GODWIN HIGH SCHOOL PTSO, INC.

HOME OF THE EAGLES

2101 Pump Road · Henrico, Virginia 23238 · EIN 81-2870699

MINUTES — EXECUTIVE BOARD MEETING No. 1

Wednesday, August 5, 2026 · 9:00 AM · Godwin High School

Board reconstitution meeting for the fiscal year beginning July 1, 2026

Record of the Meeting

Kind of meeting. Regular meeting of the executive board — the first of the fiscal year beginning July 1, 2026, called to reconstitute the board.

Organization. Godwin High School PTSO, Inc., a Virginia nonstock corporation. EIN 81-2870699.

Date and time. Wednesday, August 5, 2026. Called to order at 9:14 AM and adjourned at 9:25 AM.

Place. Godwin High School, 2101 Pump Road, Henrico, Virginia.

Presiding. Melissa Murchison, president, presided from the call to order through the adoption of Motion 2. Upon her resignation taking effect, Michelle Shuster succeeded to the presidency by operation of the bylaws and presided thereafter.

Recording. The office of secretary was vacant at the call to order and was filled by Motion 1. Melissa Murchison recorded the proceedings until Sarah Vizcaino was seated, and Sarah Vizcaino thereafter.

I. Call to Order and Quorum

The president called the meeting to order at 9:14 AM.

Name	Position	Present
Melissa Murchison	President	X
Michelle Shuster	Member, elected first VP by Motion 1	X
Leigh Dunavant	Principal	X
Sarah Vizcaino	Elected Secretary by Motion 1	X

The presiding officer declared a quorum present, 2 of the 3 members of the executive board then in office being in attendance.

II. Adoption of the Agenda

The agenda circulated with the notice of the meeting was adopted as the order of business.

III. Approval of Minutes

No prior minutes were approved.

IV. Reports of Officers

A. President's report. The president reported the purpose of the meeting:

- No general membership election meeting had been held in May 2026 and no officers had been seated for the 2026–27 term
- The board would fill the vacancies for the unexpired term under Art. 5, Sec. 6. She reported that the organization had been without a full board for more than twelve months, owing to officer vacancies and family medical emergencies.

B. Outgoing treasurer's financial statement.

- No written financial statement was presented by the outgoing treasurer before the resignation was accepted, and that fact is recorded here.

V. Unfinished Business

No unfinished business was pending. The lapsed governance items of the 2025–26 year were taken up under New Business, as deviations, in Motion 9.

VI. New Business

Ten motions were made, seconded, and adopted. Each was adopted unanimously; no vote count was recorded. The motions in Part A were taken in the order printed, the sequence being necessary to the result: filling the vacancies first established the board that accepted the resignations, and seating the intended president as first vice president first meant that the presidency passed by automatic succession rather than by appointment.

PART A — THE RECONSTITUTION SEQUENCE

MOTION 1 — FILL THE OFFICES THAT WERE NEVER FILLED

Moved by Melissa Merchison, that Michelle Shuster be elected first vice president, and that Sarah Vizcaino be elected secretary, each to fill a vacancy for the unexpired 2026–27 term.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 2 — ACCEPT THE RESIGNATION OF THE PRESIDENT

Moved by Michelle Shuster that the written resignation of Melissa Murchison as president, effective immediately, be accepted.

Recorded. Upon acceptance, Michelle Shuster, first vice president, became president by operation of Art. 5, Sec. 6, which provides that a vacancy in the office of president is filled by the automatic succession of the first vice president and not by election. She assumed the chair.

Recorded. The board expressed its thanks to Melissa Murchison for three years of service as president.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 3 — FILL THE VACANCY IN THE VICE PRESIDENCY

Moved by Michelle Shuster that Kristin Jimison be elected first vice president to fill the vacancy created by the succession recorded in Motion 2, for the unexpired 2026–27 term.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 4 — ACCEPT THE ABANDONMENT OF POSITION OF THE TREASURER

Moved by Michelle Shuster that the written resignation of Cynthia Macturk as treasurer, effective immediately, be accepted.

Recorded. The effective date of the abandonment is August 5, 2026. That date starts the one-week period within which the executive board must select an auditor and the three-week period within which the audit must be completed, both under Art. 8, Sec. 3c. The three-week period ended August 26, 2026.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 5 — SELECT THE AUDITOR

Moved by Michelle Shuster that **Tom McNally** be selected as auditor; that the auditor perform the audit under fiscal year-end procedures for the fiscal year ended June 30, 2026 and for the period from July 1, 2026 through the date of the treasurer's resignation; and that the report be submitted in writing to the executive board no later than August 26, 2026.

