



## **Frederick Classical Charter School, Inc.**

### **Membership Meeting**

**May 19, 2022**

*Minutes submitted by Lei Sun*

***Member Count - Present or by Proxy: 54***

25% of 663 members required for quorum = 166

Welcome at 7:34pm.

Quorum was not met. It was suggested by the Parliamentarian that another meeting would be needed in order for the bylaws to be presented for membership to vote on. Per Mr. Thomas Balch (present at the meeting), Maryland Non-Profit Law Section 5.206 requires the Board to give members fifteen (15) days notice on newspapers. During the new meeting, the majority of members may approve agenda items regardless of quorum.

Membership meeting was adjourned at 7:41pm.

#### *Attachments*

*Notice*

*Agenda*

*Member Proxy Form*



# Notice of Membership Meeting

## Thursday, May 19, 2022

Dear FCCS Parents/Guardians and Staff,

A Membership Meeting of Frederick Classical Charter School, Inc. will be held on **Thursday, May 19, 2022 at 7:00pm EDT** in the FCCS cafeteria. This particularly important meeting will include consideration of a proposed revision of the FCCS Bylaws (included with this notice) and elections to the Board of Trustees.

The meeting will also include reports from the President, Head of School, and Treasurer, the status of the search for a new facility, and additional information about membership and the organization.

Members of FCCS, Inc. are current parents/guardians of record and current staff employed at FCCS.<sup>1</sup> Your participation is valuable. The organization's current bylaws require 25% of members to attend in order for any business to be conducted. Please plan to attend-- arrive early to sign in-- or participate by submitting your proxy.

Childcare will be available in the FCCS gymnasium for children ages 3-14. Please arrive by 6:30pm to register your child(ren). Volunteers are requested to provide support.

If you are unable to attend the meeting, please submit the appended Member Proxy Form to the school at any time prior to the meeting or send it to the meeting with your proxy-holder. Remember, each parent or guardian of record counts as an individual member, so please bring your spouse or your spouse's proxy form to the meeting, if applicable. Parents from separate households may each fill out a separate proxy form. If members do not execute the duty to participate and quorum is not met, an additional meeting may be required.<sup>2</sup>

Your role as a member of the organization is important and we appreciate your interest in the school and your support by attending this informative meeting. Thank you for your continued support!

Sincerely,  
*The Board of Trustees*  
*Frederick Classical Charter School, Inc.*

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<sup>1</sup> Under the current bylaws, founding members listed in the charter application held voting membership for eight years from the August 2013 date of the school opening, so they ceased to have voting rights in 2021. Under the proposed bylaw revision, founding members would have the right to make motions and debate, but not to vote, at meetings of members.

<sup>2</sup> The procedure authorized by Md. Code Ann., Corps. & Ass'ns §5-206 might be invoked. Under that statute, if a majority of the members present in person or proxy at the May 19 meeting call for an additional meeting and certain requirements for published notice 15 days prior to the additional meeting are followed, those present in person or proxy at the additional meeting will be able to take any action that could have been taken at the original meeting if a sufficient number of members had been present.

**Frederick Classical Charter School, Inc.  
Membership Meeting  
Thursday, May 19, 2022  
7:00 PM**

**Proposed Agenda**

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- I. Welcome and Highlights
- II. Authorization of Thomas Balch, Professional Registered Parliamentarian, to serve as temporary professional presiding officer
- III. Adoption of Agenda
- IV. Confirmation of Trustees
- V. Consideration of Proposed Bylaw Revision
- VI. School Report
- VII. Finance and Facility Report
- VIII. Membership, Charter, and Organization
- IX. Q & A
- X. New Business
- XI. Closing Remarks



# Membership Meeting Thursday, May 19, 2022 Member Proxy Form

I, being a member of Frederick Classical Charter School, Inc. (FCCS) and entitled to attend and vote at the membership meeting, do hereby appoint the FCCS member listed below as my proxy.

\_\_\_\_\_

**Fill in the name of a member you would like to vote on your behalf at the meeting**

**OR**

**Circle one name below if NOT naming an individual above**

Debbie Shoffner, Vice President

Lei Sun, Secretary

Rebecca Brooking, Trustee

Carla Ciccone-Stevens, Trustee

Angie Custer, Trustee

Debbie Nnameka, Trustee

Tom Olivero, Trustee

*The undersigned member(s) of Frederick Classical Charter School hereby appoints and names the above individual as proxy to vote on my behalf at the Membership Meeting to be held on Thursday, May 19, 2022 at 7:00 pm at FCCS, or at any recess or adjournment thereof.*

*This Proxy/Ballot may be used to establish a quorum at the meeting, and the proxy-holder shall have full authority to vote on any and all matters properly coming before the members, including voting on the proposed bylaws revision, and to elect members of the Board of Trustees.*

If a second person in your household/family is a Member of the organization, you may choose to use a single proxy form with both names or submit separate forms. Both Members must sign to be counted.

**Member 1 – Name (Please print):**

**Member 1 – Signature:**

\_\_\_\_\_

\_\_\_\_\_

**Member 2 – Name (Please print):**

**Member 2 – Signature:**

\_\_\_\_\_

\_\_\_\_\_

**Date:** \_\_\_\_\_

Please circle below to indicate your member status:

FCCS Parent

FCCS Staff