



Minnesota Transitions Charter School

NOTICE OF REGULAR BOARD MEETING AND AGENDA

Regular Board Meeting to be held on:

**Thursday, November 17, 2016 at 4:00 p.m.
at Minnesota Transitions Charter School District Office
2872 26th Avenue South, Minneapolis, MN 55406**

Pursuant to Article IV, Section 6 of the Bylaws of the Minnesota Transitions Charter School ("MTCS"), the Minnesota Nonprofit Corporations Act, Minn. Stat. § 317A.231, and the Minnesota Open Meetings Law, Minn. Stat. § 13D.04, subd. 1, notice is hereby given of the following Regular Board Meeting of the MTCS Board of Directors, which will take place on the above date, at the above time, at the above location.

1. Call to Order

Becky Juntunen called the meeting to order at 4:02 p.m.

Becky noted that the meeting took place at Minnesota Transitions Charter School District Office located at 2872 26th Avenue South, Minneapolis, MN 55406.

2. Roll Call and Noting of Quorum

Becky Juntunen noted that as of the beginning of the meeting, the Board was made up of eight (8) Board Members. Becky noted the presence of the following Board Members:

- **Becky Juntunen** – Board Chair (present)
- **Martin Lukaszewski** – Vice Chair (present)
- **Tamara Schultz** – Secretary/Treasurer (present)
- **Andrea Miller** – Teacher (present)
- **Rand Retterath** – Community Member (not present)
- **Sheila McMahon** – Teacher (present)
- **Hassan Hassan** – Parent (present)
- **Dekha Osman** – Parent (present)

Becky Juntunen informed the Board of Directors that Wendy Lorenz-Walraven sent a resignation to the board for her position on the board, as she has accepted a position within MTCS.

Martin Lukaszewski made a motion to accept the resignation. The motion was seconded by Hassan Hassan. There was no discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahon, Dekha Osman and Hassan Hassan. No Board members voted against the motion.



Becky noted that at the beginning of the Board meeting, the Board had eight (8) individuals currently holding the office of Director on the Board of Directors. Becky noted that, to establish a quorum, the Board must have a majority of those Board members – meaning more than half – in attendance. Therefore, a quorum of the Board as currently configured requires five (5) Board members in attendance. Becky noted that, of the eight (8) Board members currently on the Board, seven (7) were in attendance at the Board meeting. Becky noted the presence of a quorum.

The following individuals were also present for the meeting:

- **Dennis Carlson** – Interim Superintendent
- **Mary Becker** – MTCS Human Resources Director
- **Dustin Reeves and Chuck Herdegen** – MTS Financial Managers from BKDA
- Miscellaneous Teachers, Parents, and Guests

3. Approval of Most Recent Board Meeting Minutes

Tami Schultz made a motion to approve the October 27th 2016 Board Meeting Minutes for the “Open Session” and ratify and confirm all actions taken during the October 27th 2016 Board Meeting. The motion was seconded by Dehka Osman. There was no discussion/Discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahan, Dekha Osman and Hassan Hassan. No Board members voted against the motion.

4. Financial Report Presented by BKDA

Chuck Herdegen presented the financial statements, which were included in the board packet.

Tami Schultz made a motion to approve the financial reporting presented. The motion was seconded by Dehka Osman. There was no discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahan, Dekha Osman and Hassan Hassan. No Board members voted against the motion.

5. Progress Review

Curriculum Director, Tamara Schultz presented the World’s Best Worker’s Force.



6. Resignations / New Hires

HR Director, Mary Becker informed the Board there were no termination of employment to present. Mary Becker requested approval on new hires; MG, WLW, VT, KW, EG, JP and SH.

Martin Lukaszewski made a motion to approve the new hires presented. The motion was seconded by Andrea Miller. There was no discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahon, Dekha Osman and Hassan Hassan. No Board members voted against the motion.

7. Superintendent Search

Charlie Kyte, with Peers Solutions presented the process in looking for the new Superintendent.

8. New Business

A) Committees of the Board were discussed and determined:

- **Executive Team:** Becky Juntunen, Tamara Schultz and Martin Lukaszewski
- **Academic:** Tamara Schultz, Andrea Miller, Hassan Hassan and Martin Lukaszewski
- **Personnel:** Mary Becker, Sheila McMahon and Becky Juntunen
- **Finance:** Tamara Schultz, Dehka Osman and Sheila McMahon
- **Re licensure Committee:** Martin Lukaszewski

B) Resolution Approvals

- Becky requested a motion to designate officials authorized to sign on the school's bank accounts with Venture and US Bank. Recommended signers are Board Chair, Becky Juntunen and Treasurer, Tamara Schultz.

