

Board Action
Change from "Friends of Dinsmore Elementary"
to "Know & Grow Learning Depot"
August 19, 2021

In Lieu of Meeting

Our Bylaws allow for action by unanimous consent in lieu of a meeting. The changes to the Articles of Incorporation were passed by unanimous consent.

Changes to the Articles of Incorporation

The following proposed changes to the Articles of Incorporation would take effect once all required filings are completed or January 1, 2022, whichever is later.

Change from:

Articles of Incorporation of Friends of Dinsmore Elementary, Inc.

to:

Articles of Incorporation of Know & Grow Learning Depot, Inc.

Article 1

Change from:

The name of the corporation shall be: Friends of Dinsmore Elementary, Inc., (the "Corporation")

to:

The name of the corporation shall be: Know & Grow Learning Depot, Inc., (the "Corporation")

Article III

Change from:

.... organized to improve and enrich the learning experiences of Dinsmore Elementary School (a Duval County public school) students by ...

to:

.... organized to improve and enrich the learning experiences of public elementary school students by ...

Article III

Bullets (a) and (b) will become bullets (c) and (d). New bullets are added:

- (a) providing extra resources to make classroom time more productive;
- (b) providing tutoring services to students;

Article XIII

Change from:

... shall be distributed to a similar Friends organization of a public elementary school with similar student/family demographics ...

to:

... shall be distributed in furtherance of the Corporation's purposes contained in these Articles of Incorporation and the Corporation's Bylaws ...

Changes to the Bylaws

The following proposed changes to the Articles of Incorporation would formally take effect on January 1, 2022.

Change from:

Bylaws of Friends of Dinsmore Elementary, Inc. (a Florida not-for-profit Corporation)

to:

Bylaws of Know & Grow Learning Depot, Inc. (a Florida not-for-profit Corporation)

Article 1

Change from:

The name of the corporation is: Friends of Dinsmore Elementary, Inc., (the "Corporation")

to:

The name of the corporation is: Know & Grow Learning Depot, Inc., (the "Corporation")

Article II

Change from:

.... organized to improve and enrich the learning experiences of Dinsmore Elementary School (a Duval County public school) students by ...

to:

.... organized to improve and enrich the learning experiences of public elementary school students by ...

Article II

The first set of (a) and (b) bullets will become bullets (c) and (d). New bullets are added:

- (a) providing extra resources to make classroom time more productive;
- (b) providing tutoring services to students;

Article II

Change the specific objectives and purpose (a) bullet from:

Enable the best education and environment for Dinsmore Elementary School students. We strive to close the gap between public funding and the cost of a high quality education.

to:

Enable the best education and environment for economically disadvantaged elementary school students.

Article II

Change the specific objectives and purpose (b) bullet from:

Assist the school staff and PTA with special activities and events.

to:

We strive to close the educational economic inequality gap.

Article III

Change the qualification for directors from:

(a) One Board position shall be reserved for the Dinsmore Elementary School Principal (or the Principal's designee).

(b) One Board position shall be reserved for the Dinsmore Elementary School PTA President (or the PTA President's designee).

(c) One Board position shall be reserved for the Dinsmore Elementary School SAC Chair (or the SAC Chair's designee).

(d) One Board position shall be reserved for a Dinsmore Elementary School teacher (or former teacher).

(e) One Board position shall be reserved for a former student.

(f) One Board position shall be reserved for a member of the local community, preferably the local business community.

to:

(a) One Board position shall be reserved for an elementary school principal (or former elementary school principal)

(b) Two Board positions shall be reserved for elementary school teachers (or former elementary school teachers)

Article III

Change from:

A close relative and student of Dinsmore Elementary does not constitute a violation of this restriction should the student receive the same benefits as others attending Dinsmore Elementary.

to:

A close relative and student of an elementary school we serve does not constitute a violation of this restriction should the student receive the same benefits as others attending that elementary school.

Article IX

Change from:

... shall be distributed to a similar Friends organization of a public elementary school with similar student/family demographics ...

to:

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Adoption of Bylaws

The date of adoption will be updated.

Change from:

Linda Brunson, President – Friends of Dinsmore Elementary, Inc.

Wanda Reese, Secretary – Friends of Dinsmore Elementary, Inc.

Roger Mann, Treasurer – Friends of Dinsmore Elementary, Inc.

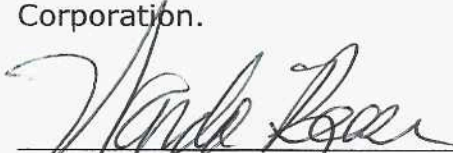
to:

Linda Brunson, President – Know & Grow Learning Depot, Inc.

Wanda Reese, Secretary – Know & Grow Learning Depot, Inc.

Roger Mann, Treasurer – Know & Grow Learning Depot, Inc.

The consents are attached and are hereby recorded in the minutes of the Corporation.



Corporate Secretary


Date

Board Action
Change from "Friends of Dinsmore Elementary"
to "Know & Grow Learning Depot"

*Linda's
consent
(4 pages)*

In Lieu of Meeting

Our Bylaws allow for action by unanimous consent in lieu of a meeting. The consents will be filed in the minutes of the meeting. With the start of the school year and COVID still raging, this is not a good time to call a special meeting of the board.

Please email your decision to FriendsOfDinsmoreElementary@gmail.com or mail this signed/dated form to 110 Mills Lane, Jacksonville Beach, FL 32250.

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The date of adoption will be updated.

