



# School Board Meeting Minutes Monday, March 28, 2022 at 6:00pm DaVinci Academy hybrid in person and via Zoom

This board meeting will be hybrid. Board members and members of the community may attend the meeting in person or attend virtually using Zoom due to COVID-19.

Join Zoom Meeting

<https://us02web.zoom.us/j/83601102800?pwd=QmdxQnlrR3I2YUQyQkhqbzdkS0RIQT09>

Meeting ID: 836 0110 2800

Passcode: 8u91y8

## 1. Call to order @6:03

## 2. Roll Call

| Present | Board Members                 | Guests                                 |
|---------|-------------------------------|--|
| x       | Melanie Persellin - President | Ahava Silkey-Jones – Ex-Officio Member |
| x       | Ojonimi Ocholi-Vice President | Julie kresh                            |
| x       | Idara Uko-Treasurer           | Holly Fischer                          |
| x       | Lenny Ulloa Silva-Secretary   |  |
| x       | Katharine Borg                |  |
| x       | Dan Rhinhart                  |  |
| x       | Samantha Bickford             |  |
| x       | Jacob Stith                   |  |
| x       | Emma Fisher                   |  |

## 3. Reading of Mission Statement and Real Life Examples

1 minute

DaVinci Academy of Arts and Science will awaken a passion for learning through an enriched and individualized approach to education. Students, parents and teachers will work together to ensure positive character development and build a strong foundation for higher education.

- Ahava: we just came back from spring break and the energy is really good as we start trimester 3.

## 4. Community Comment

10 minutes

*Community Comment is the only open forum portion of tonight's meeting, and is an opportunity to present an issue or concern to the Board of Directors. There is a maximum of ten minutes set aside for Community Comment. Each presentation should be limited to no more than two minutes. If your item needs follow-up from the board and/or staff or will require research etc., a decision may not be made during tonight's meeting. Thank you for coming.*

- Cindy Gordas: bullying in the middle school hallways, comments about a field trip to the Guthrie Theater and its vaccine requirement. Comments also about the curriculum used in middle school.

## 5. Adoption of Agenda and Addendums

2 minutes

- Motion to approve the agenda as revised by Katie, seconded by Nimi, it passes.

## 6. Consent Agenda

### 6.1 DONATIONS

Unrestricted donations: available for viewing in the office.



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Restricted donations:

## 6.2 BOARD MEETING MINUTES

February 28, 2022 Annual Board meeting

- Motion to approve the February 28 annual meeting minutes by Dan, seconded by Sam, it passes.

February 28, 2022 Regular Board meeting

- Motion to approve the February 28 regular board meeting minutes by Katie, seconded by Lenny, it passes.

## **7. Board training discipline and implementation Secretary 10 minutes**

Discuss training obligations and provide MACS Charter School Calendar of Events and Trainings.

*\*New members get 1 calendar year to complete 3 trainings:*

*(Board Governance, Finance, & Employment)*

*\*Returning members must refresh one of the 3 trainings once each year. Secretary to adjust our training schedule to match, previously discussed bringing info to March meeting.*

*\*New members should continue to review the policy regarding bylaws and training.*

Next board meeting Lenny will bring a summary of the options available from MNCharterboard, MACS, and MSBA.

## **8. Discussion- Administration Updates – Ahava Silkey-Jones 30 minutes** Covid-19 protocols, Covid19 vaccination updates, operations, enrollment, staffing, events, etc.

- The school has had 0 covid cases for 3 weeks now.
- Winter sports are ending.
- Annie Jr. the musical has started its rehearsals.
- Enrollment has increased since last month as students are coming back from medical leave.
- As of now, we have a higher retention for next year as letters went out before spring break and we have gotten most of them back.
- We are in search of new Professional Learning Community leads as the 2 year term is ending.

## **9. Academic Update- Terry Moffatt 15 minutes** Review and update of FastBridge testing and outcomes of tutoring programs offered to students.

- Testing scores increased from the Fall Fastbridge testing to the Winter Fastbridge testing.
- Bigger jump in reading than math.
- Tutoring seems to have helped several families as their growth in testing scores was bigger than the rest of the school. The growth of students in tutoring was 11.04 compared to a 4.56 school wide growth in reading. Growth of students in tutoring was 6.49 compared to a 2.68 school wide growth in math.

