DRAFT

Rooted School South Carolina

Minutes

Rooted School South Carolina- Founding Committee Meeting

Date and Time
Thursday October 1, 2026 at 6:00 PM

Location
Virtual Via Zoom

This meeting is held in compliance with the South Carolina Freedom of Information Act (§30-4). The agenda was posted in accordance with applicable law.

Directors Present
A. Peters (remote), F. McDavid (remote), M. Fitzpatrick (remote), M. Neal (remote), R. Jackson (remote)

Directors Absent
A. Black Evans, C. Davis, D. Gray, T. Delloue

Guests Present
L. Radney (remote), S. Carney (remote)

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

R. Jackson called a meeting of the board of directors of Rooted School South Carolina to order on Thursday Oct 1, 2026 at 6:05 PM.

C. Acknowledge Guest

No members of the public were in attendance. S. Carney was the only guest present apart from the Executive Director.

II. Consent Agenda

A. Approve Minutes

M. Neal made a motion to approve the minutes from Rooted School South Carolina- Founding Committee Meeting on 09-17-26.
A. Peters seconded the motion.
Motion by M. Neal to approve the consent agenda as presented. Seconded by A. Peters. Voice vote taken; ayes heard. No opposition. The Chair declared the consent agenda approved.

The Chair then called separately for a motion to approve the minutes of the September 17, 2026 meeting. M. Fitzpatrick so moved, and the motion was seconded. No corrections were offered, and the Chair declared the minutes approved. No member requested that the minutes be removed from the consent agenda.
The board **VOTED** to approve the motion.

III. Enrollment & Community Engagement Update

A. October 2026 Updates

This item was presented by S. Carney and the Executive Director rather than by A. Black Evans as posted, A. Black Evans not being in attendance.

S. Carney reported that the school is collecting interest forms, not applications, and that the application opens October 28, 2026. He reported that more than 1,400 interest forms have been submitted in total, and that 185 are for grade 9 and 115 are for grade 6, against a planning figure of 120 students per grade. He noted that interest forms are not applications and that full enrollment depends on those families completing an application once the window opens.

The Executive Director reported that the school will host its first enrollment kickoff event on Friday, October 30, 2026, from 6:00 PM to 8:30 PM, in collaboration with Bible Way, held alongside the congregation's existing community event. Families will be able to attend information sessions, see where the school's building will be located, and complete an application on site. Partner tables at the event will direct families to the C.R. Neal table. The Executive Director asked Directors to attend and reported that staff are arranging shirts so the founding team can be identified.

The Chair reported that the October 30 event typically draws a large number of young people, and that the planned groundbreaking on Sunday, November 8, 2026 will follow the 11:00 AM service marking the congregation's 63rd anniversary. Community stakeholders and elected officials are expected to be invited, M. Fitzpatrick was asked to invite representatives of the University of South Carolina, and the Chair will work with the Executive Director and S. Carney on an outline for the ceremony to be circulated to Directors in advance. Reserved seating and parking will be provided for Directors who confirm attendance.

S. Carney advised the Committee that Director attendance at community events is important at this stage, because Directors are, with the Executive Director, the people able to speak about the school in depth, and because families weigh the people associated with a new school when deciding whether to apply.

No action was taken.

IV. Governance

A. First Reading: Board Policy and Governance Package

S. Carney presented, for first reading, six governance documents included in the board packet: the Conflict of Interest Policy and disclosure forms; the Board Code of Ethics and acknowledgment; the Criminal Background Check and Screening Policy; the Nondiscrimination and Nonsectarian Operation Policy; the Board Committee Charters and Operating Rules; and the Board Officer Job Descriptions. He stated that the documents do not conflict with the current bylaws, and that the Nonsectarian Operation Policy is required because the school is a public school, notwithstanding its partnership with Bible Way.

