KIPP: ATLANTA SCHOOLS

KIPP Atlanta Schools Governance Committee Meeting Minutes
Aug 25, 2026
1050 White St Suite C Atlanta GA 30310

Committee Members Present: Joe Arnold, Hector Calzada, Zane Major, David Jernigan*, JaKathryn Ross*

Staff Members Present: Dr. Michael Cormack, Jr. and Dr. Tauheedah Jones

Other Attendees: Chris Adams and Kaylin Lattimore
*Committee Chair **

I. **Summary of Discussion:**

   A. The Governance Committee met on Tuesday, August 25, 2026, at KIPP Atlanta Schools, 1050 White St Suite C, Atlanta, GA 30310. The Committee reviewed consent items related to prior meeting minutes, proposed meeting date adjustments, Committee Charter revisions, and proposed Bylaw revisions. The Committee also discussed the role of Honorary and Alumni Board Members, reviewed themes from Board member 1:1 conversations, and identified next steps.

II. **Call to Order:**

   A. The meeting was called to order at **1:05 p.m**. by JaKathryn Ross..

III. **Welcome & Agenda Review**

IV. **Consent Items:**

   A. The motion to approve the **July 16, 2026, COD Meeting Minutes** was made by JaKathryn Ross, approved by David Jernigan , and seconded by Joe Arnold.
   B. The Committee reviewed proposed adjustments to the **2026–27 Governance Committee meeting calendar**, including:
      - Addition of an **early February 2027 Governance Committee meeting**
      - Adjustment of the **May 2027 Governance Committee meeting to April 2027**

- The motion to approve the proposed meeting date adjustments was made by **Hector Calzada**, seconded by **David Jernigan**, and **Joe Arnold**.

C. The Committee reviewed the proposed revisions to the **Board Committee Charter(s)** for alignment with current governance practices and the proposed Bylaw revisions.

- The motion to approve the Committee Charter revisions was made by **JaKathryn Ross**, seconded by **Hector Calzada**, and **Joe Arnold**.

D. The Committee reviewed the proposed revisions to the **KIPP Metro Atlanta Collaborative, Inc. Bylaws** in preparation for consideration by the full Board.

- The motion to approve the proposed Bylaw revisions for recommendation to the full Board was made by **JaKathryn Ross**, seconded by **Hector**, and **Joe Arnold**.

V. **Discussion Highlights:**

1. **Committee Charter Review**

The Committee reviewed the Finance, Advancement, School Performance, Governance, and Executive Committee Charters in preparation for the 2026–27 school year.

- No additional revisions were recommended for the Finance or Advancement Committee Charters.
- For the School Performance Committee Charter, discussion focused on voting rights, membership, committee staffing, and alignment with the Bylaws. The Committee recommended removing the Membership section and identified additional line edits for incorporation.
- For the Governance Committee Charter, the Committee reviewed proposed edits and agreed to maintain broader, flexible language regarding the Committee's annual scope of work.
- For the Executive Committee Charter, members discussed revisions

related to committee size and chair responsibilities.

2. Bylaws Review and Proposed Revisions

The Committee reviewed proposed revisions to the KIPP Atlanta Schools Bylaws with Chris Adams.

Discussion included:

- Updates and technical clean-up to Sections 3.6 and 3.7;
- Updates to standing committee names, structure, and descriptions in Sections 3.10 and 3.11;
- Revisions related to Board officers and whether principals will continue serving as officers;
- Updates to Board terms, including Board chair term;
- Ensuring the insurance policy referenced in the Bylaws is appropriately included or referenced in the Board Handbook; and
- Additional clarification of language in Sections 3.3 and 3.14.

Motion: At 2:00 PM, a motion was made to advance the By-Law revisions as agreed. The motion was made by JaKathryn Ross, seconded by Hector Calzada and was approved unanimously.

3. Honorary Board Members — Role and Engagement

The Committee discussed feedback gathered from current Honorary Board Members and considered how their role and participation should be structured moving forward.

Discussion included:

- Continued engagement through committees;
- Attendance at Board meetings primarily as observers;
- Participation in an annual luncheon with the CEO;
- Participation in the annual spring Board retreat; and
- Clear communication regarding participation expectations.

