

Goodwin College Magnet Schools, Inc.

Special Meeting
4:30 p.m., Nov. 18, 2015
Goodwin College Boardroom

Meeting Minutes

Members Present: Jackie Jacoby, Megan Mehr, Todd Andrews, Jerry Emlet, Mark Scheinberg, Merilee DeJohn, Nilda Perichi.

Staff Present - Lynn Guerriero, Gretchen Goode

1. Call to Order

- The meeting was called to order by Jackie Jacoby at 4:36 p.m.

2. Public Comment

- There was no public comment

3. Business Requiring Action

4a. Adopt Resolutions GCMS 15-01 on initial organizational matters of the Corporation as described in Notice of Special meeting.

Merilee DeJohn motioned to adopt Resolutions GCMS 15-01. Megan Mehr seconded the motion. Resolution includes:

(a) Approval of Bylaws

(b) Election of the following Directors as officers:

Name	Office
Jackie Jacoby	Chair
Megan Mehr	Vice Chair
Todd Andrews	Secretary
Jerry Emlet	Treasurer

(c) Designation of Mark Scheinberg as President and Chief Executive Officer of the Corporation.

(d) Authorization to file application for section 501(c)(3) federal tax exemption with the Internal Revenue Service

(e) Authorization to establish one or more accounts at United Bank and designation of authorized signatories

(f) Adoption of a Conflict of Interest Policy

(g) Ratification of prior actions of the incorporator, officers and Directors and actions of the officers in furtherance of the Resolutions

(h) Authorization of officers to take further actions necessary or appropriate to accomplish the intent and purposes of the Resolutions.

Discussion: The Board reviewed various parts of the Resolution and exhibits.

The motion passed unanimously (7-0)

4b. Approval of Board Meeting (GCMS) Schedule for 2016

Todd Andrews motioned to approve the regular scheduled of meetings for 2016 as indicated in the Notice of Special Meetings. Merilee DeJohn seconded the motion.

The meetings were read out loud for the record:

February 10, 2016 at 4:30 p.m.

April 20, 2016 at 4:30 p.m.

June 22, 2016 at 4:30 p.m.

September 14, 2016 at 4:30 p.m.

Discussion: Discussion was held regarding start time of the meetings.

Todd Andrews amended the motion to approve the regular scheduled meetings for 2016 and change the meeting time to 4:00 p.m. Jerry Emlet seconded the motion. The amended motion passed unanimously (7-0).

4. Special Reports:

- No Special Reports

5. Board Comments:

- Jerry Emlet updated the board on the filing of Federal IRS paperwork, insurance coverage and setting up bank accounts.

6. Adjournment:

- Jerry Emlet motioned to adjourn. Nilda Perichi seconded the motion. Motion passed unanimously (7-0).
- Meeting was adjourned at 4:53 p.m.

Next meeting is February 10, 2016 at 4:00 p.m.