



Approved 6/25/2024

The monthly meeting of the MSA Board of Directors was held on:

Tuesday, May 21st, 2024

MSA Building A Room 8, 8430 Woodbury Crossing, Woodbury MN 55125.

MEETING MINUTES

1. BOD Meeting Call to Order by Chair at 6pm.

Vision and Mission read by Harms.

2. Land Acknowledgement

Land Acknowledgement read by Ellingson.

3. Roll Call of Members

Name	Present/Absent
Wendell Sletten, Chair, Teacher Member	Present
Hetal Patel, Vice Chair, Parent Member	Present
Isaac Leonhardi, Treasurer, Teacher Member	Present
Sarah Harms, Secretary, Teacher Member	Present
Dan Ellingson, Parent Member	Present
Jules Kinkel, Community Member	Present
Brian Linzmeier, Community Member	Present
Karina Lozano, Teacher Member	Present
Mary Yapp, Parent Member	Present
Kate Hinton, Ex-officio, Executive Director	Present
Joseph Ayalew, Student Representative, Ex-officio	Present
Josh Balami, Student Representative, Ex-officio	Present

4. Open Forum

No open forum requests submitted. Meeting proceeded forward.

5. Approval of Agenda

Motion	Motion to approve tonight's agenda.
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Made By	Patel	Seconded By	Kinkel
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Discussion	Request to add the amendment of including the election committee notes received this morning. Item will be included with 12g(i).
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	None	Abstain	None
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Decision	The motion was carried unanimously.
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6. Conflict of Interest
No conflicts of interest were stated.

7. Approval of Minutes
a. April 16, 2024 Minutes

Motion	Motion to approve the 4/16/24 meeting minutes.
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Made By	Lozano	Seconded By	Linzmeier
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Discussion	Page 6, 10.c(iii) the draft equity plan. Change “to a very small number of staff” to “by a very small number of staff”. Page 5, c(ii).4.a.- change the word “percentage” to “step”.
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Vote		Yes	Sletten Leonhardi Harms Ellingson Kinkel Linzmeier Lozano	No	None	Abstain	Patel
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			Yapp				
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Decision	The motion was carried.
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8. Board Recognition

- a. National Merit Scholarship Qualifiers
- b. All-State Musician
- c. BOD Student Representative Graduates

9. Consent Agenda

- a. Legislative
 - i. Policy 704.1
- b. Second Reads
 - i. Policy 606
 - ii. Policy 621
- c. Contracted Service Agreement Approvals 2024-2025
 - i. Audiology Services Contract
 - ii. DAPE Contract
 - iii. Deaf/Hard of Hearing Educational Services Contract
 - iv. Family Achievement Center
 - v. JR Computer Associates Contracts
 - vi. Wick Ebbesen LLC Contract
 - vii. TeamWorks Contract
 - viii. Medica Current and Proposed
- d. HR Transactions

Motion	Motion to approve the consent agenda.
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Made By	Linzmeier	Seconded By	Kinkel
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Discussion	<i>No discussion</i>
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	None	Abstain	None
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Decision	The motion was carried.
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10. Expansion Presentation

- a. NTH
 - i. As of this presentation, NTH is looking at a gap of \$8-10 million in the project. NTH provided an overview of the project and the history of how they were calculating the gap between lease aid funding and construction costs. NTH presented potential ideas to move the project forward, with the issues identified. A proposal within the bonding budget is not available today. There is not a viable site option with information available today that is within the bonding budget.
- b. JB Vang
 - i. JB Vang provided an overview of how they would approach the construction plan for expansion. JB Vang has constructed 32 charter schools since 2013. Recently, the PACT Charter School project was completed with a similar construction model. An overview of a proposed expansion plan was provided, and how a transition from NTH to JB Vang was provided.

Student Representative Balami left at 6:46pm and did not return.

Motion	Motion for a five minute recess at 7:23pm.
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Made By	Linzmeier	Seconded By	Kinkel
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Reconvene time: 7:27pm.

11. Board and Administration Reports

- a. Student Representative Reports
 - i. Recognition of Asian American History Month.
 - ii. The Badminton Team has had a fantastic season, and won their 4th straight conference title in a row.
 - iii. Track Team recognition given.
 - iv. Prom was a resounding success and held on a boat for the very first time.
 - v. Black Student Union (BSU) hosted their annual Unity Night on 5/16/24. The event was a BSU member event versus open to the public.
 - vi. Computer Club hosted their 13th annual Geek Gaming event on 5/18/24.
 - vii. Choir and Orchestra concerts upcoming.
 - viii. MSA is starting the Girls Swim Team fall 2024.
- b. Chair Report
 - i. Workshop/Work Session Review
 - 1. During the worksession the BOD discussed and finalized a three year plan as a working document. Purpose is to build a one year plan and trajectory of where the school and board is going with the governance model.
 - ii. Three Year Board Governance Plan
 - 1. Board members invited to share their thoughts at a later date to be announced.