Martin Lukaszewski made a motion to approve the authorized signers as recommended. The motion was seconded by Sheila McMahon. There was no discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahon, Dekha Osman and Hassan Hassan. No Board members voted against the motion.



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- Becky Juntunen requested a motion for a Board Resolution that allows Tamara Schultz, as the Chair of the Finance Committee, to be our legal signer for the Chicago Trust Company.

Sheila McMahon made a motion to approve Tamara Schultz as the legal signer for the Chicago Trust Company. The motion was seconded by Dehka Osman. There was no discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahon, Dekha Osman and Hassan Hassan. No Board members voted against the motion.

C) Superintendent Report

- Interim Superintendent, Dennis Carlson presented his Superintendent report.

9. **Open Forum**

Becky Juntunen noted that there were no requests for an open forum.

10. **Pending Litigation ***CLOSED SESSION per Attorney-Client Privilege*****

"The Minnesota Open Meeting Law, Minnesota Statutes, Section 13D.05, subdivision 3(b), allows the Board of Directors to close a meeting to engage in attorney-client privileged discussions. The School is engaged in litigation with its landlord in the case of 1130 LLC v. MTCS. The Board seeks to meet with its attorney to discuss the status of the matter and potential resolution of the case. The School and its employees are or may be involved in litigation with a former employee in the cases of Lavorato v. Schultz, and Lavorato v. MTCS. The Board seeks to meet with its attorney to discuss the status of the litigation, the alleged claims against the School, the School attorney's analysis of the same, and the options for responding to such claims. A former employee has also alleged potential legal actions against the School. The Board seeks to meet with its legal counsel to discuss the alleged legal claims, the School Attorney's analysis of the same, and the School's options in responding to such claims. It would be detrimental to the School's interests for the Board to hold a public discussion with its attorney where any adverse party or their attorney could listen to or be made aware of the Attorney's advice related to the litigation. It is in the District's best interest for the Board to obtain legal advice in a confidential setting to maintain the attorney-client privilege. Accordingly, I will hereby entertain a motion that this meeting be closed pursuant to the attorney-client privilege for the reasons cited.



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Closed session pursuant to Minnesota Statutes Section 13D.05, subdivision 3(b) to engage in discussions with the Board of Directors' legal counsel related to:

- Current litigation in the case of 1130 LLC, et al. v. Minnesota Transitions Charter School, et al. The Board seeks legal advice on the status and potential resolution of the case.
- Current and threatened litigation in the cases of Lavorato v. Schultz, et al., and Lavorato v. MTCS. The Board of Directors seeks legal advice on the status of the matter, alleged claims against the School, the School Attorney's analysis of the same, and the School's options for responding to such claims.
- A discussion of a former employee's alleged legal claims, the School Attorney's analysis of the same, and the School's options for responding to such claims."

Becky Juntunen requests a motion to close the meeting for this session.

Tamara Schultz made a motion close the open session to the meeting. The motion was seconded by Martin Lukaszewski. There was no discussion followed. The motion passed (7-0), with votes in favor from Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahon, Dekha Osman and Hassan Hassan. No Board members voted against the motion.

Becky Juntunen requested that it be in the minutes that Hassan Hassan adjourned at 5:31pm.

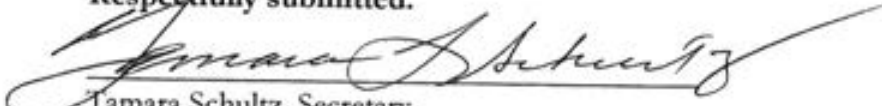


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Martin Lukaszewski made a motion to adjourn the Board Meeting. The motion was seconded by Andrea Miller. The motion passed 7-0 with votes in favor from; Becky Juntunen, Tamara Schultz, Martin Lukaszewski, Andrea Miller, Sheila McMahon, Dekha Osman and Hassan Hassan. No Board members voted against the motion.

Adjourned at 8:01 p.m.

Respectfully submitted.


Tamara Schultz, Secretary

Certification of Accuracy of Minutes

I, Tamara Schultz, Secretary for the Minnesota Transitions Charter School Board of Directors, being duly sworn under oath, hereby swear, certify, and declare that the above Minutes are a true and correct summary of the actions taken by the Board of Directors at the Regular Board Meeting of the Board of Directors held on Thursday November 17th, 2016.

County of Hennepin)
) ss.
State of Minnesota)

Subscribed and sworn to before me
this 22 day of December, 2016.


Tamara Schultz, Secretary


Notary Public

