

Genesis Innovation Academy

“Creating a Legacy of Greatness – One scholar at a time!”

Virtual Meeting Link: [Board Teams Meeting](#)

August 24, 2023

7:00 PM

BOARD MEETING MINUTES

- I. Opening/Call to Order: Meeting called to order @ 7:08 PM
 - A. Madam Chair entertained a motion to call the meeting to order @ 7:08 PM
 - i. Motion made by EB.
 - ii. Motion seconded by MS.
 - iii. Abstentions – none.
 - iv. Opposed – none.
 - v. Motion carried by unanimous vote.

- II. Attendance and Quorum Verification
 - A. Attendees: Tomika Jones, Madam Chair; Dr. Marcus Shute; Eddie Brown; and Dr. Gavin Samms.
 - B. Absentees: Jeff Lawrence; Keishia NiBlack; and Marissa Coleman.
 - C. A quorum was met.

- III. Consent Agenda (Madam Chair Jones)
 - A. Adoption of Meeting Agenda
 - i. Madam Chair entertained a motion to adopt the Consent Agenda.
 - a. Motion made by MS.
 - b. Motion seconded by EB.
 - c. Abstentions – none.
 - d. Opposed – none.
 - e. Motion carried by unanimous vote.
 - B. Approval of Meeting Minutes
 - i. [June 22 Board Meeting](#) Minutes
 - ii. June 29 Called Board Meeting Minutes
 - iii. July 22 Called Board Meeting (Retreat) Minutes
 - C. Committee Reports
 - D. Board Action Items
 - i. Approve Girls Academy [May](#) Financials,
 - ii. Approve Boys Academy [May](#) Financials.
 - iii. Ratify Emergency Purchase of Bathroom Partitions.
 - iv. Approve Boxx Modular Contract Extension of 36 months.
 - v. Ratify Renewal of Copier Contract for 5 years.
 - vi. Approve removal of PPP account and equal allocation to separate money market accounts for the Boys and the Girls Academies.

- IV. Announcements & Recognitions (Madam Chair Jones) – No action
 - A. Madam Chair acknowledged this as the first Board Meeting for the new school year and that everything seems to be normal so far.

- V. Discussion: FY23 Budget Amendment
 - A. Boys Academy – (Dr. Gavin Samms)
 - B. Girls Academy
 - C. Discussed the approval details from the last Board Meeting but the vote will be delayed for a called FY23 Public Budget Meeting on August 30, 2023.

- VI. Discussion & Action Items for the Board
 - A. Governance – (Dr. Marcus Shute, Committee Chair)
 - i. Action Item #1: Head of Schools Contract
 - a. Discussed the requirement to modify and reapprove the contract agreement due to insurance and communication stipend changes (< \$3,200 increase).
 - b. Madam Chair entertained a motion to vote on the Head of Schools Contract.
 - 1. Motion made by MS to reapprove the modifications made to the Head of Schools agreement for 2024 school year so we can move to get it executed.
 - 2. Motion seconded by EB.
 - 3. Abstentions - none.
 - 4. Opposed - none.
 - 5. Motion carried by unanimous vote.
 - ii. Update Item #1: Board Retreat Summary – Madam Chair
 - a. Let's continue to grow our board and increase Friends of Genesis. The Board's assignment included sharing a motivational word: FOCUS • BUILDING • STRATEGIES • EXECUTE • BETTER • POSITIVITY • LEGACY • INTENTIONALITY!
 - b. It was a great retreat generated great action items;
 - iii. Update Item #2: Member/Friends Candidates (all) – (Dr. Shute)
 - a. We are targeting building Friends of Genesis' purpose is to create good synergy between the board, work of Genesis and volunteer. We will consider those who have exceptional values to move directly to the board.
 - b. A few potential candidates have been received (from Jeff & Keishia) but everyone is requested to seek candidates.
 - iv. Update Item #3: Governance Training Verification – (Dr. Shute)
 - a. Dr. Samms connected with Taylor about his training.
 - b. Jeff submitted his notarized document attesting to training.
 - c. Training records could be uploaded to an admin porter but there is confusion about who uploads to a portal. TJ is sending an email about the portal to GS.

- B. Finance - (Eddie Bradford for Jeff Lawrence, Committee Chair)
- i. Action Item #1: Vote on Bonus and/or Additional Increases (Eddie Bradford)
 - a. Discussed the status of Dr. Samms' bonus, but there wasn't a list of names (Executive Directors = \$4K and GS = \$5K). January 11, 2023, an email was sent to have a document of work done. The allocated bonus money was held but not distributed yet. Everyone on the list paid except GS. (KS had been a volunteer.) So, the money had not been paid out (Mrs. Smith can verify and it can be approved conditionally.)
 - b. Madam Chair entertained a motion to verify and approve the \$5K bonus for Dr. Samms which.
 1. Motion made by EB to verify and approve a \$5K bonus for Dr. Samms from the previous bonus pool, contingent upon Eddie verifying that it wasn't already paid.
 2. Motion seconded by MS.
 3. Abstentions - none.
 4. Opposed - none.
 5. Motion carried by unanimous vote.
 - ii. Action Item #2: Approve Payment to Insurance Company (Dr. Samms)
 - a. Discussed the process to make sure all was covered on each floor, all doors, and approved paying vendor for cabinets (cabinets never replaced). The insurance was supposed to give an accounting and list of disputed items, but they didn't provide this information. The independent expert was slated to do the assessment of work that he did not do face-to-face job. The vendor's lawyer is calling him. Our lawyer suggests paying him a portion of what was done (in good faith) vs keeping it at \$0.
 - b. TJ said a vote can go forth if we prove emphasized that when we get bonuses or additions, we need to clearly state what they are, what period is covered, and who is covered. In this case we must understand where the ball was dropped. GS explained that last week he wanted to be sure that the other executives were approved.
 - c. Madam Chair entertained a motion to vote on \$200K partial payment to the vendor.
 1. Motion made by EB to approve \$200K partial payment to the vendor based on the approved and verified work that is already completed.
 2. Motion seconded by MS.
 3. Abstentions - none.
 4. Opposed - none.
 5. Motion carried by unanimous vote.

