

Annual Meeting Notice of the Membership to Elect Board Members

The Undercroft Montessori School (UMS) Board of Directors will host its Annual Meeting of the membership.

Date: **April 11, 2023**
Time: **7:00 p.m.**
Place: **Undercroft Montessori School, Middle School Classroom, East Building**

All are invited to attend. If you cannot attend, your vote can still count if you appoint a proxy to attend on your behalf. **The Proxy Form is attached for your convenience. NOTE: you may vote for as many persons as you believe should be elected to the Undercroft Board of Directors.**

Per Article III, Section 1, of the Bylaws, members eligible to cast a vote include the following:

. . . the Directors of the corporation and all persons having a child duly enrolled in the school operated by this corporation, and any other and additional natural persons the Board of Directors may elect by a majority vote. Membership of a person arising solely from having children duly enrolled in the school operated by this corporation will terminate when such member no longer has a child so enrolled, or when the school is in recess and such member has no child who would be eligible for enrollment in the next succeeding session.

For your *information only*, the following individuals are current UMS directors who will not be up for election at this time: Evie Houston, Zuri Jones, Shai Kaiser, Alison Meeks, Erin Rich, Heidi Shadid, David Daugherty, Becca Povlock, Robert Thomas, Brett Palmer, and Jogi Makhani.

Each of the following individuals is nominated to serve as a director on the UMS Board of Directors. If elected, their two-year term will begin **June 1, 2023, and expire on May 31, 2025.**

- Aaron Bean
- Scott Ferris
- Jackie Griffin*
- Tess Hanner
- Barrie Lamberton*
- Melissa Moran*
- Katie Sachse
- Dave Sherry

*Please note that the * denotes that these persons have not previously served on the UMS Board of Directors and this would be their first term on the board. By means of introduction, here are some brief bios about each prospective member:*

JACKIE GRIFFIN

Jackie and her husband, Eric, have a four-year-old son, Wells, currently enrolled in his second year at Undercroft in early childhood. She currently serves as one of the room representatives for Wells' class and is loving that being a room representative has allowed her to not only volunteer more for the school but also grow relationships and get to know the wonderful Undercroft community even better.

Jackie grew up in Tulsa, graduated from East Central High School, and attended The University of Tulsa where she received her Bachelor of Arts in Psychology and her Juris Doctor. Her career has included practicing law, legislative affairs, and internal and external communications.

For more than a decade, she has worked at BOK Financial and currently serves as a Director of Compliance, managing a team that specializes in compliance testing for Wealth Management divisions across several states.

A proponent of giving back to the Tulsa-area organizations that have impacted her life, Jackie served for ten years as an active alumni board member for The University of Tulsa, ultimately serving as president of the local chapter for two years before her term expired. Seeing the wonderful impact Undercroft and its amazing community have already had on her family in just a short time, she is excited and eager to be more involved and give back to such a wonderful school.

An avid dog lover, Jackie is passionate about dog rescue and is currently the proud mom to foster-failure, Izzy, the Cavalier King Charles Spaniel. In her free time, Jackie enjoys spending time with her family and finding opportunities to travel together- especially to Colorado.

BARRIE LAMBERTON

Barrie Lamberton is a mother of two children at UMS--Maren in Ms. Emily and Ms. Kate's LE classroom and James in Ms. Anita and Ms. Gretchen's UE classroom. She was born in Tulsa, and received a BA in Elementary Education at the University of Arizona. She is Montessori trained and has worked at Undercroft as a part time guide and substitute. She loves helping out at the school in any way she can, both as a room rep and assisting the teachers with special projects and field trips.

Barrie is grateful to be able to use both sides of her brain everyday, working both as an accountant/office manager and a freelance artist/illustrator. She loves to travel, cook, and be outside with her kids--whether it's hiking, camping or gardening. Barrie hopes to bring her organizational skills, creative talents and experience in education to the Undercroft community.

