

Valley Inquiry Charter School

July Special Meeting Minutes

July 2, 2025 | Zoom Meeting, 6:00 PM

Board Members

Board President & Chair	Cammi Carriere
Vice Chair	Terry Rohse
Treasurer	Stephen Staten
Secretary	BJ Foster
At-Large	Ed Austin
At-Large	Carol Kruse
At-Large	Mary Sinclair
At-Large	Garrick Williams
At-Large	Vacant
Non-Voting Member	Lacey McNay

Meeting Agenda Minutes

6:05pm

Call to Order

Cammi: Have some very exciting news to start the meeting. We have a July 10 closing date! A lot of work to get the bond paperwork ready, appreciate Lacey's ability to get that taken care of quickly.

Terry: Would like to have a conversation about availability for board training sessions, have gotten a lot of emails in the past two hours with availability.

Cammi: Glad to hear we've gotten responses. Want to go into executive session to discuss matters with our attorney Matthew Lowe.

6:09pm

Executive Session

ORS 192.660(2)(a) to consider the employment of a public officer, employee, staff member or individual agent. ORS 192.660(2)(f) To consider information or records that are exempt by law from public inspection (attorney client privileged communications).

7:13pm

General Session resumes

7:14pm

Property Acquisition Update

Cammi: Was able to discuss issues pertaining to closing on property. U.S. Bank offers a non-profit credit card, may be a good way to move forward as is tied to non-profit instead of to an individual. Would like to move in that direction.

BJ: Makes sense to tie to school as an entity instead of to individual board members.

Terry: Makes it easier to track, I am in support of this.

Cammi: Also good because we've been having to use a debit card tied directly to our Chase account.

BJ: Want to make sure change doesn't weaken any of our protocols for keeping track of who has the card.

Lacey: Card stays in safe, would like to look into possibility of having a separate number for VP to use.

Terry: BJ, as record keeper, do we need a new motion or did we already authorize this?

BJ: I think this likely falls under our authorization we made for Lacey and Cammi to act on behalf of the school to facilitate financial matters pertaining to our acquisition of the school. We also authorized transition to U.S. Bank account, though that was a more narrow authorization.

7:21pm

Public Comment/Discussion

Kassy: Glad to hear things are going smooth with property acquisition.

7:22pm

Board Positions

Terry: I'll be running this portion to secure board positions for the coming year. Appears positions mostly stable but have two individuals interested in chair position. The way our bylaws are written, the board decides who will be on the board and what positions those people will have. Will not be able to take public comments on this. Choosing a number between 1 and 10 to decide who goes first.

Cammi: 3

Steve: 5

Terry: Steve will go first, the number was 7. Holding this at 5 minutes to say what you want.

Steve: Initially discussed interest in May, seemed there was some surprise. Stepping forward not because something is broken, but because school is changing as expansion is taking place. Community rebuilding is underway, and requires a shift from managing operations during shifting part-time principals to where we now have stable leadership and we need to just be providing

governance, strategy and oversight. Want to do the things like annual strategic planning, Lacey's annual evaluation that we haven't done yet. Policy development as we step back from SKSD doing much of this work. Will ask a few rhetorical questions. Are we reacting to tasks instead of shaping a vision? Incomplete information? Can you imagine what it would feel like to step into mission and vision instead of just approving things? Chair can set that tone. Cammi has done a lot of work singlehandedly due to present needs, which has led us away from shared governance, not sustainable. Missteps are governance risks instead of personal failings, and need to mitigate those risks. Information should be flowing. Boards should not be overly operational, can feel like micromanaging and can undermine staff. We should be trying to retain Lacey. Would love to see Cammi heading a subcommittee on expansion.

Terry: Thank you Steve, Cammi, when you're ready to go.

