

APPROVED

Board of Directors Workshop Minutes Math & Science Academy Monday, February 27, 2023 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
Wendell Sletten, Treasurer
Jeff Eng
Hetal Patel
Wendell Sletten
Teresa Ward

Non-voting:

Randy Vetsch, Director

Absent:

Voting:

Jennifer Bartle

Non-voting

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

Meeting called to order at 5pm

Workshop focused on BOD meeting norms

- Be on time
- Come prepared
- Be present
- Be open minded
- Tackle problems. Not People
- Let others contribute
- Stay on topic
- Assume positive intentions
- BOD packet creation, reading and sharing
- Follow policy 203.1

Areas of Discussion

What does it mean to abstain?

Chair to have gavel available in case emotions run high and discussion needs to be tabled.

Intentions should not be personal.

Board considered providing directors more time with BOD packet in order to consume all posted information and items for consideration. Consideration of moving the meeting to a different day.

Code of ethics discussion.

Recessed Workshop at 6:05

APPROVED

Submitted and Approved: DJ

APPROVED

**Board of Directors
Meeting Minutes
Math & Science Academy
Monday, February 27, 2023
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

Wendell Sletten, Treasurer

Jeff Eng

Hetal Patel

Teresa Ward

Non-voting:

Randy Vetsch, Director

Joseph Ayalew, Student Representative

Noah Yehalashet, Student Representative

Absent:

Jennifer Bartle

4. Approval of Agenda

Conflicts of Interest: None

Motion to approve the agenda.

Moved by: Wendell Sletten

Second: Burggraaff

Discussion:

Reform of the Annual Fund Campaign to be a Subcommittee of the Finance Committee.

Remove from Consent Agenda and add to Items of Discussion: Policy 102.2

Motion to approve agenda as amended.

Vote: 7-yes 0-no 0-abstain

The motion carries.

5. MSA Monthly Celebration

Honored Student Council and National Honor Society students

APPROVED

6. Open Forum

Akua Yebouh - Petition - Behaviors displayed at January meeting.

Alex Hardtke - Policy 102.2 - Spoke in support of policy 102.2 shared Harassment experienced

7. Approval of Minutes.

a. Motion to approve the BOD Meeting Minutes, January 23, 2023.

Moved by: Second:

Discussion:

Correction:

17d - correct school to WLA

15f - training - Mr. Ellingson wanted more information that was discussed. Need to review the recorded meeting.

6.2 - PE

Note on disclosed meeting: Mr. Ellingson noted how to capture more.

Governance Policy - Mr. Ellingson said that it needs to state the purpose of the emergent reason. Need to put it in the addendum.

Vote: 7-yes 0-no 0-abstain

The motion carries.

8. Student Representative Communication and Update

Joseph Ayalew - He has been accepted into a D2 school to continue his sports. Spoke about the investigation and discriminatory comments made at January 2023 BOD meeting.

Noah Yehalashet - Spoke about discrimination and Policy 101.2 in response to January board meeting

Motion to discuss concerns about BOD member

Moved by: Wendell Sletten, 2nd by Hetal Patel

Discussion:

Mr. Ellingson - Bringing up complaints should have been brought up to the board chair.

Sletten - Policy 202.3 can allow this.

Not allowed to discuss slander.

Sletten shared, motion based in fact and cites eight points of cause as reason for motion of discussion.

Motion to have the floor.

Moved by: Wendel Sletten Second by: Hetal Patel

APPROVED

Discussion:

Mr. Ellingson reached out to legal about discussion of an individual. Legal said not to be discussed. Complaints should have been to the board chair.

Mr. Sletten - members can be removed with cause.

Mr. Ellingson - chain of command - admin and then the board

Mr. Eng is not resigning from the Board.

6:52 pm Mr. Eng left the meeting.

Mr. Ellingson is disappointed that no one came to the chair.

Mr. Sletten - need to be open to the public. Condoning racist action.

Ms. Patel - This is the time to address it in public.

