



**KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL AND
KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL
MINUTES OF THE MEETING OF THE GOVERNANCE AND COMPENSATION COMMITTEE
September 16, 2022 | 1:00 pm**

The meeting of the Governance and Compensation Committee of **KIPP ACADEMY LYNN PUBLIC CHARTER SCHOOL** and **KIPP ACADEMY BOSTON PUBLIC CHARTER SCHOOL** (collectively, the “Schools”) convened at 1:00 pm on September 16, 2022 in person, held in compliance with open meeting law, at which a quorum of the committee members was present.

The following Committee members attended in person: Doug Bourchard, Matt Fates, Shenkiat Lim, Stephanie Pierre-Louis, Rhonda Barnes

The following Committee members attended by Zoom: n/a

Additional participants: n/a

The following committee members were not present: Mike Kendall, Jorge Trejo

Stephanie called the meeting to order 1:00 pm and presided throughout the meeting. She ascertained that sufficient Committee members were present at the meeting, and that, accordingly, a quorum existed.

1. The Committee tasked the ED with drafting two types of succession plans: 1. In case of emergency and 2. more long term. Nikki will work on this and bring to next meeting.
2. The Committee discussed the structure of the Board including whether we have two separate Boards as recommended by former CEO Richard Barth. In the end, the Committee decided we would look to add 2 parents who have alumni, but not current students, on the Board, so that we can benefit from their experience as parents AND they can provide us with a more objective POV.
3. The question of the secretary taking notes at meetings via by-laws came up. Doug pulled up by-laws and by-laws say the notes are maintained by the secretary-- we can designate a note-taker and ensure the secretary and note-taker have a shared folder with the notes and actual minutes to ensure the secretary is maintaining the notes.
4. Committee members discussed how the ED was compensated prior to COVID and determined that the ED’s compensation will be two-fold: the first aspect will be in regard to the ED’s base salary-- that will be discussed as a result of a 360 survey. The ED



requested that the compensation committee consider a way to get parent input on the survey.

5. The Committee reviewed with the ED how the bonus was previously calculated and next steps include the ED submitting their self assessment of their performance as it relates to FY22 Goals.
6. Committee discussed Board member give/get structures and Doug Borchard recommended that we work with the Development Committee to name that we ask board members to be one of their top 5 donations as they decide their philanthropic giving for each fiscal year.
7. As a part of further investing the Board in the work of KIPP, we decided that the Board would get a well planned invitation to senior signing day, among other ways for the Board members to see the KIPP work in action.
8. Board agreed with the goals-- as a part of 2023 goals, it will include developing an alum to move from a committee to a full board member and recommending a maximum of 2 parents to be on the Board by June 2023. The Committee discussed the fact that an onboarding plan exists, it just needs to be used. We'll need to do this for Paul and Mike and those two will be our proof points that we actually onboarded new Board members.

Stephanie moved to close out the September 16 Committee Meeting at 2:00.

Matt Fates

A handwritten signature in black ink, appearing to read "D. Borchard".

Committee Chair Signature