



September 10, 2025 5:00 pm

September Board Meeting

Wednesday, September 10 · 5:00 – 6:00pm

Time zone: America/New\_York

Google Meet joining info

Video call link: <https://meet.google.com/ioi-qjmw-ksx>

Or dial: (US) +1 941-800-3135 PIN: 141 790 162#

More phone numbers: <https://tel.meet/ioi-qjmw-ksx>

#### **Attendees:**

#### **I. Opening Items**

A. Record Attendance

B. Call Meeting to Order

C. *Title 1, Chapter 13, Sub-chapter 1, Freedom of Access, 405, 6A.1: Individual's right to privacy*

D. Approval of August 13. 2025 board meeting minutes

#### **II. Administrative Report/Facilities Report/Board President Report**

#### **III. Committee Reports**

A. Academic Excellence Committee - Rachel White

B. Development Committee - Linda Warner

C. Finance Committee - Tim Rector

D. Governance Committee - Andrew Landry

#### **IV. Additions and Adjustments**

## **V. New Business**

- A. Electronic Payment Policy

## **VI. Other Business**

- A. Charter Commission Report

B. *Executive session per Title 1, Chapter 13, Sub-chapter 1, Freedom of Access, 405, 6C.  
discussion of use of real property*

Upcoming dates:

September 15, 2025 Development Committee 9:00 am

September 19, 2025 Evaluation Committee 9:00 am

September 23, 2025 Charter Commission Board Training opportunity 10:00 am -12:00 pm in Augusta

September 24, 2025 Finance Committee 4:00 pm

October 7, 2025 Academic Excellence Committee 2:00 pm

October 8, 2025 Board Meeting 5:00 pm

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

October 28, 2025 Charter Commission Board Training opportunity 10:00 am - 11:30 am virtual

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 H. 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