

APPROVED

KIPP Memphis Public Schools

Minutes

Governance Committee Meeting

Date and Time

Wednesday April 6, 2022 at 4:00 PM

Location

Via ZOOM

Committee Members Present

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

Committee Members Absent

D. Hopson, S. Isabell

Guests Present

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

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 Wednesday Apr 6, 2022 at 4:03 PM.

II. Action Items

A. Action Item for discussion

Overview of the new Board Member Terms

- The Governance Committee shall recommend staggered terms to the full board of directors for members who joined the board in February 2022, based on the process established in the KIPP Memphis bylaws.

- **Next Step:** Chairman Martin will present at the next Governance Committee Meeting new language for the KIPP Memphis Bylaws on Term Limits and Succession Planning.

FY 23 Officer and Committee Chair Selection

- The committee discussed the Governance Committee shall outline the process for recommendations for FY 2023 committee chairs and Board Chairman.
 - The Board Chair Gibbs suggested the committee select a Vice-Chair and a Secretary to the Board of Directors.

Vacation Bank for SST and Principals

- The committee discussed members of the SST and School principals shall receive 10 vacation days beginning on the first day of the fiscal year and expiring on the last day of the fiscal year.
 - **Next Step:** C. Owens to add Vacation Bank for the CEO to the Board of Directors' agenda.

Performance Bonus for the Chief Executive Officer

- The committee discussed the performance bonus by category, goals, and amount for the Chief Executive Officer.
 - **Next Step:** The Governance Committee recommends contingent upon the Academic Committee reviewing the categories outlined in the presentation.

III. New Board Member Orientation

A. The Governance Committee Chairperson and the Board Chairperson will conduct a New Board member Orientation.

The Committee and Board Chairman will work with the CEO and team to determine a date and time and create an agenda and materials to review for the new board member orientation.

IV. CEO Comments

A. The Chief Executive Officer gave an overview of the Governance Committee presentation.

The information in the presentation was designed to improve the organization and make sure that employees at KIPP Memphis Public Schools are thinking about their social and emotional well-being.

V. Governance Chairperson Comments

A.

Chair Comments

Committee Chair Martin stated the governance committee is going to recommend the various suggestions from the CEO.

VI. 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 5:12 PM.

Respectfully Submitted,
J. Ward-Gill