

PLP BOD Board Retreat Meeting Minutes- Date: May 18, 2012

PLP BOD Present: Michelle Adams, Anne McIntosh, Julie Robinson, Linda DiPaola, John Allemeier, Julie Flaherty, Scott Broemann, Brian Hochman, Pam Rogers

Absent: None

PLP Administration: Chris Scholl, Gloria Miller

Absent: Amy Sevic

Location: Upper School Seminar Room

NOTE: Board members convened at 5:15 to eat dinner. Quorum achieved.

### **I. Call to Order**

At approximately 5:49 pm, Meeting called to order.

### **II. Conflict of Interest Reminder per N.C. General Statutes 138A-15(e).**

Chair reads Conflict of Interest Reminder per N.C. General Statutes 138A-15(e) which states: "In accordance with the State Government Ethics Act, 138A-15(e), it is the duty of every Board member to avoid both conflicts of interest and appearance of conflict. Does any Board member have any known conflict of interest or appearance of conflict with respect to any matters coming before the Board today? If so, please identify the conflict or appearance of conflict and refrain from an undue participation in the particular matter involved.

Chair asks if any board member has a conflict with any issues coming before the board this evening. Julie F., Julie R., Michelle A., John A., and Linda D did state they have a conflict (regarding General Membership election vote).

### **III. Nominating Report**

Committee Chair stated that the General Membership Annual Meeting was held on Tues., 15 May during lunch and dinner times. Only 79 PLP families voted. In order to achieve a quorum, 240 families is needed.

Vice-Chair asked the board how to proceed forward?

Option #1- Follow the precedent that has been set in the past, if legal counsel says this is okay and that is, welcome in the candidates who received the most vote, allow them to attend and participate in board meetings, but have no voting rights or participation in closed sessions, until a quorum of PLP members ratify the vote?

Option #2- With only 79 families participating, call for a new election?

Option #3- Have current board members stay in place until legal counsel provides recommendation?

Discussion about bylaw changes; are these results valid? Voted on by minority membership.

Kari Jolly shared that Bill Pope's office, in the past, said the next meeting would ratify what the membership voted. Board asked Kari to reaffirm for Wed's board meeting about whether board can (1) vote on WED or (2) make motion to accept new members, if legal counsel recommends. Motion made that election membership results, no voting rights, nor can they participate in closed session, upon reaffirmation from legal counsel. Second. Majority vote.

### **General Membership Voting results**

Nominating Chair announced:

Lower School- John Allemeier

Middle School- Nancy Pacious

Upper School- Steve Lusty

Vice Chair congratulated these parents. Secretary will notify these parents that they are invited to June board meeting.

### **IV. Family Council**

Board liaison reports that Controller continues to work through coding issues on budget with Family Council. The Book Fair profits are earmarked for 6+1 Writing Trait which is \$1,8491.65 and the deadline is Monday to order. Treasurer approves. Motion made to let Book Fair proceeds purchase 6+1 Writing Trait for Lower School. Second. Majority vote.

NOTE: Chris Terrill, Chris Scholl, and Gloria Miller join the board in session.

### **V. S.W.A.T.**

Board member Pam Rogers facilitates SWAT. Chris Terrill shares a developing list of goals for the first 100 days and the first year. Board and HoS reviews and discusses.

Pam discusses that one way to create a strategic plan is to start at the foundation by asking PLP Leadership and Board to identify strengths, weaknesses, opportunities, and threats to PLP. In round robin fashion, each board member spoke and their notes were posted on large papers. Pam will share this list with the board. Take each list and build strategies and create five goals. Board agreed to put this task on June, July, and August board monthly agenda or until this task is completed. At that time, Chris Terrill can present new strategic plan to PLP community at next General Membership meeting.

### **VI. VOTE**

Motion made to adjourn. Second. Majority vote. Meeting adjourned at approx. 8:05 pm.

Respectfully submitted,

Anne McIntosh, Ph.D.,  
Secretary, Board of Directors