- iii. Action Item #3: Approve transfer of Boys Academy operating funds above \$1.5 million to the proposed South State money market account. (Dr. Gavin Samms / Eddie Bradford).
 - a. Discussed the request to move \$1.5M (based on enrollment) and operating account and knowledge but 4% was offered to us and it in liquid with six transactions annually.
 - b. Madam Chair entertained a motion to approve the transfer of Boys Academy operating funds to a money market account.
 - 1. Motion made by EB to approve transfer of Boys Academy operating funds above \$1.5 million to the proposed South State money market account.
 - 2. Motion seconded by MS.
 - 3. Abstentions - none.
 - 4. Opposed - none.
 - 5. Motion carried by unanimous vote.
- iv. Action Item #4: Approve transfer of Girls Academy operating funds above \$1.5 million to the proposed South State money market account.
 - a. Madam Chair entertained a motion to approve the transfer of Girls Academy operating funds to a money market account.
 - 1. Motion made by EB to approve transfer of **Girls** Academy operating funds above \$1.5 million to the proposed South State money market account.
 - 2. Motion seconded by MS.
 - 3. Abstentions - none.
 - 4. Opposed - none.
 - 5. Motion carried by unanimous vote.
 - v. Discussed the possibility of increasing to \$1M deposit best practice board level audits.

C. Development – (Tomika Jones for Keishia Niblack, Committee Chair)

- i. Update Item #1: Development Consult Update
 - a. Lance Lucus sent a summary of Cox Curry services to us and their 30-month program and services they can do for us: annual campaign plan, voluntary management plan, and time frames/monthly, resources, Key deliverables and timelines with a monthly retainer is \$12,500 retainer (12 months end of August will total \$150K).
 - b. Given the scope of work, what is the fundraising target? Year one will not give us ROI based on three-to-five-year commitment. No commitment for a target amount but the first year is more about the structure to get to the annual fund. Currently, there is uncertainty about the final target amount. A few questions include the following: What are we developing to achieve. Is there an “out” to the contract? Is there a 60-day cancellation clause for the contract? (This is more like an agreement.)

- ii. Discussion Item #1: Enrollment Marketing
 - a. Efforts are planned to increase enrollment, but this should move to the Development agenda next month.

- D. Academic Excellence – (Dr. Gavin Samms, Committee Chair)
 - i. Update Item #1: Staffing Update
 - a. We need a para pro which is a concern and still trying to get others in. We will watch the July then September Finance Reports
 - ii. Update Item #2: Enrollment Update
 - a. Improvements needed for enrollment.
 - b. Reports are in Teams but uncertainty how to everyone can access it (Board Files).
 - c. TJ requested Teams training for the Board.
 - d. 285 Boys and 298 Boys but Special Ed students are not in the March count.

- E. Public Forum (none)

- F. Executive Session (none)

- G. Action Item Review
 - i. Old Business (prior Action Items)
 - ii. New Business (new Action Items)
 - a. Schedule a called board meeting to finalize the FY23 Budget.
 - b. GS and TJ will remind Ms. Davis about steps to send an invitation to the FY23 Public Budget Meeting and Teams requirements for registration as well with Mr. Brunson
 - c. MS will send out information about the Head of Schools Contract.
 - d. Get verification from Mrs. Smith about payment of GS' bonus.
 - e. GS and team will go through the amounts to determine what has been completed by the vendor.
 - f. GS to follow up on the inferred motion on the Board Meeting held on 6/29/23 minutes, because the bonus motion did not have a number.
 - g. GS following up on the portal to clarify any questions.
 - h. Move enrolment marketing to next month's Development Committee Meeting.
 - i. TJ requested board training for Teams, and GS will follow up with Mr. Brunson about accessibility.
 - j. Organize Teams files in hierarchy to simplify finding information.
 - k. Obtain the amount from Lance Lucs about contract terms and target amounts.

H. Next Board Meeting: [September 28, 2023 @ 7:00 PM](#)

I. Closing and Adjournment

- i. Madam Chair entertained a motion to adjourn the meeting @ 8:02 PM
 - a. Motion made by EB.
 - b. Motion seconded by MS.
 - c. Abstentions – none.
 - d. Opposed – none.
 - e. Motion carried by unanimous vote.