

APPROVED

# F.W. Parker Charter Essential School

## Minutes

### Governance Committee Meeting

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#### Date and Time

Tuesday November 5, 2024 at 7:30 AM

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#### Committee Members Present

B. Harrigan, F. Fernau (remote), J. Fredericksen (remote), M. Lindsey, N. Odekirk Hatlevig (remote), P. Gordon (remote)

#### Committee Members Absent

M. Edgar

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### I. Opening Items

#### A. Record Attendance

#### B. Call the Meeting to Order

M. Lindsey called a meeting of the Governance Committee of F.W. Parker Charter Essential School to order on Tuesday Nov 5, 2024 at 7:30 AM.

#### C. Approve Minutes

N. Odekirk Hatlevig made a motion to approve the minutes from Governance Committee on 10-01-24.

J. Fredericksen seconded the motion.

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

### II. Governance

#### A. Proposed by-law amendment for Board composition

Fletcher shared a draft of two potential options for amending Parker bylaws related to board composition and the requirement for three current parents.

Matt felt either option could be appropriate. The change would allow for compliance and greater flexibility as students graduate and/or withdraw, turning current parents into former parents.

Julie raised the question of whether changing the bylaws without language to include an alumni would be seen as privileging parents and alumni parents over alumni students.

Fletcher, Nicole, and Pam each also noted that as a concern.

Brian questioned whether continuing to name specific constituencies would overly restrict the discretion of future Governance Committees in the work of developing slates of candidates.

Brian noted that work is currently being done to develop an alumni council, and in the future, it might make sense for a member of the council to serve on the board.

The committee agreed that it made sense to wait for further development of the alumni council and a potential board seat tied to it.

The committee agreed to propose a shift solely focused on adjusting the number of current parents and seeking board input as the next step.

N. Odekirk Hatlevig made a motion to bring to the board a proposal to amend the language of the bylaws to state that the Board shall include no fewer than three (3) Trustees who are parents of current or former students at the School (of these a minimum of two (2) must be parents of current students).

F. Fernau seconded the motion.

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

## **B. Recruitment Updates**

The committee discussed the need to develop a succession plan for officer positions and potential recruitment into that plan. Brian and Pam need to consider officer positions focusing on treasurer and clerk.

Nicole asked for at least ten minutes at the next board meeting to ask trustees for referrals for candidates for the board.

Brian shared that will be 30 minutes on the agenda for bylaw discussion and referrals.

Brian asked Nicole and Matt to frame the areas of need at the meeting to focus trustees attention.

Nicole noted finance, attorney, and facilities experience are areas of focus for this recruitment class.

## **C. Mentors for new Trustees**

Nicole stated that Matt and Nicole needed to connect with Brian to discuss mentors for new trustees. There are five new members, and five potential mentors will be required. Brian will check his schedule and share potential times with Matt and Nicole to connect for this discussion.

## **D. Update about Trustee PD for Fundraising**

Julie shared that she spoke with Katrina. She is very busy at the moment and is vetting a development consultant. She believes waiting until a consultant is chosen before moving forward with PD recommendations would be best.

#### **E. Updates Hybrid Meeting Best Practices & Norms**

The committee briefly recalled reflections from the last full board meeting and noted a consensus that best practices for hybrid include:

- Use of the raise hand function
- Someone other than the chair will monitor the hands
- Decided not to use chat for open meeting law reasons, also avoids multiple conversation track

The current convention is not to publicly post links to the virtual meeting because the public can attend in person.

The committee will continue to return to and reflect on hybrid meetings to facilitate proposing final board norms for hybrid meetings in June.

#### **F. Update on Board/Committees on Parker Tech**

Matt shared that getting all trustees set up with Parker technology accounts would be difficult due to the cost of additional licenses. He will look into creating folders or SharePoint sites that outside board members can access both for misc docs (running agenda) and for strategic plan collaboration.

#### **G. Items for future agendas**

Matt noted at the December meeting that the committee will need to begin designing a midyear Board reflection or survey.

The committee also noted the need for a longer-term CRM plan for recruitment, which would ideally tie in with what the proposed alumni council is doing.

### **III. Closing Items**

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

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:30 AM.

Respectfully Submitted,  
M. Lindsey