



APPROVED 04/26/2019

**Maine Connections Academy, Inc. (MCA)
MINUTES OF THE BOARD OF DIRECTORS SPECIAL MEETING
Wednesday, March 20, 2019 at 10:00 a.m.**

Held at the following location and via teleconference:
Stevens & Day, LLP Offices
82 Winthrop Street
Augusta, ME 04330

I. Call to Order and Roll Call

Ms. Linscott called the meeting to order at 10:04 a.m. when all participants were present and able to hear each other. The meeting was open to the public.

Board Members Present: Amy Linscott, John Larouche, Carol Weston and Bernice Stockley (in person);

Board Members Absent: Amy Volk;

Guests: Chad Strout, School Leader; Avery Day, Board Counsel; Amanda Jay, Pearson Online & Blended Learning (POBL) staff (in person); Jay W. Ragley, Ray Lambert, Laura Coleman and Megann Arthur, POBL staff (via phone).

II. Public Comment

There were no comments at this time.

III. Routine Business

a. Approval of Agenda

Ms. Linscott asked the Board to review the Agenda distributed prior to the meeting. There being no changes, a motion was made by Ms. Stockley and seconded by Mr. Larouche as follows:

RESOLVED, that the Agenda for the March 20, 2019 Maine Connections Academy Board of Directors Special Board Meeting, as presented, is hereby approved.

The motions passed unanimously.

IV. School Leader's Report

a. Staffing Update

Mr. Strout provided the Board with an update on the school's staffing model, and positions needed for the current and following school years.

V. Action Items

a. Approval of School Facility Lease and Appointment of Board Designee(s) to Review, Finalize and Execute all Necessary Documentation

Ms. Linscott provided the Board with an update on the ongoing school facility search. The Board discussed the potential school facility locations and agreed upon their preference for the Science Park Road location. The Board members discussed the need for a Board Designee to work with Board Counsel to review, finalize and execute all necessary lease documentation. Mr. Larouche volunteered to serve as Board Designee in this capacity. There being no further discussion, a motion was made by Mr. Larouche and seconded by Ms. Weston as follows:

RESOLVED, to move forward with the School Facility Lease at the Science Park Road location and appointment of John Larouche as Board Designee to work with Board Counsel to review, finalize and execute all necessary documentation, as discussed, is hereby approved.

The motion passed unanimously.

VI. Review and Discussion of Draft Statement of Agreement (SOA) with Pearson Online and Blended Learning

Ms. Jay reviewed with the Board the draft Statement of Agreement (SOA). The Board discussed areas of clarification needed with Ms. Jay and Mr. Day. The Board further requested a red-lined version of the SOA for additional review and discussion at a future meeting.

VII. **EXECUTIVE SESSION May be Needed Pursuant to MRSA Title 1, Chapter 13, Section 405-6(e) – to consult between a body or agency and its attorney concerning its legal rights, pending or contemplated litigation, settlement offers, and matters where the duties of the public body's counsel to the attorney's client pursuant to code of professional responsibility clearly conflict with or where premature general public knowledge would place the body at a substantial disadvantage**

The Board entered into Executive Session at 10:33 p.m. upon a motion being made by Mr. Larouche, seconded by Ms. Stockley, and confirmed via roll call vote of all Board Members present pursuant to MRSA Title 1, Chapter 13, Section 405-6(e) – to consult between a body or agency and its attorney concerning its legal rights, pending or contemplated litigation, settlement offers, and matters where the duties of the public body's counsel to the attorney's client pursuant to code of professional responsibility clearly conflict with or where premature general public knowledge would place the body at a substantial disadvantage. Board members in attendance were Amy Linscott, John Larouche, Carol Weston, and Bernice Stockley. The Board invited the following into Executive Session based on their work on this matter: Avery Day, Amanda Jay, Laura Coleman and Megann Arthur. All others left the meeting at this time.

[Ms. Coleman left and Ms. Arthur joined the meeting at 11:02 a.m.]

After the Board concluded their discussion, the Board resumed their open session at 12:49 p.m. upon a motion being made by Ms. Weston, seconded by Ms. Stockley and confirmed via roll call vote of all Board Members present. No action was taken during closed session.

Board members had discussion with school leadership regarding potential plans for an 8th grade graduation ceremony, including potential location(s).

VIII. Adjournment and Next Meeting Date – April 19, 2019 at 10:00 a.m.

Ms. Linscott noted that the Board was at the end of its agenda, and concluding all business for the day. There being no further discussion and the Board being at the end of its agenda, the meeting was adjourned 12:57 p.m. The next Board meeting is scheduled for April 19, 2019.