbes)
- ii. Strategic Plan / Investigation Progress / Student Petition update
- iii. Solicit 1-2 community members for BOD Election 2023

c. February

- i. TBD

17. Meeting Plus/Minus

Plus:

Temperature is better.

Better prepared.

Better at staying on task but it could be better.

Minus:

Break out time.

18. Motion to adjourn at 9:15 pm.

Moved by: DJ Johnston Second: Wendell Sletten

Vote: 9-yes 0-no 0-abstain

The motion carries.

Submitted:

Ia Xiong, Board Recorder

Approved:

David "DJ" Johnston, BOD Secretary