

KIPP North Carolina/KIPP Charlotte/KIPP ENC

Board of Directors July Meeting Minutes

Friday, July 23, 2021

2:00-4:00 PM via Zoom

Attendance		
Present	Absent	Staff/Guests
Dinesh Chopra, Chair Minnie Forte-Brown Kimberly Green Kelby Hicks (newly-elected) Jon Morris Arthur Rogers Julius Tillery	Doug Kahn	Tim Saintsing, Executive Director Jack Polisini, Merger Counsel, Akin Gump

KIPP North Carolina Board of Directors Meeting	
Time	Agenda Item
2:10 PM	Motion to call to order <i>Rogers motioned</i> <i>Tillery seconded</i> <i>Motion passed, 7-0</i>
2:10 PM	There was a call for public comment, but there was none.
2:10-2:20 PM	Board welcomed Hicks as the newest member of the KIPP NC/KIPP Charlotte/KIPP ENC Boards. Hicks introduced himself, sharing his excitement with the Board on joining as a distinguished alumnus of Pride High. Board engaged in a team-building exercise.
2:20-2:37 PM	Board was joined by Polisini, merger counsel from Akin Gump to discuss formation documents. Board passed a variety of resolutions critical to its formation and operation: Motion to appoint directors to KIPP NC Board <i>Chopra motioned</i> <i>Rogers seconded</i> <i>Motion passed, 7-0</i> Motion to approve Shared Services Agreement with KIPP Charlotte and KIPP ENC <i>Chopra motioned</i> <i>Rogers seconded</i> <i>Motion passed, 7-0</i>
2:37-2:46 PM	Board engaged in a discussion about committee formation and membership. Board passed a resolution regarding the formation of those committees: Motion to adopt the following standing committees: Teaching & Learning (Forte-Brown, Green, Hicks) Finance & Strategy (Chopra, Kahn, Morris, Phillips (non-Board member), Bohlen

	<p>(non-Board member)) Development (Morris, Rogers, Tillery) Governance (Green, Hicks, McMillan (non-Board member)) <i>Chopra motioned</i> <i>Rogers seconded</i> <i>Motion passed, 7-0</i></p>
2:46-2:56 PM	<p>Board engaged in a discussion about forming classes of Board members. Board passed a resolution regarding the formation of those classes:</p> <p>Motion to adopt the following Board classes: Class of 2022 (Forte-Brown, Kahn, Rogers) Class of 2023 (Green, Morris, Tillery) Class of 2024 (Chopra, Hicks) <i>Chopra moved</i> <i>Tillery seconded</i> <i>Motion passed, 7-0</i></p>
2:56-3:35 PM	<p>Board engaged in a conversation about entering into a food services contract for the 2021-22 school year. A discussion was had about the quality of meals being served, the quality of the vendor, and the importance of nutrition in the life of our students. Green, a Board member who was involved in the application and selection process to choose the vendor, shared her thoughts about the process and the final selection with the Board.</p> <p>Motion to enter into a contract with Erior, a food service management company, on July 1, 2021, which expires on June 30, 2022 <i>Chopra motioned</i> <i>Green seconded</i> <i>Motion passed, 7-0</i></p>
3:36 PM	<p>Motion to Adjourn KIPP NC Board Meeting <i>Forte-Brown motioned</i> <i>Tillery seconded</i> <i>Motion passed, 7-0</i></p>

KIPP Charlotte Board of Directors Meeting	
3:37 PM	<p>Motion to call to order <i>Chopra motioned</i> <i>Morris seconded</i> <i>Motion passed, 7-0</i></p>
3:37 PM	<p>There was a call for public comment, but there was none.</p>
3:37-3:38 PM	<p>Motion to approve KIPP Charlotte Board minutes from June meeting <i>Morris motioned</i> <i>Chopra seconded</i> <i>Motion passed, 6-0-1 (Green abstained)</i></p>
3:38-3:39 PM	<p>Board passed a variety of resolutions critical to its formation and operation:</p> <p>Motion to approve amended and restated certificate of incorporation and</p>

	<p>amended and restated bylaws <i>Chopra motioned</i> <i>Morris seconded</i> <i>Motion passed, 7-0</i></p> <p>Motion to approve Shared Services Agreement with KIPP North Carolina <i>Chopra motioned</i> <i>Morris seconded</i> <i>Motion passed, 7-0</i></p> <p>Motion to approve amendment to Membership Agreement <i>Chopra motioned</i> <i>Morris seconded</i> <i>Motion passed, 7-0</i></p>
3:39-3:43 PM	<p>Board engaged in a conversation about entering into a school busing contract with Eagle Bus Service, Inc. for the 2021-22 school year.</p> <p>Motion to enter into a contract with Eagle Bus Service, Inc., a school busing company in Charlotte, on July 10, 2021, which expires on June 30, 2022 <i>Morris motioned</i> <i>Green seconded</i> <i>Motion passed, 7-0</i></p>
3:43-3:45 PM	<p>Board engaged in a conversation about entering into an auditor contract with Darrell L Keller, CPA, PA for KIPP Charlotte’s FY2021 audit. Keller serves as the auditor for KIPP ENC.</p> <p>Motion to enter into an auditing contract with Darrell L Keller for KIPP Charlotte’s FY21 audit <i>Morris motioned</i> <i>Chopra seconded</i> <i>Motion passed, 7-0</i></p>
3:45 PM	<p>Motion to Adjourn KIPP Charlotte Board Meeting <i>Morris motioned</i> <i>Rogers seconded</i> <i>Motion passed, 7-0</i></p>

KIPP ENC Board of Directors Meeting	
3:46 PM	<p>Motion to call to order <i>Chopra motioned</i> <i>Rogers seconded</i> <i>Motion passed, 7-0</i></p>
3:46 PM	<p>There was a call for public comment, but there was none.</p>
3:46 PM	<p>Motion to approve KIPP ENC Board minutes from June meeting <i>Forte-Brown motioned</i> <i>Rogers seconded</i> <i>Motion passed, 6-0-1 (Green abstained)</i></p>

<p>3:47-3:50 PM</p>	<p>Board passed a variety of resolutions critical to its formation and operation:</p> <p>Motion to approve amended and restated certificate of incorporation and amended and restated bylaws <i>Morris motioned</i> <i>Forte-Brown seconded</i> <i>Motion passed, 7-0</i></p> <p>Motion to approve Shared Services Agreement with KIPP North Carolina <i>Morris motioned</i> <i>Forte-Brown seconded</i> <i>Motion passed, 7-0</i></p> <p>Motion to approve amendment to Membership Agreement <i>Morris motioned</i> <i>Forte-Brown seconded</i> <i>Motion passed, 7-0</i></p>
<p>3:50 PM</p>	<p>Motion to Adjourn KIPP ENC Board Meeting <i>Forte-Brown motioned</i> <i>Green seconded</i> <i>Motion passed, 7-0</i></p>

<p>Future Board Meetings</p>
<p>Tuesday, October 19 (9:00-11:00 AM)</p>
<p>Friday, December 3 (9:00-11:00 AM)</p>
<p>Friday, January 28 (9:00-11:00 AM)</p>
<p>Friday, March 4 (9:00-11:00 AM)</p>
<p>Friday, May 6 (9:00-11:00 AM)</p>
<p>Friday, June 17 (9:00-11:00 AM)</p>
<p>Friday, June 30 (9:00-11:00 AM)</p>
<p>Friday, July 8 (9:00-11:00 AM)</p>