LHU Governance Report - Jan. 2021

*Respectfully submitted, Chris Morton*

*Standing Committee Members: Chris Morton , Elizabeth Uzzell , Kim Elliott , Kari Schwab , Ryan Hill , Steve Mansbery*

**Recommendations for Board Action**

● Governance committee recommends forming an ad-hoc Building and Grounds Committee to make recommendations and aid the school in a multi-year redesign of outdoor spaces - will need to elect a chair.

● Governance committee recommends nominating Kevin Hughes to the Board of Directors to fill the seat vacated by Steve Mansbery (legal experience, for-profit board experience).

**12/1/2021 Meeting Minutes**

*Present at meeting: Chris Morton , Josie Spreher , Kim Elliott , Kari Schwab*

**Recruiting:**

● Current LHU Board Interest Matrix - did not discuss this month. Chris will poll current candidates to judge continued interest.

**Old Business:**

● Do we want to propose change to Advisory Panel? (ex-officio members) ○ No recommendation at this time.

○ Teacher rep: We believe we would need to change bylaws - If any board member would like to pursue this, please come to governance mtg with examples of schools where this has made a positive impact, etc.

○ Student Govt rep - Let’s wait until the rep actually joins a board meeting and then discuss further in a future governance meeting.

*ARTICLE 7 — ADVISORY PANEL*

*1. General. The Board, by majority vote, may appoint up to two (2)*

*persons to serve on its Advisory Panel. A member of the Advisory Panel shall serve on the Advisory Panel until his or her death, resignation, or removal from the*

*Advisory Panel. A member of the Advisory Panel may be removed with or without cause at any meeting of the Board by a majority vote of the Board. A vacancy on the Advisory Panel may be filled by the Board in its discretion.*

*2. Advisory Panel Authority. The Advisory Panel shall serve as advisors*

*to the Board. The Advisory Panel shall not have any voting rights. The Advisory Panel may hold meetings from time to time as requested by the Board.*

*…*

*Excluded Persons. The following persons shall not be eligible to serve*

*on the Board: (i) employees of the charter school and/or academy operated by the Board; or (ii) any director, of icer, or employee of a service provider or management company who contracts with the Foundation.*

**New Business:**

● Josie brought up “Outdoor environments”.

○ She met with the group from NC State on campus to discuss a plan and were really impressed. There would be a fee but they wanted a

board-level commitment to creating a true outdoor Montessori space and to professional development. They actually had worked with Sterling in 2000 and created a drawing that was not executed, but can’t really be used any more.

○ She asked Governance to form a new ad-hoc “Grounds Improvement Committee”:

■ josie, stephanie, todd, +2 staff members, parents

■ would need chair and one additional board member

● Discussed new draft agenda for regular board meetings

○ See also

https://www.boardeffect.com/blog/what-is-a-consent-agenda-for-a-b oard-meeting/

● Set date of next Policy/Governance meeting - January 12th, not 6th.

**1/12/2022 Meeting Minutes**

*Present at meeting: Chris Morton , Kim Elliott , Katie Brown , Elizabeth Uzzell , Ryan Hill , Kari Schwab*

**Recruiting:**

● Current LHU Board Interest Matrix

● Governance Committee recommends nomination of Kevin Hughes - Chris will email him and place his election as director on the agenda for 1/19.

**Old Business:**

● Discussed a change to our normal board meeting procedures with the draft agenda for regular board meetings

○ Primary benefits are a new “Consent Agenda” process as well as some other streamlining.

○ For the January regular meeting, Ryan will start a new document based on the draft presented here, but we will not change the

procedure for uploading reports until February or later

○ Note: Ryan created a new folder for LHU board documents which will be made publicly-readable with restricted download/print. Board

members and ED (and potentially ED representative(s)) will have access to upload documents to the folder.

**New Business:**

● Discussed whether the board needs to review every contract, including offers to hire? Or can we just delegate to ED? Future research needed. ● Discussion of the updated 2022 Board Handbook.

○ Each committee should document the composition of members of the committee and responsibilities in the handbook, AND also maintain more detailed procedures and link those documents here.

■ This way, the handbook is really the “one-stop-shop”

○ Chris will be assigning sections to each committee chair to flesh out for themselves.

○ Discussed the intended purpose of Executive Committee / Officer Descriptions file and Chris will add the gist of it to handbook and remove the file unless someone objects.