Change from:

Linda Brunson, President – Friends of Dinsmore Elementary, Inc.

Wanda Reese, Secretary – Friends of Dinsmore Elementary, Inc.

Roger Mann, Treasurer – Friends of Dinsmore Elementary, Inc.

to:

Linda Brunson, President – Know & Grow Learning Depot, Inc.

Wanda Reese, Secretary – Know & Grow Learning Depot, Inc.

Roger Mann, Treasurer – Know & Grow Learning Depot, Inc.

Please note your board vote below, sign, and date.

I consent do not consent to the changes proposed above.

Linda Brunson
Signature

Aug. 8, 2021
Date

From: Erixton, Jennifer L. ErixtonJ@duvalschools.org
Subject: RE: Name Change
Date: August 9, 2021 at 7:21 AM
To: Friends of Dinsmore Elem friendsofdinsmoreelementary@gmail.com



Jennifer's
consent

Good morning,

I consent to the change.

Have a great day.

Jennifer L. Erixton

Secretary / Bookkeeper

Dinsmore Elementary

(904) 924-3126

Fax – (904) 924-3142



From: Friends of Dinsmore Elem <friendsofdinsmoreelementary@gmail.com>
Sent: Sunday, August 8, 2021 12:51 PM
To: Reese, Wanda W. <reese1@duvalschools.org>; Erixton, Jennifer L. <ErixtonJ@duvalschools.org>; Roger Mann <rdm32219@yahoo.com>
Subject: Name Change

This message was sent from outside the district. Please do not click links or open attachments unless you recognize the source of this email and know the content is safe.

Wanda, Jennifer, and Roger~

Attached is a request for Board Action to make the change from Friends of Dinsmore Elementary to the Know & Grow Learning Depot. I've detailed every change that would be made to the Articles of Incorporation and the Bylaws. I've also attached a copy of the Articles of Incorporation and Bylaws that would be filed with the State of Florida to make this change.

Please either reply to this email with your consent or sign/date the Board Action and mail it to 110 Mills Lane, Jacksonville Beach, FL 32250.

If you have any questions or concerns, please let me know.

Thanks,
Linda

Linda Brunson, President, Friends
501(c)(3) charitable nonprofit
FriendsOfDinsmoreElementary@gmail.com
904.738.3092

This communication may contain privileged and confidential information intended only for the addressee(s) named above. If you are not the intended recipient, you are hereby notified that any review, dissemination, distribution or duplication of this communication is strictly prohibited. If you are not the intended recipient, please notify the sender by reply email and destroy all copies of the original message. Under Florida law, e-mail addresses are public records. If you do not want your e-mail address released in response to a public records request, do not send electronic mail to this entity. Instead, contact this office by phone or in writing. Florida has broad public records laws and virtually all written communications are public records unless specifically deemed confidential pursuant to state or federal law.

From: Roger Mann rdm32219@yahoo.com
Subject: Re: Name Change
Date: August 11, 2021 at 9:16 AM
To: Friends of Dinsmore Elem friendsofdinsmoreelementary@gmail.com

Roger's
consent

I consent

Sent from my iPhone

On Aug 8, 2021, at 12:51 PM, Friends of Dinsmore Elem <friendsofdinsmoreelementary@gmail.com> wrote:

Wanda, Jennifer, and Roger~

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<Board Action.pdf>

<Articles of Inc K&G.pdf>

<Bylaws K&G.pdf>

Please either reply to this email with your consent or sign/date the Board Action and mail it to 110 Mills Lane, Jacksonville Beach, FL 32250.

If you have any questions or concerns, please let me know.

Thanks,
Linda

Linda Brunson, President, Friends
501(c)(3) charitable nonprofit
FriendsOfDinsmoreElementary@gmail.com
904.738.3092

From: Reese, Wanda W. reesew1@duvalschools.org
Subject: Re: Name Change
Date: August 19, 2021 at 10:09 AM
To: Friends of Dinsmore Elem friendsofdinsmoreelementary@gmail.com

Wanda's consent

Approved

Sent from my iPhone

On Aug 19, 2021, at 9:00 AM, Friends of Dinsmore Elem <friendsofdinsmoreelementary@gmail.com> wrote:

This message was sent from outside the district. Please do not click links or open attachments unless you recognize the source of this email and know the content is safe.

Wanda~

Roger and Jennifer have both responded to the email with their consent. Just waiting on your response.

Thanks,
Linda

Linda Brunson, President, Friends
501(c)(3) charitable nonprofit
FriendsOfDinsmoreElementary@gmail.com
904.738.3092

Begin forwarded message:

From: Friends of Dinsmore Elem <friendsofdinsmoreelementary@gmail.com>
Subject: Name Change
Date: August 8, 2021 at 12:51:09 PM EDT
To: Dinsmore Elementary School <reesew1@duvalschools.org>, "Jennifer L. Erixton" <erixonj@duvalschools.org>, Roger Mann <rdm32219@yahoo.com>

Wanda, Jennifer, and Roger~

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Thanks,
Linda

Linda Brunson, President, Friends
501(c)(3) charitable nonprofit
FriendsOfDinsmoreElementary@gmail.com
904.738.3092

<Board Action.pdf>
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Wanda's
Consent -
second
copy

Article IX

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Wanda Reese, Secretary - Know & Grow Learning Depot, Inc.

Roger Mann, Treasurer - Know & Grow Learning Depot, Inc.

Please note your board vote below, sign, and date.

I consent do not consent to the changes proposed above.

Wanda Reese
Signature

8/15/21
Date