



# Eno River Academy

## Governance Committee January Meeting

Published on January 5, 2026 at 1:03 PM EST  
Amended on January 25, 2026 at 3:40 PM EST

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### Date and Time

Thursday January 8, 2026 at 3:00 PM EST

### Location

Zoom only

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### Agenda

	Purpose	Presenter	Time
<b>I. Opening Items</b>			<b>3:00 PM</b>
<b>A.</b> Record Attendance		David Nagel	1 m
<b>B.</b> Call the Meeting to Order		David Nagel	
<b>C.</b> Approve prior meeting minutes	Approve Minutes	David Nagel	2 m
Approve minutes for Governance Committee November Meeting on November 6, 2025			
<b>II. Governance Committee</b>			<b>3:03 PM</b>
<b>A.</b> Rechartering process	Discuss	Lindsey Sealy	10 m

	Purpose	Presenter	Time
Review and input on OCS renewal site visit planned for March 26, 2026.			
<b>B.</b> Community seats	Discuss	David Nagel	15 m
With the Nov board approval for expanding the number of community seats on the board from 1 seat to 1-5 seats, the GC needs to ensure specific language in revised by-laws is precise.			
<b>C.</b> Board recruitment	Discuss	Jeremy Greene	15 m
Review plans for board recruitment - parent seats and community seats			
<b>D.</b> Defining ERA brand	Discuss	Elliot Clark	5 m
Brief update on brand initiative			
<b>E.</b> Selecting a date and agenda for mid-year ED evaluation	Discuss	David Nagel	10 m
<b>III. Closing Items</b>			<b>3:58 PM</b>
<b>A.</b> Adjourn Meeting	Vote		

# Coversheet

## Approve prior meeting minutes

**Section:** I. Opening Items  
**Item:** C. Approve prior meeting minutes  
**Purpose:** Approve Minutes  
**Submitted by:**  
**Related Material:**  
Minutes for Governance Committee November Meeting on November 6, 2025



## Eno River Academy

### Minutes

#### Governance Committee November Meeting

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**Date and Time**

Thursday November 6, 2025 at 2:30 PM

**Location**

Zoom only

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**Committee Members Present**

David Nagel, Elliot Clark

**Committee Members Absent**

Jeremy Greene

**Guests Present**

Lindsey Sealy

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**I. Opening Items****A. Record Attendance****B. Call the Meeting to Order**

David Nagel called a meeting of the Governance Committee Committee of Eno River Academy to order on Thursday Nov 6, 2025 at 2:32 PM.

**C. Approve prior meeting minutes**

David Nagel made a motion to approve the minutes from Governance Committee September Meeting on 09-11-25.

Elliot Clark seconded the motion.

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

## II. Governance Committee

### A. Rechartering process

Lindsey reviewed two sections of the self-study document:

Mission narrative section - input was provided to Lindsey regarding bolstering the narrative on our history, with emphasis on the past two years, all the things that have been improved and why now is the right time to be focused on the five goals we have outlined.

Goals section - input provided on each of the five goals with notes taken directly on the working document and actions to re-orient the goals to align with the template from the state. Overall the goals themselves held the right focus and topics of interest.

### B. Board composition re-evaluation

Dave reviewed the pre-read and discussion was on the three options. Elliot was supportive of having parents be majority, board not being too big, but also have ability to recruit for specific skills. Was supportive of option 2 which included increasing to 'up to three community directors' and keeping the six parent directors. Lindsey also saw merits in option 2, but offered up several examples of peer schools that were memberless and those leaders claiming that was the best model.

All three members agreed that Dave will flesh out details for Option 2 including (a) 2 yr commitments for comm directors, (b) focus on filling board skills needed, and (c) having flexibility at any given time on whether the boards wants 1, 2, or 3 community directors. Dave will discuss with lawyer and draft recommendations for board vote at end of month.

### C. Board recruitment

This topic postponed to next meeting

### D. Defining ERA brand

Elliot outlined the scope, cost, and timing for Rhodes Branding to conduct the branding work which will include core branding messages, STREAM iconographic, implementation support and a branding book of materials for ~\$43K. Work will take ~6 months. Dave and Lindsey were supportive of this plan.

