

MNIC ELA Campus
300 Industrial Blvd.
Minneapolis, Minnesota 55413

Approved Minutes

EMERGENCY MEETING OF THE BOARD OF EDUCATION

Held at the ELA Campus, 300 Industrial Blvd., Sunday, October 12, 2008
4:30 p.m.

Membership: Abdighani Ali, Abdirahman Egeh, Jama Farah, Kassim Mohamed, Hassan Hilowle, Kaha Mohamed, Janet White

Contested Membership: Vin McMahan, Becky Bahr (formerly Gutierrez)

Ex officio: Kevin Byrne, Steven Oates, Chanda Smith

Note: All votes were unanimous unless otherwise stated. Items distributed at the meeting include: Agenda; existing board roster and membership (best from information available). Letters from Pillsbury were available for viewing: the charter renewal (April 2007) and letter calling for resolution of board membership (October 13, 2008).

I. ROLL CALL

Meeting was called to order at 4:55 PM by Janet White and Vin McMahan, contested board chairs.

Members in attendance: Ms. White, Ms. Mohamed, Ms. Bahr, Mr. Hilowle, Mr. Mohamed, Mr. McMahan, Mr. Farah, Mr. Ali, Mr. Egeh

Ex officio and others: Kevin Byrne not present, Steven Oates not present, Chanda Smith not present, Stephen Bosacker (Designs for Learning). Many attended from the school and community (no roster created). New board members: Susan Knittel, John Breyfogle, Kat Anthony, Reggie Womack, Takara Spaulding; also Jim Dugelman and Jim Miller were introduced during the meeting.

II. APPROVE AGENDA

Mr. Egeh moved to shift item I. Preamble to become item IV Preamble, after the item for board chair resignations. Ms. Mohamed seconded. Passed.

Mr. Mohamed wanted to change the board membership to say 9 members are on the board, that 1 other person would voluntarily resign to have 3 new members. **Mr. Mohamed moved to have one of the remaining members resign.** Mr. Dugelman set this to be addressed after the Preamble and before election of new members. **Mr. Hilowle seconded the motion. Passed.**

Question to approve the agenda. Question about who are members on the board. **Ms. Mohamed moved to approve the agenda as amended. Mr. Mohamed seconded. Approved.**

III. CONTESTED BOARD CHAIRS RESIGN FROM THE BOARD

Question as to who will run the meeting after resignation. **Ms. Bahr moved to have Mr. Mohamed run the meeting temporarily after the resignation to give time to choose someone to facilitate the meeting today. Mr. Egeh seconded. The motion passed.**

Ms. Mohamed moved that Vin McMahon and Janet White resign simultaneously from the board. Mr. Egeh seconded. Unanimous vote. Ms. White and Mr. McMahon agreed and left the board.

Mr. Farah moved to take a 5 minute break to identify someone who would moderate the meeting. Ms. Mohamed seconded. Unanimous.

Mr. Mohamed invited Mr. Dugelman to introduce himself. Jim has served as board chair and other officer positions on a number of non-profits. Ms. Bahr introduced Jim Miller as the new MNIC lawyer to facilitate the meeting. **Mr. Hilowle moved to select Mr. Dugelman to manage the meeting. Mr. Farah seconded. All voted for the motion except Mr. Egeh who voted against it.**

IV. PREAMBLE – important information and procedures to fulfill purpose of the meeting

Steve Bosacker, Designs for Learning, explained the context of the school's situation that the Board needs to:

- Satisfy requirements of a properly functioning board: all contested membership and officers be resolved by completely clarifying board membership and elect a new Chair,
- Satisfy their sponsor Pillsbury United Communities (refer to the letter) and the bank.
- The goal is that there be no contest for the legality of their decisions. They must also move further to improve the board's role and function in school governance in preparation for upcoming renewals of contracts and commitments.

Ms. Bahr asked the board members to ensure that they get financial statements.

V. ELECT NEW BOARD MEMBERS TO SATISFY MEMBERSHIP WITH PILLSBURY AND BANK

Mr. Ali moved to remove Ms. Bahr. Discussion changed. Ms. Bahr attempted to address Mr. Ali's comment. Other discussion ensued. No second. Motion was lost in the discussion.

