



# Voices for International Business and Education

## **Governance Committee Meeting**

### VIBE Governance Committee Meeting

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#### **Date and Time**

Tuesday May 3, 2022 at 6:30 PM CDT

#### **Location**

International High School of New Orleans  
727 Carondelet Street  
New Orleans, LA 70130

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Voices for International Business and Education [http://public.boardontrack.com/VIBE\\_1](http://public.boardontrack.com/VIBE_1)

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#### **Agenda**

##### **I. Opening Items**

**A.** Record Attendance

**B.** Call the Meeting to Order

**C.** Approve Minutes

Approve minutes for Governance Committee Meeting on March 9, 2022

##### **II. Governance Committee Meeting Items**

- A. Prospective Board Member Interview - Dr. Dennis Barnes
- B. Recommendation for VIBE Board Membership - Dr. Dennis Barnes
- C. VIBE Board - Recruitment/Prospective Board Members

**III. Governance Housekeeping**

- A. 2021-2022 End of Year Board Evaluation
- B. VIBE Board Meeting Evaluation
- C. VIBE Board Policy Manual Clarification - Nomination/Approval of New Board Members
- D. 2022-2023 Budget - Governance Committee Line Items

**IV. Succession Planning**

- A. Short Term Succession Plan for Head of School
- B. Long Term Succession Plan for Head of School - Initial Discussion

**V. Closing Items**

- A. Next Governance Committee Meeting
- B. Adjourn Meeting

# Coversheet

## Approve Minutes

**Section:** I. Opening Items  
**Item:** C. Approve Minutes  
**Purpose:** Approve Minutes  
**Submitted by:**  
**Related Material:** Minutes for Governance Committee Meeting on March 9, 2022

APPROVED



# Voices for International Business and Education

## Minutes

### Governance Committee Meeting

VIBE Governance Committee Meeting

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#### Date and Time

Wednesday March 9, 2022 at 6:30 PM

#### Location

Virtual Meeting

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Voices for International Business and Education [http://public.boardontrack.com/VIBE\\_1](http://public.boardontrack.com/VIBE_1)

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#### Committee Members Present

G. Medford (remote), J. Lampton (remote), K. Dwyer (remote), Q. Le (remote), T. Carmouche (remote)

#### Committee Members Absent

*None*

#### Guests Present

J. Tolston (remote), S. Thomas (remote), S. Wilson (remote)

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### I. Opening Items

#### A. Record Attendance

#### B. Call the Meeting to Order

J. Lampton called a meeting of the Governance Committee of Voices for International Business and Education to order on Wednesday Mar 9, 2022 at 6:35 PM.

**C. Approve Minutes**

K. Dwyer made a motion to approve the minutes from February 2022 Governance Committee Meeting on 02-09-22.

G. Medford seconded the motion.

The committee **VOTED** to approve the motion.

**II. Governance Committee Meeting Items**

**A. Board Recruitment - Update**

Contacted parent (Mr. Barnes) who is interested in joining the board.  
Shontell & Jennifer will meet with him in the upcoming weeks.

Sean tried to contact the alum but wasn't successful, will try again.

**B. Strategic Planning - Update**

Shontell reached out to Kevin with LAPCS - there is a board diagnostic to complete by each board members to complete the process for the strategic plan.

**III. VIBE Bylaws**

**A. Fiscal Policy Updates/Changes**

Has there been any changes with the \$2,000 check approval amount.

The amount that was settled on from years ago is \$5,000 the state has not mandated a min or max amount.

J Lampton will update the bylaws

The current bylaw states that two officers need to sign the check, but currently our practice is that the head of school and officer of the board sign the checks.

You have to be on signature at the bank before you can sign.

Sean will send the policy from the Finance handbook to Jennifer.

**B.**

### **Recommendation to VIBE Board - Proposed Revisions to Bylaws**

These two mentioned provisions to the bylaws 3.5 & 3.12 need to be presented to the board to vote on.

3.5 should read "and head of school evaluation"

Motion to recommend these revisions to the board

Medford moved

Dwyer second

No public comment

All in favor

Motion passed

Will put this in as a voting item for the March Board meeting

## **IV. Succession Planning**

### **A. Short Term Succession Plan for Head of School**

Dwyer has not had an opportunity to read job descriptions for Director of Operations and Principal.

Currently when HOS is out of the building the principal steps in.

The org chart needs to be updated and job descriptions sent to the committee.

Send job descriptions of all persons who report to HOS to the committee.

Sean read through The Director of Operations job description

Sean Workforce Talent job description is currently under development - ran through a brief list of responsibilities, did the same with I.T manager responsibilities, Director of Development responsibilities, and the Principal responsibilities

If this is passed there would be training for the director of operations in the event they have to step into the HOS role. Would also need to add this to the DOO job description.

Dwyer - Workforce Talent sounds like it would be the role that should step in.

Medford - typically the operations person would be the role to step in, Workforce Talent is focusing on HR, Principal on Academics. Maybe the answer right now is to start training someone for the 30-day step-in. Which of these positions would have the least to learn?

Carmouche agreed with Medford

Lampton is under the same impression as Medford and Carmouche. The Director of Operations role is broader than Workforce Talent and Principal.

Medford - weigh in the level of responsibilities

The person on staff who has the most C-level experience is the Director of Development. He has worked for large non-profits.

Medford - We determine who is going to be in succession, not the HOS. We need to be careful to not put things on the head of school that the board should be doing.

Thomas - we are asking who is more the appropriate person to step in. Who has the most qualifications for input in order for us to make a decision.

The short-term person will step in immediately without the board voting for 30 days until the board can appoint an interim HOS.

This should be position-driven and not personality-driven.

Dwyer - would like to see the written job description to compare to the HOS job description.

Do we want to keep changing it as staff changes or do we want to make it a requirement for a specific position?

Medford - This needs to be a part of the job description. We need to make the decision as a board. What position steps in not person.

Le - position vs person is there a reason why we can't meet to make a decision when the position is open? Why can't we put in the bylaws that we will come together within 24 hours to determine who the acting is and then meet to determine the interim.

Dwyer - In the past, it was hard to come together quickly so it is important to have a plan to put into place until we can complete a head search. Also, an open meeting has to be posted within 24 hours.

Medford - All direct reports should have knowledge of all departments in the event something happens.

Lampton - may want to look at job descriptions before making a decision.  
Is there anything that you would add/change as far as the verbiage?

Medford - within 30-60 days

Dwyer - it should read: will immediately become acting head of school until an interim can be appointed within 30-60 days.

**B. Recommendation to VIBE Board - Short Term Succession Plan for Head of School**

Will evaluate job descriptions and then decide who will be immediate acting head of school.

**C. Long Term Succession Plan for Head of School - Initial Discussion**

Lampton sent out a document to the board, will need to evaluate what we will do for the long-term succession plan.

Medford - The fraternization with the HOS has caused some loss of objectivity. The board needs to make sure the board is making decisions.

Thomas - Sean was asked a question but not allowed to respond. It is our responsibility to work with HOS.

Medford - want to make sure the expectations are being met.

Lampton - ultimately we are making the decision, but the HOS can give us insight.

Medford - sometimes we do ask Sean how to do things and I believe as a board we should know. Just want to make sure we as a board are steering the ship.

**V. Closing Items**

**A. Next Governance Committee Meeting**

**B. Adjourn Meeting**

Motion to adjourn KD

Second GM

All in favor

Motion passed

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:47 PM.

Respectfully Submitted,  
J. Tolston