MINUTES OF SAMUELI ACADEMY GOVERNANCE COMMITTEE

Tuesday, June 6, 2023 – 4:00 p.m.
Held via Zoom

Attendees: Chris Scheithauer, Sandi Jackson, Robert Santana, Anthony Saba, Kerry Flanagan, and Tracy Garcia

I. Opening Item

The meeting was called to order by Chris Scheithauer at 4:00 p.m.

II. Approval of Minutes

The Committee reviewed the minutes from meeting of the Governance Committee:

- May 12, 2023

A motion was made by Robert Santana, seconded by Chris Scheithauer, and carried to approve the minutes from the May 12, 2023, meeting of the Governance Committee with a vote of: 2– Ayes and 0 – Nays.

III. Public Comment

Chris Scheithauer opened the floor for public comment, but none was presented.

IV. Update on Fall 2023 Board Retreat

Kerry Flanagan was present to go over plans for the Fall 2023 Board Retreat. She presented a draft board retreat agenda for review. The committee identified 3 items of interest to move forward with for further discussion. These items included a ten-year review of the school, Samueli 2, and Board member recognition.

Kerry will put information together for further discussion at the July Governance Committee meeting.

V. Board Approved Policies and Procedures

The Committee reviewed the approved policies and procedures.

VI. Job Descriptions (Head of School and CFO)

The Committee reviewed the updated Head of School and CFO job descriptions. A motion was made by Robert Santana, seconded by Chris Scheithauer, and carried to advance the job descriptions for Board approval in June with a vote of: 3 – Ayes and 0 – Nays.

VII. Review Shared Services Agreement

The Committee reviewed the Shared Services Agreement with Orangewood Foundation. There were no major changes to the agreement other than the date and increase in amount. This increase was due to increases in salaries and an increase in Facilities FTE due to upcoming projects.

A motion was made by Robert Santana, seconded by Sandi Jackson, and carried to approve the Shared Services Agreement with Orangewood and pass it along for Board approval in June with a vote of: 2 – Ayes, 0 – Nays, and 1 – Abstain from Sandi Jackson.

VIII. Finalize 2023-2024 Proposed Slate of Officers

The Committee reviewed the 2023-2024 Proposed Slate of Officers. Chris Scheithauer has received no additional nominations. Sandi Jackson made a motion to approve the 2023-2024 Proposed Slate of Officers and move it to the Board for approval. Robert Santana seconded the motion and the motion carried with a vote of: 3 – Ayes and 0 – Nays.

IX. Compliance Calendar

The Compliance Calendar was reviewed by all. Chris Scheithauer requested that next year we break out the Shared Service Agreement and Lease Agreements to 2 separate lines on the grid.

Performance self-evaluation forms will be sent out next week by Anthony. The Governance Committee will have a closed session at the July meeting to discuss ED performance evaluation.

Policy and handbook changes will need to be discussed at the July Governance Meeting to be approved by the full board at the July meeting ahead of the August 9th start date of school.

X. Discuss Next Month Meeting Date due to Holiday

The Committee discussed next month's meeting date due to the July 4th holiday. The Committee will meet on Tuesday, July 11th at 4:00 p.m.

XI. New Business

None

XII. Adjournment

Sandi Jackson made a motion to adjourn the Governance Committee Meeting on June 6, 2023, at 5:30 p.m. Robert Santana seconded the motion and the motion carried with a vote of: 3 – Ayes and 0 – Nays.

The next meeting will be held on Tuesday, July 11, 2023, at 4:00 pm.

Chris Scheithauer, Chair