

APPROVED

# KIPP Memphis Public Schools

## Minutes

### Governance Committee Meeting

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#### Date and Time

Tuesday November 16, 2021 at 3:30 PM

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#### Committee Members Present

M. Martin (remote), R. Crutcher (remote), R. Gibbs (remote), S. Isabell (remote)

#### Committee Members Absent

S. Holliday

#### Guests Present

A. Burt (remote), C. Owens (remote), J. Ward-Gill (remote)

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### I. Opening Items

#### A. Record Attendance

#### B. Call the Meeting to Order

M. Martin called a meeting of the Governance Committee of KIPP Memphis Public Schools to order on Tuesday Nov 16, 2021 at 3:32 PM.

#### C. Approve Minutes

R. Gibbs made a motion to approve the minutes from Governance Committee Meeting on 05-26-21.

S. Isabell seconded the motion.

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

### II. Compliance Update

#### A. Tennessee Charter School Center Required Annual Training

- C. Owens gave an update of the Tennessee Charter School Center Required Annual Training.

## **B. Annual Conflict of Interest Statements**

C. Owens will follow-up on Board Members to ensure everyone is in compliance with the conflict of interest statements by the December 2nd Board Meeting.

## **III. Status of Board Recruitment**

### **A. Update on Prospective Board Members**

C. Owens Board Member prospects: (1) Dr. Charlotte Freeman (2) Mr. Bobby Peters

Dr. Burt Board Member prospects: (1) Alford Anderson - confirmed (2) Ms. Patrice Thomas - confirmed (3) Mr. James Wells - to be confirmed (3) Amity Schuyler - Confirmed

### **B. Review of Current Needs**

Chairman Martin stated the KIPP Memphis Board needs diversity.

Chairman Martin, C. Owens, and Dr. Burt will review the different skill sets that the current board members have and determine what skill sets are needed for the board.

Board Chair Gibbs asked as the KIPP Memphis Board grows, there should be members serving on one committee versus serving on two to three committees. That is keeping in best practice.

C. Owens will share the Matrix with the Board Members for them to review and complete their own skill sets.

Board Chair Gibbs suggested having two to three Board Parents on the board to ensure parent representation.

R. Crutcher asked the committee to consider another Alumnus.

Dr. Burt stated a good number for the complete board would be 13 - 15 members to help balance out the committees.

Board Chair Gibbs will check with Lisa Daggs to see if she is still interested in joining the board.

Upon completion of the Board Matrix, C. Owens and Committee Chair Martin will send out information in reference to the agreed-upon skillsets for future KIPP Memphis Board Members. The board will ask board members if anyone in their network has the skill sets that they are looking for and then will be asked to present one to two names to help meet the board number criteria.

Board Chair Gibbs asked C. Owens to list out the committees that board members or potential board members are going to be serving on.

### **C. New Board Member Onboarding and Orientation**

Chairman Martin stated the Governance Committee is working on the process for onboarding new board members.

R. Crutcher asked to assist in the onboarding process.

Next Step: Chair Martin, C. Owens and R. Crutcher will discuss the onboarding process and present to the committee their finding and solutions.

## **IV. Board Priorities**

### **A. Measurable Board - Level and Director - Level Annual Goals**

C. Owens suggested to the committee that in the Board on Track there is a section for compliance and specific to the review process for the CEO and the board.

Board Chair Gibbs suggested the Annual Goals will be discussed at the Board Retreat. All board members should be aware of what the board goals are each year.

Dr. Burt stated the retreat is the time where everyone can calibrate around our pillars of area of focus and how we are going to bring about change.

### **B. Board Member Annual Contribution**

C. Owens stated according to the board member handbook, what we have listed is that board members should contribute at the level they feel comfortable with.

Board Chair Gibbs expects 100% board participation by June 30. C. Owens will send out an email that will give the board a link for easy access to donate.

The committee discussed various and creative ways to ask for contributions from teachers and staff.

## **V. CEO Comments**

**A. Overview of the Governance Committee Meeting.**

Dr. Burt commented on the potential board candidates and potential board contributions.

Later February would be beneficial for a Board Retreat. Any new board members who spend time with board members in January will complete onboarding over a two month period and then they will know what their direction is in regard to the structure of the organization and let that also be a conversation point aligned with the goals for the actual board retreat so it can be very robust and meaningful.

**VI. Committee Chairperson Comments**

**A. Board Retreat Date.**

Chairman Martin asked the committee if they agree with Dr. Burt to change the date of the Board Retreat from January to February. C. Owens will be asked to poll board members.

Dr. Burt suggests late February early March. By then, a complete in-depth 90-day analysis and could provide an in-depth data report.

**VII. 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 4:39 PM.

Respectfully Submitted,  
J. Ward-Gill