



Minutes of REGULAR Board Meeting on Tuesday, October 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			6:07 pm	6:54 pm
5.	Ms. Meredith Cotton	Director		X			6:03 pm
6.	Mr. Scott Kozacki, ESQ	Director		X			
7.	Mr. Ron Roberts	Director	X			6:07 pm	
8.	Dr. Latoya Mitchell Hodges	Director	X			6:08 pm	
9.	Pastor Michael Cook	Director		X			

Administrators Present:

Dr. Brian Carpenter, Executive Director
 Ms. Jackee Johnston, Chief Operations Officer
 Ms. Toni Brandt, Chief Academic Officer

Authorizer representative(s):

Dr. Bill Roach, CIE Deputy Superintendent (remote)

Guests of the board:

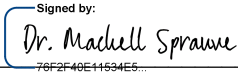
Mary Allison Caudell, Turner & Caudell Esquire

- Establish quorum/call to order:** After establishing the presence of a quorum, Chair Ducey called the meeting to order at 6:00 pm.
- Welcome/Opening Ceremonies:** Chair Ducey welcomed everyone and read the school's mission statement. The board recognized Caroline Cotton for her perfect math score on the SC Ready last year.
- Approval of Agenda:** After calling for revisions to the posted agenda and hearing none, Chair Ducey declared the agenda as posted approved.

4. **Public comment:** There were no public comments.
5. **Approval of Minutes:**
 - a. *Regular meeting on 09/24/24.* After calling for corrections to the minutes of the regular meetings on 09/24/24 and hearing none, Chair Ducey the minutes approved them as submitted.
6. **Guest discourse:**
 - a. *Dr. Bill Roach, CIE (optional).* Conveyed the Institution's pleasure at having Ms.Toni Brandt join them for the leadership cohort trip to visit Arizona charter schools.
 - b. *Ken Martin, CPA (annual audit results review).* Mr. Martin was not present. In his absence Dr. Carpenter walked the board through the audit results.
7. **Report of any correspondence from the authorizer unique to the school since the previous regular board meeting:**
 - a. *ATSI letter (dated 10/14/24; received via snail mail 10/21/24; board first notified via email on 10/22/24).* Dr.Carpenter discussed the ATSI status letter received by the school on 10/21/24, and recommended that even though CIE doesn't require the board to do so, the board vote to accept any assistance CIE is willing to provide.
8. **Officer Reports:**
 - a. *Board Chair:* No report.
 - b. *Board Secretary:* No report.
 - c. *Board Treasurer:* No report.
9. **Executive Director's report:** Dr. Carpenter discussed several items from his bi-monthly board report (dated 10/29/24). See attached.
10. **Financial report:** No Veris personnel were present. Dr. Carpenter walked the board through the financials as of 9/30/24, noting that our net income at the close of the first quarter is small, but that the school is operating in a cash positive manner.
11. **Board Committee Reports (standing committee):**
 - a. Governance Committee: No report.
 - b. Financial Oversight Committee: No report.
 - c. Risk Management Oversight Committee: No report
12. **Board committee reports (ad hoc committees).**
 - a. Executive Director Search Committee. Committee Chair Privette updated the board on the committee's progress toward getting the search underway and will offer three recommendations for board approval under new business.
13. **Unfinished Business:**
 - a. *Trane proposal (postponed 10/29/24).* No action requested by Dr. Carpenter at this time.
14. **New Business:**
 - a. *Q1 budget revisions; recommended by management for board ratification.* Chair Ducey moved to postpone Q1 budget revisions to unfinished business until Dr. Carpenter is ready to present them to the board. Director Kozacki seconded. Motion carried.
 - b. *Recommendations put forth by the Executive Director Search Committee regarding ED job description, search firm, and compensation range and for possible action.* Search Committee Chair Privette made the following recommendations:
 - i. formally opening the position of executive director, and accepting resumes from November 1st, through 5:00 pm on January;
 - ii. use the job description provided by Dr. Carpenter to the committee, with the understanding that some minor changes may be negotiated with the candidate, if necessary, with salary range of \$115,000 to \$250,000;

- iii. and advertising the job opening on multiple platforms, including national platforms, and the South Carolina Public Charter School Alliance, but not actually retaining a search firm at this time because of the cost. (No second needed). Motion Carried.
 - c. *Adoption of the board mission statement; recommended by the board chair for board ratification.* Chair Ducey moved to adopt verbatim the charter school board mission statement as found on p. 12 of *The Effective Board*, by Dr. Brian Carpenter, to be read alongside the school's mission statement. Second by Director Hodges. Motion Carried.
 - d. *Board ratification of the Executive Director's decision to move the PTO account from The Citizens Bank to First Citizens bank and that said account be designated as a non-governmental funds account.* Treasurer Privette moved to ratify the Executive Director's decision to move the PTO account from the Citizens Bank to First Citizens Bank, and that said account be designated as a non-governmental funds account. Vice Chair Washington seconded. Motion carried.
 - e. *Form an ad hoc committee to explore the desirability of revising the charter and the bylaws; recommended by management.* Director Privette moved to form an ad hoc committee to explore charter and bylaw revisions. Seconded by Vice Chair Washington. After some discussion, Chair Ducey moved to table further consideration of an ad hoc committee to explore charter and bylaw revisions until the next regular board meeting (date TBD due to holidays). Seconded by Director Kozacki. Motion carried.
 - f. *ATSI letter; recommended by management for board approval.* Chair Ducey moved to accept any and all assistance from CIE regarding the school's ATSI status as explained in the CIE letter (dated 10/17/24). Director Kozacki seconded. Motion carried.
 - g. *FY24 external audit; recommended by management for board approval.* Director Kozacki moved approval of the 2024 audit as discussed earlier in the meeting. Seconded by Director Roberts. Motion carried.
15. **Closed session discussion of pending contractual arrangements and a confidential student matter as permitted by [SC Title 30, §30-4-70\(a\)\(1\)](#).** At 7:18 pm, Chair Ducey moved that the board enter closed session for the purpose of obtaining legal advice from its general counsel on pending litigation and to discuss a confidential student matter. Seconded by Director Privette. Motion carried. At 8:01 pm, Director Kozacki moved to reenter open session. Seconded by Director Cook. Motion carried.
16. **Possible action arising from closed session discussion.** No action was proposed or taken.
17. **Good of the School.** None.
18. **Adjournment.** Having concluded the agenda at 8:02 pm, Director Privette moved to adjourn. Seconded by Vice Chair Washington. Motion carried.

Approved by the board 12-3-24
(date)

Board Secretary 
(signature)

Next Meeting: Due to the holidays, the November regular meeting will be rescheduled, however, the board will hold a special meeting on 11/19 with Dr. Barr.