



Minutes
Montgomery Education Foundation
Board of Directors Meeting
March 1, 2021
By Video Teleconference

Present: Dave Borden, Paul Hankins, Caroline Novak, Jay Love, and Ann Sikes.

Mr. Hankins called the meeting to order at 11:03 a.m. and asked for a voice roll call of board members present. Four out of four board members were present.

Approval of Minutes:

Mr. Hankins asked for a motion to approve minutes from the November 13, 2020 board meeting. Mr. Borden made a motion to approve the minutes, Mr. Love seconded the motion which passed unanimously.

Charter Contract Oversight Report:

The board was provided with a copy of the charter contract pre-opening conditions. Upcoming items were highlighted. Ms. Sikes noted there are a number of policies that will be due starting the end of May. PLA will submit proposed policies where appropriate by April 1st. The board will then review and/or amend prior to the deadline.

Mr. Reynolds has been requested to work to develop a draft financial oversight rubric which will be used by the board to establish appropriate review and management of the Davis Elementary Funds and Phalen Leadership Academy financials.

Ms. Sikes reported that PLA and MPS have a standing weekly check in to make sure all work is on track. Ms. Sikes has a standing weekly check in with PLA and is working closely with Dr. Nettles at MPS.

MEF Corporate Reorganization:

Mr. Hankins reminded the board that in November the board approved the separation of the MEF work and the Charter work into 2 separate corporations. At the time the recommended strategy was to rename MEF as MEF Charter Schools Inc. which would continue to hold the charter contracts. A corporation would then be created, named MEF and would continue to do all other work not related to charter.

This was imperfect, but seemed to be the required path.

Since November, it has been determined that the charter contracts could be transferred to a new corporation once the new corporation receives it's 501(c)(3) designation. This would allow retention of the current MEF corporation dedicated to non charter work once the contracts are transferred which allows a much smoother transition.

The new corporation would be MEF Charter Schools Inc. which has been incorporated and the 501(C)(3) process is underway.

In order to accomplish this incorporation, Mr. Hankins asked for a motion to approve the following resolution which supersedes the November resolution:

In order to provide a greater transparency and accountability, the Montgomery Education Foundation Board of Directors recognizes that the oversight and support of charter school work and other current and historical work, programs and roles of the foundation should be conducted through separate nonprofit corporations. Therefore, the Montgomery Education Foundation Board of Directors authorizes the following actions:

1. *Incorporation of a new nonprofit corporation in the name of "MEF Charter Schools Inc."*
3. *Application for 501(c)(3) status of MEF Charter Schools Inc.*
4. *Providing Fiscal Agent services to MEF Charter Schools Inc. until receipt of their IRS 501(c)(3) Determination Letter.*
5. *As soon as allowed, transfer of the charter contracts from the Montgomery Education Foundation to MEF Charter Schools Inc.*

Mr. Borden offered the motion to approve the resolution, Ms. Novak seconded the motion which passed unanimously.

MEF Advisory Committee:

Ms. Sikes advised that until the 501(c)(3) approval for MEF Charter Schools Inc. is received, the MEF board will continue to oversee the requirements of the charter contract. During this period it is recommended that the board form and empower the MEF Advisory Committee to provide support to the non charter work of MEF.

Mr. Borden made the following motion:

To provide necessary support to the organization, the board authorizes the formation of the MEF Advisory Committee. The committee will solely focus on any non charter programs and needs of the organization. Minutes of all meetings and recommendations will be provided to the MEF board.

Ms. Novak seconded the motion which was passed unanimously.

Board Meeting Schedule:

Ms. Sikes presented a proposed Board meeting schedule for 2021 for approval:

May 4

July 13

August 3

October 5

December 7

All meetings will be held at 5:00 pm at a location to be determined.

Mr. Love moved to accept the schedule, Ms. Novak seconded the motion which passed unanimously.

PPP Loan:

Ms. Sikes reported that MEF had applied for and received approval for the second Paycheck Protection Program in the amount of \$143,139 from ServisFirst Bank. Mr. Hankins noted that the funds can be returned with no penalty and asked for ratification of the application and loan agreement.

Ms. Novak made the following motion:

In order to obtain benefit from the second round of the PPP Loan Program, the board ratifies the submission of the application and loan agreement in the amount of \$143,139.00 that has been approved by ServisFirst Bank.

Mr. Borden seconded the motion which passed unanimously.

Healthcare Stipend:

Currently full time MEF employees receive up to \$300 per month (taxed) to be used towards single coverage health insurance. Employees are required to provide a copy of their insurance invoice. Some employees receive the full amount, others receive as little as \$25.

As no other benefits are provided, Ms. Sikes recommended that the full \$300 (taxable) stipend be made available to all full time employees. This would replace the current policy in the Employee Handbook. The stipend is separate from regular compensation and can be changed at any time without affecting salary.

Mr. Borden made a motion to approve the proposal, Mr. Love seconded the motion which was approved unanimously.

Other Business

Ms. Sikes introduced Mr. Logan Tyree who started with MEF in January as a full time program assistant. Ms. Sikes recognized and highlighted the outstanding work Ms. Bretl has produced in creating the LEAPS program that will be piloted this summer to provide targeted intervention in grades K-5 in response to the learning losses experienced due to Covid19.

Mr. Borden asked that all meetings are recorded.

There being no further business, the meeting adjourned at 11:34

Respectfully submitted:



Ann M. Sikes
President