The Kindezi Schools Board of Directors

Minutes

SY 26-27 Governance Committee Meeting

Date and Time
Thursday August 27, 2026 at 9:00 AM

Committee Members Present
R. Cagle (remote), R. Wardlow (remote)

Committee Members Absent
O. Cassanova

Guests Present
K. Gunn, Kelly (remote), N. Wright (remote)

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

R. Cagle called a meeting of the Governance Committee of The Kindezi Schools Board of Directors to order on Thursday Aug 27, 2026 at 9:03 AM.

C. Approve Minutes

R. Cagle made a motion to approve the minutes from SY 25-26 Governance Committee Meeting on 05-28-26.
R. Wardlow seconded the motion.

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

II. Committee Updates

A. Committee Assignments

B. Review of annual goals

1. Board Composition, Pipeline & Committee Structure

- Goal: Reach 10 total members this year, with a stretch goal of 13. Maintain an active and steady pipeline.
- Quorum Concerns: Kelly noted that reaching quorum was challenging this past year with 13 members due to individual participation issues. She raised the trade-off of maintaining a smaller, highly committed board versus expanding and increasing the quorum threshold

Junior Board Concept & Fundraising Activation

- The committee discussed having Governance champion an event where members invite 1–2 potential board candidates or funders.
- Junior Board Proposal: Explored creating a Junior Board with lower financial and time commitments to reduce friction for busy members while serving as a feeder pipeline for the full board.
- Rebecca suggested a full Junior Board may not be manageable with our current members, but adding community members, with board potential, to some of our committees may be helpful.

Bylaw & Committee Member Requirements

- Confirmed Rules: Finance committees strictly require members to be full Board members.
- Community Member Roles: Non-board/community members can serve on other committees (e.g., Academic). The committee discussed the potential of adding new committees like Development.

2. Artificial Intelligence Policy & Board Involvement

Policy & Compliance Baseline

- Current Status: Kelly shared Chicago Public Schools' (CPS) policy as an exemplar. School teams are currently reviewing it to establish best practices and prepare for a formal rollout by the end of the year.

- State & District Context: Due to a lack of state guidance, the organization is taking the initiative. Rebecca referenced recent backlash in Atlanta Public Schools (APS) over the AI tool *Amira* regarding student privacy/recording concerns, emphasizing the need for a strong compliance policy.

Board Oversight & Visioning

- Rebecca highlighted the dual need for a compliance policy alongside a broader visioning component for how AI can advance the mission. She stressed providing board members with baseline knowledge to support this work.
- Kelly proposed establishing a committee to work through emerging challenges like AI, alongside dedicated board training and succession planning.

3. Policy Review & Board Governance Scope

Employee & Family Handbooks

- Employee Handbook (HR): Historically, staff shares the employee handbook for committee review before final board approval. Kelly noted that moving forward, the updated Employee Handbook will be shared with the board during the June meeting.
- Family Handbook Scope: The committee debated board involvement regarding updates to the Family Handbook. Consensus: Rebecca suggested that while the board should approve staff-facing policies, high-risk items, or major grievance procedures, the Family Handbook can simply be shared with the board for awareness rather than formal decision-making.

Target Recruitment

- The committee noted that recruiting an attorney to join the board would be highly beneficial for legal and policy oversight.
- Prospects that have more availability (like retirement, or non-caregiving roles) is a plus.

III. Other Business

A. Next Steps

- Goal Approval: Rob will send the drafted goals to the committee for review prior to the next Executive Team Committee meeting.
- Input Submission: Oneika to provide input on the goals by EOD tomorrow.

- Employee Handbook Review: Staff to share the updated Employee Handbook with the committee in June for review prior to full board submission.
- New Board Member (Cevin)- Damon and Liz need an introduction. Committee will reach out to Shannon to make sure he's on the calendar invited.

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 9:55 AM.

Respectfully Submitted,
N. Wright