

[Last updated: 5/30/23 at 5:43 p.m.]

Monocacy Montessori Communities, Incorporated (MMCI) Board of Trustees
(BOT) - Tuesday, May 30, 2023 @ 7:00 p.m.

Virtual Meeting: <https://meet.google.com/aak-qiyd-kpg>

Or dial: (US) +1 515-884-8198 PIN: 854 997 189#

Special Meeting Agenda

1. Call To Order 7:00 p.m.

Tara Dunsmore called the meeting to order at 7:09 and started the recording.

2. Welcome/Introductions 7:02 - 7:05 p.m.

Voting Members in attendance: Tara Dunsmore, Elizabeth Landru, Michael Beth Edwards, Kelli McIntosh, Meggan Sombat, Nichole Dowlearn, Jessica Lawrence Wujek, Elise Goodwin, Julie Clark, Diego Alvarez (10) **Absent:** Jennifer Mayo, Kathleen Lutrell, Najlaa Richard (3)

Non-voting Members in attendance: Robert Weiland, Nikki Burgee **Other:** Marilyn Horan, Amy Dorman, Brandon Sowers

3. New Business 7:05 p.m. - 8:00 p.m.

- **DISCUSSION/ VOTE: Facilities Financing Informal Action of BOT** (Tara Dunsmore/ Elizabeth Landru/ Michael Beth Edwards)

Tara Dunsmore reminded members that at the May 24th BOT Meeting, she shared a presentation explaining the Financing Package decision that the Board was to vote on tonight. She explained that the Informal Action presented would be signed by Parent Trustees and Friends of Education, granting MMCI Officers to enter into the agreement for bond financing on behalf of MMCI.

MOTION: Tara Dunsmore moved to approve the document titled MMCI - Facilities Financing - Informal Action - BOT 5-30-23, as presented.

Seconded by Jessica Lawrence Wujek.

MOTION PASSED with 10 Aye, 3 members not present.

- **DISCUSSION/ VOTE: Campanile Contact Update** (Tara Dunsmore/ Elizabeth Landru)

Tara said that the original contract we signed with Campanile to facilitate the purchase of both schools' facilities in one bond transaction, and was intended to be finalized in March 2023. Because the entire terms of our contract have changed, it makes sense to sign a new contract for the current scope of work for MVM, and then once CCM is ready to secure financing, we will sign a new contract for CCM.

Tara explained that Campanile typically charges about \$95k for a contract of this size. They originally gave us a discount, charging only \$55k for a single issuance (one bond transaction). Campanile has requested an increased fee to \$75k for the MVM transaction. John Phan and his team have worked incredibly hard on our project, very closely with Tara, Elizabeth Landru, and Michael Beth Edwards. They acknowledge and appreciate the work we do as volunteers.

MOTION: Tara Dunsmore moved to approve the MMCI (MVM) Disclosure and Engagement Letter (5-26-23) with Campanile Group, in the amount of \$75,000.00 for the purchase and related financial activities for Monocacy Valley Montessori.

Seconded by Elizabeth Landru.

Michael Beth Edwards said that this vote makes her nervous because the contract revision takes CCM out of the equation, and they now have no indication of how much their financing charges will be when they are ready to purchase.

Tara agreed that the costs are unknown, and said that she and John discussed this. The original \$55,000.00 was spent on both schools, and the additional for MVM is \$20,000.00. The CCM project will likely not be as costly. When CCM is ready, we will have to negotiate the contract taking into consideration the work that has already been done for CCM. We also don't have to continue working with Campanile if we do not like their proposal, although that would not be advisable.

Michael Beth said that she would prefer to vote on something that included CCM. Tara said that we can ask Campanile to revise the updated contract to specify the original \$55k, to keep the joint MVM/CCM deal intact, and that the additional \$20K is for MVM.

MOTION: Elizabeth Landru moved to table the motion proposed by Tara Dunsmore.

Seconded by Kelli McIntosh.

MOTION PASSED with 10 Aye, and the Motion is tabled.

- **DISCUSSION/ VOTE: PPA Distribution (Tara Dunsmore/ Diego Alvarez)**

Tara reported that Dr. Lippy said that the policies are still under revision, and we will not vote until we are able to review the FCPS policies. The discussion and vote is pushed to the June meeting or will be an Evote.

- **DISCUSSION/ VOTE: MMCI Tuition Policy and Reimbursement Agreement**
(Diego Alvarez/ Kelli McIntosh & Amy O'Connor)

Tara said that we discussed this last week and it was pushed to this meeting because CCM didn't have a chance to look over it. We received feedback from Marilyn Horan and Nikki Burgee, and one edit was made in part 2: the word standardized was changed to specified to reflect how the policy allows for differences between school level policies or procedures.

