APRIL WORK SESSION MINUTES - FINAL

Monocacy Montessori Communities, Incorporated (MMCI) Board of Trustees (BOT) Wednesday, April 27, 2022 @ 6:00 p.m.

Join via Google Meet: **https://meet.google.com/bzk-vnmj-zqy**

Or dial: (US) +1 352-509-5594 PIN: 819 477 144#

Members Present:

- ☑ ~~Nikki Burgee (CCM GC Chair, non-voting member)~~
- ☑ ~~Molly Carlson, CCM Parent Trustee, Facilities Chair~~
- ☑ ~~Nichole Dowlearn, MVM Parent Trustee~~
- ☑ ~~Tara Dunsmore, BOT President~~
- ☑ ~~Michael Beth Edwards, CCM VP~~
- ☑ ~~Elise Goodwin, MVM Parent Trustee~~
- ☑ ~~Jeff Koehler, Treasurer~~
- ☐ Jen Kuhn, (MVM GC Chair, non-voting member)
- ☐ Kathleen Lutrell, Friend of Ed
- ☐ Jennifer Mayo, CCM Parent Trustee
- ☑ ~~Meggan Sombat, Interim BOT Secretary~~
- ☑ ~~Amy Sullivan, BOT Assistant Treasurer~~
- ☑ ~~Amy Dorman, MVM Principal~~
- ☑ ~~Marilyn Horan, CCM Principal~~
  Other attendees:
  Carrie Jean Rathmell
  Josh Rathmell
  Shemica Sheppard

Work Session Agenda

1. <u>Call To Order</u>   **6:00 p.m.**

Meeting called to order at 6:02 with 7 members present initially. See above for full attendance.

2. <u>Follow-up/ Discussion</u>   **6:00-6:50 p.m.**

   - **DISCUSSION: Review MMCI Email and Evote Policy** - 15 minutes (Jeff Koehler)

Tara - began the discussion on the Email/ Evote policy and screen shared the DRAFT policy that Jeff recently updated for the group. The MVM GC asked the BOT to look at the EVOTE policy. Members did a lot of research and the general opinion was that MMCI, as a non profit, is not subject to the MD Open Meetings Act. We are a private entity doing business with the govt, but not a govt entity. The Govt. has oversight. In order to be transparent and uphold our commitment to our Community, we decided it was best practice to follow the MD OMA , however we can make some exceptions to fit our needs.

Tara - We are discussing our use of emails and evotes. The group email constitutes quorum. We need to be careful in determining what we are using evotes for, and the reply all function, and what needs to get captured later. Perhaps we should make those email discussions part of our minutes, because it constitutes a quorum, even when there isn't a vote.

Jeff - It was the opinion of the MSDE as well, that the OMA doesn't apply to charter schools. Tara - Agree, Carol Beck of MSDE and MAPCS were both in agreement that it doesn't apply. If that changes, we can reevaluate.

Meggan - brought up the "I'm here" reply for email discussions, which can be used to confirm quorum, which is in the policy.

Nichole asked if that means every member must reply to every discussion email? Members agreed that is what it means.

Member posed a question of who and how we should notify if members will be offline? Carrie Jean suggested that members email bot group email if scheduled to be offline for more than 24 hours. Ellie mentioned the out of office feature on emails. She mentioned that she always notifies Tara if she will be away for her work. Meggan asked about a text thread or another less formal way to notify the bot of away status. Tara said that wasn't part of the official record. There is a way to create a saved message in email and members can turn on an auto vacation responder.

Member stated that the "I'm here" reply sets an expectation. Member stated that it may cause confusion if people jump in later.

Members agreed that voting in person in an open meeting is always preferred, but that we can use evotes are as necessary.

Tara posed the question of what should be evoted and what should be voted at meetings. She said one thing to consider is what types of things need a public

discussion and opportunity for community input. It is important to be intentional about our purpose for using email and evotes.

Carrie Jean said that sometimes time sensitive issues such as revisions of budgets and annual reports have required an evote. Tara said that is a good point, and for things that have already been publicly discussed, it's okay to evote a revision.

Ellie said that it needs to be a judgment call of the board. Members agreed. We must be transparent and use evotes only when we cannot wait.

Jeff reminded members that at any point during an evote, any bot member can table the motion. It is important to leave flexibility and not limit ourselves, but also important to have the check and balance.

Tara - if anyone feels like the intent of an evote or email discussion has been to avoid transparency, they can stop the discussion.