Motion for Mr. Sletten to have the floor to discuss cause or ethics violation against Mr. Eng. (motion was seconded by Ms. Patel)

Mr. Sletten - You have swept it under. Mr. Ellingson - Is there an issue with me?

Rights to privacy - Policy 206

As a legal reminder chair informs that Defamation, slander or libel comes from the individual

Motion to have the floor to discuss allegations on Mr. Eng for further dismissal of Mr. Eng for cause.

Moved by: Wendel Sletten Second: Hetal Patel

Yes: Hetal Patel, Maggie Burggraaff, Wendel Sletten, DJ Johnston, Teresa Ward

No: 0

Abstain: Dan Ellingson

Discussion:

Motion to remove Board Member Mr. Eng from the Board brought forth by Mr. Sletten.

Discussion:

Point of clarification:

Mr. Sletten laid out 8 examples of ethical concerns.

1. Concerns outlined by the Black Student Union petition.
2. For continuous disruption of student learning and the failure to keep student impact at the center of his representation;
 - His opposition to Policy 102.1 led a large population of students to divert their time and energy away from studying to develop a policy and petition.
 - His continuous undermining and collusion against administration resulted in a complete turn over; as outlined in the investigation.
3. Continuously violating fiduciary duties as not only stated in the investigation but during current open meetings.
 - Insisting that the board have an operational role; such actions undermine administration leadership and is an overstep of governance role violating his position of trust.

APPROVED

- His involvement in a 120K+ investigation at the school expense.
 - Interfering with the investigation.
 - Opposition to the findings of the investigation.
 - Fearmongering and gaslighting stakeholders to uphold an agenda of personal interest
4. Ongoing violations of recommendation 2 of the investigation which states to cease expansion efforts if the continued belief is that MSA is only for “high performing students”.
 - As evident in comments made during the BOD’s first Merger meeting.
 - The condoning of comments made by members of his expansion committee not only during expansion meetings but during open forums regarding test scores and diluting population.
 5. Violation of recommendation 5 of the investigation which states that he is to not act in self-interest or specific interests of select teachers/staff.
 - As evident by his opposition to abstain from voting in the closed meeting pertaining to the termination of two MSA employees due to their actions outlined within the investigation on June 2nd, 2022.
 - As evidenced by statements made in Open Meetings regarding select “teachers would be opposed to speaking up against a merger if a merger committee was led only by teacher board members.”
 - Continued divisive conduct by failing to support a decision once it has been made cannot continue to advance the dissenting view.
 6. Breach of confidentiality - one of the preeminent fiduciary duties owed of a board Member.
 - Disclosing confidential administration documents prior to the public release. This action compromises the efforts being made by administration and a fellow community school to coordinate communication in a timely manner to their stakeholders jeopardizing the collaboration.
 7. Neglecting to refer complaints to the director or insist that they be presented in writing to the whole BOD for proper referral according to the chain of command. Code of Ethics E9
 8. A failure to provide minutes for the expansion committee until recently.

Mr. Ellingson - Procedures were not followed. If there are concerns, it was not addressed with the person and then it would go up the chain of command. This is not the right forum.

Mr. Sletten - We do not tolerate discrimination.

Mr. Joseph - He believes in education and does not want to remove Mr. Eng. He is with the students but there are other ways.

Mr. Ellingson - Cause is breaking fiduciary responsibilities. Mr. Ellingson would have discussed it with the individual.

Vote:

Yes: Wendel Sletten, Hetal Patel, Maggie Burggraaff, Teresa Ward, DJ Johnston

No: none

Abstain: Dan Ellingson

Motion to move the scheduled break to 7:20 pm.

Moved by: Dan Ellingson Second: Maggie Burggraaff

APPROVED

6-Yes 0-no 0-abstain

Board resumed at 7:46 pm.

Mr. Ellingson announced that a quorum is needed with a majority of elected leaders vs appointed. To have a quorum there needs a majority of elected leaders.

Votes do not count.

There are important matters tonight such as:

1. Bussing. We could post ratify it.
2. Lottery results.

An option is to have another meeting after spring break.