## **10. Committee Updates and Review Committee Minutes 30 minutes**

### COMMITTEE

10.1 Finance Committee & Treasurer's Update:  
review monthly financial report  
Kathy Miller Report

### MEETING DATE

March 23, 2022

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- Next meeting we will have the adjusted budget.
- Decrease in enrollment affected the budget
- No updates in the leasing refunding

10.2 HR/Compensation Committee: Not held

- Question to the board: what would you like the HR committee to cover:
  - Possible principals evaluation proposals
  - ED bonus structure

10.3 School Development Committee: March 8, 2022

- 1. Golf Tournament
  - Venue Update and Contract
  - Silent Auction Items
- 2. Braided Breads
  - Update on Sales
  - 70 - 392.00 (Over \$4,000 as of March 24th)
- 3. Mural- Check in on quotes and designs
  - Graffiti Arts- Only able to do one of the areas 20-25,000 Budget
  - Tony Stafki- Walls of Art Both spaces 20-25,000 Budget
  - Adam Dennis- 1 or both wall spaces of Art 20-25,000 Budget

Motion to issue a contract with Tony Stafki for \$5,000 due the first day of work and \$5,000 when work is complete by Katie, seconded by Idara, it passes unanimously.

10.4 Policy Committee: March 11, 2022

10.5 Covid-19 Task Force March 3, 24, 2022  
 Discuss current Covid -19 strategies and community information, discuss current phase for school and share out of Covid Matrix recommendations.

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## 11. Old Business

### 11.1 Review Policy 616 Policy Committee 15 minutes

Committee reviewed and discussed MSBA mandatory policy 616: School District System Accountability. The policy was introduced to the Board on February 28, 2022. Committee requested Board review policy 521F Student Disability Discrimination Grievance Report Form for consideration at the April 25, 2022 Board meeting. Committee also requested the Board abolish Policy 605 Alternative Programs and replace Policy 901 Quarantine Policy and Policy 902 Face Covering/Mask Requirement with Policy 901.1 Quarantines and Face Coverings/Masking Requirements.

- Motion to approve policy 616 "School District System Accountability" by Katie, seconded by Nimi, it passes.

## 12. New Business – Discussion/Action items

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**12.1 Review of the 21-22 revised budget and the 22-23 proposed budget. Kathy Miller 30 min.**

*This item was previously scheduled to occur at the March 28, 2022 Board meeting. However, due to scheduling conflicts, Ms. Miller will present at the April, 25, 2022 Board meeting.*

**12.2 Review of the Indemnification provision of bylaws per MDE. Persellin 10 minutes**

Review of DaVinci Bylaws indemnification provision and determine whether a modification is required. On March 1st, the Minnesota Department of Education hosted an authorizer conference and informed authorizers that the Charter Center Division has a new in-house attorney supporting it, and that attorney says that many charter school bylaws contain an impermissible provision. The Charter Center will enforce its interpretation through the charter contract submission process, i.e. the MDE will reject contracts with impermissible bylaw provisions and will require contract modification prior to acceptance. Following describes the MDE's concern:

1. All charter schools are governed by Minnesota Statutes Ch. 124E.
2. Minn. Stat. 124E.06 Subd. 2 requires all charter schools to be organized as a nonprofit under chapter 317A and states that Ch. 317A applies to the school "except as provided in this chapter [124E]."
3. Minn. Stat. 317A.521 Subd. 2 states, in summary, that the corporation shall indemnify actions of a person acting in the official capacity of the organization, which would include members of the school's board of directors.
4. Minn. Stat. 124E.07 Subd. 3(b) prohibits persons with specified conflicts of interest from serving on the school's board of directors, and Subd. 3(c) states that a school board member "who violates paragraph (b) is individually liable to the charter school for any damage caused by the violation."
5. Because Minn. Stat. 124E.07 Subd. 3(c) requires individual liability for specified conflicts violations, the charter school cannot indemnify the person for such actions. Accordingly, bylaw (and/or articles of incorporation) provisions, which indemnify board members but do not exclude from indemnification the actions requiring personal liability, are impermissible.

Following is a common bylaw indemnification provision – which the Department says is impermissible -- and an example of how the provision could be modified to comply with the Department's concerns (modification in red):

- Each director, officer and employee of the Corporation, past or present, shall be indemnified by the Corporation in accordance with, and to the fullest extent permitted by, Minn. Stat. 317A.521, and any amendments thereto, **except that such indemnification will be limited as required by applicable law including Minn. Stat. Ch. 124E.**
- Section 1. Amendments to Bylaws. The bylaws may be amended, altered, or repealed and new bylaws adopted upon proper notice and a two- thirds majority vote of the Board of Directors. This will be the public notice.

**12.3 Summer Off-Site Retreat. Ocholi 20 minutes**

Discuss the scheduling process of the summer off-site, goal to select date by April, 2022 Board meeting. Request for Agenda items.



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- Send items for the agenda by the next meeting.

12.4 **Meeting Assessment and Closing Thoughts**      **President**      **2 minutes**

Did we spend our time effectively today? What could we do better?

What do we, as a board, need to be focusing on for the next meeting?

12.5 **Salary and Benefits Discussion regarding Interim Executive Director**      **President**  
**20 minutes (Closed session)**

Close meeting to discuss confidential salary and benefit information for IED.

### 13. Adjourn Meeting

Estimated end time:

8:00 pm