

APPROVED



The GLOBE Academy

Minutes

Governance Committee Meeting

Date and Time

Thursday August 11, 2022 at 10:00 AM

Location

Join meeting <https://mckinsey.zoom.us/j/97431451760?pwd=WIE3Zi9vTHFWNmXsSjV2cmREV3J5UT09>

Passcode: 019993

Committee Members Present

L. Wheeler (remote), T. Williams (remote)

Committee Members Absent

D. Reynolds

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

T. Williams called a meeting of the Governance Committee of The GLOBE Academy to order on Thursday Aug 11, 2022 at 10:05 AM.

C. Approve Minutes

T. Williams made a motion to approve the minutes from Governance Committee Meeting on 07-07-22.

L. Wheeler seconded the motion.

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

II. Committee Updates

A. Discuss Draft of Whistleblower Policy

This policy defines what can be reported, how to submit a grievance, who will process the report and explains protection from retaliation. The wording sets a softer tone since it is community facing. Striking a balance between legal obligation and encouraging the community to contribute.

If accepted, we may want to add a line to the current grievance policy to cross reference this policy. (i.e. any issues related to financial management refer to the whistleblower policy)

We need to decide where the responsibility attaches- this reinforces who these reporting obligations attach to. Delineate difference financial malfeasance from general grievance report (Reporting section). In this section, should it be a subcommittee- an audit committee or one person designated to handle this (maybe chairperson or governance). There should be at least two people because one of those people could be the problem. Can change. Also have to have a method to report anonymously. Need capability for them to do that. Many policies allow you to submit in writing or have an email inbox with no identifying name attached (whistleblower@theglobeacademy.test).

Investigation: What happens once we get a complaint. Whoever receives this has to let the entire board know. May want to also say head of school or group of people get notified. (CFO). It has to be promptly investigated. Try to remain in contact with the person who submitted the report unless it is anonymous. You don't have to outline the steps you are going to take. We will try to maintain confidentiality, but it isn't always possible, but stated we will try. We also state that we may bring in a third party (forensic accountant)

Acting in Good Faith: this is not to be used as a tool for personal grievances. There could be liability if you use this to try to get back at someone. This should be taken seriously if you have a good faith base that something that is going on and needs to be considered.

Protection from retaliation: as long as someone is acting in good faith, they cannot be retaliated against for submitting a report (this section is required by law)

B. Onboarding Questionnaire

Reviewed the questionnaire that was sent to Board members yesterday. We hope to receive responses by early September. We will compile the responses into an onboarding document for each committee. .

C. Board Manual

Discussed the sections we need to contribute to in the existing draft of the Board Manual: committee responsibilities, recruiting and training.

D. Fall Recruitment

Discussed the creation of a recruitment roadmap. What skills are we looking for from new board members, what does serving on the board entail. How do we solicit interested community members: social media, fall fair, etc.

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 10:47 AM.

Respectfully Submitted,
T. Williams