Recorded. The board formally receives the report at its meeting of August 28, 2026.

Recorded. The engagement covers two periods in a single report: the fiscal year ended June 30, 2026, and the period from July 1, 2026 through August 5, 2026. Art. 8, Sec. 3c provides that a resignation audit shall not be performed in lieu of the year-end audit; the board records that one report expressly identifying both periods satisfies both requirements.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 6 — ELECT THE TREASURER

Moved by Michelle Shuster that Kevin Rosengren be elected treasurer to fill the vacancy for the unexpired 2026–27 term.

Recorded. Until the audit report is presented to the executive board, the treasurer may perform only depository duties, reconciliation of bank statements, change of signatory, and other clerical duties not requiring signatory authority (Art. 8, Sec. 3d). He assumes the official duties of the office upon completion of the auditing process (Art. 5, Sec. 4c).

Disposition: **ADOPTED — unanimously, no vote count recorded.**

PART B — COMPLIANCE AND OPERATIONS

MOTION 7 — CHANGE THE BANK SIGNATORIES

Moved by Sarah Vizcaino that the president, Michelle Shuster, and the treasurer, Kevin Rosengren, be designated the only signatories on all accounts of the PTSO, and that all prior signatories or administrators be removed.

Recorded. The change was completed at Truist at 1:00 PM on August 5, 2026. All prior signatories were removed, including one who had held authority since 2016 without being active.

Recorded. A change of signatory is expressly permitted to a treasurer whose other banking authority is suspended (Art. 8, Sec. 3d), so the incoming treasurer was able to carry out the motion.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 8 — ADOPT THE MEETING CALENDAR

Moved by Michelle Shuster that the schedule of board and general membership meetings set out in Attachment A (PTSO Meeting Plan 2026–2027) be adopted, and that the secretary give the notice required for each meeting.

Recorded. The calendar provides seven meetings of the executive board and six general membership meetings, satisfying Art. 8, Sec. 5 and Art. 10, Sec. 1. Its adoption fixes the time and place of board meetings, which Art. 8, Sec. 5 requires to be done at the first meeting of the board after its election.

Recorded. Attachment A is incorporated in these minutes.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 9 — ADOPT THE RECORD OF DEVIATIONS

Moved by Sarah Vizcaino that the Record of Deviations set out in Attachment B be adopted, entered in the minutes of this meeting, and reported to the general membership on September 10, 2026.

Recorded. Attachment B is incorporated in these minutes.

Recorded. The board adopted the Record for the stated purpose of stating plainly, on the record, what was not done during the lapsed period and what is being done about it.

Disposition: **ADOPTED — unanimously, no vote count recorded.**

MOTION 10 — DIRECT CONFLICT OF INTEREST STATEMENTS

Moved by Michelle Shuster that the secretary distribute the conflict of interest policy to every adult member of the board, obtain a signed annual statement from each, and maintain those statements in the records of the PTSO.

Recorded. The statements are to be confirmed on the record at the board meeting of October 7, 2026 (Art. 11, Sec. 6; Art. 6, Sec. 3g).

Disposition: **ADOPTED — unanimously, no vote count recorded.**

VII. Announcements

A. The audit report is due in writing to the board no later than August 26, 2026, and will be formally received at the board meeting of August 28, 2026.

B. The executive committee appoints standing committee chairmen at the August 28, 2026 session, within thirty days of the seating of officers. The window closes September 4, 2026 (Art. 7, Sec. 3; Art. 8, Sec. 1; Art. 9, Sec. 3).

C. The next general membership meeting is Thursday, September 10, 2026, Back to School Night, at which board actions are reported and endorsed, the audit report and the budget are adopted, and membership enrollment is conducted. Notice must issue not later than September 4, 2026 (Art. 10, Sec. 1).

VIII. Next Meeting and Adjournment

The next meeting of the executive board was confirmed for Friday, August 28, 2026 at 10:00 AM at Godwin High School.

There being no further business, the meeting was adjourned at 9:25 AM.

Attachment A (PTSO Meeting Plan 2026–2027) and Attachment B (Record of Deviations) are incorporated in these minutes by Motions 8 and 9 and follow, each beginning on its own page.