



August 13, 2025 5:00 pm

Board Meeting Minutes - Annual Meeting

Approved on: September 10, 2025

Attendees:

Board:

Linda Warner
Sherry Gilbert
Rachel White
April Hughes
Mitchell Thomas-v
Andrew Landry
Tim Rector
Jonas Maines-v

Janna Townsend

Staff:

Heather King
Sonja Fraser
Jenna Murray-v

Guests:

John Neal
Michael Fortin

I. Opening Items

A. Record Attendance

B. Call Meeting to Order

C. Approval of June 11, 2025 Minutes

-April moved to approve minutes.

-Sherry: Seconds the motion.

- The motion was approved by all board members.

II. Administrative Report/Facilities Report/Board President Report

-Heather

- **Has submitted a report via email this past week with detailed information regarding administrative and facility reports.**
- **States that administrative offices are being built, and the maintenance team has been very busy this Summer working on revamping the school.**
- **There have been 16 new hires/new positions for this upcoming school year. Including four special ed teachers, new music teachers (including a Maine Arts Academy alumni music teacher), and front office staff.**
- **We have a piano lab and choir risers set up for our new music department. All of our arts departments were thriving except for the music department, and we are hopeful for this to finally change.**
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- We will be re-introducing regular concerts including holiday concerts.
- The Charter Commission is coming and they will need board members in the first week of September. The commission will ask for groups of students, faculty and staff to provide feedback without administration present. Heather believes they may ask the board of directors as well.

-Sonja: Bridget will be teaching chorus and piano. Nick will be teaching guitar and other instruments. Bob will continue to teach strings.

- **Linda:**

- Cory is not here, but we have officially decided not to pick up door to door due to the lack of time and bus drivers.
- We met with the charter commission yesterday.
- The board office is being moved. It is needed for chair storage.

III. Committee Reports

A. Academic Excellence Committee - Rachel White

-Rachel: Will hold a meeting in October due to testing. MeAA test in September, therefore the test scores will be a part of the October Agenda.

B. Development Committee - Linda Warner

-Linda: The development committee met in July. The alumni association was mentioned to the charter commission. Mitchell is going to write us an annual giving letter. Admission numbers are high with some on the waitlist. Linda thanks Parker for her work in admissions. The next meeting is September 15th at 9am.

C. Finance Committee - Tim Rector

-Tim: Has sent out meeting minutes from the past meeting. The one shortcoming was that at the end of May, we were still not up to 30 days cash on hand. However, the finances that Jenna has sent over recently look good.

-Heather: It was recommended that Cory should put together a three year budget plan for building cost. We will have \$200,000 set aside for building repairs. Additionally, at the charter commission meeting, they pointed out that all the other schools were “red” for 30 days cash on hand.

There was a discussion about revenue streams from the state, and the way Charter Schools are funded which makes it difficult to operate in the red with significant cash on hand. MeAA is still new to the building and things happen to an older building that can’t be planned for. We don’t have the same record that other public and charter schools have for their building. There are different factors that affect the funding. Tim says he is extremely pleased at the way Jenna has worked out and that she is doing a commendable job and he thanks her for that.

-Heather: When you put grant money out in the state of Maine it can take 6 months to a year to get reimbursed. We spent \$33,000 on computers alone this year, and we will be

waiting for the state refund which does affect the cash on hand.

-Linda: Cory has informed us that the city of Augusta is requiring that we add a sidewalk which will cost \$15,000.

D. Governance Committee - Andrew Landry

-Andrew: Board members interviewed John Neal who indicated he'd like to join the board.

-Andrew moved to invite John to be a member of the board.

-Sherry: seconds the motion.

Vote was unanimous

-Andrew: Read the slate of officers for the 25-26 school year.

Slate includes:

i. President: Linda Warner (year 2)

ii. Vice President: Drew Landry (year 2)

iii. Treasurer: Tim Rector (year 2)

iv. Secretary: April Hughes (year 1)

-Mitchell: Makes motion to accept slate.

