



**KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL AND
KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL
MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES/GOVERNANCE AND COMPENSATION
COMMITTEE
NOVEMBER 16, 2021 | 11:00am**

The meeting of the Board of Trustees of **KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL and KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL Governance and Compensation Committee** (collectively, the “Schools”) convened at 11:00 a.m. on September 17, 2021 by on Zoom held in compliance with the open meeting laws, at which a quorum of the Trustees was present.

The following Trustees were present: Stephanie Pierre-Louis, Doug Borchard, Shenkiat Lim, Matt Fates, Tom Beecher

The following Trustees were absent: Michael Kendall

Additional participants: Coretta Martin

1. Introduction and Review of SY22 Governance & Compensation Goals
 - Recruitment: The board discussed the goal of developing a board pipeline by supporting committee chairs with recruitment and cultivation of non-board committee members.
 - Sustainability: The board discussed the goals of maintaining a full complement of board members at all times, confirming board member retention by April 2022, creating and maintaining updated succession plans for all board officers and committee chairs, updating and finalizing plans in the event of ED transition/succession, and developing guidance around board structure for potential expansion scenarios aligned to the Strategic Plan. The board also talked about the need to develop and enact a clear onboarding process for new board members.
 - Compliance and Oversight: The board discussed the goal of achieving 100% board and committee compliance with Open Meeting Law, monitoring progress-to-goal of board committees, and evaluating progress at the end of the



year. They also discussed the goal of achieving 100% individual board member engagement (donation and activity generation).

- Update ED Performance Management & Compensation Program: The board discussed the need to update the framework and process for board's ED goal-setting, feedback, evaluation, and compensation structure. They also discussed the need to complete a full performance evaluation cycle for the Executive Director (2 formal check-ins and skip-levels).
2. Review Board Skillset Summary
 - The board reviewed the current composition of the board and identified areas of need. It was recognized that data needed to be re-collected, but there appeared to be a gap in alumni and parent participation in the board and committees.
 3. Board Composition Action Planning
 - The board discussed the importance of increasing members in each of the committees, specifically focusing on the Development Committee and T&L Committee.
 4. Board Family Leave Plan
 - The board discussed the need for a clear leave process outlined in the bylaws, including information on how and when to ask for leave, and what the approval process looks like. It was determined that this process is currently not outlined in the bylaws, and that the judgement of the Board will determine the process. The board also discussed the potential impact on board and committee meetings during a leave, and whether it would make sense for the Chair to resign and a new Chair to be elected.
 5. Closing
 - Alyssa confirmed that it is up to the board to decide if they simply want the Vice Chair to step in while the Chair is out. Some things to consider include: How long is the Chair's leave, when does it start and end, how many Board/Committee meetings will the Chair miss during this leave, is the Vice Chair on the same Committee, and is the leave long enough/are enough meetings missed where it would make sense to resign as Chair and elect a new Chair.

Meeting adjourned at 12:30pm.

Matt Fates

A handwritten signature in black ink, appearing to read "D. G. B. E.", written over a horizontal line.

[Committee Chair Signature]