



## **Academy of Health Sciences Charter School**

### **Annual Board Meeting Minutes March 29, 2025**

**Present:** Louise Vella, Kevin Railey, Bradley Turner, Kevin Overton, Michele Lawrence, Wendy Ferrer, Erika Dooley, Wanda Perez-Brundage (Principal/CEO), Tim White (staff), Matt Sprauge (volunteer).

**Absent:** Patricia Gatlin, Brittany Rumph,, Robert Hoggard, Mario Urso

- I. **Call to Order:** Meeting was called to order at 9:00am. Michele Lawrence, Board Chair called to order.
- II. **Annual Nomination of Officers and Board Classes:** The motion was made by Louise Vella to approve the current board officers and board classes for the coming year. Second by Erika Dooley. There are no changes in positions. The motion passed with unanimous approval.
- III. **Nomination of Matt Sprauge, Member of the Board of Trustees:** The motion passed with unanimous approval. Matt Sprauge has been a valuable board volunteer for over a year surviving on the finance committee and regularly attending board meetings. Kevin Overton moved to nominate Matt Sprauge for New York State Charter Office Board of Trustee approval. Kevin Railey seconded and the motion passed with unanimous approval.
- IV. **Announcement of Board Volunteers:** In February and March, AHS added two well-known Rochester community leaders to the development and finance committees respectively. Portia James serves on the development committee and has extensive experience in the health care and business sectors in Rochester for Paychex and Unity Health. Chris Paterson is currently the CFO of Hillside and brings expertise in non-profit financial management within the Rochester Community to the finance committee. AHS is grateful for their service.
- V. **Board & Committee Minutes Approval:** January 2025 Board minutes and February 2025 committee minutes for Finance, Governance, and Academic were approved

via consent agenda. Kevin Overton moved for approval and Robert seconded. The motion passed with unanimous approval.

- VI. Approval of Approval Revised ByLaws:** Changes to the bylaws clarify role titles including change of president to board chair and directors to trustees. A motion was made to adopt the amended and restated bylaws by Kevin Railey. A second by Louise Vella. The motion passed with unanimous approval.
- VII. Approval Board Whistleblower Policy:** In its ongoing education and efforts to ensure full compliance to non-profit requirements, the board has crafted a board whistleblower policy for adoption. A motion was made to adopt the amended and restated bylaws by Kevin Overton. A second by Bradley Turner. The motion passed with unanimous approval.
- VIII. Motion to Adjourn:** Kevin Overton motioned to adjourn and Erika Dooley seconded. The meeting was adjourned at 9:30am and the board transition to its annual spring retreat agenda.