Dave requested (a) that a short summary of the plan be provided to the board at next meeting and (b) that before commencing, a discussion take place with Trish to ensure the overlap between this branding and what is needed for development work is considered.

### **III. 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 3:57 PM.

Respectfully Submitted,  
David Nagel

# Coversheet

## Community seats

<b>Section:</b>	II. Governance Committee
<b>Item:</b>	B. Community seats
<b>Purpose:</b>	Discuss
<b>Submitted by:</b>	
<b>Related Material:</b>	Board composition recommendation - APPROVED Nov 25 2025.pdf

# Recommendation for Revision to ERA's Board Composition

Dave Nagel  
Governance Committee Chair

November 25, 2025



# Recommendation

Modify ERA's board composition (by editing the bylaws)

**from**

one (1) Community Director appointed by board to a one-year term

**to**

three (3) - five (5) Community Directors appointed by board to two-year terms



# As we pursue our vision of excellence for all students ... our board's strategic agenda is broad, workload is high, and volunteer members must manage multiple appointments

## Ambitious 5 yr goals and strategy

- Expansion (students, facilities, land)
- STREAM implementation
- Top 5% in NC
- Branding
- Partnerships
- Development & capital campaign
- Rebuilding board and committee capabilities for planning, alignment, oversight and policy
- Succession plans

	Officer	Gov Comm	Academic Comm	Finance Comm	Fundraise Comm	School Expand
Dave	x	x				
Jeremy	x	x				
Adam	x			x		x
Trish	x				x	x
Margaret			x			
Pamela			x			x
Elliot		x		x		

Currently forcing multiple roles/member,  
each with high workload

# Our board also has gaps in the skills required for us to fulfill the strategic agenda

SKILLS SUMMARY	CURRENT FY25-26	FY26-27
Academic Excellence	✓	⚠
Development	⚠	⚠
Facilities	✓	⚠
Finance	⚠	⚠
Governance	✓	✓
Human Resources	✓	✓
Key Qualities	✓	✓

✓ Sufficient Expertise    ⚠ Minimal Expertise    ✗ Insufficient Expertise

## Other key skills needed:

- Legal
- Public Relations/Comms/Marketing
- Real Estate
- Leadership
- Strategic Planning
- Other skills related to mission or strategic plan

Source: [BoT Member Report Aug 12, 2025, self-reported data](#)

Source: [National Charter School Resource Center, Charter School Governing Board Composition](#)

# The flexibility of a charter school's board composition is a function of the charter school's underlying model ...

## Memberless organization

- Existing directors nominate and appoint new directors
- Restriction on parent directors
- Flexible size and heavy focus on board skills needed



- 10 directors
- 5-11 allowed



- 12 directors
- 5-15 allowed



- 10 directors
- tbd allowed



- 8 directors
- 5-15 allowed



- 8 directors
- 7-11 allowed

## Parent member organization

- Parents apply and families elect
- Vast majority of board is parents
- More focus on representation and less on skills



- 7 directors
- 7-8 allowed



- 7 directors
- 7-8 allowed

## Pros

- Community representation
- Increased accountability to families
- Sense of ownership

## Cons

- Compromised objectivity
- Conflict of interest
- Lack of diverse skills

## ... and their bylaws

### Excerpts from ERA's current by-laws:

**Membership** in the Corporation is composed of **families with children** attending Eno River Academy (“ERA”) and **staff members** of ERA, excluding the Executive Director (ED), the Upper School Principal (USP), and the Lower School Principal (LSP) .... Each family of the Corporation who has a child attending ERA shall have the right to cast one vote per family in the annual Board of Director elections. Staff members with children attending ERA shall cast one vote and one vote only, in the annual Board of Director elections. The remainder of the staff members’ votes may only be counted if at least forty percent (40%) of the families in the membership have cast votes.

