



Minutes of REGULAR Board Meeting on Thursday, August 29, 2024

Location: 2407 Pisgah Rd, Florence
Upper School Conference Room
Posted Zoom Option: <https://zoom.us/j/98364827540>

Posted start time: 6:00 p.m.

	Name	Office	Remote	Present	Absent	Arrived late	Departed early
1.	Dr. Tom Ducey	Chair		X			
2.	Mr. Carlos Washington	Vice Chair		X			
3.	Mrs. Lindsay Privette	Treasurer		X			
4.	Dr. Machell Sprauve	Secretary		X			
5.	Ms. Meredith Cotton	Director			X		
6.	Mr. Scott Kozacki, ESQ	Director		X			
7.	Mr. Ron Roberts	Director	X				
8.	Dr. Latoya Mitchell Hodges	Director		X			
9.	Pastor Michael Cook	Director		X			

Administrators Present:

Dr. Brian Carpenter, Executive Director
Mr. Dave Pierce, Director of Facilities, Security and Maintenance

Authorizer representative(s):

Dr. Bill Roach, CIE Deputy Superintendent

Guests of the board:

Kim Lane, Veris CAS Manager (remote)
Mary Allison Caudell, Turner & Caudell Esquire

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- 1. Establish quorum/call to order:** After establishing the presence of a quorum, Chair Ducey called the meeting to order at 6:02 pm.
 - 2. Welcome/Opening Ceremonies:** Chair Ducey welcomed guests and read the school's mission statement aloud.
 - 3. Approval of Agenda:** Chair Ducey moved to approve the agenda with the modification of placing the walking tour after public comment. Seconded by Vice Chair Washington. Motion carried.

4. **Public comment:** The board received comments from Dr. John Atkins. Following public comment, the board took a walking tour of the new classroom building. (The gym is not yet complete.)
5. **Approval of Minutes:**
 - a. *Regular meeting on 05/28/24.* Treasurer Privette moved to postpone the approval of the minutes of the regular meeting on 5/28/24 until the next regular meeting.¹ Seconded by Vice Chair Washington. Motion carried.
 - b. *Special meeting on 06/25/24.* After calling for corrections to the minutes of the special meetings on 6/25/24 and 7/30/24 and hearing none, Chair Ducey accepted a motion from Treasurer Privette to approve them as submitted. Seconded by Vice Chair Washington. Motion carried.
 - c. *Special meeting on 07/30/24.* Ibid.
6. **Guest discourse:**
 - a. *Dr. Bill Roach, CIE (optional).* Dr. Roach conveyed congratulations on the completion of the new building from CIE Supt. Runyan and COO Rudrapati.
 - b. *Trane (AC maintenance presentation).* Dr. Carpenter appraised the board of a quote he received from Trane, however, because this meeting date had been moved, the company was unable to send a representative. Mr. Pierce gave the board an overview of the maintenance issues we have with the system as well as a summary of the school's efforts to have it repaired. Dr. Carpenter appraised the board that he is not yet ready to make a recommendation.
7. **Closed Session:** None.
8. **Items upon exiting closed session, for possible action.** None.
9. **Report of any correspondence from the authorizer unique to the school since the previous regular board meeting:** None reported.
10. **Officer Reports:**
 - a. *Board Chair:* (1) Chair Ducey informed the board that he has had correspondence via email with Dr. Atkins and that he has placed that correspondence into a packet for the record, which he distributed. See attached. (2) Chair Ducey confirmed that we are in compliance with SC JEDA's annual compliance requirements.
 - b. *Board Secretary:* None.
 - c. *Board Treasurer:* None.
11. **Managing consultant's report:** Dr. Carpenter discussed several items from his bi-monthly board report (#34) with the board (attached).
12. **Financial report:** Kim Lane, Veris CAS Manager, presented the most recent financial report consisting of a balance sheet and an income and expense statement through 7/31/24, along with the Veris generated dashboard reflecting key metrics and covenant requirements.
13. **Board Committee Reports:**
 - a. *Financial Oversight Committee.* Committee Chair Privette stated there is no report.
 - b. *Risk Management Oversight Committee.* Committee Chair Kozacki is down to two members and needs a third.
 - c. *Governance Committee.* Committee Chair Ducey raised the issue of needing to form an ad hoc committee to conduct the executive director search.

¹ The posted agenda incorrectly listed these minutes as 5/31/24, but Treasurer Privette's motion of 5/28/24 was correct.

14. **New Business:**

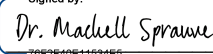
- a. *Trane proposal.* Treasurer Privette moved to postpone consideration of the Trane proposal until the next regular board meeting. Seconded by Director Sprauve. Motion carried.
- b. *Date selection for ribbon cutting ceremony.* Dr. Carpenter stated that he will review calendars and select a date and let the board know.
- c. *Date selection for one-day board governance retreat in October.* Director Mitchell Hodges moved that the board hold a one-day board training session with Dr. Carpenter on Saturday, October 5th from 9:00 am to 4:00 pm and that any board member missing all or part of the retreat be expected to make up attendance no later than 30 days after. Seconded by Vice Chair Washington. Motion carried.
- d. *Board member code of conduct and conflict of interest forms.* Dr. Carpenter explained the conflict of interest statement and the code of conduct, then distributed both for signature. **Unfinished business:** None.

15. **Closed session discussion of pending contractual arrangements as permitted by [SC Title 30 §30-4-70\(a\)\(2\)](#).**
Dr. Carpenter stated that a closed session was not necessary at this time.

16. **Good of the school.** (1) Dr. Carpenter commended the staff who is working hard to optimize instruction. (2) Director Roberts commented on establishing a staff leadership academy within the school and about the Florence Chamber of Commerce's community leadership program.

17. **Adjournment.** Having concluded the agenda at 8:31 pm, Director Roberts moved to adjourn. Seconded by Secretary Sprauve. Motion carried.

Approved by the board 9/24/24
(date)

Board Secretary 
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(signature)

Next regular meeting is scheduled to occur on 09/24/24.