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- iii. Board Handbook
 - 1. Comments and suggestions from board members due by June 1st. Will be discussed at June worksession.
- iv. June Workshop Date June 13; 5:00
 - 1. Proposed dates result in fewer conflicts with this proposed schedule against the MSA school calendar that are currently proposed. Board members were invited to review the proposed schedule and provide feedback.
- c. ED Report
 - i. Overview of 24-25 budget calculation for PSEO students provided by Dr. Hinton. Currently projecting 167 students enrolling in PSEO with 119 students attending Century College. This number will continue to be tracked throughout the summer for changes.
 - ii. Continued reallocation of office staff to better support school needs. District Operations Supervisor position created and position is factored into the budget. The posting will be on our website, but will likely be filled internally with the current budget model. The internal individual will not have a replacement.
 - iii. Clarification provided that the office staff and administrative raises are factored into the budget model presented. Office staff raises are averaging 4% and Administrative raises are averaging 5%.
- d. Finance Committee Report
 - i. Overview of April financials was provided. Acknowledgement that budget surplus is projected, but may end up higher due to some categories being budgeted higher than necessary.

Motion	Motion to approve the April financials.
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Made By	Leonhardi	Seconded By	Linzmeier
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Discussion	No further discussion.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	<i>None</i>	Abstain	<i>None</i>
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Decision	The motion was carried unanimously.
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- e. Governance Committee Report
 - i. A request from a board member was brought forward to view the attorney's communication regarding the six year gap between parent/student/community member status. Clarification provided that this was a discussion with the attorney and was not provided in writing.

12. Action Items

- a. By-Law Revisions
 - i. Legislatively mandated changes were conducted to the bylaws and discussed at the workshop.
 - ii. On Thursday, 5/16/24, at noon the authorizer communicated a second list of changes required to the bylaws. Authorizer stated these changes were in order to secure contracts and funding in the upcoming year. Changes were made directly out of the law and directly from the authorizer in order to secure contracts and funding. The Governance Committee conducted an emergency meeting on 5/16/24 to address the changes requested.

Motion	Motion to pass the necessary 2024 clean bylaws that were proposed to be amended on 5/21/24.
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Made By	Kinkel	Seconded By	Patel
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Discussion	<p>Recognition of term limits of six years.</p> <p>There is a six year limit on who is eligible to serve for positions. Concern that a member did not understand the changes due to the redlining process and second round of changes conducted from Authorizer requirement.</p> <p>Term limits clarification provided that research was conducted and based on best practices for non-profits and IRS recommendations. Term limits were also in the Authorizers requirement that was communicated on 5/16/24.</p>
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Vote		Yes	Sletten Patel Leonhardi Harms Kinkel Linzmeier Lozano Yapp	No	Ellingson	Abstain	<i>None</i>
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Decision	The motion was carried.
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The approved bylaws were signed by the Role Holding Board members upon approval.

- b. Contract Goals



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Motion	Motion to approve Exhibit F of contract goals.
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Made By	Patel	Seconded By	Kinkel
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Discussion	Exhibit F is unchanged.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	None	Abstain	None
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Decision	The motion was carried unanimously.
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c. SAM Contract

- i. Contract not sent out by the Authorizer prior to the 5/21/24 meeting.
Proposal to move contract to June 13th workshop, as a special session.

Motion	Motion to postpone the contract for approval until the 6/13/24 special meeting.
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Made By	Yapp	Seconded By	Sletten
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Discussion	Authorizer has all documents required from MSA. Dr. Hinton will send signed bylaws from this meeting to the authorizer.
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Vote		Yes	Sletten Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	None	Abstain	Patel
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Decision	The motion was carried.
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d. Staff Handbook

Motion	Motion to approve the 2024-2025 staff handbook.
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Made By	Lozano	Seconded By	Harms
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Discussion	<p>Some workplace rules are not in the table of contents on page 14 (one on one with students) and the appearance and grooming.</p> <p>Recognition given on the robust benefits package MSA provides, including the bereavement policy and the health insurance provided.</p> <p>Request to consider revising expectations for digital learning days to ensure student accessibility to teachers in future handbooks. Concern on whether this is a governance or Administrative duty. Clarification provided that there was vague language in the handbook on teacher expectations in the event of changing student needs. Deeper expectations are communicated from the Administration team to staff.</p>
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Motion	Motion to approve the 2024-2025 staff handbook with the amended table of contents.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	<i>None</i>	Abstain	<i>None</i>
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Decision	The motion was carried unanimously.
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e. Approval of 2024-2025 Budget