Ms. Patel said the bylaws say there can be motions that arise in orders of the day. Cannot take new business which would have been the termination of Mr. Eng. Mr. Ellginson said we could go through discussion and defer decisions. He can call the other elected board members during another recess.

Motion to have another 10 minute break at 8:00 pm.

Moved by: Dan Ellingson Second: Wendel Sletten

6-Yes 0-no 0-abstain

Board resumed at 8:18 pm.

Mr. Ellingson stated the following:

In order to have a quorum, there needs to be a majority of elected members. There are 4 elected members. There are only 2 elected members present. One isn't interested in returning and another has not responded.

Legal was conferred and recommends that the meeting be suspended or recessed.

Even if we want to have an early discussion, the attorney recommends waiting.

We could motion to recess the meeting. If the meeting does not reconvene within the next 3 days, then it will have to be reposted.

Board discussed whether a meeting on Thursday will meet the 3 day requirement.

Motion to recess this meeting until 5:30 pm tomorrow.

Moved by: Dan Ellingson Second: DJ Johnston

Discussion:

None

Vote:

6-Yes 0-no 0-abstain

9. Executive Director's Report

- a. Mr. Vetsch went through the report in the packet.

APPROVED

- b. Honor Roll Update
- c. Plan of Merger

10. Chair's Report

None

11. Board Committees

Governance/Policy (Patel): Report submitted.

Merger (Burggraaff): Report submitted.

School Expansion (Eng): Report submitted.

Finance (Sletten): Report submitted.

Line of Credit - BOD members must sign to approve Finance Chair and Executive Director have access to Line of Credit if ever needed.

Legacy Funds run roughly .20 per student

Next Meeting March 13, 2023

Motion to approve Financial Report for January 2023.

Moved by: Wendell Sletten Second: DJ Johnston

Discussion:

None

Vote: 6-yes 0-no 0-abstain

The motion carries.

12. Consent Agenda

a. First read of:

i. Policy 102.2 moved to discussion

ii. Policy 203 Operation of the School Board - Governing Rules

iii. Policy 203.2 Order of the Regular Board of Directors Meeting

iv. Policy 203.5 School Board Meeting Agenda

v. Policy 203.6 Consent Agenda

vi. Policy 204 School Board Meeting Minutes

vii. Policy 205 Open Meetings and Closed Meetings

viii. Policy 206 Public Participation in School Board Meetings/Complaints about Persons at School Board Meetings and Data Privacy Considerations

ix. Policy 209 Code of Ethics

x. Policy 210.1 Conflict of Interest - School Board Members

xi. Policy 211 Criminal or Civil Action Against Charter School or Member, Employee, or Student

xii. Policy 212 Charter School Board Member Development

xiii. Policy 214 Out of State Travel by School Board Members

b. Second read and approval of:

i. Policy 101 Legal Status of School District

ii. Policy 101.1 Name of School District

iii. Policy 102 Equal Educational Opportunity

APPROVED

- iv. Policy 103 Complaints - Students, Employees, Parents, Other Persons
- v. Policy 104 School District Mission Statement
- vi. Policy 201 Legal Status of School Board
- vii. Policy 208 Development, Adoption, and Implementation of Policies

Motion to approve the Consent Agenda.

Moved by: Dan Ellingson Second: Maggie Burggraaff

Discussion:
None

Vote: 6-yes 0-no 0-abstain
The motion carries.

13. Diversity, Equity, and Inclusion

- a. DEI Training Workshop Rescheduling**
- b. Policy 102.1 statement placement**

“We would like to acknowledge that the land on which we gather is the land of the Očhéthi Šakówiŋ (pronounced “oh-CHEH-tee shaw-KOH-we,”) The People of the Seven Council Fires and the Wahpekute Band (pronounced “wah-PEH-koo-tay”). It is within MSA’s responsibility as an academic institution to disseminate knowledge about Indigenous peoples, and their history with this land. MSA works to build relationships with Native American students and families through academic pursuits and historical recognition.”