The Committee also discussed committee placement for Rick Deane and Catherine Mealor as they transition to Honorary Board Member status.

Vote: No formal vote was taken.

4. Board Member 1:1 Synthesis

The Committee reviewed a synthesis of feedback gathered through 2025–26 Board member 1:1 conversations.

Discussion focused on how the identified themes may inform Board governance, engagement, development, and planning for the 2026–27 school year.

The Committee also discussed using the synthesis to support the orientation and engagement of new Board members and noted that several themes are already reflected in the Board's annual scope and sequence.

Vote: No formal vote was taken.

5. Governance Committee Meeting Schedule

The Committee reviewed the 2026–27 Governance Committee meeting schedule and agreed to adjust the spring meeting cadence.

The following meeting dates were identified:

- February 9, 2027 | 11:00 AM–1:00 PM
- April 22, 2027 | 9:00–10:30 AM

Vote: No formal vote was taken.

VI. Adjournment:

A. The motion was made to adjourn the meeting by **Hector Calzada** The motion was approved by **David Jernigan** & seconded by **JaKathryn Ross**
B. The motion was approved unanimously, with no abstentions and no

opposition.

C. The meeting adjourned at **2:07 PM.**

Respectfully submitted by **Dr. Tauheedah F.B. Jones**

VII. **Summary of Actions:**

Action Item	**Owner**	**Deadline/Status**
KIPP ATL Team will be adding highlights from the 1:1s into the Board Chair report for the September 1st meeting.	Dr. Jones / Governance Support	September 1, 2026
Update the Governance Committee calendar and applicable planning materials to reflect the revised dates.	Kaylin	August 28th, 2026
The Board Chair will refine and clearly communicate Honorary Board Member participation and engagement expectations, with an emphasis on meaningful committee-level involvement at every Board meeting.	Board Chairs	All Board Meetings
Present a slate for board approval.	Dr. Jones/Kaylin	September 1, 2026
Present the revised committee charters to the full Board for consideration and approval.	Dr. Jones/Kaylin	August 28th, 2026
Incorporated the agreed-upon revisions into the charters and included in the Board pre-read materials.	Dr. Jones/Kaylin	August 25, 2026
Incorporate agreed-upon revisions and line edits into the Finance, Advancement, School Performance, Governance, and Executive Committee Charters.	Dr. Jones / Governance Support	Prior to Board pre-read distribution
Include revised committee charters in the Board pre-read materials for consideration and approval.	Governance Support	September 1, 2026

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Present the proposed Bylaw revisions to the full Board for formal consideration and vote.	Governance Committee / Board Leadership	September 1, 2026
Update Hector's Board term information to accurately reflect his three-year term and final year of service in the board handbook	Governance Support	Prior to September 1, 2026
Update the Board officer slate/information for presentation and formal Board action.	Governance Support / Board Leadership	September 1, 2026
Communicate with principals regarding any approved changes to their officer roles.	Board Leadership	Following Board action
Confirm that the insurance policy referenced in the Bylaws is appropriately included or referenced within the Board Handbook.	Governance Support	Pending
Refine Honorary Board Member participation and engagement expectations, including Board meeting, committee, luncheon, and retreat participation.	Board Leadership / Governance Committee	Pending
Communicate finalized Honorary Board Member expectations on behalf of the Board Chair.	David Jernigan	Following finalization of expectations
Determine appropriate committee placement for Rick Deane and Catherine Mealor as they transition to Honorary Board Member status.	Board Leadership / Governance Committee	Pending
Confirm whether Honorary Board Members and non-Board committee members are subject to fingerprinting requirements.	Chris Adams	Follow-up pending
Incorporate relevant Board Member 1:1 Synthesis themes into Board planning, development, and new Board member orientation.	Board Leadership	2026–27 Board cycle
Update the Governance Committee calendar to reflect February 9, 2027, 11:00 AM–1:00 PM, and April 22, 2027, 9:00–10:30 AM.	Governance Support	To be updated
Update the applicable Governance Committee/Board slate and planning materials to reflect the revised meeting dates.	Governance Support	To be updated