UMSI Board Meeting

March 19, 2023

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# Board Members Present: Jessica Davis, Ines Oldenburg, Katie Gerdts, Vyju Kadambi, Kathy Lause, Gregory Brubaker, [Teresa Heaverin](mailto:teresa.heaverin@gmail.com), Tiffany Fennig, Laurie Stockton-Moreno

* Guest: Kim Davidson

# absteOpening

* Jess reads the UMSI Mission Statement.
  + **Mission Statement:** With integrity, United Montessori Schools of Indiana fosters a community that supports, unifies, and advocates for the advancement of Montessori education.
* Consent of minutes; Approved

# Treasurer’s Report

* Kathy will send Quickbooks reports with minutes. The grant from Dekko was approved over approximately $1,500 The current balance is $12,073.39

# General Items

* Celebration: We have welcomed several new committee members (see new members highlighted in yellow, follow up on orange action items from last meeting)
  + [UMSI Committees List- February 2023](https://docs.google.com/document/d/1H37L3GJMHMMDK5KB9NJ7Xc8L12F_vRGb9kqcxiVxb5Y/edit)
* Confidentiality Agreements
* Board of Directors legal liability discussion (Greg Brubaker): Greg: If a director is sued individually for any official conduct, the non-profit corporation may indemnify the director for any litigation expenses while litigation is ongoing if (a) the director's conduct was in good faith and (b) he/she reasonably his/her conduct was in the corporation's best interests. For this indemnification to occur, a quorum of the directors not involved with the litigation would have to approve the indemnification.
* If a director is sued individually for official conduct and successfully defends the litigation, the corporation must then indemnify the director for the expenses he/she reasonably incurred for his/her defense.
* The only problem that could occur would be with the Validation Committee if any school would ever disagree. During any events if anyone would get hurt, we could be potentially held liable if the venue can not be held responsible. Kathy noted that she had purchased a liability insurance before for a conference.
* Greg shared that a confidentiality agreement could protect the board legally if confidentiality ever becomes an issue. Greg is checking on feasible insurance coverage. Due: next meeting..
* Kim shared that at one point the laws in Indiana stated that the board could be held responsible for certain events.
* Jess shared that her research found that a board was sued over confidentiality and over a guest speaker that made racially inappropriate comments..
* Strategic Planning discussion

One more committee plan is missing. We are meeting with Kim this week to dig deeper into the life cycle and to cover financial sustainability, finding funders…

* Account overview
  + We now have our own Zoom account Jess is sharing the login information
  + Do we need to purchase our own Canva account? We are currently still using Carolyn’s account and have access to the Validation Certificates. An account costs $119 per year. Kathy is suggesting to get a free account. Katie is setting up a free account and will share some of the documents to this account so it can be changed.

# Committee Updates

* Membership Membership renewals have not been sent out yet. Annual renewal date maybe at a specific date? What happens to member joining mid-year? Charging partially?
  + Make a proposal and bring it too the next meeting.
* Professional Development
* Decided on seperate fundamentals training for Kathy’s school IPS (2 days: Philosophy, Classroom Management) $4,000 ; presenters are already established
  + Fundamentals We have location and are ready to reach out to presenters; We would like to up the pay (last since 2010). Proposing to upgrade the pay to $400 and also up the fees to $125 per day and for all 4 days $400.
  + Dates at IPS 87 (Julie Cooper is contact person): week of July 17th
  + Motion is made for IPS special event for $4,000 ($1,000 expenses by: Tiffany, seconded by Kathy and everyone in favor.
  + Motion for summer fundamentals to raise speaker fees, raise admission payment to $125 or $400 for 4 days, and to agree on the dates of week of July 17th, is made by: Ines, seconded by Katie with 8 yays and 1 abstention
  + IPS Fundamentals update
    - Summer Fundamentals price/payment increase
  + Social Justice
  + Fall Conference
* Advocacy MPPI did a joined webinar and was a great win for the Montessori community. Watch the video: Montessoriadvocacy.org
  + BUILD/QIS
* Validation: 3 new members (2 AMI and 1 IFT)
* Governance

## Other Business

**Meeting adjourned at 8:02pm**

**Next BOD meetings: – Dates/Times**

***May 21, 2023***

***July 16, 2023***