

September 19, 2022 Board of Director Minutes

Board of Directors Workshop Minutes Math & Science Academy Monday, September 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

Cody Schniepp, Treasurer

DJ Johnston, Secretary

Jennifer Bartle

Jeff Eng

Hetal Patel

Wendell Sletten

Teresa Ward

Non-voting:

Randy Vetsch, Director

Absent:

Voting:

Non-voting:

Joseph Ayalew

Noah Yehalashet

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

Discussion: Christian Shafer from the law firm of Ratwik, Rosak & Maloney, P.A., led a data practices training for the BOD members.

Workshop was adjourned at 6:00 PM

Submitted and Approved:

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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

Cody Schniepp, Treasurer

DJ Johnston, Secretary

Jennifer Bartle

Jeff Eng

Hetal Patel

Wendell Sletten

Teresa Ward

Non-voting:

Randy Vetsch, Director

Joseph Ayalew

Noah Yehalashet

Absent:

None

4.. Approval of Agenda

Conflicts of Interest: None

Motion to approve the agenda.

Moved by: Dan Ellingson

Second: Maggie Burggraaff

Discussion:

Mr. Ellingson clarified when to bring up a conflict of interest by the board such as if your daughter is involved in an item in the agenda.

Vote: 9-yes

0-no 0-abstain

The motion carries.

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5. MSA Monthly Celebration - Summer Staff

Thank you to Kai Catudio, Rich Kaup, and Justin Gehring for getting things ready for this year. Whether technical IT work, building repairs, or moving items all over campus, Math and Science Academy could not do what we do without all of their hard work. Their tireless work enabled MSA to have a great start to our school year.

6. Open Forum

None

7. Approval of Minutes.

a. Call to amend vote on motion to waive pledge agenda, recorded on Aug 15th

Discussion:

Mr. Ellingson noted that a memo was provided in the board packet for the vote in Item 14b.i to show Hatel Patel as abstaining on the vote.

b. Motion to approve the BOD Workshop and Meeting, August 15, 2022 with the amended changes.

Moved by: Maggie Burrgraff

Second: DJ Johnston

Discussion:

Mr. Johnston will add notes to the workshop in the future.

Board discussed the motion and voting on Item 14b.i. It should be corrected as follows: Adam Bartz filled an open community member position and fulfilled the remainder of that term.

Change the motion to "Motion to seat a position until posted in June".

Vote: 9-yes 0-no 0-abstain

The motion carries.

Motion to approve to change Ms. Hatel Patel's vote on Item 14b.i as abstaining.

Vote: 8-yes 0-no Hatel Patel-abstain

The motion carries.

Motion to approve the BOD Workshop and Meeting, August 15, 2022 with the amended changes.

Moved by: Dan Ellingson Second: Maggie Burggraff

Vote: 9-yes 0-no 0-abstain

The motion carries.

Motion to add to the agenda item 14e for discussion.

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Moved by: Wendel Sletten Second: Maggie Burggraff

Discussion:

This motion is to add it to the agenda for discussion.

Vote: 8-yes Jennifer Bartle-no 0-abstain

8. Student Representative Communication and Update

Joseph Ayalew

- High School's don't have physical education for fun and exercise. Was wondering why it had to change?
- High Schooler's classes are in Building C and D. Was wondering why it has to switch?

Noah Yehalashet

- Glad to have 2 student representatives on the Board.
- Not satisfied with the investigation report with the redacted version. Feel like it hasn't hit the highest level of transparency and don't have a plan to fully address it.
- Want the school environment to be racially inclusive especially following the discrimination that was presented to the school
- Create productive discussion around the level of homework to make sure it doesn't create a stressful environment but still provide a vigorous curriculum.
- Would like to conduct survey and focus groups and will come back with a policy agenda by October based on this.

9. Executive Director's Report

Mr. Vetsch provided an overview of the report in the Board packet.

a. Dashboard

Green means it's accomplished and yellow means it's still in progress.

b. Executive Director Goals for 2022-23

Board discussed the goals which are a result of the investigation and items added by Mr. Vetsch. Advice was provided on using the word "rigor" in Culture and Climate. What defines rigor and what is rigorous? Also, fair and equitable grading to be added.

c. Board Committee Document

Give to the Max is coming soon and would like to tie it to transportation. There are student activities but it is difficult to obtain a bus and the cost has tripled from 3 years ago. It would be beneficial to the parents and students to purchase a couple of 15 passenger vans. Mr. Vetsch has started to talk to insurance companies and parameters

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of who drives it. The cost is estimated to be \$50,000 each. Typical Give to the Max is \$50k.

