

# Charlotte Lab School Board of Directors Meeting

Wednesday, July 19, 2017, 5:45-7:25 p.m.

Crescent Communities, Carillon Building, 227 West Trade Street

**Call-In Information: Dial-in Number:(712) 775-7031; Access Code:219-944; Host PIN:1750**

## CONFLICT OF INTEREST STATEMENT

A conflict of interest is a transaction or arrangement that might benefit the personal, family, or business interests of a Board member. Board members have a fiduciary duty to conduct themselves without conflict to the interests of CLS. In their capacity as Board members, they must subordinate personal, individual business, third party, and other interests to the welfare and best interests of CLS.

## BOARD NORMS

- Must act at all times in the best interest of the school;
- Maintain confidentiality;
- Be respectful and professional in discussion and disagreement;
- Stay on topic and be sure that comments are school-related; and
- Limit side conversations.

## AGENDA

Time	Duration	Topic	Presenter
5:45 p.m.	10'	Welcome / Review meeting agenda Catch-up	Tom Murray <i>Board Chair</i>
6:00 p.m.	20'	Presentation from Scott Parks, Asst. VP, BB&T, about our insurance policies.	
6:25 p.m.	5' each	<p><b>Board Committee Reports</b>  <i>Each committee will present their 2016-2017 goals and action steps. Notably, additional members needed on the Fundraising and School Performance Committees. Mary will review Google share folder set-up for committee work.</i></p> <ul style="list-style-type: none"> <li>● Finance &amp; Fundraising – Casey, Nick and Shelli                             <ul style="list-style-type: none"> <li>○ <b>VOTE</b> to authorize Shelli Merritt as Board representative to apply for federal grants.</li> <li>○ Review financial dashboard</li> </ul> </li> <li>● School Performance &amp; Culture – Lindsay</li> <li>● Facilities – Andy, Tom, Brian and Mary</li> <li>● Governance - Lisa, Lindsay, Andy &amp; Tom                             <ul style="list-style-type: none"> <li>○ <b>VOTE</b> to reappoint Andy to another 2-year term</li> <li>○ Ray Richardson’s resignation from Board</li> <li>○ <b>VOTE</b> on Dean Emmerton and Rashidah Moore</li> <li>○ <b>VOTE</b> on indemnification provision in Bylaws</li> <li>○ Calendar Annual Meeting</li> <li>○ Sign Board Member Agreement</li> <li>○ Next Board meeting: August 16</li> </ul> </li> <li>● Strategic Planning - Tom, Brian and Mary</li> </ul>	Committee Chairs
6:55 p.m.	15'	<b>Head of School Report</b>	Mary Moss Brown <i>Head of School</i>
7:15 p.m.	5'	<b>Approve Minutes:</b> Review Board meeting minutes from 6/21/2017	Lindsay Thompson <i>Secretary</i>

7:20 p.m.	5'	<b>Public Comments</b> (if any; statements are limited to 3 minutes and may not reference individual circumstances, individual students or faculty members)	
7:25 p.m.		<b>Adjourn</b> meeting	Tom Murray <i>Board Chair</i>

**MINUTES.**

**Attendance.** Board members present: Tom Murray (Chair), Casey Rentch (Treasurer - by phone), Lindsay Thompson (Secretary), Lisa Frison, Brian Leary, Nick Clavin, Mary Moss Brown (by phone). Board member not present: Andy Culicerto.

**Welcome.** By Chair Tom Murray.

**Finance & Fundraising Committee Report.** Review of the 2016-2017 financials and Proposed Budget for 2017-2018. Within next two weeks, this Committee will present proposed budget to Board, and will schedule meeting to discuss and vote.

**Presentation by Scott Parks with BB&T Insurance Services.** Review of the school's current insurance policies and coverages.

**Additional Committee Reports.**

**Finance & Fundraising Committee Report.** There was a **VOTE** to authorize Shelli Merritt as a Board representative to apply for federal grants on behalf of Charlotte Lab School. Brian made a motion to authorize Shelli to act in that capacity with a \$5,000.00 cap on her authority. Nick seconded the motion. Lindsay, Tom and Casey voted in favor. Lisa abstained. We don't yet know how many of these could exceed \$5,000, as it's our first year pursuing this funding source. We will revisit the vote if experience shows that we frequently apply for federal grants greater than \$5,000.00.

**School Performance and Culture** - No update.

**Facilities** - Middle school is on target. No anticipated hurdles to completion.

**Governance** - Ray Richardson has resigned from the Board for personal reasons.

- There was a **VOTE** to reappoint Andy to another two-year Board term. Lisa made a motion to extend Andy's term by two years. Brian seconded the motion. All other Board members voted in favor.
- There was a **VOTE** to appoint Dean Emmerton and Rashidah Moore to the Board of Directors for two-year terms. Brian made a motion to appoint both for two-year terms. Nick seconded the motion. All other Board members unanimously voted in favor.
- There was discussion about expanding the Board to include more than 11 members.
- There was a **VOTE** to adopt the proposed indemnification provision in Article VIII of the Bylaws that was drafted by Andy. Brian made such a motion. Lindsay seconded the motion. All other Board members unanimously voted in favor.
- The Board agreed to designate the September Board meeting as our Annual Board meeting.
- Next Board meeting: August 17

**Strategic Planning** - No update.

**Head of School Report.** Strong middle school staff selected and hired. Still 93% family retention rate. Recent article in “The Observer” about Lab and the new lottery.

**Approve Minutes.** Brian moved to approve the June Board meeting minutes. Nick seconded the motion. All other Board members unanimously in favor.

**Public Comments.** None.

**Adjourn the meeting.** Nick moved to adjourn. Brian seconded the motion. All other Board members unanimously in favor.