

APPROVED



Breakthrough Public Schools

Minutes

BPS Governance Committee: November Meeting

Date and Time

Wednesday November 1, 2023 at 8:30 AM

Location

<https://teachforamerica.zoom.us/j/2512995988?pwd=VKpkpFYDN0o>

Committee Members Present

A. KOPIT (remote), B. Schlang (remote), J. Howard (remote), J. Johnson (remote), S. Steinhouse (remote)

Committee Members Absent

None

Guests Present

J. Kaye

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

B. Schlang called a meeting of the Governance Committee of Breakthrough Public Schools to order on Wednesday Nov 1, 2023 at 8:30 AM.

II. Governance Discussion

A. Discussion

This was the first meeting with Brad Schlang serving as Chair. Schlang thanked Jennifer Howard for her service not only as Governance Committee Chair but also for all she has done for Breakthrough over the years. Howard had a conference call with Schlang on October 27th to discuss the committee's priorities and to bring Schlang up to speed in preparation for the transition. The two shared this conversation with the rest of the committee at the opening of the meeting.

Schlang asked each attendee for their perspective on the status of the committee and their view of the priorities going forward. Comments included:

1. Need to evaluate Board composition based on skill sets, diversity and tenure, and identify desired characteristics for future Directors to fill any existing gaps.
2. Build off the successful 2023 Board retreat to continue to improve the effectiveness of that meeting to set strategic direction.
3. Continue to identify ways to share information between Senior Staff and the Board to raise the Board awareness of the needs and challenges within the schools.
4. Create a pipeline for new committee and Board members, and establish a clear calendar for nominations leading to approval at the annual meeting
5. Identify staff resources to support each Board committee and task force
6. Consider Board size to determine if we should be adding any Directors as we are at the low end of the acceptable range under our Code of Regulations
7. Look at current Committee assignments and determine if adjustments are needed
 1. In particular, the CEO Support Committee needs to be evaluated given the change in CEO and the upcoming term limit of Paul Harris as Committee Chair
 2. Evaluate each committee for skill sets and diversity
8. Prepare for the transition to a new Board Chair when Sam Steinhouse's term ends in June 2025

It was agreed that some of the work of the Committee needs to be delayed until the new CEO is installed. The creation of a plan for building a Board/Committee pipeline and the calendar for nominations and approval could proceed. Schlang will present some ideas to the Committee at the December meeting for some potential strategies. We did discuss some ideas for identifying new potential candidates:

1. Looking to our immediate circle of contacts has provided some excellent and engaged Board members
2. Recent additions of Board members nominated from Friends of Breakthrough have also resulted in strong Directors

3. One specific skill set we need is Director(s) with experience in supporting DEIJ initiatives in similar schools/organizations. Some names were proposed by Steinhouse and Johnson, and we will continue to identify others
4. However, these circles are not providing the Board diversity we are seeking so we identified some other potential sources of nominations more directly from the communities we are serving. Some suggestions included reaching out to the following groups for nominations:
 1. The heads of the CDCs in which each of our schools are located
 2. Partner agencies – Either their staff or people they know in the community
 3. The libraries in our communities
 4. Local church leaders
 5. The Committee will continue to brainstorm groups and people who will know of potential Board members they believe would be effective for BPS, but may not be within our direct relationships

A question was raised about the limitations/requirements of Board member participation on Committees. A reading of the Code of Regulations states:

1. Every committee will have at least one Board member
2. Non-Directors can serve on committees
3. No BPS Director can serve on more than one committee with the exception of the CEO Support Committee

Next meeting: Wednesday, December 6, 2023 at 8:30am

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 9:15 AM.

Respectfully Submitted,
B. Schlang