

These are unapproved minutes. The contents of them are not official record and are subject to change until they have been voted on for approval by the board.

THE MAIN STREET ACADEMY
GOVERNANCE COMMITTEE
VIRTUAL MEETING MINUTES
THURSDAY FEBRUARY 23RD, 2023 @6:00 PM

JOIN ZOOM MEETING [HTTPS://US02WEB.ZOOM.US/J/84582686185?](https://us02web.zoom.us/j/84582686185?pwd=VFNTQXJZM2Q4YIT6EM80QJTY1DZ09)
PWD=VFNTQXJZM2Q4YIT6EM80QJTY1DZ09 MEETING ID: 845 8268 6185 PASSCODE: 299261

PROJECTED DURATION: 1 HOURS AND 3 MINUTES

ATTENDANCE SUMMARY

Name	Status	Arrival Time	Departure Time
Kristal Ramirez	present	On Time	At Adjournment
Satonja Gilbert Scott	present	5 Minutes Late	At Adjournment
Chanel Recasner	present	5 Minutes Late	At Adjournment
Dr. Chad Owes	present	On Time	At Adjournment
Kanetha Stephens	not present		
Heather Wells	not present		

WELCOME AND CALL TO ORDER

The meeting will be called to the order.

AGENDA ITEMS

1. Faculty Representative Report
2. Update to the Bylaws based on the February 11, 2023 Board Training
3. Promotional Videos for New Board Member Recruitment - Include Board Member Requirements similar to attachment and discussion for additional considerations.

Proposed Motion:

Motion to present the updates to the Bylaws discussed in the February 11, 2023 Board Training to the General Body for consideration, with the appropriate updates and inclusion of any prior amendments already voted on in between July 2022 to present.

Discussion:

There was no notable discussion on the motion.

Proposed Motion:

Send the TMSA Board Member duties description as discussed.

Discussion:

There was no notable discussion on the motion.

NEW BUSINESS

1. TMSA Board Policies
2. Update the Executive Board Members descriptions
3. Amended to include a rolling calendar that provides an agenda of what is to be discussed during the General Board Meetings. Provide a "goby" to the Committee Members with the expectation to have all edits back by April 2023, to vote on in Governance in May 2023, and to be presented to the General Board for incorporation and publish at the May 2023 meeting.

Passed Motion:

To Present Board Member Duties form as discussed

By: **Kristal Ramirez** Seconded by: **Satonja Gilbert Scott**

Discussion:

*Note, page 13 of the uploaded documents for consideration

Remove Trustee Language so to align with the TMSA Bylaws

Modify prong that states, "Make a personal contribution appropriate to your circumstances to include, "Make a personal contributions as outlined in the TMSA Bylaws and Board Policy Manual."

*Term: Refer to Bylaws

*Modify 75% percentage of participation to 60%

*Refer to Bylaw; participation by proxy

Passed Motion:

To present the changes to the TMSA Governing Board ByLaws discussed during the February 11, 2023 General Board Training; as discussed and edited during this Governance Meeting to include all approved changes made by the TMSA Governing Board since July of 2022.

By: **Kristal Ramirez** Seconded by: **Satonja Gilbert Scott**

Discussion:

-Include language for Committee Members and Duties

All other changes were accepted as is.

THE MEETING WAS ADJOURNED

The meeting adjourned at approximately 6:33 pm

Passed Motion:

Motion to adjourn

By: **Kristal Ramirez** Seconded by: **Chanel Recasner**

Discussion:

There was no notable discussion on the motion.