

APPROVED



Voices for International Business and Education

Minutes

Governance Committee Meeting

Date and Time

Monday December 9, 2024 at 6:30 PM

Location

Live Stream: <https://www.youtube.com/@IHSNOLA>

Voices for International Business and Education http://public.boardontrack.com/VIBE_1

Committee Members Present

C. Lacoste, Jr., C. Peterson (remote), C. Robinson, C. Walker, K. Dwyer (remote), P. Manson, T. Winfield

Committee Members Absent

None

Guests Present

A. Berger, E. Thomas, F. McKenna

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

C. Lacoste, Jr. called a meeting of the Governance Committee of Voices for International Business and Education to order on Monday Dec 9, 2024 at 6:31 PM.

C. Approve Minutes

K. Dwyer made a motion to approve minutes.

T. Winfield seconded the motion.

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

II. Governance

A. Discuss Goals for 2024-25

The board needs to ensure that the Board goals align with the new decision to withdraw charter application?

24-25 Goals Revision:

- Remove "recruitment of new board members"
- Remove "long-term succession plan". Keep "short-term succession plan" in the event that something happens to Dr. Berger. The short-term succession plan is not written in the Board Policy Manual.
- Keep "board evaluation"- still need that
- Keep "Advocate for IHSNO"
- Add "Successfully Close Our International High School of New Orleans"

Dr. Berger's contract ends on May 30, 2025. Will need an extension to complete the school closure. School closure will require additional time-- CEO, Chief of Operations, and Facility Director will have additional items to complete following June 30, 2025, including the audit, facility closure and academic closure.

As there is a lot to complete for school closure, it is recommended to add additional board meetings to the calendar. To successfully close the school, the full board is needed. Will recommend to the full board to add VIBE Meetings on January 22 and February 5.

Will request legal team to attend next board meeting.

Need to decide if the 501 C3 will remain or will be eliminated with International High School of New Orleans. If it is possible to keep the 501 C3, it would be best as it is difficult to obtain.

B. Vote on Goals

P. Manson made a motion to Motion to make changes to Goals.

T. Winfield seconded the motion.

Short-term goal and Recruitment of new members

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

C. Walker made a motion to Motion successful closing of IHSNO.

C. Robinson seconded the motion.

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

III. Other Business

A. Discuss Board and Gov Comm Membership

Board member Yvette Spinner to remove her from the Board.

P. Manson made a motion to Remove Yvette Spinner from the Board.

K. Dwyer seconded the motion.

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

C. Walker made a motion to Recommend to full Board to approve Dr. Berger to sign for the renewal of the Line of Credit with Hancock Whitney.

T. Winfield seconded the motion.

IHSNO line of credit with the bank and coming to a close and time for a new application for the line of credit. Need a letter from the Board approving Dr. Berger to sign for the line of credit.

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

T. Winfield made a motion to Recommend to the Board add additional VIBE Board meeting dates to the calendar.

C. Walker seconded the motion.

1/22 Finance 5:30 and VIBE Board 6pm

2/5 - Facilities at 5:30 and VIBE Full Board 6pm

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

IV. BOT Profile Update and Forms Completion

A. Bot Profile Update

BOT complete your board profile

- Name
- Profile
- fill in your information
- Submit

End of calendar year. Give this information to full board so they too can complete this information.

Demographics help us determine what skills we need on our board.

B. Forms Completion

VIBE Board members need to complete the required board forms annually.

- Tier 3 Disclosure Form (Due May 15)
- Board Member Volunteer Hours (Keep an accurate log and submit at the end of the school year)
- Candidate application (Past Due)
- Board of Directors Pledge (Past Due)
- all forms in the Binder need to be completed.

All paperwork needs to show we are on the operation Board.

Fanny sent an email on November 14 with these requests.

V. Closing Items

A. Important Dates

B. Public Comment

Berger will not be at the meeting on 1/15. No need to change the meeting.

C. Adjourn Meeting

P. Manson made a motion to Adjourn this meetingg.

T. Winfield seconded the motion.

The committee **VOTED** unanimously 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 7:17 PM.

Respectfully Submitted,

F. McKenna

Documents used during the meeting

- 2024_09_18_governance_committee_meeting_minutes (2).pdf