Meggan suggested we define tabling and other terms within the policy, for the purpose of referencing the policy. Tara mentioned that we are going to learn more at our Robert's Rules training later this evening.

Michael Beth reminded members that Roberts Rules were brought in to our organization to make meetings more efficient and more accessible for volunteers with busy schedules.

Member posed the question - if an evote were to be tabled but it's a time sensitive matter, can we call a special meeting if needed? Ellie - Yes, it's happened before on the MVM GC. It is also called a Point of Order. Meggan asked if that would be considered an emergency meeting? Members confirmed, yes.

Tara stated that anyone who objects to doing a discussion or vote by email can table a motion (or Point of Order) and begin the process for calling an emergency meeting.

Amy Dorman said that she had done some research on Robert's Rules and agreed that the purpose should be to facilitate meetings and the flow of the meeting.

Tara suggested that the BOT could customize our own version of Robert's Rules. (Future BOT discussion topic) We can create our own Rules of Order, outlining the pieces that are relevant and useful to our business.

Tara said that maybe not every topic for evote or email discussion can be proposed in the policy; our goal was not to pigeonhole ourselves.

Jeff agreed about not being too specific with exceptions. If it's an emergency evote, we can do it, and we aren't limiting ourselves in what we can do by saying here's a list of things we don't think should be evoted. He reminded members that anyone can stop a discussion.

Michael Beth said that if we wanted to add more details to the policy, we could say if we've discussed something in a meeting, and we needed more time or more data… but it could be limiting.

Tara agreed and restated that voting during public meetings is always preferable but evotes can happen for reasons such as: time constraints, in the interest of conducting business in an efficient manner, or as part of routine or procedural business.

Ellie asked what are we trying to solve by updating the policy? And also stated that the BOT has the president and committee chairs who make judgment calls, so any topic can be proposed for a discussion, and the chair or president, or any member, can call A Point of Order.

Tara agreed and stated that making sure our intent is clear answers the question of what we are trying to solve.

Member asked if we agree that there are things we should not be voting on? Do we have a process in our bylaws? Tara referenced the notice going out to the community with enough time is based on process in MD OMA.

Tara - We are also going to firm up our commitment to the MD OMA, regarding posting meeting notices and agendas and etc. and we need to have an agreed upon reference to Robert's rules - incorporated into a BOT SOP. (ACTION ITEM - Later assigned to Carrie Jean Rathmell)

Jeff stated that it is up to our interpretation; because our policy or process is based on the OMA/ Robert's Rules, that doesn't mean that we are following those rules precisely. We are using the Robert's Rules to make our process.

Tara proposed that perhaps this Email/ Evote Policy becomes part of our SOP (see reference above).

Carrie Jean stated that the GC's will be informed by the BOT policy. Members agreed.

Tara mentioned that she would like to have regularly scheduled BOT work sessions - or intermittent. (Item for FOLLOW UP.)

Jeff stated that the BOT Secretary manages evotes, and suggested that members send a notice to Secretary and President when anyone is going to call an evote. He suggested we should check during our Robert's Rules training. Carrie Jean suggested the policy state "or the Secretary's designee".

Tara mentioned that sometimes evote email threads get confusing, and said that CCM uses a google form for evotes with new email, summary of motion and form link. Carrie Jean described details of CCM's voting process. (Item for FOLLOW UP) Proposal for use of google forms for BOT Evoting.

A member referenced closed session discussions where details are kept private, however the vote is made publicly.

Amy Dorman brought up the use of confidential emails. Tara responded that every member signs a confidentiality agreement.

Tara reminded members that if they are forwarding any emails to other accounts, when you vacate your position you need to clear and reset those customizations. She clarified that she was referring to forwards from one MMCI account to another.

Ellie suggested that perhaps we should not forward any emails. Tara said that sometimes it's necessary for organization, and clarified that members should not be forwarding anything to private email accounts. (FOLLOW UP) Email use should become part of the BOT SOP.

Tara stated that we are out of time and the Staffing Discussion will need to be rescheduled. ACTION ITEM (Meggan) Reschedule the Staffing Discussion Work Session.

Meeting adjourned at 6:58pm. *Noted that a motion to adjourn is not necessary for Work Sessions.*

- ~~**DISCUSSION: MMCI Staffing Needs** - 35 minutes (Tara Dunsmore)~~

Announcements:
1. Upcoming MMCI Business Meetings (usually held at 7PM the FINAL Wednesday of each month): *meetings will be virtual until further notice*
   - April 27, 2022
   - May 25, 2022

2. Minutes and Agendas may be found online at *http://mmcimd.org/calendar/*