APPROVED

Seaside School, Inc

Minutes

Governance Committee Meeting

Date and Time
Friday May 12, 2023 at 8:15 AM

Location
Barker Williams / Shoreline Title, 60 Clayton Lane, Santa Rosa Beach, FL 32459.

Founded in 1996
Serving Students in Grades 5 - 12

We seek to sustain an educational community where an emphasis on academic excellence is complemented by our concern for each learner's personal growth and intellectual, aesthetic, and psychological development. The curriculum is developmentally responsive – actively engaging students in learning skills in context, integrative – directing students to connect learning to daily lives, and exploratory – enabling students to discover their abilities, interests, learning styles, and ways that they can make contributions to society.

Information on procedures for public comment can be found at https://www.seasideschools.net/domain/35.

If anyone needs special assistance to participate in the public input session, every effort will be made to provide an appropriate accommodation. When requesting accommodations for public input, please allow no less than 1 business day notice prior to the scheduled meeting.

Specific issues about a particular student should only be addressed to the school's Director of Student Services, rather than the Board of Directors.

All public comments will be taken under advisement by the Board, but will not elicit a written or spoken response. The names of persons providing public comment and a brief summary of topics or input will be included in the meeting minutes published. A response will be provided to the stakeholder within seven (7) days.

Committee Members Present
A. Winicki, D. Tinghitella, F. Barker, K. Goff, L. Blue

Committee Members Absent
C. Lewis

Guests Present
J. O'Donoghue, K. Mixson, K. Tucker, M. Uhlfelder, Robert Kauffman

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I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

K. Goff called a meeting of the Governance Committee Committee of Seaside School, Inc to order on Friday May 12, 2023 at 8:22 AM.

C. Approve Minutes

D. Tinghitella made a motion to approve the minutes from April Governance Committee Meeting on 04-14-23.
A. Winicki seconded the motion.
The committee **VOTED** to approve the motion.

II. Governance

A. Bylaws Discussion

Lengthy and thorough discussion of bylaw revisions occurred. Discussion centered around redline changes, and timeline for approval, with the goal these would be on the June agenda for approval given we need 30 days. Committee discussed at length director terms, number of directors, composition of selection committee, etc. Lloyd made a motion to amend the redline changes to revise the number of board members to between 7 and 11, with added language that this would be done at a future date to ensure that we are not out of compliance with our current 15-person board or any number above 11 since that will take some time period to accomplish. Anne seconded and all voted in favor.

Lloyd suggested we consider hiring outside counsel on retainer who could help with legal support in an ongoing basis, rather than if/when issues arise.

Jenna suggested we consider an odd number for selection committee, rather than 4, but no motion was made with regards to this. We then discussed including Executive Director in selection committee and whether it was permissible to do so and determined it likely was given they are just making a recommendation and the board is the group ultimately voting.

We also discussed a lot pertaining to concerns Michelle brought up with regards to DE&I and her request to add language to bylaws to seek diversity. Kav ultimately recommended to her to suggest language that would be used for selection committee, not necessarily inserted as a revision to our bylaws.

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 9:22 AM.

Respectfully Submitted,
K. Goff