-Janna: Seconds the vote.

All board members are in favor of accepting the slate as stated.

b. Welcome Jonas Maines to our board

-Andrew: Welcomes Jonas.

IV. Additions and Adjustments

-Linda stated we will need an executive session to discuss the board's self-evaluation.

-Sherry: There is a document titled: "Directors Action of Consent" which allows Heather to sign documents if need be.

Sherry makes a motion that the "Loan Resolution" document, voted and passed by the full Board of Directors on March 10th, 2023, via email, become a part of the minutes of the August 13th, 2025 Board of Directors. Also, that the "Directors Action by Consent" document sent to the Board on July 18, 2025 became a part of the August 12, 2025 Board minutes.

-Janna and Jonas: Second the motion.

All members are in favor of the motion.

V. New Business

A. Employee Handbook Review

-Heather: There are only a few tweaks to the handbook. We have increased the teachers

sick time by 3 days for a total of 5 sick days, as well as 5 flex days. The teachers did not feel like they did not have enough sick time. We were “under” what other schools had.

-Linda: There is a typo on page 6 that still states we are a free “highschool”.

There was a discussion about what number of sick days is the right amount so that our teachers don't feel obligated to come in when they're sick.

-Heather: If we want to add more we can do 7 sick 5 flex days. Jenna and I can adjust it.

-Heather: Additionally, we are cleaning up the payment policy for staff classes. We may need to increase our budget so we can cover one class per employee. We have never run into this, however we are growing in employees.

-Heather: A brief discussion about paying for staff educational advancement ensued.

B. Mr. Fortin presentation about Boy/Girl Scouts

-Mr.Fortin: Introduces himself and reminds us that his son was a part of the very first MeAA class. He has had a wonderful structure from MeAA and is now doing great things. Mr. Fortin is a 17 year long member of the scouts. It is a co-ed program. He is the troop committee chair (troop #603). For 50 years it has been housed at the American Legion here in Augusta. We are now looking for a new home. Would Maine Arts Academy be willing to be our chartered organization?

On a day-to-day basis, we simply need a place to meet and a place to keep our things.

- The troop really runs itself.
- Troops have their own bank accounts and also find a way to fund ourselves through fundraising etc..
- On paper it does say that MeAA agrees to own the troop, and have a COR which is a liaison between the troop and the school.
- Anyone is welcome to be a leader, volunteer or youth no matter the gender, religious affiliations etc.. They simply must follow the code which is essentially being “the best scout they can be”.

. -John: Who would be the point person at the academy?

-Heather: I would likely be the point person.

-April: Motions to have the scouts of America find their home here at MeAA. -Janna: Seconds the motion.

-Linda: All board members vote to approve this motion.

C. Second Reading of Concussion Policy

-Heather: We have never had this policy since we don't have sports, however we do have dance and biking.

-Rachel: Motion to accept concussion policy.

-Andrew: Seconds the motion.

-Linda: All board members agree to pass the motion.

E. Say Goodbye to Sherry Gilbert and Janna Townsend

-Linda: You both have given us the basic foundation for the past 9 years.

-Janna: Will be super busy but will be in touch.

-John: As a founding faculty member, you two were amazing at supporting the staff and I am very grateful for you both. The Administration and Board presented Janna and Sherry with personalized notebooks.

F. 4 Year Performance Report Questions?

-Heather: We have had the best English scores in the state for the past 4 years. Our math scores are not at or above state however we are finally at “approaching”. We are working hard.

-Sonja: They did say some aspects of math we are meeting.

-Heather: Our IEP percentage is at or above state as well as free and reduced lunch.

-John: Do they measure science?

-Heather: We take science state testing, however they don't measure it.

G. Maine Arts Academy Charter Renewal Application

-Linda: The next piece of our charter renewal is our meeting in September. The application is due September 1st.

-Heather: I sent a rough draft off to Lana to review and they gave us some good feedback.

-Sonja: We are bringing kids from rural areas however we are urban. Now they are considering our school as both and it has bumped us up in 10% in some of the application areas.

