

WILL ROGERS HIGH SCHOOL COMMUNITY FOUNDATION, INC.
MINUTES OF BOARD OF DIRECTORS MEETING
August 26, 2010

The first Board of Directors meeting of the Will Rogers High School Community Foundation, Inc., was held on August 26, 2010, at 4 p.m., at the Braden Park Baptist Church, 4739 East 5th Street, Tulsa, OK 74112. Due notice was given to the prospective directors. The announced purpose of the meeting was to elect officers, adopt various resolutions, appoint advisors, appoint committee membership, and conduct other ordinary business.

The meeting was called to order by Richard B. Risk, Jr., an incorporator and original director, who presided and served as secretary of the meeting. Other directors present: Anita Bryant (Dry), Darryl S. DeBorde, William E. Goswick, Sherryl M. McGuire, Betty Trinkka, Lyda Wilbur (*ex officio*), Ron Woods and Stephen M. Wright. Directors absent: Kevin Burr (*ex officio*), Gordona Moore Duca, James D. Dunn, Ronald R. Emmons, Linda Sellen Frazier, Jeff S. Greer, John Hurn, Dennis Queen, Rodger Randle and Lana Turner-Addison. A quorum was present.

Others in attendance: Kristine Bridges, Nora Cook, Robert LaBass, Jo Anne Meade Lewis, Pam Lundy, Donnette Hall, Leslie Daughtery, Liz Dickenson and Robbie Rardin.

The following were elected officers unanimously, by acclamation, to take effect at the close of the meeting: Paul Thomas, chair; Rodger Randle, vice chair (first); Sherryl McGuire, vice chair (second); Richard Risk, secretary; and Ron Emmons, treasurer. These officers will comprise the Executive Committee. In addition, Nora Cook was appointed as advisor to the Executive Committee.

The following were appointed to the Board of Advisors: Kristine Bridges, Philip N. Butler, Stephen D. Chesebro', Nora Cook, Blake Ewing, Steven K. Gragert, Rachel Hutchings, James W. Jones, Robert LaBass, Jo Anne Meade Lewis, William L. Lewis, Pam Lundy, David Rader, and Priscilla Woody Wright.

Resolved: The treasurer shall be authorized to open fiduciary repository and investment accounts. Adopted.

Resolved: Subject to availability of funds, the treasurer is authorized to issue payment of an \$850.00 user fee to the U.S. Treasury for processing the corporation's Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code (Form 1023), which is being prepared by the secretary. Adopted.

The secretary urged directors and advisors to consider making an immediate initial contribution to the foundation to cover the cost of applying for tax-exempt status and for other start-up costs.

The secretary announced that the foundation has been assigned an Employer Identification Number (federal tax ID) by the Internal Revenue Service (Notice CP 575 E appended). He noted that assigning an EIN does not grant tax-exempt status to non-profit organizations. According to IRS instructions for Form 1023: "*Generally, if an organization files its application within 15*

months after the end of the month in which it was formed, and if the IRS approves the application, the effective date of the organization's section 501(c)(3) status will be the date it was organized." The foundation's date of incorporation was January 13, 2010.

"Resolution to Create Additional Standing Committees" (appended). Adopted.

Resolution to Adopt "Policy on Conflicts of Interest" (appended). Adopted.

Resolution to Adopt "Policy on Director, Officer, Staff and Volunteer Responsibility" (appended). Adopted.

Initial appointments were made to the standing committees as follows:

- **Committee on Directors:** Rodger Randle, chair; Phil Butler, vice chair; Steve Chesebro' and Jim Dunn.
- **Finance Committee:** Ron Emmons, chair; Sherryl McGuire, Rodger Randle, Dick Risk and Ron Woods.
- **Audit Committee:** Jim Dunn, chair; Jeff Greer.
- **Development Committee:** Sherryl McGuire, chair; Ron Woods, vice chair; Steve Chesebro', Gordona Duca, Jim Dunn, Ron Emmons, Linda Frazier, Jeff Greer, Rodger Randle and Lana Turner-Addison.
- **Gift Acceptance Committee:** Lana Turner-Addison, chair; Bob LaBass, Ron Emmons, Bill Goswick, Betty Trinkka and Lyda Wilbur.
- **Public Relations Committee:** Steve Wright, chair; Anita Bryant (Dry), Steve Gragert, Rachel Hutchings, Jo Anne Lewis, Dick Risk, Betty Trinkka and Lyda Wilbur.
- **Hall of Fame Committee:** Steve Wright, chair (acting); Pam Lundy, vice chair (nominations and selections); Anita Bryant (Dry)*, Phil Butler*, Jim Dunn*, Jim Jones*, Bill Lewis*, Sherryl McGuire, Dave Rader*, Rodger Randle* and Lyda Wilbur. (Asterisk denotes Hall of Fame inductee, voting member for selections. Other inductees may also be invited to vote.)
- **Small Learning Communities Committee:** Bill Goswick, chair; Ron Woods, vice chair (Health and Community Wellness), Kristine Bridges, vice chair (Law and Social Justice); Donnette Hall*, vice chair (*ex officio*); Leslie Daughtery* and Ron Emmons. (Asterisk denotes school employee, project team member, appointed by principal.)
- **Career and College Readiness Program Committee:** Dennis Queen, chair; Elizabeth Hughes*, vice chair (*ex officio*); Bill Goswick, John Hurn, Sherryl McGuire and Rodger Randle. (Asterisk denotes school employee, project team member, appointed by principal.)
- **Community Engagement and Community Schools Committee:** Darryl DeBorde, chair; Liz Dickenson*, vice chair (*ex officio*); Anita Bryant (Dry), Blake Ewing, Jeff Greer, Bob LaBass, Jo Anne Lewis, Dennis Queen, Dave Rader, Robbie Rardin* and Lana Turner-Addison. (Asterisk denotes school employee, project team member, appointed by principal.)
- **Professional Learning Communities Committee:** John Hurn, chair; Teresa Peña, vice chair (*ex officio*); Phil Butler, Jim Jones, Sherryl McGuire, Dennis Queen, Pris Wright. (Asterisk denotes school employee, project team member, appointed by principal.)

At this point in the meeting, the gavel was turned over to Paul Thomas.

Resolved: The Executive Committee is hereby authorized to negotiate and enter into a Memorandum of Understanding with the school. Adopted.

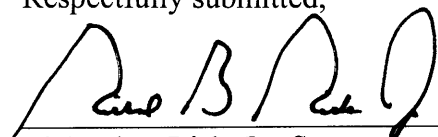
Steve Wright announced the prospect of a gift from a local estate of a Wurlitzer theatre organ for installation in the school's auditorium. He has already done preliminary coordination with the family, school principal, Tulsa Public Schools fine arts coordinator, school board president and other interested parties. The foundation would transfer ownership of the instrument, once received, to the school. There would be a cost in the range of \$100,000 associated with the preparation of the space, moving and storage, installation and annual maintenance for five years. There followed a discussion that any funds to be used for this project would need to be earmarked by the donors, so that the directors would have the ability to assign priorities for funding of other worthy projects, depending on availability of funds, without putting this project ahead of others. Steve was appointed to head the project's development. There is a limited window of opportunity to decide on the acceptance of this proposed gift, as the house where the organ is located is subject to being sold. The Executive Committee was authorized to act on Steve's recommendation.

It was announced that the next Will Rogers High School Hall of Fame induction ceremony would be held in the school's auditorium the evening of Thursday, November 4, 2010. This would be the first time the foundation would be responsible for the candidate selection and event planning. It has been proposed to hold a banquet or reception off-campus prior to the ceremony, as a fund raiser, to allow the general public an opportunity to meet the inductees. The ceremony itself will be free and open to the public. The Hall of Fame Committee would meet immediately following the board meeting.

The date of the next Board of Directors meeting was set for Thursday, November 4, 2010, at a time and location to be announced. Committee chairs were urged to hold committee meetings prior to the next board meeting.

There being no further business, the meeting was adjourned.

Respectfully submitted,



Richard B. Risk, Jr., Secretary

Appendices:

1. Bylaws (adopted prior to meeting by incorporators-initial directors)
2. IRS Notice CP 575 E confirming Employer Identification Number
3. Resolution to Create Additional Standing Committees
4. Policy on Conflicts of Interest
5. Policy on Director, Officer, Staff and Volunteer Responsibility