

**Board of Trustees Meeting – via Zoom
January 27, 2022 MINUTES – Open Session**

Meeting called to order at: 7:05 p.m.

Trustees in attendance: Matt Champion, *Past-President*; Erin Corcoran; Ansley Covey; Angie Deane; Justin Dunnem, *President*; Annie Geary; Jen LaPrad, *President-Elect*; Kiara Moore; Rabia Shariff; and Donna Voor, *Secretary*

Staff/Faculty in attendance: Randy Kelly, *Head of School*; Matt Jun, *Director of Finance*; and Kim Bosworth, *Director of Admissions*

Guests in attendance: n/a

Trustees Absent: Peter Ashley and Jeff Miars, *Treasurer*

Minutes from the December 2, 2021, Open Session meeting were unanimously approved.

COMMITTEE REPORTS

Committee on Trustees: Jen forwarded a recruitment email to members for approval. It was approved to be sent and placed in the weekly newsletter. The BOT Manual, including the by-laws, have been divided among committee members and edits are being worked on. The committee will get the revisions to the full Board prior to the February meeting.

Finance Committee: Moved to Closed Session

Facilities/Technology Committee: Met January 26th to discuss the Fire Marshall report and winter projects. Minutes from the meeting will be posted to Slack.

Advancement/Marketing Committee: Angie mentioned the committee meeting had to be cancelled this month. The Annual Giving Campaign has raised \$64,000 so far. Windfall plans are moving forward.

OLD BUSINESS

- COVID-19 Update – Ansley sent a document to Justin and Matt to edit which will eventually be posted as a new page to TMA’s website and serve as an update to our original COVID-19 Protocol document.
- Strategic Plan – Matt sent a draft to Annie for editing. It will be cut to three years from five. Final document will be posted to Slack soon.

NEW BUSINESS

- Discussion re: conflict of interest concerning Justin Dunnem being closely related to three staff members. The conflict has been disclosed and it was agreed to allow Justin to remain as President in spite of the current by law Conflict of Interest statement. Ethical walls will be established. Justin will recuse himself from any matter related to contractual matters, salary, etc. of any staff/faculty member. The COT will draft a document describing the ethical walls and present to the Board.

Motion to adjourn to Closed Session.

Adjourned to Closed Session at: 8:42 p.m.

Next meeting: Thursday, February 24, 2022 at 7:00 p.m.