

GADCA Board of Directors Meeting Minutes

5/23/2023, 5:00 PM

Location: Zoom virtual meeting

Board Attendees: Thomas Stephens, Charlie Waters, Jake Candler, Susan McDowell, Zachary Johnson

Meeting called to order 4:02 pm

Board Member Candidate – Zachary Johnson was introduced to the Board as a candidate for the Board’s consideration to serve on Board of Directors. Executive Director, Joseph Cortes, noted his appreciate for Mr. Johnson’s background and expertise. The Board showed appreciation for Mr. Johnson’s interest in serving.

Motion to bring Zachary Johnson on as sitting member of Board of Directors made by Charlie Waters. 2nd Jake Candler. Motion passed unanimously.

Employment Offer Letter – Head of School, Dr. Darice Irby, explained updated offer letter. The 30-day required notice was discussed. The question was raised to affirm that the change in offer letter had been vetted by legal review. This was affirmed.

Motion to approve the change in offer letter was made Jake Candler. Charlie Waters was Second to the motion. The motion was approved unanimously. The motion did pass.

Auditor proposal was presented. CFO Erika Ellison described the cost of the audit and described that SCSC would reimburse the cost since the auditor is on the SCSC approved list. The Board reviewed the audit letter and showed appreciation for the decision to select an auditor that was approved for reimbursement.

Motion to accept Mauldin and Jenkins as auditor was made by Charlie Waters. 2nd Jake Candler. Motion approved unanimously.

Financial Policies: SCSC response was shared with Board. Policies were developed in accordance with SCSC requirement and associated findings. SCSC’s LUA Local Unit of Administration Manual was used as the basis for all changes. Erika Ellison indicated that she believes that we are now fully in accord with SCSC’s requirement. It was noted that this policy reading is the first reading and next month would be on the agenda for final approval.

Board personnel presented to board for approval – two employees came forward in Dr. Irby’s description for Board employment. There were questions asked candidate’s qualifications. Dr. Irby described the process of vetting candidates. As questions were raised, it was noted that while it is important to ask questions, while the Board recognized limitations in accordance with the governance role. It was noted that prior history is the best predictor of future performance. A question was raised pertaining to how common it is for there to be movement over relatively short periods of time. Members of the Board continued to review timelines of candidates. It was noted that commitment is an important component of what the Board seeks in employment decisions.

Tommy Stephens moved to approved. 2nd by Jake Candler. The motion was approved unanimously.

Second Reading of 23-24 Budget

Erika Ellison was recognized as presenter. Erika described that the biggest driver is the change to enrollment to a capped total of 600 students. Additional positions added to the budget were noted. Assumptions were carefully reviewed with Jon Cooper, Department of Education Budgeting Director. It was noted that the current year's forecasting was carefully done with minimal variance in year 1. Predicted student demographics were noted. Average salary was reviewed across positions and salary changes for the coming year were described. Benefits costs were noted, related to market and additional personnel coming aboard. There was interest in additional information pertaining to benefits, and it was noted that a full presentation would be forthcoming.

It was noted that onboarding of new Board members to the financial aspect of the governing Board would be important to do.

Jake Candler motioned to approve. 2nd by Charlie Waters. The motion was voted unanimously.

Head of School report given. Dr. Irby provided information to the Board related to GMAS testing. She described the process for retesting students. Dr. Irby described the percentage of students that she believed will have tested when this process concludes. Dr. Irby described measures provided to get students to test sites. It was noted that 95% tested is the requirement.

Dr. Irby reviewed numbers of students currently approved for enrollment during the coming school year. A breakdown of new students and returning students were presented to the Board. Demographic information was provided to the Board.

Executive Director Joseph Cortes shared updates. Keya Grant submitted her resignation to Board's Chair Susan McDowell. Cortes noted that a training would be set for the month of July.

It was announced that Susan McDowell would be leaving the Board. She noted her appreciation for the Board's commitment to governance where students are kept at the forefront. In parting comments, the important of close and careful vetting of all candidates for all positions was raised as her most important recommendation looking forward toward the future success of GADCA.

Mr. Cortes provided a reminder related to SCSC's required Board training and walked the Board through the online training modules.

Board meeting adjourned 5:30 pm