

## MEETING MINUTES

**Name of Foundation:** Georgia Charter Education Foundation

**Special Session:** Georgia Charter Education Foundation

**School(s):** Coweta Charter Academy at Senoia

*The minutes of Sunshine Law meetings need not be verbatim transcripts of the meeting. These minutes are a brief summary of the events of the meeting.*

<b>Date:</b>	<b>Start</b>	<b>End</b>	<b>Next Meeting:</b>	<b>Next time:</b>	<b>Prepared by:</b>
September 27, 2022	6:01pm	8:05PM	December 6, 2022	6:00 pm	Tracie Fleming
<b>Meeting Location:</b>					
Coweta Charter Academy 6675 Hwy 16 E Senoia, GA 30265					

<b>Attended by:</b>	
<p><b>Board Members:</b></p> <p>Beth Duncan, Vice Chair Maggie Peters, Treasurer Tracie Fleming, Director Margarette Coleman, Director</p> <p><b>Absent:</b> Danny Nungesser, Board Chair Mary Knight, Director</p>	<p><b>Other Attendees:</b></p> <p>Teresa Ellison, CCAS Principal Lauren Greer, Board Attorney Reagan Hage, NEI Rob Caney, CCAS Assistant Principal Christine Locrotondo</p>

### **CALL TO ORDER**

*Pursuant to public notice, the meeting commenced at 6:01pm with a Call to Order by GCEF Vice Board Chair, Beth Duncan. Roll call was taken, and quorum established.*

### **I. PUBLIC COMMENTS**

- Offered for public comments. No outside attendees for public comments.

### **II. ADMINISTRATIVE**

#### **Approval of August 23, 2022 Board Meeting Minutes**

**MOTION: MOTION WAS MADE BY MARGARETTE COLEMAN AND SECONDED BY MAGGIE PETERS TO APPROVE THE AUGUST 23, 2022 BOARD MEETING MINUTES. MOTION PASSED UNANIMOUSLY.**

**III. CSUSA Reports****Principal's Report**

- Principal's Report Provided by Principal Ellison
- Principal Ellison answered all questions posed by the board

**Data Report**

- Principal Ellison shared data from the I Ready Diagnostics for Reading and Math.
- Principal Ellison answered all questions posed by the board.

**IV. Financial Report****Finance Committee Report**

- Margarette Coleman shared the highlights of the Finance Committee.
- Victoria, the Georgia Grants Coordinator is presently working on the grants to ensure the drawdowns are in progress.
- Reagan Hage is working with Mary Knight on the Modular Bid and financial opportunities to move this process forward. They will report to the full Board when they have the options ready.
- The Finance Committee is also working on the Financial Policy Review. Reagan shared that the financial information is 100% submitted for the audit, and Mauldin and Jenkins has completed 50% of the audit as of September 27, 2022. He is confident that we will have the audit ready by deadline.

**Monthly Financial Review**

- Reagan Hage reviewed all aspects of Financials
- Reagan Hage provided an updated progress review of the Unaudited Financial

**MOTION: MOTION WAS MADE BY MAGGIE PETERS AND SECONDED BY MARGARETTE COLEMAN TO APPROVE THE FINANCIALS AS PRESENTED. MOTION PASSED UNANIMOUSLY.**

**V. OLD BUSINESS****New Agenda Format**

- Maggie Peters proposed changes to the format of the agenda
- Consider adding a category for Awards and Recognition
- Change the Principal's Report to Leadership Reports to include others in leadership reporting i.e. Mr. Caney and Mr. Hage
- Add the designation to each item on the agenda as an information item or an action item
- Maggie Peters will draft a sample agenda for consideration at the next meeting.

**Bylaws Discussion and Vote**

- Update provided by Tracie Fleming and Lauren Greer
- Changes to be made to the bylaws
- Article IV Section 4.6.1 Staggered Terms. Change the wording “the Board of Directors shall be divided into three classes approximately equal in size with the current term of approximately one-third of the current Directors ending on a staggered basis.....”
- Adopted this 27<sup>th</sup> day of September 2022.....
- Dated: September 27, 2022.
- Appendix A The term of each Director presently serving at the time of adoption of the Fourth Amended and Restated Bylaws shall expire as follows:

June 30, 2023

1. Tracie Fleming
2. Beth Duncan

June 30, 2024

1. Margarette Coleman
2. Maggie Peters

June 30, 2025

1. Danny Nungesser
2. Mary Knight

**MOTION: MOTION WAS MADE BY TRACIE FLEMING AND SECONDED BY MAGGIE PETERS TO ACCEPT WITH THE NOTED CHANGES THE FOURTH AMENDED AND RESTATED BYLAWS OF GEORGIA CHARTER EDUCATIONAL FOUNDATION, INC. MOTION PASSED UNANIMOUSLY.**

**Amended and Restated Articles of Incorporation Georgia Charter Educational Foundation**

- **ARTICLE V REGISTERED OFFICE AND AGENT -- Change the address from 6657 to 6675. The last line will read “The registered agent at such address shall be Danny Nungesser.”**
- **ARTICLE VI – make the correction in the street address from 6657 to 6675.**
- **ARTICLE XI – the incorporator is Lauren Greer (add address)**
- **ARTICLE XII - “This 27<sup>th</sup> day of September, 2022.**

**MOTION: MOTION WAS MADE BY TRACIE FLEMING AND SECONDED BY MAGGIE PETERS TO ACCEPT WITH THE NOTED CHANGES THE AMENDED AND RESTATED ARTICLES OF INCORPORATION GEORGIA CHARTER EDUCATIONAL FOUNDATION. MOTION PASSED UNANIMOUSLY.**

**Administrative Support and Budgeting**

- Based on previous desire of the Board to add administrative support in the form of mentors for the leadership team.
- Tracie Fleming has met with the administrators and determined the support they find would be most beneficial.
- With that research completed, she requested that the Financial Committee seek to find a way to amend the budget to put 20,000 dollars into Professional Development for this purpose by the next Board meeting and asked for a vote at that time.

**June 28th Minutes**

- As there was not a quorum at the July Board meeting, the June 28, 2022 minutes were not approved.

**MOTION WAS MADE BY MAGGIE PETERS AND SECONDED BY MARGARETTE COLEMAN TO ADD TO THE AGENDA THE APPROVAL OF THE JUNE MEETING MINUTES AND THE RULES OF CONDUCT FOR PUBLIC MEETINGS. MOTION CARRIED UNANIMOUSLY.**

**MOTION: MOTION WAS MADE BY TRACIE FLEMING AND SECONDED BY MAGGIE PETERS TO APPROVE THE MINUTES OF THE BOARD MEETING HELD ON JUNE 28, 2022. MOTION PASSED UNANIMOUSLY.**

**The Rules of Conduct for Public Meetings**

- Mr. Hage read the rules of conduct for public meetings from the document provided by Lauren Greer, board lawyer, and Ms. Greer answered all questions posed by the board.

**MOTION: MOTION WAS MADE BY MARGARETTE COLEMAN AND SECONDED BY MAGGIE PETERS TO ACCEPT THE RULES OF CONDUCT FOR PUBLIC MEETINGS. MOTION PASSED UNANIMOUSLY.**

**VI. New Business****Executive Session – Personnel**

**MOTION WAS MADE BY MAGGIE PETERS AND SECONDED BY MARGARETTE COLEMAN TO ENTER INTO EXECUTIVE SESSION FOR THE PURPOSE OF DISCUSSION OF PERSONNEL AT 7:48 PM. MOTION WAS PASSED UNANIMOUSLY.**

**MOTION: MOTION WAS MADE BY MAGGIE PETERS AND SECONDED BY MARGARETTE COLEMAN TO EXIT EXECUTIVE SESSION AT 7:56PM. MOTION PASSED UNANIMOUSLY.**

**MOTION: MOTION WAS MADE BY MARGARETTE COLEMAN AND SECONDED BY MAGGIE PETERS TO ACCEPT THE SLATE OF PERSONNEL PRESENTED IN EXECUTIVE SESSION BY PRINCIPAL TERESA ELLISON. MOTION PASSED UNANIMOUSLY.**

**VII. ADJOURNMENT**

**MOTION: MOTION WAS MADE BY MAGGIE PETERS AND SECONDED BY MARGARETTE COLEMAN TO ADJOURN THE SEPTEMBER 23, 2022, GEORGIA CHARTER EDUCATION FOUNDATION BOARD AT 8:05PM. MOTION WAS APPROVED UNANIMOUSLY.**

  
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Daphy Nungesser, Board Chair

Date: 10/25/2022