

Approval of November 27, 2023 minutes
Vote date: December 11, 2023, Via Email

Approve	Tommy Bice	2021 - 2023
Approve	Larry Contri - Chair	2021 - 2023
Approve	Chris Fisher - Secretary	2022 - 2024
Approve	CeCe Lacey Kennedy	2023 - 2025
Approve	Kaamilya Mahdi	2023 - 2025
Absent	Abbas Merchant	2023 - 2025
Approve	Ezra Shine - Vice Chair	2021 - 2023
Approve	Jennifer Sumner	2021 - 2023
Approve	Tracee Synco	2021 - 2023
Approve	Jody Thrash	2023 - 2025
Approve	Jim Wilson	2022 - 2024

Magic City Acceptance Academy
Board of Directors Meeting
November 27, 2023

	Directors:	Board Term
Present	Tommy Bice	2021 - 2023
Present	Larry Contri - Chair	2021 - 2023
Present	Chris Fisher - Secretary	2022 - 2024
Present	CeCe Lacey Kennedy	2023 - 2025
Present	Kaamilya Mahdi	2023 - 2025
Present	Abbas Merchant	2023 - 2025
Absent	Ezra Shine - Vice Chair	2021 - 2023
Excused	Jennifer Sumner	2021 - 2023
Present	Tracee Synco	2021 - 2023
Absent	Jody Thrash	2023 - 2025
Present	Jim Wilson	2022 - 2024

Staff Present:
Patton Furman
Karen Musgrove
Matt Brennan

Called to order: 6:02 PM by Larry Contri

Minutes from last meeting

Motion to accept the minutes was given by Tommy Bice and seconded by Abbas Merchant. Correction to the spelling of Kaamilya's name was made. The motion was passed.

Financial Report

Karen Musgrove presented the financials. Fiscal Year started 10/1/2023 so this is the first month of the new year. Revenues were \$405,377.18 and expenditures were \$422,370.04. This resulted in a deficit of \$16,992.86 for the first month. Jim Wilson motioned for accepting the financial report and CeCe Lacey Kennedy seconded. The motion was passed.

Old Business

Matt Brennan asked if anyone submitted names to Grace and Larry stated that he would forward them to Matt.

New Business

Due to the December Board Meeting falling on the holiday it was decided that the meeting would be canceled.

2024 board and EC nominations were discussed. Karen will follow up with all those nominated and send for approval prior to the end of the year.

Actions as Board of Magic City Acceptance Academy, LLC

Proposed Updates to the LLC Bylaws:

Header is updated to include ", LLC"

Article 1 is updated as follows:

ARTICLE 1 NONPROFIT PURPOSES SECTION NONPROFIT PURPOSE

Magic City Acceptance Academy (hereinafter, the "MCAA") was formed as a Non-Profit Limited Liability Company according to its Certificate of Formation as filed and registered with the Secretary of State of the State of Alabama on November 12, 2019 (the "Certificate of Formation").

The MCAA is organized exclusively for educational purposes and such other purposes that are described under section 501(c)(3) of the Internal Revenue Code. The MCAA is organized and shall be operated to at all times comply with Section 501(c)(3) of the Internal Revenue Code, the Public Charter Schools laws, and any other federal, state and local laws to qualify it for nonprofit, tax-exempt status as a public charter school.

Birmingham AIDS Outreach, Inc. is the sole member of the MCAA

References to "Corporation" in Sections 1.2 and 9.4 are updated to "MCAA"

References to Articles of Incorporation in Sections 3.2, 4.6, 10.1 and 11.1 are updated to "Certificate of Formation"

Motion to accept the updates was made by [Tommy Bice] and seconded by [Tracee Synco]. The motion was passed.

Authorization of execution of Use Agreement and Assignment

A motion was made by [Tommy Bice] and seconded by [Jim Wilson] to state, "The Magic City Acceptance Academy Board, in its capacity as the Board of Magic City Acceptance Academy, LLC, authorizes Karen Musgrove, in her capacity as CEO of Magic City Acceptance Academy, LLC, to execute documents related to the charter school school expansion, specifically but not limited to a Use Agreement with Birmingham AIDS Outreach, Inc., and an Assignment of the same to Magic City Acceptance Academy Charter School, as necessary". The motion was passed.

Actions as Board of Magic City Acceptance Academy Charter School

Proposed Updates to Name and Bylaws:

Article 1 is updated as follows:

ARTICLE 1 LEGAL ENTITY NAME

The legal name of the Non-Profit Corporation/Organization shall be known as Magic City Acceptance Academy Charter School, and shall herein be referred to as the "MCAA."

MCAA was formed as a Non-Profit Corporation according to its Certificate of Formation as filed and registered with the Secretary of the State of Alabama on November 25, 2020 (the "Articles of Incorporation").

"proprietor" was changed to "member" in 2.1

Past-Chair was added to the list of BAO EC Board members in places referenced, 4.3, 4.6, and 6.1.

4.1 is updated to reference 4.2 and not 3.2.

Motion to accept the updates was made by Tommy Bice and seconded by Tracee Synco. The motion was passed.

Authorization of execution of Use Agreement and Assignment

A motion was made by Tommy Bice and seconded by Jim Wilson to state, "The Magic City Acceptance Academy Board, in its capacity as the Board of Magic City Acceptance Academy Charter School, authorizes Karen Musgrove, in her capacity as CEO of Magic City Acceptance Academy Charter School, to execute documents related to the charter school expansion, specifically but not limited to a Use Agreement with Birmingham AIDS Outreach, Inc. or an Assignment of the same from Magic City Acceptance Academy, LLC, as necessary". The motion was passed.

A request to make all emails on the MCAA website not visible to bots was made and Karen will work with Kyle to get this completed.

Development Report

Matt Brennan presented that MCAA was granted \$119k for Summer School. MCAA was denied the Lt Gov funding.

Principal's Report

Current enrollment is 340

New Math teacher started this week and we lost a Life Sciences teacher.

TEAMS contract for Carol Vance

Motion from CeCe Lacey Kennedy was seconded by Chris Fisher. Motion was passed.

Adjourn

A motion to adjourn was offered by Tommy Bice and seconded by CeCe Lacey Kennedy. The motion passed and the meeting was adjourned at 6:56PM.