APPROVED

Rochester Academy Charter School

Minutes

Board Retreat

Date and Time
Tuesday August 4, 2020 at 5:00 PM

Location
Zoom Meeting

Trustees Present
C. Sampson (remote), D. Calder (remote), J. Santos (remote), K. Crawford (remote), M. Guler, W. Middleton (remote), Y. Bilgic (remote)

Trustees Absent
None

Trustees who arrived after the meeting opened
M. Guler

Guests Present
M. Stevens (remote), Robert Marks

I. Opening Items

A. Record Attendance

B. Call the Meeting to Order

W. Middleton called a meeting of the board of trustees of Rochester Academy Charter School to order on Tuesday Aug 4, 2020 at 5:10 PM.
D. Calder made a motion to approve the minutes from Board Retreat on 08-03-19.

K. Crawford seconded the motion.
The board **VOTED** unanimously to approve the motion.

II. Presentation by School Attorney

A. Review Open Meeting Law with Attorney

Robert Marks joined us as a representative of our attorney's office He reviewed the Open meeting laws and shared the practices that are suspended during the Covid19 pandemic.

B. Review RACS Bylaws with Attorney

Robert Marks reviewed and explained the purpose of a corporation and that the bylaws serve as a framework for how the corporation works to fulfill its purpose. He noted that on page 10 subsection C1a it states 5 trustees but in parentheses, it says 3. Something we may want to check with our usual attorney who is out on maternity leave. He also noted there was missing text for a bullet under committees (a) Governance Committee iv is blank. He has the text but for some reason, it was not showing up. This will be fixed. Robert left the meeting after finishing up with reviewing the Bylaws.

III. Review Job Descriptions

A. Review Board and Committee Descriptions

M. Guler arrived.
Documents with the job descriptions were missing from Board on Track. Mr. Demirtas will retrieve them. Ms. Sampson shared about the fundraising meeting she had with Mr. Middleton and Mr. Demirtas. She was questioning the wording mentioned of board members being a source of funding. Mr. Middleton stated that although on some boards where members do have significant wealth to donate, for RACS board members' donation of time is considerable. Our board members are not given that burden to bear. As Mr. Dermitas retrieves the documents and posts them, Members were asked to review them on their own.

IV. Future Meeting Dates

A. RACS Board meeting and Committee Meeting Dates

It was decided that we will continue to have board meetings on the 3rd Friday of the month. Because the February date comes during February recess the board meeting will be on February 12. Committees agreed to set their own dates to accommodate their schedule. The board retreat and August board meeting for next year will be on Saturday, August 7th, 2021.

B. August committees' meeting dates

V. Board Assessment

A. Review and discuss Board Assessment

Mr. Middleton apologized for not completing the report he was going to prepare.

The board and CEO agreed that they are doing well in every area except for development but we are working on that area. It was also agreed that we need to work on improving board recruitment. According to Board on Track we are low on the number of board members but we like our size, it seems to work well for us. Our problem is its composition. Mr. Middleton is going to search to find someone from R.I.T. for development. We need guidance. He asked the board members to find new members to sit on committees first, so they are in place to sit on the board when a seat becomes open. We need to find committee members first in development and second with legal experience.

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 7:10 PM.

Respectfully Submitted,
M. Stevens