

APPROVED



## Voices for International Business and Education

### Minutes

#### VIBE Governance Committee Meeting

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**Date and Time**

Tuesday October 1, 2019 at 6:30 PM

**Location**

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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**Committee Members Present**

J. Lampton, K. Katner, M. Stramel, S. Thomas, S. Wilson

**Committee Members Absent**

D. Batiste

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**I. Opening Items****A. Record Attendance and Guests****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 Tuesday Oct 1, 2019 at 6:35 PM.

**C. Approve 09/03/19 Minutes**

K. Katner made a motion to approve minutes from the VIBE Governance Committee Meeting on 09-03-19 VIBE Governance Committee Meeting on 09-03-19.

S. Thomas seconded the motion.

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

## II. Governance

### A. Board Member Recruitment

K. Katner brought forth Karen Dwyer as a potential board member candidate. She must submit a resume, come on a school tour, and interview with the board. K. Katner will reach out to complete those steps.

LAPCS Board Bank available through Shannon.

### B. Percy Manson Interview

Percy Manson, commercial lender Gulf Coast Bank, political consultant. Enjoys teaching, taught briefly at St. John in Laplace, LA. Would like to give back to community and make an impact on students' lives.

Possibility to partner with Gulf Coast Bank in the future.

Interest in Finance and either Development or Governance Committees.

Manson sits on New Orleans Black Chamber Board (transitioning off), Peace Corps Board (Dominican Nuns Uptown), sits on Board/VP of Alpha Phi Alpha Chapter.

Possibility to enhance offerings to IHSNO students through Black Chamber. Manson confident he can manage ongoing commitments along with service to IHSNO.

Would commit to annual giving expectation.

Has taken school tour, submitted background check to Finance.

Aware that missing two consecutive board meetings, or four meetings in one year, could prompt a request for resignation from VIBE Board.

Looks forward to bringing connections to the community, raising awareness of IHSNO existence, mission and goals in the community.

Next steps: Manson will receive email from J. Lampton including her recommendation. Board vote would occur at the next meeting, October 16, 2019.

### C. Add vote to the agenda

K. Katner made a motion to Add a vote to the agenda.  
S. Thomas seconded the motion.  
The committee **VOTED** to approve the motion.

**D. Vote to recommend Percy Manson for VIBE Board membership**

K. Katner made a motion to vote for a governance committee recommendation for Percy Manson's membership on the VIBE Board.  
S. Thomas seconded the motion.  
The committee **VOTED** to approve the motion.

**E. Governance edits to Charter**

K. Katner: Page 8 edits  
Page 64, section 31, first paragraph: keep first sentence, delete rest of paragraph.  
Page 65, first paragraph, third sentence, fifth word, change "her" to "his/her".

J. Lampton: compared charter to by-laws  
Page 52-53, Parent Community Engagement Section, by-laws do not mention these items, but not in conflict with by-laws  
Page 54, Board of Directors 7-21 members (not 5-21)

S. Thomas: how are changes adopted?  
S. Wilson: must be submitted to Board for vote  
S. Thomas: who is physically making changes?  
J. Lampton will make changes to the Word document for governance committee, with redlines

S. Thomas: descriptions of board member roles  
Page 57-59, no issues with charter  
By-laws (pg. 13) state that Treasurer should conduct annual Board financial education program, maybe at Annual Retreat? Or take it out of by-laws?  
Secretary roles as outlined in charter and by-laws (agendas, minutes, meeting scheduling) are being completed by Chief of Staff. Should by-laws be changed? Or Secretary role aligned with by-laws?  
Those two items to be brought to VIBE Board for discussion.

D. Batiste's piece was previously emailed to Rob, very few edits to section (pg. 59-60).  
Need description for Development Committee added (Carol has this -- S. Thomas will ask her for it.) By-laws and charter align for Finance and Development descriptions, but need to be separated in by-laws. There are five standing committees.

Rob's section pg. 61-63, mostly in line with by-laws. Quarterly training of board members (pg. 63, 29). Board meetings held at Nashville location, change to a public location, third Wednesday of every month.

#### **F. Legal Updates: Title IX & SPED Council**

No discussion at this time. Must be brought to full board for adoption before December 1, 2019.

#### **G. September Board Meeting Evaluations**

Board meeting was efficient. Not a lot of activity outside of meetings, but more opportunities coming up for Board member involvement (school activities, Breakfast with BESE, LAPCS, etc.)

Utilizing board member skills -- improving.

Suggestion for additional question on evaluation -- how could meeting be improved?

#### **H. Add a vote**

S. Thomas made a motion to Add a vote to the agenda.

K. Katner seconded the motion.

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

#### **I. Vote to add question to VIBE Board meeting evaluation**

S. Thomas made a motion to Add question, "Is there anything that could have been improved?" to the VIBE Board meeting evaluation.

K. Katner seconded the motion.

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

### **III. Other Business**

#### **A. Next Meeting**

Tentatively scheduled for December 3, 2019

### **IV. Closing Items**

#### **A. Adjourn Meeting**

K. Katner made a motion to adjourn the meeting.

S. Thomas seconded the motion.

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

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,

M. Stramel