Cammi: Was thrown into position, had never done anything like this before, never got any training or instructions beyond Roberts Rules. Took passion for VICS and pursued vision, relied on a consultant to help give some insight into how to get that done. Agree with Steve on many things, would love to see us come together more as a team helping one another as a group. Excited for board training in August to help us be a more unified group. School will need policies in place, lots of work developing them. Looking to Lacey and Kathryn for guidance on this and will be working with them, may adopt some from SKSD and write others ourselves. Important to lead, in this bond transaction it has been fast and furious. Transparency may have felt like it was less unintentionally, but upon reflection it could have been a bit different these past six months if we were more unified. Growing as a leader, listening to opinions of others. Past few years haven't been very stable, would like to build stability for board, community, staff and students. Cannot do this on my own, looking forward to a year of stability and teamwork. Only want to be chair for one more year.

Terry: I know both of you, that's why I put 5 minute timer out there.

Garrick: Five minutes is nothing once you start talking.

Terry: Well done. At this point, asking board members if they have any questions for either candidate.

Garrick: As a new member, am for bringing board together, subcommittees and such. Very quick response, how would you set up and run some of those, and what do you think would be needed soon?

Steve: Principal evaluation subcommittee, bonus/compensation increase, measurable goals, and bringing those recommendations back to the whole board. Can structure as less than a quorum and can discuss without a public meeting. Cammi is the person around construction right now, if I was chair I couldn't step into that aspect without her involvement. Strategic planning

possibly. Workgroups that do initial fact finding and bring recommendations to full board.

Cammi: Want to discuss subcommittees at our training, want a policy one and a construction one. Have been doing that aspect with Lacey, has worked well so far as architect doesn't want a bunch of board members involved. Tech needs, Garrick might be able to spearhead that, go more deeply into that in August. In another board, too many subcommittees and not much got done, so want to avoid too many.

Garrick: Appreciate what you both said.

Carol: Did I hear correctly that you only want to serve as chair for one more role? What would you do after?

Cammi: Vice chair or member at large.

BJ: If there was a transition, how does that impact?

Cammi: Change in all the paperwork, would need to have a good reason for why the change is occurring if one does, otherwise investor could get nervous. Lacey and I met with investor, we've told the story of who we are and the board we have, already onboarded three additional members and told that story successfully. Not saying it all falls apart if Steve was elected.

Steve: You would still be the main contact since we designated you in that role.

Cammi: Typically board chair so may need to be changed.

Garrick: Is the transition immediate or can it be pushed back?

Cammi: States in bylaws July.

Terry: Should be effective immediately since July 1 is the date. Does that sound right BJ?

BJ: I don't have bylaws in front of me, but typically we have done elections in final June meeting and adjourned for summer, so I don't think it should be pushed any later.

Steve: Says three years beginning July 1. Annual meeting is in June.

Terry: We typically would stop having meetings after June and not meet again until August or possibly September. Somewhat vague, but does state that they will be elected at that time. Three year term is general membership to the board, but officer term is for one year.

Garrick: Says they serve until next annual meeting.

Terry: Board members are the only ones who will be voting.

BJ: Want to do role call?

Terry: Sure

Role call for board chair position, candidates Cammi and Steve.

Vote: 5 Cammi / 2 Steve / 1 abstain. Cammi is elected to continue as board chair.

Terry: Excellent discussion, would have been happy with either one. Steve you are an excellent asset for the board, please consider running next year.

Cammi: Thank you all, can't release you until September, but

Steve: Terry, thanks for running that portion

Kassy: I know when you all ran, is everyone else still in same roles?

Steve: Yes.

7:57pm Meeting Adjourn

7:57pm Next meeting info

Cammi: Next meeting will be board retreat.

BJ: Is board training a meeting?

Cammi: Yes, we'll have a quorum.

BJ: Will that be webcasted via Teams?

Terry: Yes, hopefully works well.

Cammi: Next regularly scheduled is September 8, but we will have board training retreat.

Chat log:

19:54:27 From Mary Sinclair to Everyone: Cammi please

19:54:51 From Mary Sinclair to Everyone: Sorry can't get my phone to work I apologize

19:55:48 From Stacy Boost to Everyone: I am so thankful for each of you!!!

19:56:10 From Carol Kruse to Everyone: Thank you Stacy!

Stacy Boost: (heart)