

Committee on Directors Meeting Minutes

Date | September 12, 2023

Time | 9:30 AM - 11:30 AM

Location | KIPP Metro Atlanta Schools Regional Office

Those in attendance and constituting a quorum were:

- **Present** – Richard H. Deane, Jr., JaKathryn Ross, Deb Sudbury, Mini'imah Shaheed, and Felicia Lewis

Time	Agenda Item	Minutes
9:30 AM	Welcome, Agenda, & Consent	<ul style="list-style-type: none">• J. Ross reviewed the agenda.• MOTION: R. Deane, Jr. motioned to approve meeting minutes from June 1, 2023, and D. Sudbury seconded. The motion passed unanimously.
9:32 AM	New Board Member Orientation, Onboarding, Engagement Observations &	<ul style="list-style-type: none">• The orientation was productive, and the new members were engaged and participatory. The Board Handbook was a helpful guide and needed resource.• There will be a second session for new Board Members who could not attend the August orientation.• The Development Committee may consider a similar Handbook model for prospective donors, and COD for prospective Board Members.
9:40 AM	Board Cultivation	<ul style="list-style-type: none">• MOTION: Discussion surrounding prospective Board Members. R. McCarthy will receive an invitation to join the Board pending a vote. J. Ross motioned to approve a recommendation to the full board for a vote, and D. Sudbury seconded. The motion passed unanimously. R. McCarthy's interim term would begin immediately. J. Ross will invite her to the October Board Meeting.

10:00 AM	School Tours	<ul style="list-style-type: none">• Felicia will work with L. Harris and K. Magby to provide a consolidated list of this year's school tours to Board Members.
10:05 AM	Board Training	<ul style="list-style-type: none">• F. Lewis reviewed the Georgia Charter School Association (GCSA) guidance concerning the nine training hours required for existing Board Members and the 15 hours required for new Board Members.• Additional training topics were presented to augment the 6 training hours granted during the May Strategic Meeting. The GCSA would deliver the additional topics.• J. Ross suggested only hosting the additional sessions virtually.• The Committee decided to pursue a layered, broad approach to board member training options, including monthly GCSA training options provided at our KIPP Metro Atlanta Schools offices, the GCSA on-demand platform, and our regular board meetings. F. Lewis will give a detailed training calendar to board members so that board members can design their paths to complete required training hours.
10:20 AM	In-Person Meetings	<ul style="list-style-type: none">• M. Shaheed shared guidance from our Counsel surrounding Board and Committee meetings needing to be in person to remain compliant. This directive will begin on November 1, 2023. Each Committee Chair will locate an appropriate meeting space. M. Shaheed suggested the Finance Committee meet at the KIPP Metro Atlanta Support Office.• R. Deane, Jr. suggested we seek clarity from our Counsel concerning virtual voting.

10: 45 AM	Bylaws	<ul style="list-style-type: none">• R. Deane, Jr. reviewed the recommended redlined bylaw changes presented by our Counsel. The Committee recommendations will be submitted to Counsel for a second review and then proposed to the Board during the October meeting.
10:50 AM	New Business	<ul style="list-style-type: none">• R. Deane, Jr. asked the committee to seek someone with a technology background to join the Board.
10:48 AM	Close	<ul style="list-style-type: none">• <u>MOTION:</u> R. Deane, Jr. called for a motion to adjourn the meeting, and D. Sudbury seconded. The motion passed unanimously.