### Voting Directors:

- **Six (6) parents** of students attending Eno River Academy (“parents” include legal guardians and grandparents) elected by the Corporation. Parent Directors shall not include spouses, partners, or immediate family members of the ERA staff, administrators, or other Parent Directors.
- **One (1) member of the community**, not affiliated with Eno River Academy (Community Director). [appointed by board, not elected by parents]
- If elected by the Board, the **one (1) immediately preceding Chairperson of the Board** may serve an additional one-year term on the Board. This Past Chairperson seat shall only be available in the year immediately following the expiration of the term of a Board member who served as Chairperson in the final year of their three-year term. [appointed by board, not elected by parents[]]

### Non-Voting Directors:

- The three (3) Senior Administrators; the Senior Administrators will have no voting authority.



# The Governance Committee considered three options for addressing board needs: The 6:3 composition was preferred.

Parent : Community

## Current Model 6:1

- Maintain member model
- Requires committee chairs to recruit experts where gaps exist
- Does not address skill gaps and workload issues
- Risk of compromised objectivity remains

## More Community 6:3 (-5)

- Maintain member model, majority parents, and elections
- Directors able to flexibly recruit and select 3-5 community directors
- Can directly recruit for talent aligned to needs.
- Committee chairs can still recruit additional experts/staff
- Promises to shrink skill gaps and alleviate workload
- Increase community term to two years for improved continuity
- Risk of compromised objectivity remains
- Need GC driven recruitment

## More Community – Fewer Parents 3:6

- Switch to memberless model, board selects all seats OR limited parent seats still an election
- Would require current Parent Directors to phase out until only a minority of board
- Board has stronger control on who to recruit/select aligned to needs
- Committee chairs can still recruit additional experts/staff
- Shrinks skill gaps
- Minimal risk of compromised objectivity
- Need GC driven recruitment

# If we change, it will require revised by-laws and BoT best practices suggest having transparent nominating processes

## Draft redline version of applicable sections of the by-laws:

### Voting Directors:

- **Six (6) parents** of students attending Eno River Academy ("parents" include legal guardians and grandparents) elected by the Corporation. Parent Directors shall not include spouses, partners, or immediate family members of the ERA staff, administrators, or other Parent Directors.
- ~~One (1)~~ **One (1) to five (5) members of the community**, not affiliated with Eno River Academy (Community Director); the number of appointments are at the discretion of the existing board.
- If ~~appointed~~ **elected** by the Board, the **one (1) immediately preceding Chairperson of the Board** may serve an additional one-year term on the Board. This Past Chairperson seat shall only be available in the year immediately following the expiration of the term of a Board member who served as Chairperson in the final year of their three-year term.

### Non-Voting Directors:

- The three (3) Senior Administrators; the Senior Administrators will have no voting authority.

The three (3) Senior Administrators will act in an advisory capacity to the voting members of the Board. On any personnel matter pertaining to a Senior Administrator, the applicable Senior Administrator(s) shall recuse themselves in accordance with the conflict of interest procedures in Article IX, Section 6.

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### Individuals become voting Directors in the following ways:

- The six parent Directors are elected by the members of the Corporation.
- The ~~three to five~~ non-parent Community Directors ~~are is~~ nominated to the Board; individuals ~~are is-elected~~ **appointed** by a majority vote of the Board of Directors. The Community Directors shall serve on the Board for a period of **up to two** ~~one~~ years with no term limit, **and with term start and end dates defined by board at time of appointment.**
- The Past Chairperson Director will be elected with, and only with, a majority vote of the Board.
- Elections are held once per year (in April or May) for the forthcoming fiscal year. The Community Director~~'ss'~~ **'s'** nominations ~~and appointments will~~ **may** take place at any time but typically **one month after** ~~during the same month as the election.~~ If applicable, the Past Chairperson's nomination and appointment will also take place **one month after** ~~during the same month as the election.~~

# BACK-UP



# Board on Track has a perspective on ideal board size

## Ideal Board Size for Charter Schools:

- Start with 9-11 trustees, build to 11-15 by the end of year one.
- Supports multiple committees (Finance, Governance, Development, Academic, CEO Support).
- Prevents burnout by limiting committee overlap.
- Larger boards bring diverse perspectives and community representation.
- Ensures proper oversight of significant public funds.
- Smaller boards risk insufficient decision-making capacity.