MELISSA MORAN

Melissa Moran is the proud mother of one child at Undercroft Montessori, Olivia in EC-NW. She and her husband Mike have been a part of the Undercroft community since 2020. She grew up in Winfield, KS and graduated from Oklahoma State University with a Bachelor's and Master's degree in Accounting. She has experience in public accounting and has worked for the past 15 years as a CPA with a public energy company in Tulsa. She is looking forward to putting her skills to use serving where best helpful to the Undercroft community.

In their free time, Mike, Olivia and Melissa enjoy being outdoors. They like to swim, play soccer, play basketball and take walks around the neighborhood. Melissa is also a runner and enjoys running the River Park trails with their dog. They are also blessed to have extended family locally that they spend time with.

We hope to see you at the Annual Meeting on April 11, 2023, at 7:00 p.m.

Sincerely,

Vanessa Rogers

Vanessa Rogers
Secretary
Undercroft Board of Directors



Notice of Annual Meeting of Members of
Undercroft Montessori School, Inc.

Notice is hereby given that, as provided by the Bylaws, the Annual Meeting of the Members of the Corporation of Undercroft Montessori School will be held **April 11, 2023 at 7:00 p.m.** at **Undercroft Montessori School, Middle School Classroom, East Building.**

Such meeting will be for the purpose of the election of members to the Board of Directors of the Corporation of Undercroft Montessori School. If you cannot attend the meeting but would like to cast your vote, please sign and return the attached proxy *on or before the Annual Meeting.*

Please sign attached Proxy and send with a member in good standing to the meeting or return to the Board prior to the meeting by delivering your signed Proxy to the office to the attention of:

Vanessa Rogers, Secretary of the Board of Directors
c/o Undercroft Montessori School
3745 South Hudson
Tulsa, OK 74135-5604

PROXY CARD

This Proxy is solicited on Behalf of the Board of Directors for the Annual Meeting on April 11, 2023

I, the undersigned member of Undercroft Montessori School, Inc. (the “**Corporation**”), DO HEREBY APPOINT **Vanessa Rogers**, Secretary of the Board of Directors, with full power to act alone, as my true and lawful attorney with full power of substitution, for me and in my name, place and stead to vote and act with respect to the election of Directors at the Special Meeting to be held on **April 11, 2023, at 7:00 p.m.**, or at any adjournments hereof, with all the powers the undersigned would possess if personally present, as follows:

ELECTION OF DIRECTORS: Please place a mark next to each candidate for whom you wish to cast a vote that he/she will be elected to the Undercroft Board of Directors. (Note: the * denotes who would be elected to his/her first term as a UMS Director.)

You may vote for as many persons as you believe should be elected to the UMS Board of Directors.

- | | |
|--|--|
| <input type="checkbox"/> Aaron Bean | <input type="checkbox"/> Barrie Lamberton* |
| <input type="checkbox"/> Scott Ferris | <input type="checkbox"/> Melissa Moran* |
| <input type="checkbox"/> Jackie Griffin* | <input type="checkbox"/> Katie Sachse |
| <input type="checkbox"/> Tess Hanner | <input type="checkbox"/> Dave Sherry |

PLEASE SIGN AND DATE BELOW AND RETURN PROMPTLY

This Proxy will be voted in accordance with the foregoing instructions. The undersigned hereby acknowledges receipt of the Notice of Annual Meeting to be held on **April 11, 2023**, and the Proxy Statement furnished therewith. The undersigned hereby revokes any proxy to vote heretofore given by the undersigned.

Printed Name: _____

Signature: _____

Date: _____, 2023

Article III, Section 8, of the Bylaws: At any meeting of the membership every member shall be entitled to vote in person or by proxy appointed by an instrument in writing, dated and subscribed by such member and filed with the Secretary of the Board of Directors at, or before, the meeting, but in no case shall a proxy be appointed for more than one meeting, no person may hold more than two proxies, and a proxy must always be a member of the corporation. The person filing the proxy shall have the burden of proving receipt by the Secretary of the Board of Directors if any question arises.