

APPROVED



# Laureate Academy Charter School Board of Directors

## Minutes

### Board Retreat (Annual Meeting)

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#### Date and Time

Saturday January 21, 2023 at 9:00 AM

#### Location

Laureate Academy Charter School

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The matters listed are those reasonably anticipated by the Chair to be discussed at the meeting. Not all items listed may, in fact, be discussed. Other items not listed may be brought up for discussion to the extent permitted by law. All agenda items are informational unless otherwise denoted, though all committee reports require a vote for acceptance. Unless otherwise stated due to COVID-19 precautions, the meeting will be held on the campus of the school (2115 Oakmere Drive Harvey, LA 70058)

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#### Directors Present

Caitlyn Scales, Dr. Jahquille Ross, Jaime Behen, Jordan Whittenburg, Nicholas Aucoin

#### Directors Absent

Jake Krupa, Lisa Rebowe, Toyane Faulkner

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#### I. Opening Items

##### A. Record Attendance

##### B. Call the Meeting to Order

Nicholas Aucoin called a meeting of the board of directors of Laureate Academy Charter School Board of Directors to order on Saturday Jan 21, 2023 at 9:09 AM.

## II. Board Member Role Clarity

### A. Discussion Notes

- Student spotlight for board meeting.
- Reviewed Laureate's Bylaws:
  - Article 1: Tense needs to be looked at. Address needs to be changed. Needs to be consistently referenced as the board.
  - Article 2: No adjustments.
  - Article 3: Need to search for Executive direction / school director and replace with head of school. Add reference to section 9 to see duties for position description. Check section 9 for duties to make sure that position descriptions are accurate. Add to section for that new members can be voted in during normal meetings. Remove language around initial board of directors. Section 5, adjust directors terms to three consecutive terms. Make sure it matches article 4, section 3. Officers can now be in for three years.
    - Clarity for board about fiduciary responsibilities (potential PD)
    - Add code of conduct, conflict of interest, confidentiality should be integrated into onboarding.
    - Basic expectations for onboarding board members and using the documents that have been created.
  - Article 4 & 5: Set annual meeting for April. Set meetings to 4 down from 10. Add the secretary to open meeting agendas. In section six, change "chair of the board" to secretary, who publishes agendas and adjust the language following to secretary. Change 72 hours to 24 hours. Change board to governance within 24 hours in advance.
    - Add an explanation of Public comment on BoT for the process. We will follow the Louisiana Open Meetings Law Public Comment procedure.
    - Does someone need to read a public comment on their behalf?
    - Chain of communication for board involvement in certain circumstances.
  - Article 6: Adjust language to include committees that are currently formed. Add executive committee.
  - Article 7: There are two of them - adjust accordingly.
  - General wonderings: do we actually need to physically mail things? Remove gender specific language in article 9.

### Louisiana Charter School Board Legal Handbook:

- Code of Ethics
  - 1 hour training and read the Louisiana handbook annually (onboarding + link it to the annual meeting).

- File annual filing by the deadline, as well as any certificate.
- Duties of members of board of directors. Making sure everyone is compliant with the law.
- Limiting conflicts of interest: nepotism, excusing yourself if you have any benefits to the decision, can't be employed by the school for two years post service.
- Open Meetings Laws
  - Board use of executive session: everyone should be familiar with the standards of the session and voting needs to happen outside of the session.
- Board Oversight Duties
  - Notes about teacher & student responsibilities.

### **III. Board Member Recruitment**

#### **A. Discussion**

- We have an increased presence of education professionals with recent additions to the board.
- We have been strong in financial expertise, and remain so. There is also some HR expertise we have to offer.
- In terms of what we're lacking, we could use some more legal presence on the board.
- There is also expertise on the board with various aspects of development, especially community-driven organizing and events.
- Fundraising has been a part of the conversation the last few years, but not a priority. A potential committee for the 10-year anniversary or fundraising in general.
- Facilities knowledge is less present on our board, most experience lies in the early stages or general knowledge. Commercial real estate might be a good place to look, or the city governance level.
- Review last board retreat notes for potential candidates.

### **IV. Winter MAP Data Review**

#### **A. Winter MAP Data Review**

- Did not have time for review.

### **V. 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 1:02 PM.

Respectfully Submitted,  
Nicholas Aucoin

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College Starts in Kindergarten