



Frederick Classical Charter School, Inc.

Membership Meeting Minutes

September 27, 2023

Meeting Minutes submitted by Danielle Tracey

Present: Debbie Shoffner - President and Chair
Debbie Nnameka - Vice President
Danielle Tracey - Secretary
Lei Sun - Trustee
Robert Wells - Trustee

Other Participants: Thomas Balch - Presiding Officer
Diana Sung - Chief Teller

Called to order at 7:11 p.m.

Confirmation of Quorum

The member count present or by proxy at call to order was 109 and counting.
20% of 510 members required for quorum is 102.
Quorum was established.
Final member count present or by proxy was 138.

Welcome by the President - presented by Debbie Shoffner

Good evening everyone! Thank you for attending the fall membership meeting and assisting us with this process. I want to send a huge thank you to all of the Nominating Committee Members, The volunteers working here tonight and who have sent out communications to the community, Admin for assisting us with this special event as well as the dedication from the current Board of Trustees, without each and every one of you this evening would not be possible. It is a challenging process to navigate and lots of preparation has gone into making this meeting happen.

Since we just had our monthly Public meeting a few weeks ago I am not going to provide a comprehensive report as much of our focus has been on this evening's meeting.

I do want to speak briefly about the successful vote of removing probation from the BOE on 9/13 and what a huge impact this will have for the success of the incoming BOT and the FCCS Community. With us successfully meeting the conditions of probation in the first 90 days of it being placed on us the BOT will be able to get started on the substantial work that needs to be done for continued improvement of all the areas of focus under the Boards purview. Working on establishing clear

policies and procedures, training efforts, fundraising efforts to support the growth of the school with current needs in this school and future needs, as well as the charter renewal process. A great amount of time, energy and effort went into making this happen and showing evidence that much had been accomplished in the last year but was unknown to the BOE. We have established a good working relationship with our FCPS liaisons and they are supporting us while we handle the transitions to new BOT members and additional expectations. In addition to the guidance/support from FCPS we have connected with many Charter School experts locally who have offered to give their subject matter expertise to our efforts and I am confident that with the addition of the incoming trustees we will successfully accomplish our goals.

One of the major areas of focus has been increased communication from the BOT with the membership. We have adjusted the monthly meetings to include reports from individual trustees, teacher liaison, our PTC chair and Nominating Committee chairs as well. We have time to explain what the monthly tasks of the trustees are and a look ahead of what we will be working on in the upcoming months. A little while ago work had begun for an administrative manual and board dashboard which was great progress but has not been finished yet. We will continue to work on these and hope that the community continues to partner with us with their volunteer efforts with the PTC and other committees. Establishing additional committees and organizational flow charts to clearly identify the processes is a task that the incoming board will begin to work on rapidly.

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.

Adoption of Agenda

The chair will assume a motion to adopt the agenda with the election of non-parent board or committee non-FCCS members. No objection or debate. Agenda adopted.

Approval of May 2023 Membership Meeting Minutes

The membership meeting minutes were distributed in advance and hardcopies were available at the meeting. No corrections to the meeting minutes. The minutes are approved.

New Business Items

- A. Election of non-parent board or committee non-FCCS member - VP Debbie Nnemeka moves that Raymond Harne and Ed Greenslit be elected as "Non parent board or committee" members of Frederick Classical Charter School Incorporated. Robert Wells seconded. No objection or debate. Clarification on whether they will still be members if they are not elected. Yes. Motion adopted and they are now members.
- B. Election-Membership Vote:
 - a. Under the FCCS Bylaw Revision that was adopted in July 2022 and amended this past May, Article A-IV(3)(a) authorizes the Board of Trustees to change the number of non-officer trustees as long as it does not do so "during the period between the annual appointment of

Nominating Committee members and the conclusion of the following election of Trustees. This year, prior to appointing the members of the Nominating Committee, the Board voted to increase the number of non-officer trustees by one, with the result that there are four trustees to be elected at this meeting to a term ending in 2025. In 2024, three trustees will be elected to a term ending in 2026, and four officers will be elected to a term ending in 2027. In between such elections, the bylaws provide that it is the Board that is authorized to fill any vacancies that may occur among the officers and non-officer trustees.

