



Visible Men Academy
Board Annual Meeting Minutes

Meeting Date: Wednesday, July 8, 2020

Meeting Time: 12noon – 2:00pm

Meeting Location: Zoom Call

Attendees:

Board: Mark Smith, Charlotte Peret, Patrick Amoaku, David Kuhn

VMA: Tiffany, Louis, Willie Clemons, Josephine

I. Approve minutes from May 13, 2020 meeting

Meeting minutes were unanimously approved

II. School Update – Principal/Tiffany

a. FLDOE/School District

- The Manatee County school district gave all schools procedures for opening school during Covid-19. Procedures include temperature checks, contact tracing, social distancing. Tiffany met with other school administrators to discuss opening of school plans.
- Tiffany needs to submit a plan to the district she will send before she submits

b. Recruitment plans

- Manatee schools have received an emergency order mandating them to open a brick and mortar five (5) days a week.
- There are currently 85 students planning to return to VMA for the 2020-2021 school year. Tiffany and staff will re-engage families to confirm which students will be attending school every day, which students will have a blended enrollment and which students plan to attend virtually.
- A VMA enrollment mailing was sent to students who are districted for Daughtrey Elementary. There is currently a Covid-safe plan in place for any families requesting a tour of the school.
- A full-time janitor has been hired to sanitize and disinfect the school. The air conditioner company has been re-engaged to maintain the air system.

c. Staffing

- Tiffany has hired two new faculty – a kindergarten teacher and a 3rd grade teacher. She waiting to confirm the hiring of a new 5th grade teacher.

III. School Finance Report (10 minutes) – Louis

- a. VMA Financial Position
Louis reviewed VMA's financial position. There was \$50,000 included in the budget for supplies needed for the beginning of the school year. Fourteen new computers for VMA staff have been ordered. It is expected that the purchase amount will be reimbursed from a charter school grant program. As of the end of July 2020, VMA shows \$425,000 in cash – which is a very good position to be in.
- b. Kerkering Barberio (KB) Transition Report
 - Louis reviewed the existing contract VMA has with KB. Board members asked Louis to request a lower rate from KB. Although the contract amount is in line with what CFO's currently charge, Louis will request a reduced rate for VMA.
 - The previous finance company will finish closing out financial reports by the end of July. These reports will be provided to the school district.
 - KB and VMA have scheduled weekly meetings. KB is overseeing the transitioning to an automated billing system.
 - Louis reported that VMA expects 100% forgiveness for the PPP loan VMA received.

IV. Governance Committee Report and Approval – Dr. Clemons

The Governance Committee was asked to create processes and structure for the VMA board of directors. Willie Clemons agreed to chair the Governance Committee. Mark shared the importance of functioning within this newly formed process in order to take VMA to the next level and to achieve the necessary fundraising goals. This document will help VMA ensure that the 'suns' will be taken care of into the future.

- a. VMA By-Laws:
Updates and edits were made to the existing VMA bylaws. Changes were made to update the address, change the date of the Board of Directors annual meeting from November 1st to July and to maintain an odd number of board members for voting purposes.
- b. Governance Document
 - A revised organization chart was presented to the Board of Directors. The President/CEO and the CFO/COO both reporting to the Board of Directors. The principal will report directly to the CFO/COO.
 - A request was made to consider revising the VMA mission and vision statements. A sub-committee was nominated for this process. Once new statements are created, they will be presented to the board of directors for final approval.
 - An Advisory Board and Honorary executive board membership has been implemented.
 - An Executive Board recruitment plan was created along with the process for onboarding new board members.
 - Six (6) Executive Board committees were agreed upon.
 - Updated roles and responsibilities for the positions of President/CEO; COO/CFO and Principal were presented to the board for approval. The President/CEO will be solely responsible for the business of strategic planning, fundraising and being the face of VMA. The Principal will be responsible for the day to day operations of the school with support from the CFO/COO.

V. Action Items

- a. David, Mark and Charlotte will create a new vision and mission statement with input from Neil. Once the documents are ready – they will be presented to the board of directors for approval.
- b. Board of directors to approve the Board of Governance document.
- c. Suggested timeline to onboard 10 new VMA board members for a total of 15 board members by the end of the year.

On-board 3 additional board members by August 24th

On-board 4 additional board members by October 2nd

On-board 3 additional board members by November 23rd

VI. Review Revised Budget – Executive Board Session

Executive board members met, and meeting adjourned at 2:17pm

VII. Next Meeting Date – Wednesday, October 14, 2020