

The Board of Trustees of the Three Cedars School Association

January 21, 2010

Call to Order

Pursuant to waiver of notice, a special meeting of the Board of Trustees of the Three Cedars School Association (TCS) was called to order on Thursday January 21, 2010, at 6:13 p.m. at Microsoft Building 16, 3600 157th Avenue N.E., Redmond, Washington, by Buckley Guderian, Chief Governance Officer.

Trustees present were: Buckley Guderian, Chief Governance Officer and President; Lisa Conaghan, Vice President; and Marla Mullen, Secretary.

Joshua Allen, Vice President, was absent.

A quorum was present throughout.

Guests, Briana Bennitt, Executive Director and Treasurer, trustee candidate Tom Doggett, and Matt Matson, C.P.A., of Peterson-Sullivan LLP, were also present.

Introductions

At the request of the CGO, Tom Doggett, trustee candidate, introduced himself.

Election of Additional Trustee

Pursuant to Bylaws Section 2.2, upon motion duly made and unanimously adopted, the number of trustees of the Three Cedars School Association (TCS) was increased from three to four. Further, pursuant to Bylaws Section 2.6, upon motion duly made and unanimously adopted, Lisa Conaghan was elected trustee, effective immediately, for a term ending August 31, 2011.

Policy 4.3.2.B - Governance Training

The board read and discussed the article "What's Different About Policy Governance® Policies" by John Carver, *Board Leadership*, July-August 2009.

Governance Process - Recruiting

The CGO led a discussion of the status of board member recruiting.

Election of Officer

Pursuant to Bylaws Section 6.7, upon motion duly made and unanimously adopted, Joshua Allen was removed from the office of Vice President, with immediate effect. Further, pursuant to Bylaws Section 6.6 and Lisa Conaghan was elected Vice President effective immediately, to fulfill the term vacated by the removal of Joshua Allen.

Policy 4.3.7 - Incidental Information Presentation by C.P.A.

Matt Matson arrived and presented the audited financial reports for FY 2008-2009, including a description of the audit process.

Policy 4.4 – Future Meeting Schedule

For planning purposes, board members discussed dates of future board meetings.

Policy 4.9.1.D - Minutes

Upon motion duly made and unanimously adopted, minutes of January 21, 2010, were approved as written.

Policy 4.10.10 - Adjournment

The CGO adjourned the meeting at 7:53 p.m.

Marla Mullen, Secretary

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