Marilyn Horan added that in section 10, regarding extenuating circumstances, we haven't had this happen, however the teacher can have a non-renewal of contract (employer directed). And in this case, we wouldn't reimburse for tuition.

Tara agreed that it is tenuous that extenuating circumstances are not specified, however the GC has the authority in those cases to decide if the circumstances are extenuating.

MOTION: Tara moved to approve the MMCI Tuition Funding Policy and Reimbursement Agreement as presented.

Tara summarized a discussion held by the Executive Committee via email, regarding this BOT votes and GC votes, and some specific issues related to this policy, and we will include the relevant text of that discussion in these meeting minutes.

https://docs.google.com/document/d/1pxSBXStBVO36vzmBfcpELCmYoiNjSjC8kkSvIsjOs0l/edit?usp=share_link

Tara said that we don't need GC approval for MMCI policy, because they can't override the GC policy so a GC vote would be more symbolic, however we are lacking in our policy and SOP re: votes and voting order.

Bob Weiland asked for clarification if a GC Policy can either be more or less lenient. Tara answered that similar to Federal and State law, a GC Policy could further refine a MMCI Policy, however could not override it.

ACTION ITEM - Add GC/BOT voting to the SOP and Work Session agenda for July. (Tara Dunsmore/ Meggan Sombat)

The streamlined policy at the MMCI level was done to ensure equivalent benefits for both schools. Amy O'Connor did a good job of pulling the diverging policies back together, and we will want to keep an eye on additional differences going forward to make sure we are still meeting the original intent of the streamlined policy.

Marilyn asked to clarify that MVM will still only offer training to staff with Bachelor's degrees.

Tara asked both schools to confirm. Amy Dorman clarified that the education component was not part of the MVM policy.

MOTION: Tara Dunsmore moved to approve the MMCI Tuition Funding Policy and the MMCI Tuition Funding Request Form as modified, to remove item 3B Education.

Seconded by Kelli McIntosh.

MOTION PASSED with 10 Aye.

ACTION ITEM - MVM GC to review policy and provide feedback (Bob Weiland)

- **DISCUSSION/VOTE: MAPCS Membership Renewal** (Elizabeth Landru/ Kelli McIntosh)

Elizabeth Landru said that our membership with MAPCS has been a good resource and has proven valuable in many ways, when we need guidance or information. We have regularly bounced ideas off of them, and there are monthly meetings for charter operators in Frederick Co. Tara agreed that the membership has been invaluable, especially for the high school grant, and MAPCS will be the one maintaining that grant going forward. Meggan Sombat added that MAPCS offers training and seminars, etc. Tara said we will get an updated invoice and Evote the renewal.

- **DISCUSSION/VOTE: SchoolMint Lottery Software Renewal** (Tara Dunsmore)

Tara said SchoolMint is our Lottery software provider, and renewing the contract for the software is something that we vote on annually. The Lottery Team did some research, and we were interested in potentially working with the FCPS system, however we weren't able to get the information in time. The Lottery Team has recommended renewing Schoolmint for the 2023-2024 School Year.

MOTION: Tara Dunsmore moved to approve the proposed contract with SchoolMint for the 2023-2024 school year in the amount of \$5,460.00.

Seconded by Jessica Lawrence Wujek.

MOTION PASSED with 10 Aye.

Bob Weiland asked if this was a consistent price or an increase, as software companies sometimes increase the cost once you are set up.

Tara said that this may be a small increase, but not significant. Elizabeth agreed.

Tara added that a lot of our customization with SchoolMint was done by volunteers, so we should keep in mind that may increase cost in the future.

ACTION ITEM - LOTTERY training links (Elizabeth Landru ask Lottery Committee)

- **DISCUSSION: COI Form and Confidentiality Agreement** (Meggan Sombat)

Meggan Sombat stated that she is almost finished with a revision of the COI Form, and all BOT and GC Members, and Committee Chairs will need to sign this by July 1. Please be on the lookout and add to agendas for June meetings.

ACTION ITEM - GC's put COI forms and Confidentiality agreements on agendas. (Bob/ Nikki)

Tara said that the Board is going to have a few Evotes coming up, and our next voting meeting is June 28, followed by a Work Session on July 12.

Tara said that if members can't attend a meeting that requires quorum, please let us know ahead of time, also notify the Secretary of vacation schedules and remember to set out of office responses.

MOTION: Tara Dunsmore moved to adjourn the meeting.

Seconded by Kelli McIntosh.

MOTION PASSED with 10 aye.

The meeting adjourned at 8:35pm.

Announcements:

1. Upcoming MMCI Business Meetings (usually held at 7PM the FINAL Wednesday of each month): *meetings will be virtual until further notice*
 - **June 28, 2023**
 - July 12, 2023 (Work Session)
 - **July 26, 2023**
 - **August 30, 2022**
2. Minutes and Agendas may be found online at <http://mmcimd.org/calendar/>