Governing Board Members Present
Ms. Carolyne Williams, Chair, Presiding
Mr. Arthur Tompkins, Vice-Chair
Dr. DeWitt Coleman - via telephone
Mr. James Gergen representing the Foundation Board
Dr. Joe Griffin @ 12:40 p.m.
Dr. David Tedeschi
Dr. Carol Fegahli-Bostwick – via telephone
Dr. Rusty Monhollon
Dr. Chris Przirembel
Dr. Judith Salley
Mr. Lee Stogner

Guests Present:
Mr. Patrick Cleary, GSSM Alum
Jasmine Drain, Attorney
Vernie Williams, Attorney
Philip Willis, Senate Oversight Committee

Staff Members Present:
Dr. Ershela Sims
Mrs. Beth Dinndorf
Mr. Danny Dorsel
Mr. Brock Heron
Mr. Randy LaCross

Ms. Carolyne Williams, Chair, welcomed everyone and called the meeting to order at approximately 12:10 p.m. The roll was taken with a quorum present.

Item 2: Reminder of Future Board Meetings:
Ms. Williams reminded everyone upcoming changes to the Board meeting dates.

Item 3: Approval of the Minutes of September 12, 2019, and the Special Called meeting on October 31, 2019, of the GSSM Board of Trustees.
Ms. Williams asked for a motion to approve the minutes of September 12, 2019, meeting of the GSSM Board of Trustees. Motion to approve by Dr. Przirembel, seconded by Mr. Tompkins, and unanimously approved by the Board.

Ms. Williams asked for a motion to approve the minutes of October 31, 2019, and Special Called meeting of the GSSM Board of Trustees. Motion to approve by Dr. Przirembel, seconded by Mr. Tompkins, and unanimously approved by the Board.

**Item 4: Introductions** – Ms. Carolyne Williams

The Board members welcomed Dr. Cynthia Young to the Board of Trustees.

Ms. Williams asked for a motion to amend the agenda to include under the President's Report, the Strategic Plan, and the Ratification of the Faculty Senate Constitution. However, the amended agenda was not posted publicly, and the information presented will be received only as information and tabled for action at the next regularly scheduled Board meeting.

Motion to approve by Dr. Salley, seconded by Dr. Przirembel, and unanimously approved by the Board.

**Item 5: President's Report** – Dr. Ershela Sims

Dr. Sims' report included a summary of the following updates.

- January Interim 2020
- Parents and Friends Seminar Day held on January 11th
- Admissions & Enrollment Updates – V.P. of Enrollment Management and an Enrollment Counselor for Virtual and Outreach were hired.
  - Application Data Reviewed
    - Residential Admissions Data
    - Virtual Admissions Data
  - Important Dates:
    - Application deadline extended to February 17th
    - Semifinalist Day will be held on March 7th
    - New Student Orientation will be held on May 16th
- IT Updates
  - Internet Identity Update:
    - A new website domain www.governors.school will be adopted. However, GSSM will continue to use gssm.k12.sc.us and scgssm.org indefinitely.
- Special Projects
  - Engineering Building
  - Hydroponic Farm
  - Center for Creative Inquiry Building – GSSM is looking to develop a new RFP that will decrease the building cost. Potential architects for the building were discussed.
- Faculty Senate Updates
  - Ratification of the Constitution – Received as information only.
  - Senate Liaison Initiative
Introduction - New V.P. of Enrollment Management – Dr. Sims introduced Mr. Chris Lambert who began his GSSM journey on January 13th. Dr. Sims acknowledged Dr. Emilye Mobley’s contributions while serving as the Interim V.P. of Enrollment Management.

Strategic Plan Refresh Update – Dr. Sims reviewed the strategies, initiatives, and updates to the strategic plan.

Item 6: Finance, Facilities, and Operations – Mr. Art Tompkins ’92 and Mr. Brock Heron.
Mr. Tompkins, Chair of the Finance Committee, stated there were no action items. Mr. Heron briefly reviewed the 2019-2020 budget and informed the Board of the approval of two FTEs positions for the Virtual and Art teachers.

Item 7: Foundation Executive Director Report – Ms. Elizabeth Dinndorf.
Ms. Dinndorf gave the following updates:
- Annual Campaign Goals & Progress – 51% of goal reach to date
- New members were added to the Foundation Board
- Increased alumni engagement
- 250 handwritten thank you notes by students to donors
- Capital Fund Campaign update

Upcoming Events:
- February 26, 2020 - Legislative Breakfast, Columbia, SC
- March 19, 2020 – Around the Globe with GSSM, Hartsville, SC
- September 23, 2020 – Townes Award, Columbia, SC

Item 8: Alumni Update – Mr. Patrick Cleary ’01
Mr. Cleary, Chair of the Alumni Association, gave the following updates.
- Alumni are reconnecting with GSSM.
- Mr. Cleary is working to find ways to sustain alumni support of GSSM.

Item 9: New Business: None

Item 10: Approval of Consent Agenda:
Ms. Williams called for a motion to approve the Consent Agenda. Motion approved by Dr. Przirembel and seconded by Mr. Stogner, and unanimously approved by the Board.

Item 11: Proposed Amendment to GSSM By-Laws: Discussed as information only, no action will be taken. A draft of the proposed amendment was discussed.
Proposed Amendment: Article VIII, Section 2 – Quorum of the Board
Half or more of the members designated in Article II Section 1 shall constitute a quorum for the transaction of business, subject to the following: In the event, a position is vacated, the member(s)' position will not be counted for purposes of establishing a quorum, as long as at least 13 members are remaining.

The proposed amendment will be voted on at the next regularly scheduled Board meeting in May.

Item 12: Executive Session (Closed Session):
Ms. Williams called for a motion to convene into Executive Session at 2:05 p.m. for receipt of legal advice concerning the Presidential Search, the former President, contractual matters regarding GSSM Interim President, and Personnel Matter Concerning the Interim President’s Evaluation. Motion approved by Mr. Tompkins, seconded by Dr. Przirembel and unanimously approved by the Board.

Return to Open Session:
Per Ms. Carolyne Williams, the Board returned to open session at approximately 3:15 p.m., and the following motions were made:

Mr. Tompkins made a motion to move that the Board Chair be authorized to execute an employment agreement with Dr. Sims that extends the term of Interim President through June 30, 2021. Dr. Przirembel seconded the motion, and unanimously approved by the Board.

Dr. Monhollon made a motion to move that Dr. Sims’ salary be increased as reviewed in Executive Session based on her additional duties, provided the increase is consistent with the applicable State Human Resource guidelines. Mr. Tompkins seconded the motion, and unanimously approved by the Board.

Item 13: Adjournment:
There being no further business, Ms. Williams declared the meeting officially adjourned at approximately 3:25 p.m.