MINUTES OF SAMUELI ACADEMY GOVERNANCE COMMITTEE

Friday, May 12, 2023 – 9:30 AM
Held via Zoom

Attendees: Chris Scheithauer, Sandi Jackson, Anthony Saba, and Tracy Garcia

I. Opening Item

The meeting was called to order by Chris Scheithauer at 9:30 a.m.

II. Approval of Minutes

The Committee reviewed the minutes from meeting of the Governance Committee:

- April 4, 2023

A motion was made by Sandi Jackson, seconded by Chris Scheithauer, and carried to approve the minutes from the April 4, 2023, meeting of the Governance Committee with a vote of: 2– Ayes and 0 – Nays.

III. Public Comment

Chris Scheithauer opened the floor for public comment, but none was presented.

IV. Board Approved Policies and Procedures

The Committee reviewed the approved policies and procedures.

V. Updated Executive Director Job Description

The Committee reviewed the updated Executive Director job description. Some minor edits were made. A motion was made by Sandi Jackson, seconded by Chris Scheithauer, and carried to advance the Executive Director job description for Board approval with changes proposed with a vote of: 2 – Ayes and 0 – Nays.

VI. Updated Chief Financial Officer Job Description

The Committee reviewed the updated Chief Financial Officer Job Description presented. Some minor edits were made. The committee recommended forwarding along the job description to the Finance Committee for review prior to advancing it to the Board for approval.

The Committee agreed to present both the Executive Director and Chief Financial Officer job description at the Board meeting in June. A recommendation was also made to add the Head of School job description to the Governance Meeting for June and then pass it along to Academic Committee with the goal to present it to the Board along with the ED and CFO job descriptions at the June meeting.

VII. Board Procedure for Hiring the Executive Director

The Committee reviewed the Board Procedure for Hiring the Executive Director. The Committee recommended minor edits to the document presented. Sandi Jackson made a motion to approve the Board Procedure for Hiring the Executive Director with changes outlined and move it to the Board for approval. Chris Scheihauer seconded the motion and the motion carried with a vote of:
2 – Ayes and 0 – Nays.

VIII. Board Procedure for Hiring the Head of School

The Committee reviewed the Board Procedure for Hiring the Head of School. A motion was made by Sandi Jackson, seconded by Chris Scheithauer, and carried to advance the Board Procedure for Hiring the Head of School for Board approval with a vote of:
2 – Ayes and 0 – Nays.

IX. Potential Board Retreat Topics

Chris Scheithauer has been asking board members for ideas of retreat topics. The Committee discussed the retreat and was asked to keep thinking about potential retreat topics. The date of the Board retreat was secured as October 9th.

X. Review Term Matrix for Election Purposes

The Committee reviewed the Term Matrix. Susan Samueli and Sandi Jackson are up to renew for a 5th term. Liz Dorn-Parker and Richard Arum are up to renew for their 3rd terms. Chris will reach out to Liz and Richard and Sandi will reach out to Susan. All will be placed on the agenda for the May board meeting.

XI. Slate of Officers Discussion

Chris will reach out to the current officers on the list. He will also send out an email to request nominations for the 2023-2024 Slate of Officers. Chris will also request nominations under the Governance Report at the May Board Meeting. The committee will finalize the slate of officers at the June meeting for a vote.

XII. Recognition for Board Members that have Passed Away

The committee discussed recognizing board members that have passed away. It was discussed that this needed to be a much bigger discussion and was suggested to be put on the Board Retreat Agenda for discussion.

XIII. Compliance Calendar

The Compliance Calendar was reviewed by all.

XIV. New Business

NONE

XV. Adjournment

Sandi Jackson made a motion to adjourn the Governance Committee Meeting on May 12, 2023, at 11:15 a.m. Chris Scheithauer seconded the motion and the motion carried with a vote of: 2 – Ayes and 0 – Nays.

The next meeting will be held on Tuesday, June 6, at 4:00 pm.

Chris Scheithauer, Chair