



HIM By HER Collegiate School for the Arts
4501 East 32nd Street • Indianapolis, IN 46218
Phone: (317) 918-7799 • Email: info@himbyherschool.org
Website: www.himbyherschool.org



BOARD OF DIRECTORS

MINUTES OF THE APRIL 2, 2022 SCHOOL BOARD MEETING

The HIM By HER Collegiate School for the Arts (HBHCSA) School Board held its public school board meeting on Saturday, April 2, 2022 at the HIM By HER Foundation (HBHF) Headquarters/HIM By HER Collegiate School for the Arts (HBHCSA) Building (4501 East 32nd Street, Indianapolis, Indiana 46218).

Vice Chairman Wayne Wellington **called the meeting to order at 11:41 a.m.** The following Board Members were in attendance: John Bartlett (Chair); Wayne Wellington (Vice-Chair); Harry Dunn (President and Executive Director); Michelle Dunn (Treasurer); Gregory Gadson (Secretary); James Leonard; and Daryl Williams-Dotson. All Board members were in attendance and a quorum was present.

Gregory Gadson gave the **Secretary's Report** in the form of the Minutes from the February 12, 2022 Board Meeting. After motion and second, the Secretary's Report was accepted.

Michelle Dunn gave the **Treasurer's Report**. After motion and second, the Secretary's Report was accepted.

Harry Dunn gave the **President's Report**. After a motion and second, the President's Report was accepted.

Old Business: Proposed resolutions first considered at the February 12, 2022 Board meeting (**attached to these Minutes as Exhibit A**) were reintroduced and reconsidered.

After discussions, motions and seconds, **both resolutions passed and are therefore fully adopted as written (see Exhibit A)**. To summarize the resolutions: 1) as of the start of the 2022 Annual Board Meeting, while elected public officeholders may serve as Board Members/Directors, they may not hold the titles of either Chair or Vice Chair during their elected office term (see First Resolution); 2) as of the close of the 2022 Annual Board Meeting, the terms of the Group I Directors (John Bartlett; Michelle Dunn; and James Leonard) shall expire, and they shall be eligible to be reconsidered by vote for a new two-year term, and as of the close of the 2023 Annual Board Meeting, the terms the Group II Directors (Harry Dunn; Gregory Gadson; Wayne Wellington; and Daryl Williams-Dotson) shall expire, they shall be eligible to be reconsidered by vote for a new two-year term (see Second Resolution); and 3) Board Members have no term restrictions (see Second Resolution).

New Business: None.

NOTE: The June 3, 2022 “We Are The World” event will have special activities and feature a live performance of the song “We Are The World” by HBHCSA students.

The **next Board meeting will be June 4, 2022 at 11:30 a.m.**

Following the conclusion of Board business, the **meeting was adjourned.**

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Attested to by:

/s/ Gregory P. Gadson
Gregory P. Gadson, Corporate Secretary
HIM By HER Foundation, Inc.

Date: April 2, 2022



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BOARD OF DIRECTORS

RESOLUTIONS PROPOSED FOR ADOPTION AT THE FEBRUARY 12, 2022 SCHOOL BOARD MEETING

The following Resolutions are hereby proposed for consideration and vote at the February 12, 2022 HIM By HER Collegiate School for the Arts (HBHCSA) School Board Meeting:

First Proposed Resolution

Consistent with Article V of the HIM By HER Foundation, Inc. Amended Bylaws (effective 12-4-2014)¹, the Board wishes to avoid the appearance of being operated in a politically partisan manner, and hereby resolves that effective as of the of the 2022 Annual Meeting of the Board of Directors (currently scheduled to take place in July, 2022), neither the positions of Board Chair nor Vice Chair shall be held by a person simultaneously holding elective public office. If any directors are required by this rule to relinquish Board Chair or Board Vice Chair titles, they shall otherwise remain Board Members with all the rights, privileges and responsibilities as the other directors. No such prohibition shall apply to directors who are not serving as Board Chair or Board Vice Chair.

Second Proposed Resolution

The Board hereby resolves that effective as of the completion of the 2022 Annual Meeting of the Board of Directors (currently scheduled to take place in July, 2022), the terms of the following Group I Directors, elected henceforth in even years, shall expire: John Bartlett; Michelle Dunn; and James Leonard. Effective as of the completion of the 2023 Annual Meeting of the Board of Directors (currently scheduled to take place in July, 2023), the terms of the following Group II Directors, elected henceforth in odd years, shall expire: Harry Dunn; Gregory Gadson;

¹ The Article in question reads: “**ARTICLE V: NONPARTISAN ACTIVITIES** This corporation has been formed under the Indiana Nonprofit Corporation Act of 1991 (the “Law”) for the charitable purposes described above, and it shall be nonprofit and nonpartisan. The corporation shall not participate or intervene in any political campaign on behalf of or in opposition to a particular candidate for public office.”

Wayne Wellington; and Daryl Williams-Dotson. Directors shall serve two-year terms and are eligible to be re-elected with no restrictions on number of terms.

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Attested to by:

/s/ Gregory P. Gadson
Gregory P. Gadson, Corporate Secretary
HIM By HER Foundation, Inc.

Date: February 12, 2022