Board discussed the committees that used to be Fundraising and now is part of Admin task and responsibility. There is still the issue of getting the buses. Board discussed the finances of purchasing it, licenses, and use. Concerns from previous lawsuits on car pooling and other people driving other people's children. Insurance may be costly.

10. Chair's Report

Mr. Ellingson recapped the workshop. Board is now trained on data privacy and how to handle data requests. Any information request should go to the Executive Director and if there are any follow up questions, you can go to Mr. Ellingson.

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

Governance (Ellingson): Report submitted. Comments were made on the old by-laws.
Policy (TBD): No report submitted.
School Expansion (Eng): No report submitted.
Finance (Schniepp): Report submitted.

Motion to approve August 2022 Financial Report.

Moved by: Cody Schniepp Second: Jeff Eng

Discussion:

Some expenses are higher in the summer and less during the year.

Vote: 9-yes 0-no 0-abstain

The motion carries.

12. Consent Agenda

None

13. Diversity, Equity, and Inclusion

a. Dashboard Update related to DEI

Discussion:

There was a meeting with staff and DEI training. Board training will be at the next 2 workshops.

b. BOD By-Law discussion

i. By Laws After 2019 Revision

ii. Virtual Governance Discussion

Discussion:

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Mr. Ellingson provided an update. There was a governance meeting and the draft was discussed. Bylaws have changed 14 times in the last 20 years. It has changed almost annually.

The Governance Committee is going to review various samples of bylaws and governance practices of fellow MN charters in an effort to align MSA's bylaws with statutory 124D.

14. Items for Discussion

a. Annual review of 413 Harassment and Violence Prohibition Policy

Discussion:

Change "Director" to "Executive Director".

Board discussed the use of specific names or state the position only.

Where is the origin of the use of "adult non-student"?

The Policy Committee and Governance Committee will review.

b. Annual Report

Discussion:

Mr. Vetsch provided an overview. It is due to the Authorizer on October 1 but can't bring it to the Board in August because they don't have a lot of the data at that time. This report is a one year lag. Board discussed updating the members' terms and typos.

c. World's Best Workforce

Discussion:

Mr. Vetsch provided an overview. It is due December 15.

d. New BOD Members Discussion

i. Expansion Goals, Plans, Opportunities

Discussion:

Mr. Eng provided background on the expansion and procurement of the contract. There will be workshops for all. There is still an opportunity for the wish list to be developed.

ii. Questions on BOD Governance, Policies, Recommendations

Discussion:

Mr. Ellingson opened up the discussion. By laws take a few months to change. Board discussed a committee or task force for policies and governance. Board also discussed how members can get a redacted version of the investigation report.

e. Previous Agenda Item 14b.i from August minutes.

Discussion:

Mr. Sletten brought up the agenda item which he noted that contradicts what was approved in July. Adam Bartz's term on the board was clarified that it is not the same as

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the current situation and so could not be used as a previous example. Board discussed what should be included in the by-laws.

Board also discussed how to figure out the correct mechanism on the previous votes. The vote to rescind a July motion cannot be done by board members that were not seated at the time. Reconsidering a vote has to be done during the original meeting. It was noted that in the absence of it in the by-laws that the Roberts Rules are followed.

This will be further discussed at the Governance Committee.

15. Items for Decision

a. Annual Report approval

Motion to approve the Annual Report with the date corrections.

Moved by: Dan Ellingson Second: Wendel Sletten

Discussion:
None

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

b. Conflict of Interests signed

Discussion:
Mr. Vetsch passed out the forms to the board to sign.

c. Approve Election Policy with August changes

Discussion:
Mr. Vetsch noted that the wrong policy was in the board packet and will be voted on next time. Elections will be in the spring.

Motion to table the approval of the Election Policy.

Moved by: Dan Ellingson Second: Maggie Burggraff

Discussion:
None

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

16. Future BOD Meeting and Workshop Agenda Items

- a. Annual Financial Audit
- b. DEI Training Oct and Nov 2022 BOD Workshops

17. Meeting Plus/Minus

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Discussion:

Plus:

- Nice to have 2 student representatives.
- Ability to look at both sides.
- Encouraged by the diversity and number on the board
- Having a full board

Minus:

18. Motion to adjourn at 8:47 pm.

Moved by: Dan Ellingson

Second: Maggie Burggraaff

Vote: 9-yes 0-no 0-abstain

The motion carries.

Submitted:

Ia Xiong, Board Recorder

Approved:

DJ Johnston, Secretary