

# Cirrus Education Group Governance Board

June 30, 2023 @ 3:04 pm

## Section 1: Call to Order

Roll Call:

Present: Nathan Lewis, Latrell Taylor, Oluwatosin Olagunju, Shirlynn Kelly, Charlene Frame

Approval of Agenda

- Motioned by **Nathan Lewis**
- Second by **Latrell Taylor**
- Approved Unanimously

## Section 2: Unfinished Business

### A. Bylaws Amended

Atty Fortson – made recommended amendments to the Bylaws, which are being presented as Second Amended and Restated Bylaws and reviewed amendments with Board

#### Discussion

- **Atty Fortson:** Standard by-laws for all charter schools and previously reviewed by SCSC in other forms.
- Open for questions
  - **Nathan Lewis:** Is this a revision of the older by-laws or a new one?
  - **Atty Fortson** – it's a cleaner version of the by-laws and more structured version. Prior by-laws were drafted several years ago; more consistent governing document
  - **Nathan Lewis:** any mention on adjustments if needed?
  - **Atty Fortson:** yes it is – in Article 11
  - **Shirlynn Kelly:** Can you summarize the succession as far as the term of board members?
  - **Atty Fortson:** Election and Services is what you are referring to and that is in Section 4.10. Board members will be re-elected under the terms of these new bylaws and shall be eligible to serve up to 9 additional years after the initial staggered terms identified below.
    - *Term of 3 years and up to 3 terms*
    - *2 board members will have a 3 year term (elected today)*
      - **Shirlynn Kelly**
      - **Nathan Lewis**
    - *2 board members will have a 1 year staggered term (assign staggered term) for re-election in 2024*
      - **Latrell Taylor**
      - **Oluwatosin Olagunju**
    - *1 board member will have a 2 year term for*

*reelection in 2025*

- **Charlene Frame**

*Motion to approve Second Amended and Restated Bylaws subject to final amendments by board attorney*

- Motion: **Oluwatosin Olagunju**
- Second by: **Nathan Lewis**
- Approved unanimously

**B. Board Member Elections**

*a. Motion to re-elect Shirlynn Kelly and Nathan Lewis to three-year terms on the Board*

- Motion by **Oluwatosin Olagunju**
- Second by **Latrell Taylor**
- Approved unanimously

**C. Board Officer Nominations & Elections**

Nomination: Latrell Taylor for Vice Chair

- Motion by **Shirlynn Taylor**
- Approved unanimously

Nomination: Charlene Frame for Board Secretary

- Motion by **Shirlynn Kelly**
- Approved unanimously

Nomination: Shirlynn Kelly for Board Chair

- Motion by **Latrell Taylor**
- Second by **Oluwatosin Olagunju**
- Approved unanimously

Nomination: Nathan Lewis for Treasurer

- Motion by **Shirlynn Kelly**
- Approved unanimously

**D. Approval of Budget**

**Nathan Lewis:** there were 2 budget review meetings held in May that were 2 weeks apart (16<sup>th</sup> & 25<sup>th</sup>)

*Motion to approve School Budget for FY24*

- Motion by **Nathan Lewis**
- Second by **Oluwatosin Olagunju**
- Approved unanimously

**E. Audit Update**

**Nathan Lewis:** Terrence Washington sent to Board on 5.10.23 –

- One Corrective Action re: process for recording revenues and receivables

**Shirlynn Kelly:** Suggests the Board schedule a date to review with the auditors.

Has audit been submitted to SCSC?

Nathan will check with Terrance to ensure audit was submitted to SCSC

*Motion to approve 2022-23 audit and submit to SCSC*

- Motion by **Shirlynn Kelly**
- Second by **Nathan Lewis**

- Approved unanimously

### **Adjournment**

- Motion to adjourn meeting by **Shirlynn Kelly**
- Second by **Nathan Lewis**
- Approved unanimously

Next Board Meeting: TBA