



## **DSST Public Schools Foundation Board Meeting Minutes**

**November 1<sup>st</sup>, 2017, 12:30pm**

### Attendees:

Dan Wilkerson, DSST Foundation Board Member

Sandra Scanlon, DSST Foundation Board Member

Dwight Jones, DSST Board Member

Teresa Berryman, DSST Board Member

Nick Plantan, Director of Finance

### Adoption of Amended and Restated Articles of Incorporation and Amended and Restated Bylaws

The meeting began with a brief review of why we are restarting the use of the DSST Foundation Board, and some of the steps that have been taken over the past year to get us to this point.

Nick reviewed the changes to the amended and restated bylaws. DSST Inc, as the sole member of the Foundation, has nominated Teresa Berryman and Dwight Jones as member appointed Foundation board directors. Each director's name was entered into the Resolutions to adopt new the articles and bylaws. Nick was named by the board to be the secretary, and Tony Eberspacher, Sr. Manager of Accounting, was named to be Treasurer. The decision was made to wait on electing the president until all board director positions have been filled. The investment policy will also wait for approval until all positions are filled.

The suggestion was made to increase the maximum number of board members from 5 to 7. Nick made a note on the resolution as well as on the updated bylaws. Dan moved to vote on the resolution to adopt the amended articles and bylaws and Sandra seconded. As Dan and Sandra are the last remaining board members, the resolution passed.

Dan proposed the nomination of Dan Wilson as a new board member. Sandra seconded, the vote to approve Dan was unanimous. Teresa proposed Peter Fritzinger as the third DSST appointed board member, Teresa will reach out to Peter prior to the next board meeting. Nick will work on scheduling the next board meeting for the first week in December.

Meeting adjourned at 1:35

### Next Meeting

Amended Articles to be submitted to the Secretary of State prior to meeting

Final two board members nominated

Investment policy review and approval

Board document retention