APPROVED

Springfield Prep
CHARTER SCHOOL

Springfield Prep

Minutes

Governance Committee Meeting

Date and Time
Monday March 16, 2026 at 12:30 PM

Location

Join Zoom Meeting
https://springfieldprep.zoom.us/j/86110454990?pwd=lLqN51RkSaAsPJgqUhjF2rga7hb6fa.1
Meeting ID: 861-1045-4990
Password: 120039
Dial by your location
(646) 558 8656 (New York)

Committee Members Present
S. Balogun (remote), S. Monson (remote), W. Janes (remote)

Committee Members Absent
A. Malone

Guests Present
B. Spirer (remote), M. Wagner (remote), P. Wigmore (remote)

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

S. Monson called a meeting of the Governance Committee of Springfield Prep to order on Monday Mar 16, 2026 at 12:33 PM.

C. Approve Minutes

W. Janes made a motion to approve the minutes from Governance Committee Meeting on 02-05-26.
S. Balogun seconded the motion.
The committee **VOTED** to approve the motion.

Roll Call

A. Malone	Absent
S. Monson	Aye
S. Balogun	Aye
W. Janes	Aye

II. Governance

A. Governance Scope of Work (spring)

Bill shared a document outlining key governance priorities and next steps for the remainder of the school year, intended to guide the Board's work through the end of his tenure. The document focused on core governance responsibilities, including supporting the Executive Director transition process, completing required policy and accountability updates, and maintaining oversight of key organizational priorities.

The scope of work also aligned with upcoming Governance Committee responsibilities, including the Executive Director evaluation timeline, succession planning efforts, and preparation for Board decision-making on major items such as the Accountability Plan amendment and policy updates. Board members discussed the importance of maintaining continuity and clear ownership of these priorities as leadership transitions occur.

B. Board Slate and Officer Succession Plan (Draft)

The Governance Committee presented the proposed Board slate, including the re-election of Mary Kate Frodema and an officer succession plan with Anne Malone as Chair, Sarah Monson as Vice Chair, and Garth Janes as Secretary; Amy Piela will continue as Treasurer, and Sherriff Balogun and Sarabeth Fuller will term out.

C. Board recruitment

Meghan provided an update on ongoing board recruitment efforts. She and Bill recently met with a prospective candidate and noted strong alignment between the proposed candidate's prior experience and the needs of the Board. Meghan highlighted the candidate's familiarity with the Springfield community and connection to the school. Sarah

shared positive prior interactions with the candidate through the Parent Action Committee.

Bill also shared that, as part of longer-term planning, there are ongoing efforts to identify potential candidates to eventually transition into the treasurer role.

The Board discussed next steps, including connecting additional Board members with the candidate to gather feedback following those conversations.

D. Executive Director Goal Setting

Meghan shared a proposed set of Executive Director goals aligned to the school's strategic priorities. The Board generally agreed with the structure and direction of the goals, with discussion focused on strengthening specific components.

Sarah emphasized the importance of fundraising as a core responsibility of the role and suggested incorporating clearer expectations, including a potential benchmark of regular engagement with funders. Board members also discussed the role of academic outcomes within the goals. While acknowledging that the Executive Director is ultimately accountable for academic performance, there was discussion about how best to reflect this responsibility given the role's indirect day-to-day involvement.

Members agreed that academic impact should be more explicitly represented through measurable outcomes, though there was some uncertainty about where these metrics should sit within the existing framework. The Board discussed whether to incorporate academic indicators into existing goals or introduce a more explicit focus on educational outcomes.

To streamline the goals while strengthening alignment, the Board agreed to merge the Staffing and Leadership Team goals into a single goal focused on organizational leadership and team effectiveness. Meghan agreed with the approach of increasing emphasis on educational impact while maintaining a concise set of goals.

E. 2026-27 Board Meeting Calendar (Draft)

Discussion of the Board calendar was tabled to a future Governance Committee meeting.

F. Bylaw Amendment

Bill introduced a proposed amendment to the Board's by-laws, explaining that the changes were intended to support both immediate needs and longer-term governance practices.
He noted two primary drivers for the proposal: extending the Treasurer term limit to allow Amy to serve an additional year while the Board identifies and transitions a successor, and updating Board structure in response to external guidance regarding Executive

Directors serving on boards, including considerations related to conflict of interest and the role of non-voting members.

The Board discussed proposed changes to term limits. Members generally supported extending individual terms from five to six years as a reasonable balance between continuity and refreshment. There was also discussion about whether to allow consecutive terms; members noted the potential benefit of flexibility, while also acknowledging the risk of overuse. Ultimately, the group aligned around a total cap of nine years of service as an appropriate guardrail.

Sherriff raised considerations around planning for continuity versus over-engineering for unlikely scenarios, and noted he did not have strong objections to the proposal. He also suggested alternative ways to incorporate experienced voices without formal Board service, such as advisory or “shadow” structures.

The Board discussed reducing the minimum number of required meetings from eight to six annually, noting this would maintain necessary oversight while improving efficiency. Finally, the Board reviewed proposed changes related to ex-officio roles. Members noted that removing the designation would not materially impact Board function, and Meghan indicated confidence in aligning with external guidance on this change.

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 1:30 PM.

Respectfully Submitted,
S. Monson

Documents used during the meeting

- Governance Scope of Work (Jan-Jun 2025) - Google Docs.pdf
- Board Slate for Fiscal Year 2027 DRAFT.pdf
- ED Evaluation Process.pdf
- Board_Committee_Calendar_2026_2027.pdf
- State_Ethics_Commission_Conflict_of_Interest_Law_and_BOT.pdf
- Springfield Prep Bylaws - June 2021 vf - 2025 REDLINE with potential changes.pdf