

READ FOUNDATION

Memphis School of Excellence

Board of Directors

Regular Board Meeting

Date :Saturday, December 9, 2023

Time :12:00 PM

Location :MSE Central Office, 5885 Ridgeway Center Pkwy, suite #100, Memphis, TN 38120

Join Zoom Meeting: (Same for all Meetings)

<https://zoom.us/j/5931511364?pwd=SEVCQ25wZ3IRSEVTTFlibXd6TnY1Zz09>

Meeting ID: 593 151 1364 Passcode: 2nBXKX

Public Comments may be submitted to info@readfoundationus.org by 4:30 pm on Friday.

MINUTES

1. Welcome and call to order

These are the minutes of the board of directors of the Read Foundation (referred to as "Foundation"), a non-profit corporation. This meeting was held on December 9th, 2023, at noon at 5885 Ridgeway Center Pkwy, Memphis, TN, 38120, in the Meeting Room.

2. Attendance and quorum

The following members of the board were **Present**: Dr. David Akdemir, Dr. Cem Akkus, Veda Cherry, Patty Farmer, Dr. Ismail Fidan, Dr. Richard Potts.

3. Public Comments

None

4. Director's report

The Executive Director provided his report to the board.

5. Approval of the agenda

Recommend to approve today's agenda. This motion, made by Farmer and seconded by Cherry, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

6. **Approval of the previous meeting minutes from July 15, 2023**

the previous meeting minutes from July 15, 2023. This motion, made by Cherry and seconded by Akdemir, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

7. **Approval of previously reviewed/approved agenda items by board members via email**

the previously reviewed and approved agenda items, herein listed as agenda items 7.A-7.G. This motion, made by Akdemir and seconded by Cherry, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

approve the resolutions outlined in agenda items 8.A-8.D authorizing the Executive Director to take various actions related to the Nashville school expansion. This motion, made by Farmer and seconded by Cherry, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

A. **CityYear Memphis**

B. **Winchester GYM HVAC replacement.**

- C. **SubNow contract**
- D. **Strategic Plan**
- E. **One-time bonus**
- F. **Board resolution for opening the trust account**
- G. **Lewis Thomason, P.C. law firm engagement**

8. **Approval of the resolutions authorizing the Executive Director for the Nashville school expansion**

approve the resolutions outlined in agenda items 8.A-8.D authorizing the Executive Director to take various actions related to the Nashville school expansion. This motion, made by Farmer and seconded by Cherry, approves.

- Akdemir: Aye
- Akkus: Aye
- Cherry: Aye
- Farmer: Aye
- Fidan: Aye
- Potts: Aye

- A. **Resolution authorizing the Executive Director to hire a real estate agent, broker, or realtor to assist in Nashville expansion**
- B. **Resolution authorizing the Executive Director to negotiate applicable agreements and seek applicable approvals regarding funding for Nashville campus expansion**
- C. **Resolution authorizing the Executive Director to submit the Nashville charter application**
- D. **Resolution authorizing the Executive Director to negotiate applicable agreements and seek applicable approvals regarding the Nashville campus facility and construction**

9. **Approval of the Advisory Committee Policy**

Recommend to Approve the Advisory Committee Policy. This motion, made by Akdemir and seconded by Farmer, approves.

- Akdemir: Aye
- Akkus: Aye
- Cherry: Aye
- Farmer: Aye
- Fidan: Aye
- Potts: Aye

10. **Approval of awarding of purchases and contracts**

the awarding of purchases and contracts as outlined in agenda items 9.A-9.N. This motion, made by Akkus and seconded by Cherry, approves.

- Akdemir: Aye

Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

- A. **SignMatters, Inc; School signage project for Winchester and Cordova**
- B. **Eldridge HVAC Replacement (Cordova, 6 units)**
- C. **Jolly Roofing Company, Roof replacement for Cordova Secondary GYM**
- D. **ToofAmerican; Student recruitment flyer printing/mailing**
- E. **Independent Schools Benefits Consortium (ISBC Captive), dba, United Helath Care, health insurance provider**
- F. **SchoolWorks; charter school application agreement amendment**
- G. **Caissa K12 communication, PR company training, study, and agreement**
- H. **CodeCrew computer class contract**
- I. **Whitehorn Tankersley Accounting Firm engagement**
- J. **Valdez Immigration Law Firm, engagement letter.**
- K. **ER2; Mendenhall and Winchester campus Epson Smart projector purchase and installation**
- L. **Comcast, dedicated fiber optic internet connection agreement for the new central office building**
- M. **Educational Consulting Associates, INC; e-rate grant agreement**
- N. **Leadership Partners: Executive and principal coaching**

11. **Approval of the resolution authorizing the Executive Director to create a resolution in support of military families**
the resolution authorizing the Executive Director to create a resolution in support of military families. This motion, made by Cherry and seconded by Akkus, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

12. **Approval of the FY2023 Nonprofit Security Grant Program budget for Mendenhall campus**
the FY2023 Nonprofit Security Grant Program budget for Mendenhall campus in the amount of \$149,000.00. This motion, made by Akdemir and seconded by Akkus, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

13. **Approval of the 2024 board meeting dates**

the 2024 year board meeting dates. This motion, made by Cherry and seconded by Akkus, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

14. **Discussion of the strategic plan progress.**

The Board discussed the strategic plan progress markers.

15. **Discussion of the financial audit reports and Form990**

The Board discussed the financial audit reports and Form990.

16. **Discussion 24-25 School Calendar**

The Board discussed possible calendars for the 24-25 academic year.

17. **Discussion of the TFA agreement**

The board discussed the TFA agreement for the 24-25 School Year

18. **Discussion of the required board training completion**

The board discussed the annual required board training completion deadline and procedures.

19. **Discussion of the Code of Ethics Policy completion**

The Board discussed the Code of Ethics Policy completion.

20. **Closing remarks and adjournment**

On a motion duly made and seconded, by a vote of 6 in favor, 0 opposed, and 0 abstaining, the Board of Directors voted to adjourn the meeting at 2:00 p.m. Motion to end meeting. This motion, made by Potts and seconded by Cherry, approves.

Akdemir: Aye
Akkus: Aye
Cherry: Aye
Farmer: Aye
Fidan: Aye
Potts: Aye

Dr. Richard Potts, President