



Frederick Classical Charter School, Inc.

Membership Meeting Minutes

May 25, 2023

Meeting Minutes submitted by Lei Sun

Present: Nkechi Ileka-Adeoye - Chair
Debbie Nnameka
Lei Sun
Tom Olivero
Debbie Shoffner
Robert Wells
Salimeh Khaleeli

Other Participants: Jen Schneider
Thomas Balch

Called to order and Welcome at 7:22pm.

1. Confirmation of Quorum

Member Count - Present or by Proxy: 140

20% of 468 members required for quorum = 94

Quorum was established.

An additional member joined this meeting after the quorum was announced.

2. Presiding Officer

The Board proposed that the presiding officer for the rest of this particular membership meeting be a professional presiding officer named Thomas Balch, J.D., who is one of the authors of the current 2020 edition of Robert's Rules of Order Newly Revised. He had served as a professional presiding officer at previous FCCS membership meetings. There was no debate or objection. Mr. Balch was designated as professional presiding officer for this membership meeting, and the chair was turned over to him.

3. Adoption of Agenda

There was no debate, amendment or objection. The agenda was adopted.

4. Approval of 2022 Membership Meeting Minutes

Dr. Sun read out loud the meeting minutes for May 19, 2022 (quorum was not met) and June 14, 2022. There were no corrections to the minutes. The minutes were approved as read.

5. School Report

Ms. Ileka-Adeoye presented the School Report on behalf of the Acting HOS, Dr. Samuels. The report includes MCAP math and English performance monitoring data for all grades, and each grade between 3rd and 8th (all FCPS vs. FCCS). In summary, FCCS outperformed themselves in Elementary ELA with a 16% increase in student proficiency and Middle school ELA there was a 4% increase post pandemic. This has a lot to do with the staff at FCCS ensuring students are mastering standards and providing the intervention that is needed on an individual basis which mostly is conducted through our enrichment/intervention time during the school day.

6. Finance Report

Ms. Schneider provided the Finance Report including the followings:

- FCCS, Inc. continues to follow strong fiscal practices.
- FCCS, Inc. publishes financial information to its website including the annual audit report, monthly financials, line item annual budget, and IRS Form 990s.
- Clifton Larson Allen was engaged by the Frederick County Interagency Internal Audit Authority to review FCCS, Inc.'s compliance with FCPS regulations for the period of July 1, 2017 through June 30, 2021. The five year lookback concluded that the books were complete and well maintained.
- The school's one-year probationary period, effective June 9, 2021, had the unanticipated consequence of shutting down the purchase agreement for a potential land in Frederick County. In response, the school contracted with St. John's Properties to extend its current leasing arrangement through June 30, 2028.
- Fiscal year 2022 also recognized Covid relief funding to support the welfare and instructional needs of scholars and staff.
- FCCS, Inc. ended FY 2022 with a net income of \$191,181 and a total fund balance of \$2,051,055. These funds will be utilized for future facility needs and as an operating reserve.
- FCCS currently maintains a strong prospective student waitlist for all grades.

7. Membership, Charter, and Organization Report

Ms. Ileka-Adeoye presented this report,

- The BOT will develop an action plan in response to FCCS' latest probationary status.
- Although the struggle is real, the BOT will explore ways to increase partnership with FCPS, and streamline the communications with them.
- Ms. Ileka-Adeoye encouraged the members to read the charter agreement ending 06/30/2025 and start the conversation in the new school year, as the charter renewal is coming up.
- The current community engagement is great.

- History curriculum: The experts at Johns Hopkins University reviewed the memo from FCPS, and pointed out that more clarity would be needed. For example, wrong grades were referenced, and how does the current curriculum violate FCPS regulations?

8. New Business Items

- Mr. Balch assumed a motion to adopt the following bylaw amendment: “Amend Frederick Classical Charter School, Inc. Bylaws, ARTICLE A-III.MEETINGS OF MEMBERS, Section 1 by striking out ‘The annual meeting, at which elections are conducted, shall be held between March 1 and May 31.’ and inserting ‘Elections are conducted at the annual meeting of members which shall be held between March 1 and May 31 unless otherwise determined by the membership.’ ” Upon debate, the motion was unanimously approved by the membership. Mr. Balch clarified that this would apply to not only this year but also the future years.
- A member motioned to authorize conduct of elections at a meeting of members to be held on or before October 5, 2023. There was no objection upon debate. The motion was adopted.
- Member #1 motioned to urge the BOT to call a membership meeting to consider conforming bylaw amendments to the bylaw amendment adopted at this meeting. Member #2 seconded the motion. Member #3 motioned to amend the pending motion by adding “and include the elections in the meeting”, and it was seconded by member #4. Mr. Balch did not make a call after asking the members to raise their voting cards. Member #5 motioned to add “and to consider additional bylaw amendments noticed and proposed by the members”. It was seconded by member #6. The secondary amendment “to consider additional bylaw amendments noticed and proposed by the members” was adopted upon debate (123 vs. 2. 125 votes were cast. 63 votes were needed to be majority). There were no objections after the secondary amendment was adopted. The full motion “to urge the BOT to call a membership meeting to consider conforming bylaw amendments to the bylaw amendment adopted at this meeting, and to consider additional bylaw amendments noticed and proposed by the members and include the elections in the meeting” was adopted. During the debate, a staff member pointed out that people who voted (123 vs. 2) were less than the quorum 140. Mr. Balch clarified that under Roberts’ Rules, someone who abstains will not affect the result.

9. Q&A

- Nominating Committee’s process: Ms. Ileka-Adeoye mentioned that the BOT received an overwhelming number of candidates who are interested in serving on the committee. The Nominating Committee will be announced in the June public meeting, and be officially appointed during the first public meeting in the coming July. The BOT will also discuss the election process during public meetings.
- History curriculum: Dr. Prather, an expert in classical education, mentioned that the Story of the World is actually one of the most diverse textbooks. The BOT discussed our history curriculum with an independent consultant from Johns Hopkins University’s curriculum department, and their review is underway. There will be a cost for their review, and one possibility is to ask the publisher if they are willing to pay for the review.

The history curriculum was approved by FCPS at the very beginning, and now FCPS appears to be interfering with it. Ms. Ileka-Adeoye mentioned that, when the Executive Director position is filled, that person will hopefully work and collaborate with FCPS on certain initiatives, such as the history curriculum. The BOT will certainly consult with the history teachers and admin at FCCS and rely on their expertise. A member asked if the community could send a petition to FCPS as a group saying our current history curriculum is good as is. Ms. Ileka-Adeoye encouraged the community to gather data before doing so.

- Headhunter for HOS recruitment: A headhunter usually charges a one-time commission (around 5% of the salary or \$10k-15k). As far as the BOT is aware, FCPS has not utilized a headhunter before. BOT sent an inquiry to FCPS earlier, and is waiting for their response. Since the HOS is a FCPS employee, FCPS has to post the job in a certain way.

10. Closing Remarks

Ms. Ileka-Adeoye stated that this meeting would be her last journey with FCCS. She did not plan it but stayed on the BOT for six years. She thanked the staff, admin, volunteers and fellow BOT members for their hard work. She stressed that FCCS is not about adults or anyone's personal agenda. It's all about the scholars who are thriving and show better virtues than adults. She urged the community to put personal agendas aside, keep FCCS' mission and vision in mind, and make decisions by putting the scholars first. Additionally, she was confident that the probation would be lifted, and encouraged the community to be involved and engaged.

The meeting was adjourned at 9:11pm.