

Board Chair Signature:

Joyce Wieland

Director Signature:

Bonnie Guertin



Lutz Preparatory School

A Hillsborough County Public Charter School of Choice Serving Grades K-8

Board of Directors Workshop Minutes

November 17, 2022

Board workshops do not have a section for public comments or board voting.

- 1) Meeting called to order by Board Chair at 6:17 PM.
 - a. Meeting held via Zoom.
 - b. Present: Andrews, Callahan, Gaudi, Gonzmart, Kouffman, Narkiewicz, Paladino, Wieland
 - c. Absent: Lambert, Ramirez
 - d. Administration: Mrs. Guertin
- 2) Chair statement: the purpose of this workshop was to review and discuss the current bylaws and changes suggested by Shawn Arnold, Esq from Arnold Law Firm. After this workshop the bylaws will be revised and approved at the December Board meeting.
- 3) Bylaws: JW reviewed all revisions made to Bylaws by Shawn Arnold, Esq. Board discussed all suggested changes to the bylaws and made the following notes and/or requested clarity on the following items:
 - a. 3.04 Terms of Directors; section 1 - Board suggested adding in procedure of re-electing officers after 3 year term is up.
 - b. 3.06 Place of Directors' Meetings - verbiage to be added regarding meeting in Hillsborough County at least twice per year. Clarification needed from Shawn Arnold on whether zoom meetings are considered in-county meetings.
 - c. 3.16 Parent Representative and Principal/Director Attendance - clarification needed on whether the Parent Representative and Director are required to attend physically in-person or just required to attend in the case of zoom meetings.
 - d. 6.02 Execution of Documents - Board discussed and will remove the section in its entirety.
 - e. Exhibit B Conflict of Interest Policy
 - i. Shawn Arnold will be giving us a template to use.
 - ii. Article III Procedures; Section 2: Determining Whether a Conflict of Interest Exists – after reviewing Shawn Arnold's suggested revision of removing the part where it states that the Board would ask a director to leave a meeting when determining if a conflict of interest exists, the board suggested changing it to encouraging the director to leave the meeting while the other members decide if a conflict of interest exists.
 - f. All other suggested revisions to the Bylaws by the Arnold Law Firm will be edited as noted and will be reviewed and approved at the next regular board meeting in December.
- 4) Roundtable to discuss any topics
 - a. JP asks Mrs. Guertin when the library will be open to students. Mrs. Guertin inform the Board that Mrs. O'Sullivan will be coming back to school a couple days a week.
 - b. DK asks for a redline copy of the bylaws as well as the edited copy.
 - c. VG mentions wanting the board meetings to stay on zoom for convenience and help with achieving a required quorum. JW said all future meetings will be on zoom per the Board's request.
 - d. CG would like to meet in-person some, if possible.

5) Meeting Closed at 7:03 PM.