

**Twin Cities German Immersion School Building Company**  
**Meeting Minutes, December 2017**

**Meeting Date:** Thursday Dec 21 2017, 5:30 PM

**Meeting Location:** The Finnish Bistro 2264 Como Ave St Paul 55108

**Attending:** T Alkatout; R Hennelly; R Swedberg

**Board membership:**

Board membership: M Ireland moved off board due to time commitments, R Hennelly appointed by TCGIS School Board. R Hennelly brings experience from stint on TCGIS Board, membership on TCGIS Facilities Committee, and experience with current TCGIS site acquisition, financing and construction.

**Scope of board activities:**

Scope of board activities discussed – not a deliberative body, receives recommendations from TCGIS Facilities Committee based on that committee’s strategic and operational planning activities. TCGISBC board reviews Facility Committee recommendations for expenditure of funds or entering into agreements. Recommendations for expenditure of funds arrive in shared ‘Request for Authorization’ format which has signature lines for Facilities Committee recommendation, Accounting Firm’s recommendation, and TCGISBC approval. Fully-countersigned document indicates approval to expend funds. Other documents and agreements arrive in various standard commercial/legal formats, recommended to board by Facilities Committee or the Accounting firm (BerganKDV). Both TCGIS School Board and TCGISBC contract with BerganKDV, relying on their supporting professional expertise in review/approval process.

**Lease Document:**

Lease as taken over from the external finance/construction entity defines strictly limited set of landlord obligations (only responsible for major bldg systems replacement – roof, etc.), leaving everything else as tenant responsibility. Lease did not envision TCGISBC’s more expansive role dispersing dedicated lease aid funds. Changed RFA format so that it specifies expenditure authorizations for 'landlord major bldg systems obligations', or 'to TCGIS for tenant maintenance obligation, or 'to TCGIS for leasehold improvement (significant change to scope/quality of leased premises)', etc. Discussions with attorney confirm this straightforward approach is appropriate, entering into specific agreements as to particular expenditures being paid by TCGISBC as the Affiliated Building Company.

**Document Packet:**

Supporting document packet for meeting basically ‘everything signed by TCGISBC’, including:

Contracts with BerganKDV

Filings for state reporting requirements

Tax forms filed

Real estate agent documentation – non-binding letters of intent, purchase agreement

Requests for Authorization, 2017 Series (4 RFA's)

Summary of RFA Format changes

**Affiliated Building Companies – Operations, Structure:**

Discussion of legislature's intent in setting up charter schools and affiliated building companies. Structure is necessary to manage funds appropriately, but few examples of published models/specific guidance. TCGISBC recent issue of dealing with narrowly-defined language on inherited lease is good example of open-ended, variable environment that ABC's have to operate in – ABC's must come up with appropriate, professionally-reviewed approaches based on few precedents. Benefits statewide if ABC's can discuss issues as 'user group', sharing info and experiences.