



MINUTES

Board of Trustees Meeting
Tuesday, May 23, 2017

ROLL CALL

Board of Trustees Present:

Richard Arum
William Healey
Sandi Jackson
Carolyn McInerney
Liz Dorn Parker
Susan Samueli
Chris Scheithauer
Nicole Washington

Academy/Orangewood Staff Present:

John Luker
Anthony Saba
Chris Simonsen

APPROVAL OF MINUTES

A motion was made by William Healey, seconded by Liz Dorn Parker and carried by a vote of 8-0 to approve the April 25, 2017 Board of Trustees meeting minutes.

PUBLIC COMMENT

Sandi Jackson opened the floor for public comment. No public comment was made.

BOARD EDUCATION

Head of School, Anthony Saba introduced senior students to speak on their experience since attending Samueli Academy. Each student spoke briefly on their experiences before and since attending Samueli Academy and informed the Board of the following schools they will be attending in the fall of 2017: Walla Walla University, California State University, Los Angeles, California State University, Fullerton, California State University, Riverside and University of California, Los Angeles.

BOARD CHAIR REPORT

Sandi Jackson informed the Board that both she and Susan Samueli's Board terms are eligible for renewal.

A motion was made by Carolyn McInerney, seconded by Liz Dorn Parker and carried by a vote of 6-0 to approve the Board term renewal of Sandi Jackson and Susan Samueli. The motion was abstained by Sandi Jackson and Susan Samueli.

Sandi Jackson presented to the Board a resignation letter from Board member and Finance Committee Chair, William Healey. Sandi stated that as a result, Liz Dorn Parker will be stepping off the Governance Committee and serving as the Finance Committee Chair effective July 1, 2017. Additionally, Sandi informed the Board that Board members, Liz Dorn Parker and Carolyn McInerney have both joined the Audit Committee.

Sandi Jackson presented a Board Orientation Procedure for onboarding new Board members, which has been vetted by the Governance Committee.

A motion was made by Carolyn McInerney, seconded by Liz Dorn Parker and carried by a vote of 8-0 to approve the Board Orientation Procedure.

Sandi presented the 2017-18 Board goals and stated that many of the items have rolled over from the previous year with the addition of the following goals:

- Student Growth
- Parent and Student Outreach

Additionally, the Board discussed including an item for marketing material and agreed to revise item seven as follows: Develop and review a plan for parent and student outreach and messaging.

REPORTS

HEAD OF SCHOOL

Anthony provided an update on the current undertakings of the Graduation Committee and asked Board members to RSVP for the graduation ceremony on June 12, 2017.

CEO

Chris Simonsen provided a Residential Campus Update and stated that staff is waiting for written approval from the State of California to proceed with the residential program.

Chris Simonsen informed the Board that Orangewood Foundation has hired a new Program Director, Lawren Ramos. Chris stated that Lawren was previously the Chief Executive Officer of Boys Town, which is the residential model that the Samueli Academy Residential Program has been evaluating

FUNDRAISING

Chris Simonsen provided a report on Samueli Academy operational fundraising through March 31, 2017. To date, \$627,207 has been raised for Samueli Academy operations, which is on track for the year.

Chris informed the Board that the Capital Campaign Planning Task Force continues to meet and the first donor presentation was made and went very well.

COMMITTEE REPORTS

FINANCE

William Healey informed the Board that the Finance Committee met on May 12, 2017, to approve the March 2017 financials and review the financial scorecard and compliance calendar.

John Luker provided the following report on the March 2017 Financial Dashboard:

- The Average Daily Attendance (ADA) rate is 96%.
- Samueli Academy has an YTD net income of \$365,446 in Fiscal Year 2016-17, which is \$627,714 better than planned.
- As of March 31, 2017, the School's cash balance was \$710,851.

John Luker presented to the Board the 2017-18 budget, which included a summary of the previously approved 2017-18 budget that was in the 5-year strategic plan. Additionally, John reviewed the revised budget that the Finance Committee recommends for 2017-18, which includes the following assumptions:

- Increase students from 500 to 510
- Decrease free and reduced lunch students by 1%
- Decrease unduplicated low income students by 1%
- Decrease in certificated staff by .34% FTE

A motion was made by William Healey, seconded by Nicole Washington and carried by a vote of 8-0 to approve the Samueli Academy 2017-18 budget.

William Healey presented to the Board the Shared Services Agreement between Samueli Academy and Orangewood Foundation.

A motion was made by William Healey, seconded by Nicole Washington and carried by a vote of 6-0 to approve the Shared Services Agreement. The motion was abstained by Sandi Jackson and Susan Samueli.