He explained that this package is the first set under the Policy Development and Approval Calendar, that future regular meetings will each carry a set of policies for first reading, and that Directors should read each set before the meeting at which it is first read so that questions can be answered in advance. Consideration of these six documents for adoption is scheduled for the November 5, 2026 regular meeting.

Directors were asked to read the documents and send feedback or questions to S. Carney and the Executive Director within one week.

No action was taken. This item was a first reading only.

B. Board Legal Counsel, Status Update

S. Carney presented this item in the absence of T. Delloue. He reported that, following the recommendation at the September 17, 2026 meeting that the Committee retain

independent counsel for Rooted School South Carolina, T. Delloue identified two firms, Turner & Caudell and White & Story, and recommends Turner & Caudell. No firm had been retained as of the meeting. The recommendation was taken up under Item IV.D.

C. Adopt the Policy Development and Approval Calendar

S. Carney presented the Policy Development and Approval Calendar, which sequences the development, review, first reading, and adoption of the Committee's policies. He explained that the calendar was before the Committee on September 17, 2026 but no motion was made on it at that meeting, and that it was therefore before the Committee again for action. He advised that the sequence may be adjusted once counsel is retained, because counsel may recommend presenting a vetted set of policies together rather than across first and second readings over the coming months, and that any such change would return to the Committee as an amendment to the calendar.

Motion by M. Fitzpatrick to adopt the Policy Development and Approval Calendar as presented. Seconded by A. Peters. Voice vote taken; ayes heard. No opposition. The Chair declared the motion adopted.

D. Approve Engagement of Legal Counsel

S. Carney presented the recommendation that the Committee engage Turner & Caudell, which he described as the only one of the firms considered that works exclusively with charter schools. He reported that Directors had asked that the engagement letter carry a written fee deferral addendum before signature, and that the Committee set a spending control effective immediately. He recommended a not-to-exceed amount of $5,000, which the Committee could revise if the firm requires a different retainer, and stated a preference that any deferral run between the firm and Rooted School South Carolina, as the client, with payments made once the school is receiving revenue.

S. Carney disclosed that he serves Rooted School Foundation, that the engagement is between Rooted School South Carolina and the firm, and that the selection and the vote belong to the Committee.

The Chair reported that he had reviewed the engagement letter and identified two items that it did not resolve: the deferred payment arrangement, and who is authorized to contact the firm and incur fees. Directors stated that authority to initiate legal work should rest with the Chair and the Executive Director. M. Neal reported that the firm is known to work with charter schools. M. Neal stated that a copy of the engagement letter was not available to him in the board packet, and the Chair agreed to send it to him.

M. Fitzpatrick raised whether matters involving the selection of firms, contract terms, and personnel should be taken up in executive session in the future. The Committee

discussed the question and elected to proceed with this item in open session. The Chair directed that executive session be placed on future agendas as a standing item at the end of the meeting, to be used when a permitted purpose exists. See Item VIII.

An initial motion by M. Neal to accept the engagement, seconded by F. McDavid, was restated in full at the Chair's request. The restated motion follows.

Motion by M. Neal that the Board approve engaging Turner & Caudell as legal counsel to Rooted School South Carolina, contingent on (1) an amended engagement letter or written addendum stating the deferred fee arrangement, including the event that triggers the start of payment and whether interest accrues, and (2) the Board's adoption of an authorization protocol governing who may initiate legal work; and further, that until that protocol is adopted, only the Board Chair and the Executive Director are authorized to initiate legal work or incur legal fees on behalf of the Academy, subject to a not-to-exceed amount of $5,000 for that period; and further, that the Board Chair is authorized to execute the engagement letter once condition (1) is satisfied, and to report execution at the next regular meeting. Seconded by F. McDavid. Voice vote taken; ayes heard. No opposition was stated. The Chair declared the motion approved.

