

Attendees: Jessica Gooding, Amber Crews, Jillian Schoenherr, Kristina Oxford

RE: Emergency Meeting to discuss Eli Resignation

Date: Thursday June 13, 2024

Facilitator: Jessica Gooding

Minutes taken By: Jillian Schoenherr

Zoom meeting was recorded and saved in the cloud

Official Minutes of BOD Meeting

Meeting began at 9:00 am

- Per by-laws there must be 3 active BOD members – need to bring on new members today per the by-laws.
- Jessica wants to resign to go on maternity leave.
- This meeting is to extend the BOD to August. BOD positions will start over on August 18, 2024 when annual elections will take place.
- Amber – there is a large divide on what is required by law and what the current/former BOD was utilizing it for.
- Jess – Jess does not want Eli to go away, would like to see him on an advisory panel.
- Kristina, Jillian & Amber are joining the BOD to keep it running per by-laws, to clean it up and vote for a properly functioning board in the Aug 18th elections.
- Amber – We want to think on a larger scale to utilize the nonprofit to help the community

➤ **Jessica: Nomination to add Jillian Schoenherr & Kristina Oxford to the Board of Directors**

- Jillian – Doesn't feel that bringing on vision keepers at this point is a good idea. We don't want anyone to impede the process of cleaning up the BOD and making it functional before the new board is voted on in August.
- Jess – Hold the nomination for Fritz to be part of the nomination circle during the August Vote.
- Amber – we are not gate keeping, we are not ready to share with a wider network due to backlog of ppw that was not correctly or filed in a timely manor.
- Amber – supports nomination of Kristina and Jillian
- Kristina does not have formal experience on a BOD but has been involved in the COOP as an executive and has created and run their own programs.
- Jillian – Almost 10 years as a business BOD member and supporting an
- Formal Training – Jess suggests sociocracy training –
 - Contact Hope for more formal training videos and ideas
- Amber/Jillian – Want to give BOD training on both the organization and their
- What do you see your roll being on the BOD
 - Kristina – brings to the organization
 - Experience in communication, marketing, and website design & management

- Has been working to create BOD Landing Page
 - Jillian – Brining organization:
 - filing paperwork and running like a NP BOD
 - Creation and implementation of procedure
 - Amber – We would like to utilize Jessica’s scope of work structure.
- **Motion by Jessica to officially vote Jillian Schoenherr onto the Board of Directors**
 - **All Approved**
 - **Jillian Schoenherr has been voted onto the BOD**
- **Motion by Jessica to officially vote Kristina Oxford onto the Board of Directors**
 - **All Approved**
 - **Kristina Oxford has been voted onto the BOD**
- Jessica is resigning from the BOD after giving her notes.
- Jessicas Notes:
 - Janelle – Position from job listing and contact. Was involved last year but encountered health issues, BIPOC early educator – Pay looks great, very thorough, add more opportunities available, ie. What illustrates the environment
 - Fritzi – wants to stay involved but doesn’t think we need a vision circle. Location: would be ready to hand off info on search. Still on Eli’s collective. Fundraising: open to outlining and revise, but not do writing themselves.
 - Jess – does not think we need vision keepers. The school collective will have the ability to invite members to the BOD. Have the educational circle to allow everyone to have a voice.
- Question for Jessica – Do you have a vision on how you want to be kept in the loop, or do you want to step away, or return to x roll?
 - I need to pretty fully step away. Brain is still very much in this project. Stay on email list. Open to come back in the future, not within the next year.
- Jessica Question: Fall is not right to join. Interested in children possibly joining the coop in the spring.
 - Asked to check back in when ready. Enrollment will be ongoing based on space.
- Jessica coming to June Community Day –
 - Talk to others about the program.
- We have 9 families and potentially enough for a third facilitator.
- Jessica – has all of the notes for project time for the school and WorldMakers. Is open to handing off notes.
- **Jessica gave her verbal resignation and left the meeting at 9:50am.**
 - **The meeting was continued.**
 - **Motion made by Amber: change the incorporated name from Pathfinder Community School to Wildly Inclusive Learning Collective**

- o All Approved

- Motion made by Jillian to change the following information via an Articles of Amendment for a Non-Profit:
 1. Officially change the organization name from Pathfinder Community School to:
 - Wildly Inclusive Learning Collective.
 2. Change the registered agent to:
 - BOD President and Founder, Amber Crews.
 3. Change the registered agent's office of the corporation to:
 - 3717 Murphy School Rd, Durham, NC 27705, Durham County
 4. Change the mailing address, different from the street address of the registered agent's office to:
 - 9810 Gallop Lane, Bahama, NC 27503
 5. Change the names of each incorporator to:
 - Amber Crews – 1737 Carlton Crossing Drive, Durham, NC 27713
 - Jillian Schoenherr – 9810 Gallop Lane, Bahama, NC 27503
 - Kristina Oxford - 1100 W NC Highway 54 Bypass Unit 61, Chapel Hill NC 27516
 6. Change membership to:
 - The corporation will NOT have members.
 7. Change the street address and county of the principal office of the corporation to:
 - 3717 Murphy School Rd, Durham, NC 27705, Durham County
 8. Change the mailing address and county of the principal office of the corporation to:
 - 9810 Gallop Lane, Bahama, NC 27503, Durham County
 9. Change the Listing of Officers to:
 - Amber Crews; Address: 1737 Carlton Crossing Drive, Durham, NC 27713; Title Board President & Program Director
 - Jillian Schoenherr; Address: 9810 Gallop Lane, Bahama, NC 27503; Title Board Treasurer, Chief Financial Officer & Chief Operations Officer
 - Kristina Oxford; Address: 1100 W NC Highway 54 Bypass Unit 61, Chapel Hill NC 27516; Title Board Vice President & Chief Marketing Officer
 10. Change the business email to:
 - admin@worldmakersalc.com

All Approved

- Motion made by Jillian to change the Board of Directors listing via an Articles of Amendment for a Non-Profit
 - o All Approved

Meeting was concluded at 9:57am.