

APPROVED



KIPP Academy Massachusetts

Minutes

KIPP MA Governance and Compensation Meeting

Date and Time

Friday October 10, 2025 at 2:00 PM

Location

<https://kippma-org.zoom.us/j/82315329069>

Committee Members Present

D. Borchard (remote), M. Fates (remote), R. Barnes (remote), S. Pierre-Louis (remote)

Committee Members Absent

M. Kendall, S. Lim

Guests Present

Z. Trotsky (remote)

I. Opening Items**A. Record Attendance****B. Call the Meeting to Order**

D. Borchard called a meeting of the Governance and Compensation Committee of KIPP Academy Massachusetts to order on Friday Oct 10, 2025 at 2:03 PM.

C. Approve Minutes from 8/8

D. Borchard made a motion to approve the minutes from KIPP MA Governance and Compensation Meeting on 08-08-25.

S. Pierre-Louis seconded the motion.

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

Roll Call

| | |
|-----------------|--------|
| M. Fates | Aye |
| S. Lim | Absent |
| S. Pierre-Louis | Aye |
| M. Kendall | Absent |
| D. Borchard | Aye |
| R. Barnes | Aye |

II. Governance and Compensation

A. ED Bonus 24-25

NB provided an overall assessment of her year as ED of KIPP MA.

Committee members took time to review the performance document.

Committee asked if the organization could afford the payout and NB shared context from our finance team.

Committee asked when all leader bonuses are paid out - NB clarified that all other seniors received their bonus at the end of SY25.

Committee discussed that ED should receive a bonus as other senior leaders received a bonus for SY25.

Committee agreed to match the holistic with the formulaic numbers, with the exception of one. Committee motioned to propose a 71% bonus to the full board on Oct 23rd.

B. Succession Planning

Succession for Board Chair - need to discuss further with current board members. Board chair to discuss with vice chair.

C. Board Prospects

D. Committee Composition

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 2:37 PM.

Respectfully Submitted,
Z. Trotsky