**BoT focuses on optimizing board skills and does not recommend member model**

Source: Board on Track: [Board Composition: How Many Trustees Should the Board Have?](#)

# Coversheet

## Board recruitment

<b>Section:</b>	II. Governance Committee
<b>Item:</b>	C. Board recruitment
<b>Purpose:</b>	Discuss
<b>Submitted by:</b>	
<b>Related Material:</b>	Board Recruitment and Election Plan 2026 - Jan GC Meeting.pdf

# Board Recruitment Plan Spring 2026

Governance Committee

Jan 2026

# Board candidates will ideally match the skills and qualities needed and will contribute to balanced representation

## Qualities

Entrepreneurial

Passion for

- ERA
- Academic/Artistic Excellence
- STREAM
- School Choice

Time to contribute

Group processes

Sense of Humor

## Skills

### 2026-27 strategic needs:

- Academic Excellence
- Development/Fundraising
- Facilities
- Finance
- PR/Comms/Marketing
- Legal

### Potential longer-term needs:

- Leadership
- Governance
- Strategic Planning
- Human Resources

## Representation

Ethnicity/Race

Age

Gender

Socio-economic status

Student grade-level

Geography

## 2026 Board Seat Recruitment Goal

Goal: By June 2026, fill 2 parent seats and 2-4 community seats such that desired board skills, qualities and representation are satisfied for 2026-27 school year.

### Strategies:

1. Proactively make parents and community aware of board priorities, opportunities and needs
2. Revise parent seat application to aid parent voters to recognize candidates that fill board needs
3. Revise community seat application and interview process to highlight candidate potential fit with board needs

# Strategy 1: Raise Awareness

## Community Seats

Contact existing network

Post board position(s):

- ERA Website
- LinkedIn
- Idealist

Promote at local group:

- College/University Presidents
- Chamber of Commerce
- Rotary Club

## Parent Seats

Email communications to raise awareness of board work, goals, and needs (mid Jan, late Feb)

Board booth at upcoming events:

- Curriculum Night (Mar 5)
- Career Day (Mar 16)
- Bobcat Bonanza (Apr 11)
- STEM night (Apr 16)