John Luker presented to the Board the Lease Agreement between Samueli Academy and Orangewood Real Property, LLC. It was noted and disclosed to the board that Sandi Jackson and Susan Samueli must recuse themselves from the vote due to also serving on the board of directors of Orangewood Foundation which is a related entity to Orangewood Real Property, LLC, (the landlord).

The first lease is for the 30,768 sf Academic building, the 3,860 sf Community Center, the athletic fields and parking. The lease amount is \$32,833.67/month for the 2017-2018 school year and the term of the lease is through 6/30/2027. The second lease is for the rental of all of the modulares and is for \$7,281.36/month for the 2017-2018 school year. The lease term is through 6/30/2019.

The board discussed the amount of the leases noting that the first lease is at \$.948/sf (\$32,833.67/34,628 sf). This was reviewed by an independent appraiser several years ago and was noted that comparable commercial rates in the area exceed \$1.50/sf for the area. In review of the second lease, it was noted that the modular rentals are at the market rates being charged by Mobile Modular and William Scotsman. Based upon this review, the board noted that the total lease amount is well below market value.

A motion was made by William Healey, seconded by Liz Dorn Parker and carried by a vote of 6-0 to approve the Lease Agreement. The motion was abstained by Sandi Jackson and Susan Samueli.

William Healey presented to the Board the Furniture Purchase Agreement with Orangewood Real Property, LLC. William explained that the agreement outlines Samueli Academy purchasing the school's existing furniture from Orangewood Real Property, LLC., at book value which is approximately \$449,192 over 24 months at no interest.

A motion was made by William Healey, seconded by Nicole Washington and carried by a vote of 6-0 to approve the Furniture Purchase Agreement. The motion was abstained by Sandi Jackson and Susan Samueli.

GOVERNANCE

Chris Scheithauer presented to the Board the revised Public Comment Policy, which includes additional language required by the Brown Act.

A motion was made by Nicole Washington, seconded by Liz Dorn Parker and carried by a vote of 8-0 to approve the Public Comment Policy.

Chris Scheithauer presented to the Board a proposal from Glenn Price Group to facilitate the 2017 Board Retreat.

A motion was made by William Healey, seconded by Liz Dorn Parker and carried by a vote of 8-0 to approve the Glenn Price Group proposal.

Chris Scheithauer presented to the Board a planning calendar for the 2017 Board Retreat and ask Board members to consider agenda items for the retreat. The followings items were suggested:

- Post graduate success
- Restructuring of school site leadership
- Fiduciary responsibilities

Chris Scheithauer presented to the Board the compliance calendar. Chris informed the Board that the Governance Committee will be nominating the 2017-18 slate of Board officers and asked the Board for input. Additionally, Chris stated that the Treasurer will need to be replaced with the resignation of Board member and Finance Committee Chair, William Healey.

ACADEMIC

Nicole Washington provided a report on the current undertaking of the Academic Committee and stated that the Committee has been working primarily on the Internal Scorecard, charter renewal, junior high school expansion, UCI Survey and Academic Goals for the 2017-18 School year.

Nicole presented to the Board an overview of the junior high school expansion plan and asked the Board for input. Chris Simonsen informed the Board that a meeting is scheduled with the City of Santa Ana to increasing the capacity of the site to 750 students.

Nicole Washington presented to the Board the Internal Scorecard and stated that the Academic Committee recommends not making any revisions from the previous year's Internal Scorecard.

Nicole Washington presented to the Board the 2017-18 Academic Committee Goals, which will be approved at the 2017 Board Retreat.

Nicole Washington presented to the Board the final Local Control and Accountability Plan (LCAP). Nicole informed the Board that the format has changed and the goals have been consolidated.

A motion was made by Liz Dorn Parker, seconded by Carolyn McInerney and carried by a vote of 8-0 to approve the Local Control and Accountability Plan (LCAP).

Nicole presented to the Board on the current undertaking of the Career Advisory Council and stated that the freshman students attended career exploration events at the Orange County Courthouse and The Arc of Orange County. Additionally, Nicole stated that sophomore students are working successfully in the mentorship program.

OTHER BUSINESS

Sandi Jackson opened the floor for other business and no other business was brought forth.

ADJOURNMENT

A motion was made by William Healey, seconded by Liz Dorn Parker, and carried by a vote of 8-0 to adjourn the Samueli Academy Board of Trustees meeting at 8:15 p.m. The next meeting will be held on Tuesday, June 27, 2017, at 6:30 p.m. at Samueli Academy located at 1901 N. Fairview Street, Santa Ana, CA 92706.



CHRIS SCHEITHAUER, SECRETARY