



# Board Meeting Minutes

18 May 2021 | 7PM

**Welcome:** Victoria Wilson, Board Chair

**Roll Call:** Victoria Wilson, Board Chair

**Board Members Present:** Victoria Wilson, Nelson Hafen, Aubrey Johnson, Jennifer Fouche, Josh Little, Chelsea Bergeron, Sadie Best, Josh Little, Timothy Cooper

**Absent:** Dustin Ence

**Approval of 26 April 2021 Minutes:** Motion to approve minutes Aubrey Johnson, Second Jennifer Fouché, minutes approved unanimously.

**Closed Session:** Humans Resources discussion unfolded. The board had a discussion and board members were given an opportunity to ask questions. All concerns were resolved.

## Discussion/Action Items:

- Approval of final Charter and Asset Assignment Agreement with TCA/THSA
- Discuss obligations under Agreement: Vicky Wilson led a discussion regarding the obligations under the Agreement section 15. Board discussion ensued regarding the disparagement agreement and specific details surrounding the section.
- Update on status of facility negotiations:
  - **TCA/THSA** Kent Brown CFO/HR Director of THSA (Tuacahn High School for the Arts) shared details regarding facility negotiations and timeline with rent increases. Kent discussed a 5 year financing plan, with the second five years having a 10% increase balanced with a differential of principal/interest fees, the lease should work perfectly with this plan. State interest rate is at 2% with the assumption payments begin in August when the first portion of the building is ready for occupancy. One concern discussed was whether or not someone would sign as guarantor of the lease.
  - Moving assets to Mountain View Montessori
  - Timing: Hoping to be out of TCA building by May 31st to avoid June rent.
  - Insurance: Risk management's Mark Peterson agreed that all insurance will cover UAA equipment through the end of June, and

UAA policy is being written. A backup policy is also in place.

- Written approval from TCA to remove the assets prior to Closing: THSA board voted to approve final charter on May 18th, and can close ASAP. Charter transfer to UAA will happen May 19th, official closing will be effective once the space is vacated. There was an agreement that UAA will need legal counsel ASAP to move forward, which Vicky will help with.
- Board communications: Chris Andrus is working on setting up UAA email accounts. Vicky suggested eliminating Slack as a primary communication tool. Drew suggested consistently giving 7 days' notice for all board meetings.
- Future Board meetings (set times and dates): We will plan when the school is officially a charter, to do meetings every other month with committee meetings in the off months.
- OMA Training for board was presented to board to watch on YouTube, all members have watched or committed to watching the link.

**Next Meeting:** June 10th, 2:00pm with agenda out by Monday the 7th.

Meeting will be in person with a zoom link provided for Jennifer and Tim, as well as opening the meeting to future students or families and time available for public comment.

Motion- Jennifer Fouché moved to adjourn the meeting, with a second by Nelson Hafen.

**Adjournment- 8:15pm.**