

SPRINGS PUBLIC SCHOOLS TENNESSEE BOARD OF DIRECTORS
2018 Medical Center Parkway Suite 436 Murfreesboro, Tn 37129

**REGULAR MEETING
MINUTES**

February 23, 2023

4:30 p.m.

**Smyrna Public Library
400 Enon Springs Road West
Smyrna, TN 37167**



Our mission is to empower students by fostering their innate curiosity, engaging their parents, and promoting optimum learning by collaboratively developing a personalized learning program for each student.

Present:

<p>Jennifer Mejares-Pham, Chair Delaney Drake, Vice Chair Delaney Drake, Secretary Joshua Haydon, Treasurer</p>	<p>Kathleen Hermsmeyer, Superintendent Jared McLeod, Executive Director Phillip Hermsmeyer, Director of Facilities Richard Harmon, HJ Sims Investor Shannon Fallon, HJ Sims Investor Tanya Rogers, Assistant Superintendent of Business Caitlin Bullard, Director of School Choice (Rutherford County) Natali South, Sr. Director of Charter Relations Julianna Hubbell, Director of Charter Relations</p>
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- Call to Order, Pledge of Allegiance, and Moment of Silence**
 - Ms. Mejares-Pham called the meeting to order at 4:47 p.m. and led the Pledge of Allegiance

2. Roll Call	Present	Absent
Jennifer Pham	_____	_____
Joshua Haydon	_____	_____
Delaney Drake	<u>virtual</u>	_____
Carrie Davis	_____	_____
Abigayle York	_____	_____

3. Action: Election of Officers

- Ms. Mejares-Pham moved to elect Ms. Mejares-Pham as Board Chair.
- Mr. Haydon seconded.
- Vote: 3 Ayes: Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

- Ms. Mejares-Pham moved to elect Ms. Delaney Drake as Vice Chair/Secretary.
- Mr. Haydon seconded.
- Vote: 3 Ayes: Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

- Ms. Mejares-Pham moved to elect Mr. Haydon as Board Treasurer.
- Ms. Drake seconded.
- Vote: 3 Ayes: Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

4. Action: Approval of Agenda

- Ms. Mejares-Pham moved to pull Item 11 from the consent agenda and approve the remainder of the agenda as presented.
- Ms. Drake seconded.
- Vote: 3 Ayes: Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

5. Information: Introduction of Board Existing Directors of Springs Public Schools Tennessee (Springs Empower Academy)

- Welcome Barbara Dale to the board.
- Board members introduced themselves to each other, and the Springs Public Schools TN team.

6. Action: Approval of New Board Members

- Ms. Mejares-Pham moved to approve the New Board Members.
- Mr. Haydon seconded.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

7. Oath of Office for All Board Members

- Natali South led the new board members in the Oath of Office for All Board Members.

8. Public Comments

- None

9. Information: Executive Director Update

- Jared McLeod thanked board members for joining the SPSTN Board and thanked Rutherford County, elected officials, and the community's support for this new adventure. The support from Springs staff is overwhelming. Watching Springs Nation unfold has been an emotional and exciting experience. We look forward to embarking on a ten-year adventure opening SPSTN - Empower Academy.

10. Action: Approval of Charter of Incorporation

- Ms. Dale moved to approve the Charter of Incorporation.
- Mr. Haydon seconded.
- Discussion:
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

11. Action: Approval of Resignation of Sole Incorporator

- Ms. Dale moved to approve the Resignation of Sole Incorporator.
- Mr. Haydon seconded.
- Discussion: Tanya Rogers discussed the resignation of the Sole Incorporator.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

12. Action: Approval of Consent Agenda

- Ms. Dale moved to approve the Consent Agenda consisting of: Bylaws, Conflicts of Interest Policy, Accounting Year July 1-June 30, Principal Office Location, File Application for Tax Exemption, Obtain Employer Identification Number, Accrual Account Method, Establish Bank Accounts, Retain Counsel, Secure Insurance.
- Mr. Haydon seconded.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

- Ms. Mejares-Pham moved to approve Item 11 Tennessee Contracts Policy.
- Ms. Dale seconded.
- Discussion: Tanya Rogers reviewed the Contracts Policy and answered Board questions.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

13. Action: Approval of Charter Agreement with Rutherford County Board of Education, as Amended

- Ms. Mejares-Pham moved to approve the Charter Agreement with Rutherford County Board of Education, as amended.
- Ms. Mejares-Pham seconded.
- Discussion:
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

14. Action: Approval of Acceptance of Recoverable Grant Funds with Repayment Obligations from Springs Charter Schools, Inc NTE \$250,000 for Initial Start-up Expenses

- Ms. Dale moved to approve the Acceptance of Recoverable Grant Funds with Repayment Obligations from Springs Charter Schools, Inc NTE \$250,000 for Initial Start-up Expenses.
- Mr. Haydon seconded.
- Discussion: Tanya Rogers discussed having a budget of 1 million, and we have done this start-up cost for \$250,000. We will use loans and grants with marketing to get the student population to cover the cost of the repayment. Discussed the interest rate of 6% to repay Springs, Inc. Ms. Mejares-Pham asked for a ledger of items spent.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

15. Action: Approval of Authorization to Enter into Land Purchase and Sale Agreement, Acquisition and Due Diligence

- Mr. Haydon moved to approve the Authorization to Enter into Land Purchase and Sale Agreement, Acquisition and Due Diligence: Agreement with MZA, Agreement with Barge Cauthen, and Agreement with W&A Engineering.
- Ms. Dale seconded.
- Discussion: Tanya Rogers discussed purchasing a piece of land to build on. In five years, a four-lane highway will be built close to the new piece of land which will help with traffic flow and market the school. Mr. Philip Hermsmeyer, Director of IT/Facilities, retired, for Springs discussed trying to locate a facility already built. Presented to the board a contingency plan by showing the power point in their board packets and three options for building in the event the one we want to purchase falls through. Due diligence was explained to the board for the funding and building of the new location.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

16. Action: Approval of Authorization to Hire an Employee

- Ms. Dale moved to approve the Authorization to Hire an Employee.
- Mr. Haydon seconded.
- Discussion: Tanya Rogers discussed hiring Jared McLeod as the first employee, and then Jared will make the decision to hire his staff going forward.
- Vote: 4 Ayes: Dale, Drake, Haydon, Pham; 2 Absent: Davis, York; 0 Noes; Motion Adopted

17. Action: Approval of 2023-2024 Charter School Budget

- Mr. Haydon moved to approve the 2023-2024 Charter School Budget.
- Ms. Drake seconded.
- Discussion: Tanya Rogers discussed the pre-opening budget as of July.
- Vote: 5 Ayes: Davis, Drake, Haydon, Pham, York; 0 Absent; 0 Noes; Motion Adopted

18. Action: Motion to Adjourn the Meeting

- Ms. Drake moved to adjourn the meeting at 6:12 p.m.
- Mr. Haydon seconded.
- Vote: 5 Ayes: Davis, Drake, Haydon, Pham, York; 0 Absent; 0 Noes; Motion Adopted

Delaney Drake, Secretary

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Date 4/6/2024