V. Finance & Funding

A. Committee Report

The Executive Director reported that the Finance and Funding Committee has no members. Dr. Ron Rhames is expected to join the board, and the Committee requires additional members beyond him. She advised that committees meet for approximately 30 minutes once a month. The Chair asked Directors willing to serve to notify him or the Executive Director, and stated that the first meeting of the committee will be scheduled promptly.

The Treasurer office remains vacant. The Executive Director will ask whether Dr. Rhames is interested in the office following his expected appointment at the November 5, 2026 meeting.

S. Carney recommended that Jenara Noel of Veris, the accounting firm engaged on September 17, 2026, begin attending board meetings for the finance portion of the agenda and support the Finance and Funding Committee. He noted that in some states a contracted financial services provider may serve as board treasurer, and the Executive Director agreed to confirm whether South Carolina law permits it.

S. Carney provided an oral update on the facility acquisition.

VI. Hiring and Staff Development

A.

Founding Assistant Director of Operations Hiring Update

The Executive Director and S. Carney reported that applications for the Assistant Director of Operations position have grown from approximately 50, when the agenda was prepared, to more than 100, with a large number of qualified applicants. Outreach has included assistance from Provost Dr. Van Buren and from Columbia College, and postings on Indeed and LinkedIn. The Executive Director described the role as responsible for all non-academic functions, including operations, compliance, and finance, in collaboration with the Executive Director and Rooted School Foundation.

The application closes October 15, 2026. Staff will then take approximately two weeks for performance tasks and review, with the goal of presenting the selected candidate to the Committee and onboarding that person shortly before or after Thanksgiving.

The Chair recognized the Executive Director's presentation to community pastors on September 30, 2026. The Executive Director reported that a question raised there, and at a recent hiring fair, concerned when the school will hire teachers. Job descriptions are contained in the approved charter application, and the Executive Director and S. Carney will review them to finalize the structure of the support staff and academic teams. Because district teachers sign contracts by March, the goal is to extend offers before that point. The Chair also noted recent national media recognition of the Executive Director and the school.

No action was taken.

VII. Pre-Opening & Facility Updates

A. Facility Committee Updates

S. Carney reported that survey and permitting work on the Atlas Road site is under way. He and the Executive Director meet weekly with the owner, architect, and contractor team to confirm the schedule and identify what is needed to keep it. Per the builder, construction must begin in November 2026 to complete the building by August 2027. The groundbreaking is targeted for November 8, 2026.

S. Carney reported that opening day contingency planning is under way so that the school can open on time even if access to the building is delayed. The Executive Director stated that there will be no gap in instruction under any scenario, that Plan A remains the focus and staff have no current reason to expect the building will not be ready on day one, and that staff will begin preparing founding families for that possibility in a way that maintains their confidence.
No action was taken.

B. ESMA Development Committee

No report was presented on this item. T. Delloue, the posted presenter, was not in attendance.

VIII. Other Business

A. Board Training

S. Carney reported that the board training session scheduled for 5:00 PM to 6:00 PM before this meeting was not held, and that Directors must complete the required training through the online portal circulated by the Executive Director or through a separately scheduled session. A. Peters and others reported registering for a virtual session on November 10, 2026. S. Carney stated his understanding that the session satisfies the requirement, subject to confirmation from Voorhees. Directors are asked to send proof of attendance to S. Carney and the Executive Director, which will be submitted to Voorhees as evidence for the board training pre-opening condition.

B. Executive Session as a Standing Agenda Item

Following the discussion under Item IV.D, the Chair directed that an executive session item be placed on future agendas, at the end of the meeting, with the statutory purpose stated, and that it be marked as not needed when no permitted purpose exists. The Committee discussed that executive sessions are not recorded and that recording resumes on return to open session.

IX. 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 6:20 PM.

Respectfully Submitted,
M. Neal

Rooted School South Carolina
C.R. Neal Academy

Pursuant to the South Carolina Freedom of Information Act (§30-4-90), the minutes of this meeting are public records. Approved minutes will be posted to the school's public website and made available for public inspection within a reasonable time.