



Board of Directors Meeting Minutes

Date: March 15, 2017
Time: 6:00 - 8:00PM
Location: KIPP Durham
1107 Holloway St, Durham, NC 27701
Dial In: 252-751-1984

Board Members in Attendance

- Curtis Wynn (President) (phone)
- Minnie Forte-Brown (Vice President) (phone)
- Vershenia Moody (Secretary / Treasurer) (phone)
- Bob Caudle (phone)
- Victoria Bennett
- Tonza Ruffin-Buffaloe (phone)
- Jaideep Hebbar (phone)

KIPP ENC Staff in Attendance

- Dawn Arthur
- Demian Dellinger
- Neil Crawford
- Lindsay Kelly
- Camesha Jones (phone)

Visitors in Attendance

- Mary Brown
- Neilson Brown
- Quinton Vance (KIPP Foundation, former ED of KIPP Dallas-Fortworth)
- Teri Canada- Evoke Studios - Architects
- Tim Field – Public Impact
- Geoff Gorski – NC Charter School Accelerator

CALL TO ORDER

Curtis Wynn – Board Chair

- Curtis called the meeting to order and read the KIPP ENC COI statement.

PUBLIC COMMENTS

Curtis Wynn – Board Chair

- Victoria Bennett expressed gratitude to the board on behalf of her and her brother for their longstanding and committed support to the KIPP ENC mission.



BOARD ADMINISTRATION

Curtis Wynn – Board Chair

- Curtis read the Ethics Awareness and Conflict of Interest Statement
- March Meeting Agenda

PROPOSED MOTION	MOVED	SECONDED	VOTING STATUS
Approve March 15, 2017 Board of Directors meeting agenda.	Caudle	Ruffin- Buffaloe	Passed - All

- January 2017 Board Meeting Minutes

PROPOSED MOTION	MOVED	SECONDED	VOTING STATUS
Approve January 25, 2017 Board of Director Minutes.	Forte-Brown	Moody	Passed - All

GOVERNANCE

Vershenia Moody – Governance Committee Chair

- New Board Member Vote (Judge Moody)
 - Mary Brown.
 - Requires majority vote of full board. (KIPP ENC Bylaws **Section 4.3. Election and Term of Office.** Directors shall be elected by a majority vote of the Directors then in office.)

PROPOSED MOTION	MOVED	SECONDED	VOTING STATUS
Approve Mary Brown to join KIPP ENC Board of Directors.	Moody	n/a	Passed - All

- Everyone welcomed Mary to the board with love.



- Conflict of Interest (Demian)
 - The 2017 Conflict of Interest Statement will be circulated to current board members, committee members, and principal officers with relevant applicable statutes and bylaws. All signed COI statements must be received by March 31, 2017.
- Committee Reboot (Demian)
 - The Governance Committee will be actively working on creating charters for and rebooting the Finance Committee, a new Facilities and Construction Committee, and a new Development Committee for the April 19th board meeting.
- Governance Committee Charter (Demian)
 - Jaideep addressed the absence of Executive Director succession planning in the draft Governance Committee charter. Jaideep posed the question where ED succession planning should live, at the board level, executive committee, or governance committee.
 - Curtis and Minnie said they would want to discuss this further and make a recommendation where ED succession planning should be taking place.
 - Jaideep also addressed the absence of committee member selection and recommendation in the draft Governance Board Committee charter.
 - Demian replied that the draft would be modified to include this function for the Governance Committee.
 - The decided to revisit the Governance Board Charter the April 19th Meeting.

PROPOSED MOTION	MOVED	SECONDED	VOTING STATUS
Approve Governance Committee Charter.	No Motion		

SCHOOLS & REGION

Tammi Sutton – Executive Director

- Tammi was not in attendance due to the flu.
- School report was distributed to board via email with updated school data before meeting but not distributed during meeting in Tammi absence.

OPERATIONS & FACILITIES

Dawn Arthur – COO

- New Hires
 - New hires approvals were deferred to a later date as they were included in the school report.



- Halifax Update
 - Halifax construction is now back on schedule with an estimated completion date of 2 weeks before Labor Day.
 - There is also projected to be a significant return from the contingency fund (presently approximately \$300,000)

FINANCE

Neil Crawford – Director of Finance

- Budget Overview & Slides (Neil)
 - Revenue is higher than expected due to higher than expected per pupil revenue.
 - Expenses are higher than expected but KIPP ENC is still expected to achieve an annual surplus.
 - Finance and Ops are working with DSOs to adjust discretionary spending which is about 20% of the budget.
- Financial Information and Systems Update (Neil)
 - Previous Audit was late but no material findings. Management is working with auditors to finish out the process.
 - KIPP ENC management is currently soliciting brokers and insurance companies for new insurance.
 - 2017-2018 budget planning has begun at school throughout the region.

SUMMARY OF DECISIONS & ACTIONS

- Review Meeting and Discussion.
- Enrollment and recruitment. Dawn note that student recruitment is underway and going well and directed members to consult the school report.
 - Lottery Dates are April 5th for Halifax, April 8th for Gaston, and April 20th for Durham.
- Other Business.
 - Dawn Approval for Schwab account as recommended from Finance Committee’s February 9, 2017 Meeting.

PROPOSED MOTION	MOVED	SECONDED	VOTING STATUS
Approve Dawn Arthur as Authorizer on Lou Hannen - Charles Schwab Scholarship Account	Victoria Bennett	Vershenia Moody	Passed - All

- Next Board Meeting is 6pm – 8pm April 19, 2017 at KIPP Halifax.
- Meeting Adjourned at approximately 6:50pm.