- b. The bylaws set forth a process under which a Nominating Committee is selected by the Board. It is composed of three parents and two teachers who cannot be Board members or candidates for the Board, and a non-voting chair who is a Board member. The Nominating Committee nominates candidates for the positions to be elected and its report is to be sent to all FCCS members. Then members may nominate additional candidates by petition.
 - c. This year the two were sort of mixed together, with the final nominations from the Nominating Committee coming after the deadline set for receiving nominating petitions. No petitions nominating other candidates for trustee were received by the deadline, which was September 15.
 - d. As a result, there are only four nominees for the four open trustee positions, but the bylaws also guarantee members the opportunity to write in the names of other possible candidates. Staff members are not eligible to serve on the Board. Parent members are any individuals who are neither parents nor staff members but are authorized to be what the bylaws call “Nonparent Board or Committee members” by a majority vote of the members at a membership meeting such as this one.
 - e. Those nominated by the Nominating Committee for the four trustee positions with a term ending in 2025 are:
 - i. Aimee Bowersox
 - ii. Raymond Harne
 - iii. Cortney Krauss, and
 - iv. Robert “Bobby” Wells
 - f. There was no debate. The membership voted.
 - g. 120 votes were cast, with 61 required for election. Raymond Harne received 119 votes, Bobby Wells received 116 votes, Aimee Bowersox received 111 votes, Cortney Krauss received 102 votes and Patrick Word received 1 vote as recorded by the chief teller.
- C. Board Member Appointment:
- a. VP Debbie Nnemeka made a motion that when the Board of Trustees fills the vacancy in the office of Treasurer for the term that will expire in 2024 as required by Bylaws Article B-III, Section 7, it is urged to appoint Jessica Constant, and that when the Board of Trustees fills two vacancies for non-officer trustees for the terms that will expire in 2024 as required by Bylaws Article A-IV, Section 8, it is urged to appoint Ed Greenslit and Rachel Hanson. Robert Wells seconded.
 - b. It was moved by Allison Rizzo to divide the question to take up the position of treasurer, 1st non-officer trustee, and 2nd non-officer trustee. Objection to divide. Majority vote was to divide the motion.

- c. Motion to request secret ballot vote for all 3 trustees. Objection. 56 in favor and 58 against voting.
 - d. Debate or amendment to urge the board to appoint Jessica Constant? No debate or objection. Motion is adopted.
 - e. Recommendation to appoint Ed Greenslit to serve as one as the non-officer trustees. Any debate or amendment? No. Objection? No. Motion is adopted to recommend that Ed Greenslit is appointed as a non-officer trustee.
 - f. Recommendation to appoint Rachel Hanson to serve as one as the non-officer trustees. Any debate or amendment? No. Objection? No. Motion is adopted to recommend that Rachel Hanson is appointed as a non-officer trustee.
- D. Other New Business:
- a. According to Robert's Rules of Order Newly Revised, Twelfth Edition, paragraph 48:12, when an organization is not going to meet again within the current month or following three calendar months, a committee should be authorized to approve the minutes. Robert's Rules goes on to say, and I quote, "The fact that the minutes are not then read for approval at the next meeting does not ... prevent the assembly in such a case from making additional corrections...." So if members think the committee to authorize the minutes made a mistake, it can still change the minutes at a future meeting. Often either the Board or the Executive Committee is authorized to approve the minutes of a membership meeting, but it is also possible for the members to adopt a motion creating a special committee and naming its members with authority to approve the membership meeting minutes. Motion by Allison Rizzo to authorize the board to approve the minutes of this meeting provided that they are approved within 60 days of today. Mr. Penn seconded. There was no debate or amendment. Motion is adopted.

Q & A

1. Amendments to the bylaws: Hopeful that we can get a committee together to do a bylaw review and amendment prior to meeting in May.
2. When will the website be updated with the new board of trustees? The new trustees start upon the announcement of the election.
3. When will the appointment of the new trustees happen? At the board meeting on Monday, Oct 9th.

Closing Remarks

Thanks for coming out and showing your support. A big round of applause for the nominating committee. Appreciate your time coming out. New grievance policy on the website. Thank you Mr. Balch.

Adjourn

The meeting was adjourned at 8:14 p.m.