APPROVED

Excel Academy Massachusetts

Minutes

Board of Trustees: Governance & Nominating Committee Meeting

Date and Time
Friday December 13, 2024 at 9:15 AM

Location
Microsoft Teams
Join the meeting now
Meeting ID: 294 849 717 868
Passcode: B7aJ8H

Meeting Notice Posted Publicly: 12/10/24

Please note: All items listed on the agenda are subject to a possible vote by the Board of Trustees or its subcommittees.

Committee Members Present
D. Sachs (remote), M. Colaylat (remote), P. Klein (remote)

Committee Members Absent
None

Guests Present
A. Kaynor (remote), A. Solomon (remote), C. Brumme (remote), D. Stolow (remote), O. Stearns (remote)

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

P. Klein called a meeting of the Governance & Nominating Committee of Excel Academy Massachusetts to order on Friday Dec 13, 2024 at 9:15 AM.

C. Public Comment

No members of the public provided comments at this meeting.

D. Approve Prior Meeting Minutes

M. Colaylat made a motion to approve the minutes from Board of Trustees on 05-30-24.
P. Klein seconded the motion.
The committee **VOTED** unanimously to approve the motion.

II. Governance & Nominating

A. Update & discuss membership recruitment priorities

P. Klein and C. Brumme thanked the Board members and staff for joining this committee meeting, including D. Stolow and A. Solomon to discuss recruitment for the Treasurer role.

P. Klein summarized the Board's recruitment & succession plan priorities as follows:

- Additional alumni representation and points of intersection with our students, particularly on the Finance Committee
- Additional fundraising experience and capacity
- Succession planning for the Treasurer role and for a communications and marketing expert, given D. Stolow's and D. Petersmeyer Johnson's anticipated transitions in June 2026 at the conclusion of their current three-year terms

P. Klein noted that we need the full Board to provide candidates for recruitment. O. Stearns and A. Kaynor committed to discussing recruitment priorities during the 1:1 meetings they are conducting with Board members to check in on fundraising and other engagement goals and asking Board members explicitly to provide potential candidates to P. Klein to vet.

D. Stolow summarized the background and qualifications for two current prospective candidates, Brittany Espinosa and Ben McNeil. P. Klein summarized next steps with each including the following:

- C. Brumme will meet with Brittany next and report back to the G&N Committee.

- P. Klein will meet with Ben first, and then, provided that the meeting goes well, C. Brumme will follow up with him in January before he meets with staff.

D. Stolow added that there is some potential risk in the candidates not staying in Boston and that Ben is weighing his ability to take on the commitment while also starting a family.

The Committee discussed additional traits they are looking for the Treasurer role. D. Stolow and A. Solomon added that it is key for the Treasurer to be capable not only with financial management but also with governance, given the very high priority the Board has placed on building and sustaining effective inter-entity oversight and collaboration practices between Excel's three Boards and the long-term strategic issues the organization's are working on.

A. Solomon added that we should be sure to be clear with candidates that the role requires a significant time commitment.

The Committee agreed that they would ideally like to find a candidate for the Treasurer role by June 2025, so that that person can experience being on the Board for a full year and receive mentorship from D. Stolow prior to taking on that role.

P. Klein asked the staff whether we have contacts within the East Boston or Chelsea community who could be good prospects, such as a local bank leader or business owner. A. Kaynor noted that we have been working closely with many relevant local orgs. and that we may have one prospect and will report back if he seems like a possible candidate.

The Committee discussed the following interview process for this critical role:

- P. Klein and C. Brumme interview first, and then recommend moving to next stage.
- Next meet with D. Stolow to learn more about the Treasurer role specifically and also to help sell them on it if they seem like a promising candidate. Recommend to next stage.
- A. Solomon and/or A. Stelson, plus A. Kaynor, meet with the candidate together for 30 minutes. A. Solomono and/or A. Stelson ask questions to delve into financial and risk management experience and interest. A. Kaynor provide more detailed orientation to the role and commitment in joining the Board and ask questions regarding governance and inter-entity work. Recommend to next stage.
- The final stage is a 30-minute conversation with O. Stearns to check and confirm overall fit.

B. Update on Skills Survey & Board Self-Evaluation

A. Kaynor and M. Colaylat updated the Board on efforts to develop a new skills survey and Board self-evaluation process. Currently, the Board conducts its self-evaluation against a set of annual goals. This Committee would like to develop a more formal and rigorous self-evaluation process this year, ideally by utilizing the newly implemented

BoardOnTrack software. Similarly, the Board would like to conduct an annual skills survey of its members via BoardOnTrack to gather more detailed and systematic information on its membership composition. The BoardOnTrack software can map this data out over multiple years and factor in term limits, thereby giving the Board more strategic and forward-looking visibility to annual recruitment and succession planning and priorities. A. Kaynor and M. Colaylat have gathered and reviewed sample skills and self-evaluation surveys and identified aspects that they would like to test in BoardOnTrack. They will report back to the Committee with draft surveys before rolling out to the full Board. They aim to have these new surveys implemented this year, to inform the next round of annual Board goal-setting and strategic planning.

III. Other Business

A. DESE Virtual Board Site Visit

C. Brumme and D. Sachs volunteered to participate in the DESE virtual site visit and asked that the meeting occur in the morning if possible.

IV. Closing Items

A. Adjourn Meeting

P. Klein made a motion to adjourn.
D. Sachs seconded the motion.
The committee **VOTED** unanimously to approve the motion.
There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 10:00 AM.

Respectfully Submitted,
P. Klein
List of documents used in the meeting:

- Agenda
- Prior meeting minutes

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