APPROVED

Wesley International Academy

Minutes

Governance Committee Meeting

Date and Time
Thursday June 1, 2017 at 4:00 PM

Location
314 Kelly St., SE, Atlanta, GA

Committee Members Present
E. Buckner, M. Guertin, T. Tidwell

Committee Members Absent
None

Ex Officio Members Present
J. Marshall

Guests Present
B. Gay, Claire Slade, Sarah Foster, T. Ryan-Lawrence

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

T. Tidwell called a meeting of the Governance Committee of Wesley International Academy to order on Thursday Jun 1, 2017 at 4:20 PM.

C. Approve Minutes

T. Tidwell made a motion to approve minutes.
M. Guertin seconded the motion.
The committee **VOTED** unanimously to approve the motion.

II. Governance Documents

A. Potential ByLaw Update: Parent Ratio Modification

B. Gay arrived.

- Tom Tidwell distributed a draft proposal for modifying the Director as a Parent issue
- Discussion of whether Parent-Directors should hold Executive office on the Board
- Key concern is that Board appropriately self-governs
- Tom Tidwell to integrate the committee feedback and circulate to the full board

B. Potential Future ByLaw Modifications

- Discussion of proposed bylaws amendments regarding clean up, candidate nomination supervision, and open meetings act clarification
- Suggestion: make annual meeting mandatory
- Voted to submit the amendments with one edit to the Board on June 13, 2017
- Mazie Lynn to circulate to the Board and to Thomas for agenda packet

T. Tidwell made a motion to Accept the proposed amendments with an edit removing "up to" from section 3.2 and recommend them to the Board on June 13, 2017.
E. Buckner seconded the motion.
The committee **VOTED** unanimously to approve the motion.

III. Governance

A. Annual Governance Training Plan

- Mazie Lynn distributed draft Governance Training Plan
- Suggestion to establish list of items to annually ratify at our July Board Meetings
    - Annual Governance Training Plan
    - Establish Executive Committee
    - Annual Board Calendar
    - ED Evaluation Goals?

T. Tidwell made a motion to Recommend the Governance Training Plan for ratification by the Board.
B. Gay seconded the motion.
The committee **VOTED** unanimously to approve the motion.

B. Annual Board Calandar

- Jason Marshall expects to have the final school calendar meeting by 2nd week of July
- He expects to push out to community one to two weeks before the start of school
- Committee chairs to enter all dates into Board on Track by June 23, 2017
- Thomas Ryan-Lawrence will confirm that Sarah Quezada has BOT access

C. Charter Renewal Update

- Elisa Buckner will be joining Mazie Lynn Causey in Renewal Application effort
- Meeting with Kristin Moody, Causey, and Buckner
- Full update to the Board on June 13, 2017
- Attempts to determine Renewal interview dates have been unsuccessful to date

D. ED Evaluation Update [Executive Session]

- Deferred to June 2017 Board Meeting

E. Introduce Director Accountability Matrix

- Affectionately called the "wingman" matrix
- New policy to require Directors to work in pairs on Board business to enhance communication and transparency

F. New Director On-Boarding

- Elisa Buckner & Tom Tidwell to discuss on-boarding for the 2017 Director class as well as on-going on-boarding concerns

G. Finalize Slate of Board Candidates

T. Tidwell made a motion to Adopt the slate as listed in the minutes to present to the Board for the annual meeting.
M. Guertin seconded the motion.
The committee **VOTED** unanimously to approve the motion.
Class of 2020 Board Candidate Slate

- Elisa Buckner
- Janet Hansen
- Christopher "Chip" Hill
- Nicole Jones

All nominees will start a full 3-year term starting 2017-18. In order to balance the board classes required by our Bylaws, the Director who replaces Beth Gay in 2018 will serve an initial one-year term.

H. Begin setting 2017-18 Goals for Executive Director

- Defer to July 2017 Governance Committee Meeting

I. Policy and Handbook Updates

- Mazie Lynn Causey to meet with Alastair Pullen June 7 regarding handbooks
- Mazie Lynn Causey will distribute handbook document for comment to the committee by Tuesday, June 6, 2017
- First round of comments due by June 30
- Review/Update at July 13 Governance Committee meeting

Tom Tidwell will OCR handbook

IV. Other Business

A. Follow Up on School Communication Policy & Protocal

- Parents/families invited to comment on Handbook Policies Update that is in process over the month of June 2017

V. Closing Items

A. Adjourn Meeting

T. Tidwell made a motion to adjourn the meeting.
M. Guertin 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 6:16 PM.

Respectfully Submitted,
M. Guertin