Motion	Motion to approve the 2024-2025 budget draft.
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Made By	Leonhardi	Seconded By	Kinkel
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Discussion	Recognition of time and work committed to this budget by Dr. Hinton to make this budget successful. Clarification that dragon diner/annual fund line item is Give To The Max funding.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	<i>None</i>	Abstain	<i>None</i>
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Decision	The motion was carried unanimously.
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- f. Expansion Update and Approval of Next Steps
 - i. Recommendation that the board discuss what steps to take with NTH contract or changing project management teams. Dr. Hinton would like the authority to negotiate terminating the NTH contract and negotiate a potential contract with JB Vang to bring to the 6/13/24 special meeting.

Motion	Motion to authorize the Executive Director to close out the contract with NTH and negotiate a contract for approval by the board with JB Vang as soon as possible.
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Made By	Ellingson	Seconded By	Linzmeier
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Discussion	NTH has done a great job, and MSA has given them a large amount of time. This is a pivot and not a restart in the expansion process. The goals have not changed, the tools to happen have. NTH was not able to complete the project in the budget. JB Vang has a proven track record. Clarification on the amount of \$43 million presented by JB Vang. The speed in their proposed plan is where the cost savings occur. Taking one year versus two years to construct incurs more interest. NTH's dollar per square foot is also higher than JB Vang's. Some remodel at the current MSA site is included in this budget. NTH contract has a seven day written notice cancellation period on the client's side.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	None	Abstain	None
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Decision	The motion was carried unanimously.
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- g. Election Results/Committee Dissolved
 - i. Election results were discussed at the committee meeting on 5/21/24. Clear winners were presented. Audit check between Harms and Ellingson’s list compared to Gehring’s master list. Gehring was able to show a server report and shows where the google server did not communicate correctly on 2-3 votes. All votes tallied back to the total number that was calculated.
 - ii. Margin of win was significantly bigger than 2-3. Numbers will be shared publicly.
 - iii. *Winners presented*
 1. Teacher Member: Ms. Tamara Brooks with 118 votes.
 2. Parent Member: Kari Kroenner with 85 votes.
 3. Community Member: Brian Linzmeier with 73 votes.
 4. Student Representatives (not part of the election committee or approval process).
 - a. Abigail Wudmatas
 - b. Nneka Amadi

Motion	Motion to approve the results of the 2024 election.
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Made By	Ellingson	Seconded By	Yapp
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Discussion	No further discussion.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Lozano	No	None	Abstain	Linzmeier
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			Yapp				
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Decision	The motion was carried.
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Motion	Motion to dissolve the elections committee.
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Made By	Harms	Seconded By	Ellingson
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Discussion	Thanks to the committee for their time.
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	None	Abstain	None
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Decision	The motion was carried unanimously.
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Motion	Motion for a five minute recess with a reconvene time at 8:41pm.
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Made By	Sletten	Seconded By	Kinkel
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The meeting reconvened at 8:41pm.

13. Close Meeting - Executive Director Review

- a. Meeting will be closed pursuant to Minn. Stat. § 13D.03; 13D.05, subd. 3 regarding employee performance.

14. Open Meeting

Statement: The board reviewed the individual, Dr. Kate Hinton, under the authority of the BOD and concluded some strengths and areas for growth. The board chair will review these items in greater detail with the Executive Director and provide a more in depth communication in our next meeting.



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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	<i>None</i>	Abstain	<i>None</i>
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Decision	The motion was carried unanimously.
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15. Future BOD Items

- a. Student/Parent Handbook
- b. Graduation
- c. Year in Review
 - i. A time for the BOD to reflect as a board on how the year progressed and our goals moving forward.
- d. Iowa approval
 - i. Additional information will be provided on the yearly renewal.

16. Motion to adjourn

Motion	Motion to adjourn at 9:45
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Made By	Harms	Seconded By	Ellingson
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Vote		Yes	Sletten Patel Leonhardi Harms Ellingson Kinkel Linzmeier Lozano Yapp	No	<i>None</i>	Abstain	<i>None</i>
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Decision	The motion was carried unanimously.
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Meeting adjourned at 9:45

Submitted: Shauni Holt, Board Recorder

Approved: Sarah Harms