

MINUTES OF THE MEETING
The Woodstock Academy
Special Corporators Meeting
South Campus—Center for the Arts
August 14, 2018
7:00 p.m.



These minutes are for
informational purposes

PRESENT: A. Favreau, H. Singleton, B. Child, J. C. Musumeci, J. Child, A. Walker Jr., C. Desmond, H. Quercia, J. Larrow, B. Favreau, K. Xeller, C. Bentley, J. Cerrod, S. Asikainen, D. Holt, R. Blackmer, P. D. Lynn, J. Livernois, K. Woodcock-Lynn, P. Kelly, C. Swenson, R. Smith

GUESTS: W. McGinn, H. Frankhouser, J. Rigney, C. Singleton, K. Johnston, J. Sturdevant, J. Bellerose, C. Sandford

1. Call to Order

The meeting was called to order at 7:02 p.m. by Trustee W. McGinn.

2. Review Proposed Changes to Board of Trustee By-Laws

W. McGinn presented an explanation of changes section by section. Changes were made to remove archaic language, to separate Board and Corporation policies, and to align with modern practice.

3. Discussion

C. Swenson reviewed the process the Board of Trustees undertook in updating the By-Laws. The floor was opened up for questions and discussion.

- K. Xeller requested that in 1.2.4, the term “ex-officio” be amended to be more accurate.
- J. Livernois requested that “The Mission” be removed from section 1.2.
- J. Larrow requested an addition to section 1.2.4. so the Alumni Association may have the option to submit a designee in place of the Alumni Association president to serve on the Board.
- Discussion of 1.2.3: J. Child asked about the reduction of the Trustees of the communities being reduced from 2 per town to 1 per town. R. Blackmer noted that the Board membership consists of many individuals from the sending towns. C. Swenson emphasized the uniqueness of these positions and that the Board wanted to maintain the sending town representatives but also allow for all towns with contracts with The Woodstock Academy to have a representative. J. Child suggested that the Town of Woodstock should have more because it represents more students. He also suggested that additional representatives be added for Union and Canterbury instead of reducing. H. Singleton stated that the representation is for the Board, and that each town only has one board; representation is not for the number of students. H. Quercia agreed with adding members, not reducing them. She also questioned the need for by-law 1.4. C. Swenson responded that there had been a few issues with unexcused attendance. J. Livernois provided some history about the sending town representatives: they were not an official part of the by-laws until the 1990s, when the state required their inclusion because of the bonded loan The Academy took out from the state.
- K. Xeller questioned section 5.3, wanting to know if this committee and its responsibilities was a new addition to the by-laws. C. Swenson informed her that this section was unchanged from the original by-laws.
- J. Musumeci requested that section 4.0 be changed so that one of the four officers be a Corporator.
- J. Musumeci requested that in section 5.1, one-third of the Executive Committee membership consist of Corporators.

4. Possible Action

MOTION: (Livernois/Xeller) To remove language about “The Mission” from section 1.2.

Discussion ensued.

Favor: 9, Opposed: 7, Abstention: 1. Motion passes.

MOTION: (Singleton/Xeller) To replace, in 1.2.4, “Sending Town Trustees” with “Ex-Officio Trustees.”

Unanimous

MOTION: (Musumeci/Larrow): To require that one of the four officers be a Corporator.

Discussion ensued.

Favor: 3, Opposed: 13, Abstention: 1. Motion does not pass.

MOTION: (Musumeci/Larrow): To require that one-third of the Executative Committee be Corporators.

Discussion ensued.

Favor: 1, Opposed: 13, Abstention: 2. Motion does not pass.

MOTION: (Xeller/Blackmar) To add language to section 1.2.4 to read “The Woodstock Academy Alumni Association may submit its President, or designee, as a candidate to the Nominating Committee.”

Unanimous

MOTION: (Blackmar/B. Favreau) To approve the By-Laws with the proposed changes.

Unanimous

5. Adjournment

MOTION: (Walker/Bentley) To adjourn at 8:11 p.m.

Unanimous

Respectfully submitted,

Holly G. Singleton

Holly G. Singleton
Corporator, Class of 1986

The Woodstock Academy shall prepare ALL students for a lifetime of learning by providing academic rigor, a safe environment, and a diversity of educational experiences which will foster a sense of respect for self and others, and will encourage active investment in family, school, community, and the world.