- c. New DEI Dashboard & next steps**

Discussion:

Statement of placement will be read at the start of future board meetings.
Patel: Should the board take advice or be even more student led?

14. Board recessed at : pm. TABLED

Board resumed at : pm.

15. Discussion and Decision

- a. Review Code of Ethics - 10 min (Sletten)
Board workshop Tuesday focused on meeting norms
- b. BOD member changes - 15 min (Ellingson)
 - i. Formalize and approve teacher BOD term appointment - Sletten /Ms. Patel
 - ii. Form election committee per current by-laws
- 1. Election: need one parent and two teachers

APPROVED

MOTION

1st Hetal Patel 2nd Maggie Burggraaff

Move to rescind the Motion presented at the August 15th 2022 Meeting “to post an interim position until seated in June.”

Passed 5 yes, 0 no, 1 abstain (Sletten)

Move to expunge all discussions, motions and resolutions that occurred after the July 18th 2022 Meeting related to Member Sletten’s appointment.

MOTION: 1st: Hetal Patel 2nd: Dan Ellingson

Passed 5 yes, 0 no, 1 abstain (Sletten)

2. Plan to appoint one committee member for remaining 2 years of community member term

Motion New Election Committee -Maggie Burggraaff chair, Ellingson and Ward assisting
6 yes, 0 no, 0 abstain

c. Approval of amended MSA calendar - April 7th and May 8th changed to “Digital Learning Day”

MOTION to approve calendar changes

1st: Maggie Burggraaff 2nd: Dan Ellingson

6 yes, 0 no, 0 abstain

d. Approve Bus Agreement for So. Wash. County - by March 1, 2023 (Vetsch)

1st: Dan Ellingson 2nd: Hetal Patel

6 yes, 0 no, 0 abstain

BREAK 6:30-6:45 (1st: Dan Ellingson 2nd: DJ Johnston)

e. Discuss Merger/Expansion status and next steps (Vetsch / Burggraaff) - 30 min

Director Vetsch presented a slideshow examining potential merger. Slideshow available online at www.mnmsa.org

Discussion: No decisions, but more to come to both boards by March

f. Approve 2nd reading of Policy 102.1 Racial Equity and Inclusion (Patel) - 10 min

Discussion: Made amendment to wording on point 2d (changed a comma)

Talked about title of policy to be Racial Equity and Inclusion Policy, page number changes

MOTION

1st: Hetal Patel 2nd:Maggie Burggraaff

Motion passes

APPROVED

6 yes, 0 no, 0 abstain

g. Approve lottery results - 80 students for 6th grade, remaining waitlisted (Vetsch)

1st: Maggie Burggraaff 2nd: Teresa Ward

MOTION PASSES

6 yes, 0 no, 0 abstain

H. Reform the AFC committee

Fundraising committee does exist but not active, per se. Discussion to reinvigorate the committee that would report up through the finance committee.

MOTION

1st: Wendell Sletten 2nd: Dan Ellingson

PASSED

6 yes, 0 no, 0 abstain

i. Policy 102.2 Gender Diverse, Nonbinary, Transgender, and Sexual Orientation Equity Policy Moved to discussion

Motion to emergently approve by Hetal Patel

Discussion: Dan Ellingson in support of Policy but questions whether there is an "emergent" need

BOD members present take turns sharing their thoughts on Policy 102.2

Motion to approve

Moved by: Hetal Patel

Second: Wendell Sletten

Discussion:

None

Vote: 6-yes 0-no 0-abstain

The motion carries.

J. Moved from Monday's abbreviated meeting to item J

Motion to remove Board Member Jeff Eng from board for cause as cited Monday.

1st: Wendell Sletten 2nd: Hetal Patel

MOTION PASSES

5 YES, 0 NO, 1 ABSTAIN (Ellingson)

16. Motion to adjourn at : pm.

Moved by: Dan Ellingson Second: DJ Johnston

Vote: 6-yes 0-no 0-abstain

APPROVED

The motion carries.

2/27/23 meeting Submitted:

Ia Xiong, Board Recorder

Approved:

DJ Johnston, Board of Directors Secretary