## Strategy 2: Parent Seat Application

**Coming in March**



# Strategy 3: Community Seat Application & Interview Guide

**Coming in March**





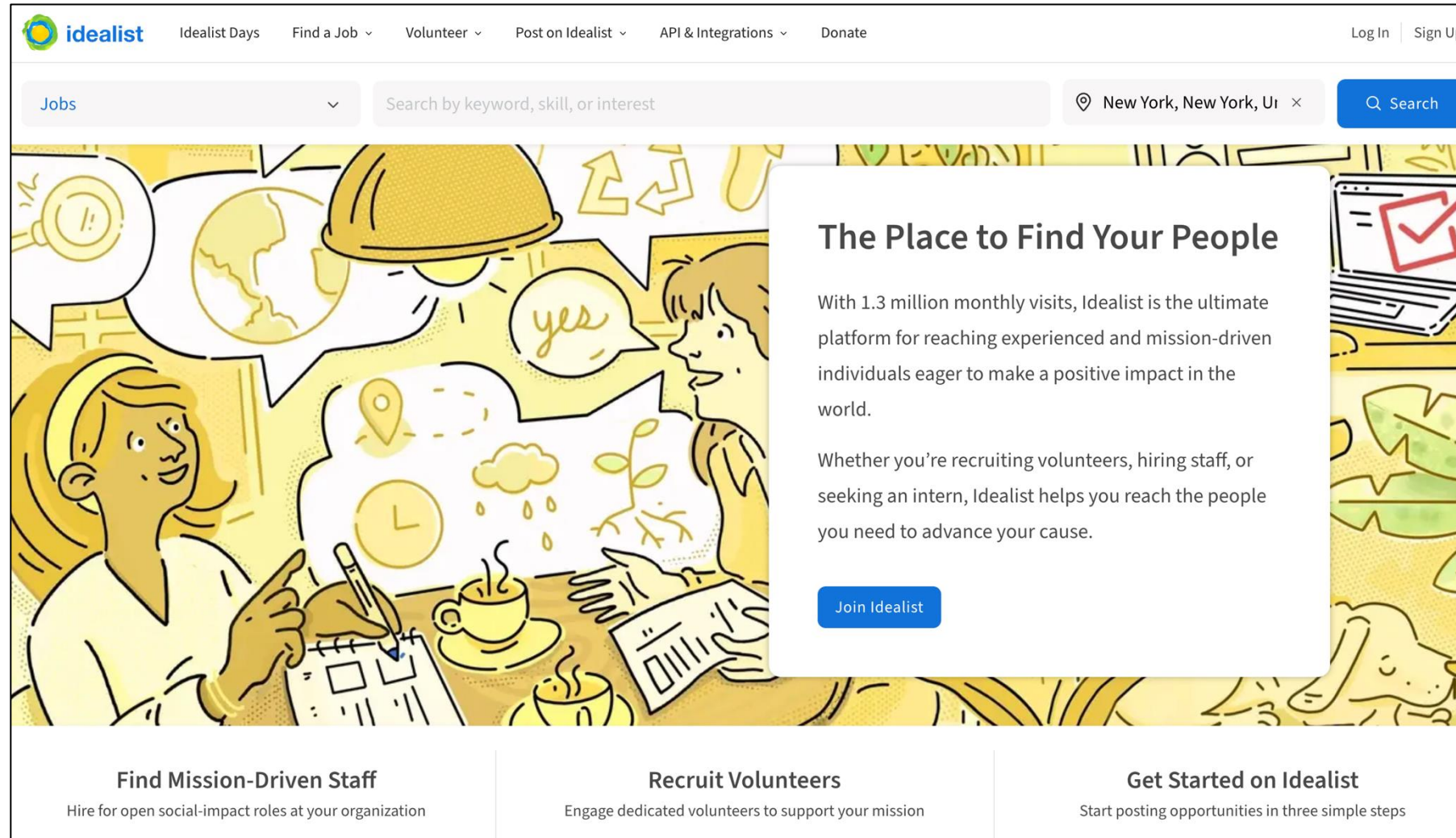
# Board Recruitment & Election Timing

	Jan	Feb				Mar					Apr				May			
	26	2	9	16	23	2	9	16	23	30	6	13	20	27	4	11	18	25
Parent Awareness																		
Emails																		
HS Curriculum Night						5th												
Career Day								16th										
Bonanza											11th							
STEM Night												16th						
Parent Election Process																		
Application Approved									24th									
Application Period											Apr 6-Apr 20							
Voting/Announce													Apr 23-May 6					
Community Awareness																		
Parent Emails																		
Website posting																		
Idealist posting																		
Rotary				??				??					??					
Universities				??				??					??					
Parent Election Process																		
Application Approved									24th									
Application Period														Apr 27-May 7				
Interviews																May 11-19		
Board Voting/Announce																		26th

# BACK-UP



# Idealist helps find mission-aligned volunteers



**idealist** Idealist Days Find a Job ▾ Volunteer ▾ Post on Idealist ▾ API & Integrations ▾ Donate Log In Sign Up

Jobs ▾ Search by keyword, skill, or interest New York, New York, UI × Search

## The Place to Find Your People

With 1.3 million monthly visits, Idealist is the ultimate platform for reaching experienced and mission-driven individuals eager to make a positive impact in the world.

Whether you're recruiting volunteers, hiring staff, or seeking an intern, Idealist helps you reach the people you need to advance your cause.

[Join Idealist](#)

### Find Mission-Driven Staff

Hire for open social-impact roles at your organization

### Recruit Volunteers

Engage dedicated volunteers to support your mission

### Get Started on Idealist

Start posting opportunities in three simple steps



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Dave	x	x				
Jeremy	x	x				
Adam	x			x		x
Trish	x				x	x
Margaret			x			
Pamela			x			x
Elliot		x		x		

Currently forcing multiple roles/member,  
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