-Heather: Our staff, and parent satisfaction is about 99 %. However, our kids' satisfaction is low.

-April: Can we strategize working more closely with a student groups or a liaison to speak between the board to make this place more happy?

- **-John: Suggested we should start with student government**
- **-Sonja: The commission said they can share with us each question, and what specifically students didn't like.**

H. Review of Parent Involvement Policy

-Heather: We have had the same family involvement policy for years. However we are legally required to have this for our school. This policy has been updated. This is a title 1 policy and since we are a title 1 school, all kids are qualified.

-Janna: I make a motion to pass the parent involvement policy.

-April: Seconds the motion. Vote was unanimous

VI. Other Business

A. Charter Commission Report

-Linda: We had a short meeting yesterday with lots of info. Our new mission was approved. We simply added new grades to our mission statement.

B. Board Self-Evaluation tabled from June Meeting

-Linda: Everyone saw the self-evaluation results in the packet. Our assessment of Cory and, Heather over the years has not worked well nor did the self-evaluation work well.

-Sherry: I think it's important to have hard copies of things. For those of us that aren't tech savvy, it's nice to go to a place and read hard copies. All those documents are important to be knowledgeable for what has happened to the school and is happening. These are the types of important things we should carry forward.

-Rachel: Seconds what Sherry says and asks to be added to the board drive. -Janna: The best thing is to have two or three people work on the board self-evaluation together. We have changed it a few times to make it valuable. It should be a governance committee task.

-Rachel, Heather, April and John will be on the self-evaluation committee.

-Janna: Motioned to adjourn the meeting. Meeting was adjourned at 7:00

Upcoming dates:

August 27, 2025 Finance Committee 4:00 pm

September 15, 2025 Development Committee 9:00 am

October 7, 2025 Academic Excellence Committee 2:00 pm

October 22, 2025 Business After Hours/Ribbon Cutting Ceremony 5-7pm

May 2, 2026 MeAA 10 Year Anniversary Gala 11:00 am to 1:00 pm

Academic Excellence

Chair: Rachel White,

Members: Linda Warner, Jonas Maines, Heather King, Jasen Richardson, Sonja Fraser

Development

Chair: Linda Warner.

Members: Tim Rector, Mitchell Thomas, April Hughes, Parker Maes, Heather King, Sonja Fraser, Acadia Chartier, Diane Manter

Finance

Chair: Tim Rector

Members: Drew Landry, Linda Warner, Heather King, Jenna Murray

Governance

Chair: Drew Landry

Members: April Hughes, Jonas Maines, Linda Warner , Heather King

MAINE ARTS ACADEMY

DIRECTORS' ACTION BY CONSENT

The undersigned, being all of the Directors of Maine Arts Academy (the "Corporation"), take the following action in lieu of a formal meeting of the Directors, hereby waiving all notice of a meeting and waiving the holding of any such meeting to act upon these resolutions:

VOTED: To ratify the execution by Sherry Gilbert, Board President, of a Loan Resolution Security Agreement (attached as Exhibit A) for the incurrence of indebtedness in the principal amount of \$1,687,500 for the purpose of providing a portion of the cost of acquiring and constructing a new charter school facility.

VOTED: To authorize the Board President, to take any and all actions to execute and deliver any and all documents, and execute amendments, necessary to perform the Loan Resolution Security Agreement on behalf of the Corporation, in such form as she may approve.