Discussion about a voluntary resignation of one board member – to fill 3 teacher seats.

Mr. Egeh offered to resign. Ms. Mohamed moved to accept resignation, Mr. Ali seconded. Mr. Mohamed thinks Mr. Egeh is a good board member. **Passed, but Mr. Mohamed opposed the motion.** 3 board member seats are now available.

Mr. Mohamed moved to remove two board members, Mr. Ali and Ms. Bahr. Mr. Hilowle seconded. Discussion: Mr. Hilowle stated that Ms. Bahr is a contested member. Mr. Ali has made many threats. That is why Mr. Hilowle proposed this. Mr. Ali said that this is the worst board he has served on. The board needs qualified people. Ms. Mohamed said we are not removing people to make a problem. Ms. Bahr's interest is in the school succeeding. Ms. Bahr is willing to resign. However, others from staff and the board have asked her to be on the board. Mr. Hilowle rehearsed how Mr. Ali said he would remove students. Mr. Ali replied that in that the email he said that if the board is not functioning then this would happen. Ms. Bahr said she would not vote (abstain). **Motion passed with no opposition.** Mr. Ali and Ms. Bahr left the board.

Mr. Dugelman called a 5 minute recess to clarify what board membership categories are needed to satisfy the roster. Names of individuals willing to serve on the board were submitted from the audience. During this time members discussed what position they have or would have on the board (community or at-large). The meeting resumed.

The four remaining members (Mr. Farah, Mr. Mohamed, Mr. Hilowle and Ms. Mohamed) deliberated about who to nominate. **Mr. Mohamed moved to nominate and elect Susan Knittel (teacher), John Breyfogle (teacher), Kat Anthony (teacher), Reggie Womack (community) and Takara Spaulding (community). Mr. Hilowle seconded the motion. The vote was unanimous.**

VI. ELECT NEW BOARD CHAIR AND VICE CHAIR

Ms. Knittel moved to elect one member from ELA and one from Circles as chair and vice chair. Mr. Mohamed seconded. The motion passed.

Nominations for Board Chair: Ms. Knittel nominated self, Mr. Breyfogle seconded her nomination. Mr. Mohamed nominated himself. Discussion: Ms. Mohamed would like a board chair who understands finances and has served as a chair. Mr. Breyfogle asked for the two to talk about their board experience.

Ms. Knittel was involved in keeping books, training, leading others, a board member on an association, served as secretary. She is willing to get the training to become more aware of what needs to happen, processes and procedures.

Mr. Mohamed served in a variety of positions on boards and groups in various locations, has financial transaction experience. Was a member and president of the Somali Student Association, member of student association at the U of M, member of a board on another organization. He is willing to get training.

Mr. Breyfogle asked: Would both be willing to serve as vice chair? Yes from both.

Votes for Ms. Knittel: Mr. Womack, Ms. Mohamed, Ms. Spaulding, Ms. Anthony. Votes for Mr. Mohamed: Mr. Breyfogle, Mr. Hilowle, Mr. Farah. Nominees did not vote. Ms. Knittel wins 4 to 3. Ms. Knittel is the new Board Chairperson.

Vice Chair position will be from ELA: Mr. Mohamed stood as the nominee. The vote was unanimous. Mr. Mohamed is Vice Chairperson.

Jim spoke to the Board about duties and responsibilities as board members. Follow through and stay on top. Students count on the board of directors to do their job. Focus on what is good for the students and the program. There is help available for financial and governance training. Much training is available in the Twin Cities. Jim called on the community from all sites to serve on board committees. There is a lot of work to do for the school. Have an open mind about things. Jim commended those who resigned.

Ms. Knittel moved to set an emergency board meeting this Wednesday, October 15th, at 4 PM to continue important board business. Mr. Breyfogle seconded. The vote was unanimous. The meeting will be at ELA in one of the cafeterias.

Oliver White spoke for the staff, thanking them for saving the school for the students. He applauded those who resigned.

VII. ADJOURNMENT

Mr. Breyfogle moved to adjourn the meeting, Ms. Mohamed seconded. The meeting adjourned at 7:08 PM.

Submitted by Stephen C. Bosacker