APPROVED

KIPP Memphis Public Schools

Minutes

Governance Committee Meeting

Date and Time
Thursday April 10, 2025 at 5:00 PM

Location
Non-board members and non-staff are welcomed to attend this public meeting and are asked to pre-register to receive the meeting location details: KMPS Board Meeting Registration

Committee Members Present
D. Hopson (remote), D. Lyles-Wallace (remote), D. Yancey (remote), L. Johnson III (remote), R. Crutcher (remote)

Committee Members Absent
L. Sweet

Committee Members who arrived after the meeting opened
D. Hopson

Guests Present
A. Burt (remote), G. Williams (remote), J. Ward-Gill (remote)

I. Opening Items

A. Call the Meeting to Order

R. Crutcher called a meeting of the Governance Committee of KIPP Memphis Public Schools to order on Thursday Apr 10, 2025 at 5:05 PM.

B. Roll Call

D. Hopson arrived at 5:24 PM.

C. Agenda Review

The committee reviewed the agenda and made no changes.

D.

Approve Minutes

R. Crutcher made a motion to approve the minutes from Governance Committee Meeting on 02-13-25.
D. Lyles-Wallace seconded the motion.
The committee **VOTED** to approve the motion.
Committee Member Yancey abstained from voting due to not being in attendance at the previous Committee Meeting.

II. Governance Discussion & Updates

A. Board Member Roster and Upcoming Renewals

Ms. Williams provided an update on upcoming board member terms. Committee Chair Crutcher made an action to follow up with everyone listed before the May committee meetings to confirm if they will renew or roll off.

- Dr. Lin Johnson - Board Chair, **1st Term: 7/01/2023 - 7/01/2025**
- Roquel Crutcher - Vice Chair and Governance Committee Chair, **2nd Term: 6/01/2023 - 6/01/2025**
- Jane Maina - Secretary Academic/Operations, **1st Term: 6/01/2023 - 6/01/2025**
- Alfred Anderson - Operations/Facilities Committee Chair Operations/Finance, **2nd Term: 6/01/2023 - 6/01/2025**

B. Fundraiser Update

Fueling Futures Fundraiser Update

- Ms. Williams thanked those who donated and were able to attend this year's Fueling Futures Fundraising Event. With funds donated over the past 2 years, KMPS has reviewed the work plan for the gym renovation and determine that the initial project to be completed will be painting, including the KMCH logo on one of the walls and possibly painting the bottom front board of the bleachers.

III. Governance Committee Actions

A. Bylaw Revision: Section 3.7 Regular Meetings of the Board of Directors

It is recommended that the Governance Committee approve the following update to bylaw Section 3.7:

Current Language:
Section 3.7. Regular Meetings of the Board of Directors. Regular meetings of the Board may be held at such time and place as the Board of Directors shall from time to time determine. The President may waive any regular meeting of the Board of Directors. The

regular meeting of the Board of Directors designated as the annual meeting shall be held on the second Tuesday in February, unless such date is a legal holiday, in which case the meeting shall be held on the preceding business day, of each and every year, or on such other date selected by the Board of Directors. The Board of Directors shall permit any or all of the Directors to participate in a regular meeting by, or conduct the meeting through the use of, any means of communication by which all of the Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means shall be deemed to be present in person at the meeting.

Proposed Language:
Section 3.7. Regular Meetings of the Board of Directors. Regular meetings of the Board may be held ~~at such time and place~~ quarterly as the Board of Directors ~~shall from time to time~~ determines annually. The Board Chair may waive any regular meeting of the Board of Directors. ~~The regular meeting of the Board of Directors designated as the annual meeting shall be held on the second Tuesday in February, unless such date is a legal holiday, in which case the meeting shall be held on the preceding business day, of each and every year, or on such other date selected by the Board of Directors.~~ The Board of Directors shall permit any or all of the Directors to participate in a regular meeting by, or conduct the meeting through the use of, any means of communication by which all of the Directors participating may simultaneously hear each other during the meeting. A Director participating in a meeting by this means shall be deemed to be present in person at the meeting.

D. Hopson made a motion to recommend that the Governance Committee approve the following update to bylaw Section 3.7 to move to the full board of directors on April 24th.
D. Yancey seconded the motion.
The committee **VOTED** unanimously to approve the motion.

B. Education Freedom Act, Section 4 Board Resolution

Context:
Section 4 of Tennessee's Education Freedom Act, enacted in 2025, provides a one-time $2,000 bonus to K-12 public school teachers for the 2024-2025 school year, subject to appropriation and school board/governing body resolution.

Requirements:
In order to receive the bonus funds, each local board of education must pass a resolution signaling their intent to participate in Section 4 of the Education Freedom Act (the educator bonuses). Once a local board has the passed resolution, the district will upload the file into ePlan. More information on where to upload the resolutions will be released soon. **Please note that no payments can be made to districts if the resolution is not received by the statutory deadline of June 1, 2025.**

The TDOE document outlining the requirements can be found at the link below.
https://www.tn.gov/content/dam/tn/education/documents/2024_25_One_Time_Teacher_Bonus_Info.pdf

Draft Resolution to participate in Section 4 of the TN Education Freedom Act (linked)

It is recommended that the KIPP Memphis Public Schools Governance Committee recommend the draft resolution to move to the full KIPP Memphis Board of Directors for approval.

D. Hopson made a motion to recommend that the KIPP Memphis Public Schools Governance Committee recommend the draft resolution to move to the full KIPP Memphis Board of Directors for approval.

D. Yancey seconded the motion.

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

There was some discussion about what it means to sign on for this given the nature of the full Education Freedom Act. The Committee asked that Ms. Williams share the context and draft resolution with the full board in advance.

IV. 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 5:46 PM.

Respectfully Submitted,
J. Ward-Gill