

THE METROLINA REGIONAL SCHOLARS' ACADEMY, INC.

Open Session

Special Meeting of the Board of Directors

Call-in

Monday, November 12, 2015, 6:00 p.m.

Voting Members Present

Lee Keel, Chair

Jen McClave

Makila Scruggs

Katherine Pair

Karen Cleary

Renee Alsop

Noelle Sproul

Rob Watson

Manish Mittal

Additional participants: Brian Boone

Call to Order and Mission Statement. The meeting was called to order at 6:03 p.m.

Hiring Committee update

Ms. Alsop's husband recently accepted a job working as a direct report to Ms. Cuneo's sister. Ms. Alsop, who is a member of the Board and the chair of the Hiring Committee, informed the board promptly of this potential conflict of interest. Ms. Alsop stated that she will uphold her responsibilities as a Board member, including following the Conflict of Interest Policy and Confidentiality Policy.

The Board reviewed the Conflict of Interest Policy and its supporting statutes, and does not believe there is an actual conflict of interest. The Board acknowledges that there may be a perceived conflict, but the Board is satisfied that there is no actual conflict of interest, and is further satisfied that the hiring process has appropriate controls in place to prevent a conflict of interest. Specifically:

- The Hiring Committee was established by and is responsible to the Board of Directors.
- The Hiring Committee is made up of seven members of the Scholars Academy community and is being guided by an external consultant, Mr. Brian Boone.
- No member of the Committee (including Ms. Alsop) has unilateral decision-making authority.
- Further, the Hiring Committee's purpose is to identify, review and consider potential candidates for the role of Executive Director, and bring recommendations to the Board of Directors regarding those candidates. The Board of Directors has full authority on the decision to hire the Executive Director of Scholars Academy.

The Board will therefore continue to move forward with the existing process and committee members.

The Conflict of Interest Policy notes that any actual or perceived conflicts must be disclosed and should be shared in the minutes. The Board's obligations have been met by this disclosure.

Adjourn