Dated: As of March 9, 2023

Linda Warner

Andrew Landry

Timothy Rector

Janna Townsend

Sherry Gilbert 7/23/25

Sherry Gilbert

Mitchell Thomas

April Hughes

Rachel White

Jonas Maines

Hello Board,

We need a Board vote on the Rural Development loan. Please read the 4 attachments at the very bottom of this forward. The motion should read as I've pasted directly below. I've asked Drew to make the motion and Linda to second the motion. Please all respond to this email with your vote so we can make it a part of the minutes. This all will be sent along with the other documents. Thank you, Sherry

Sherry A. Gilbert
Board President

BE IT RESOLVED that the Board of Directors of the Maine Arts Academy approves and accepts in all respects, a proposed loan of \$1,687,500 (ONE MILLION SIX HUNDRED EIGHTY-SEVEN THOUSAND FIVE HUNDRED DOLLARS) at an interest rate not to exceed THREE AND THREE QUARTERS percent (3.750%) for a period of THIRTY (30) years, from USDA Rural Development, for the proposed FY 2023 New Building Project in accordance with Form RD 1942-9 Loan Resolution Security Agreement, and authorizes the President of the Board to deliver all documents, and to take any and all actions necessary to carry into effect such financing.

I move that the Board approve the resolution included in the email from Chair Gilbert as presented.

Andrew Landry

I second the motion and vote yes.

Linda Warner

I vote yes.

Timothy Rector

Yes, to approve the Rural Development resolution.

Janna Townsend

It is a yes from me.

-Andy Carlton

I vote yes. Sherry Gilbert

Yes on the resolution, Shelley Reed

March 10, 2023

Heather,

See below the final document. Sherry
Sherry A. Gilbert
Board President

March 9, 2023

Hi Sherry, we will need a special board vote on the Loan Resolution with minutes. You may be able to do it through email. We will need it as soon as possible. Thank you!

----- Forwarded message -----

From: Jenkins, Mike - RD, ME <mike.jenkins@usda.gov>

Date: Thu, Mar 9, 2023 at 8:50 AM

Subject: Maine Arts Academy - Closing Instructions Documentation Request (Borrower)

To: Heather King <hking@maineartsacademy.org>

Cc: Christopher B. Hatch <CHatch@dwmlaw.com>, Cory Nason <CNason@kennebecsavings.bank>, Jenkins, Connie - RD, ME <Connie.Jenkins@usda.gov>

Good afternoon Heather,

As we previously discussed, in order for us to move the project forward so that you may place the construction phase out to bid, we are in need of some additional information. Attached are the following items for your review and completion:

- Loan Resolution Security Agreement. Please review and complete as indicated on the form.
- Example of Board Meeting Minutes as it relates to the Loan Resolution. I will need a certified copy of the Meeting Minutes as it relates to the Loan Resolution Security Agreement
- ACH Form. Please complete the attached ACH form which will allow us to deposit funds into your account at loan closing.

Before the School may go out to bid for the construction at the facility, we need to forward the complete package to our Office of General Counsel (OGC) for their review and approval. That being said, your prompt attention to this matter will be greatly appreciated. Additional information has been requested from your attorney and Kennebec Savings Bank. Original copies are being sent by mail.

Since this is your first time working with Rural Development, please give me a call to go over the documentation once you have had a chance to review it.

If you have any questions in the meantime, please do not hesitate to ask.

Thank you,

Michael F. Jenkins | Area Specialist

Rural Development

United States Department of Agriculture

The full 7 [seven] member Maine Arts Academy Board of Directors held a vote, March 9, 2023, via email on the following motion, made by Treasurer, Andrew Landry and seconded by Secretary, Linda Warner. The vote was unanimous with 7 yeas.

BE IT RESOLVED that the Board of Directors of the Maine Arts Academy approves and accepts in all respects, a proposed loan of \$1,687,500 (ONE MILLION SIX HUNDRED EIGHTY-SEVEN THOUSAND FIVE HUNDRED DOLLARS) at an interest rate not to exceed THREE AND THREE QUARTERS percent (3.750%) for a period of THIRTY (30) years, from USDA Rural Development, for the proposed FY 2023 New Building Project in accordance with Form RD 1942-9 Loan Resolution Security Agreement, and authorizes the President of the Board to deliver all documents, and to take any and all actions necessary to carry into effect such financing.

Form RD 1942-9 Loan Resolution Security Agreement was presented and voted upon as follows:

YEAS____7____ NAYS____0____ ABSENT____0____

Respectfully submitted, Sherry A. Gilbert, Board President