MINUTES OF SAMUELI ACADEMY GOVERNANCE COMMITTEE

Tuesday, September 6, 2022 - 4:00 PM
Held via Zoom

Attendees: Chris Scheithauer, Sandi Jackson, Shannon Zech, Robert Santana, Anthony Saba, Chris Simonsen, and Andrea Geans

I. Opening Item

The meeting was called to order by Chris Scheithauer.

II. Approval of Minutes

The Committee reviewed the minutes from the Governance Committee Meeting:

- August 11, 2022

A motion was made by Sandi Jackson, seconded by Robert Santana, and carried to approve the minutes from the August 11, 2022 meeting of the Governance Committee with a vote of: 3 – Ayes and 0 – Nays.

III. Governance Committee findings pursuant to Government Code Section 54953(e)

The Charter School Governance Committee determines, in accordance with Government Code Section 54953(e)(1)(B), that meeting in person would present imminent risks to the health or safety of attendees. Pursuant to Government Code Section 54953(e)(3), the Governance Committee has also reconsidered the circumstances of the State of Emergency declared by the Governor on March 4, 2020, and finds the State of Emergency continues to directly impact the ability of the Committee to meet safely in person and/or that State or local officials continue to impose or recommend measures to promote social distancing.

A motion was made by Robert Santana, seconded by Sandi Jackson, and carried to approve the Committee findings pursuant to Government Code Section 54953(e) with a vote of: 3 – Ayes and 0 – Nays.

IV. Public Comment

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

Shannon Zech joined the meeting.

V. Solar Proposal

Final negotiations continued between the legal teams of Samueli Academy and the solar vendor. As such, the Committee considered a special meeting to review and approve a completed contract.

A motion was made by Sandi Jackson, seconded by Robert Santana, and carried to table the agenda item until further notice with a vote of: 4 - Ayes and 0 - Nays.

VI. 2022 Board Retreat

The Committee reviewed the agenda timeline of the 2022 Board Retreat, and discussed at length the anticipated strategic topics. Members agreed that the subject of Growth and Expansion required extensive conversations beyond the Retreat. Thus, focus would be placed on the past ten years of the school's existence and on the momentum gained for the future ten years. Following the review of UCI data results, the ten-year evaluation would precede the strategic discussion on finances, reserves, and an annual endowment.

VII. Board Approved Policies and Procedures

The Committee reviewed the agenda items approved by the full Board during the August meeting of the Board of Trustees, to see of their relevance on the Samueli Academy website and/or within the Board Approved Policies and Procedures Handbook.

VIII. Outdoor Club Overnight Camping Trip

Recommended as an item for approval was a request by the Outdoor Club for an overnight camping trip during October.

Discussion followed on whether it was necessary to obtain Board approval with each overnight trip. Anthony would present this inquiry to the school's legal team.

A motion was made by Sandi Jackson, seconded by Robert Santana, and carried to approve the Outdoor Club Overnight Camping Trip with a vote of: 4 – Ayes and 0 – Nays.

IX. Performance Evaluation Process

The Committee discovered that the compliance calendar listed submission, review, and approval dates one month past what was specified in the Performance Evaluation Process. After a period of discussion, members agreed the compliance calendar would be updated to reflect consistence with the Performance Evaluation Process timeline.

Sandi Jackson left the meeting for other obligations.

X. Compliance Calendar

Chris Scheithauer reviewed the upcoming tasks within the Compliance Calendar. The Committee would compile feedback on the performance evaluations of the Executive Director, Chief Financial Officer, and Head of School. Additionally, October tasks would be moved back to November.

XIII. New Business

Anthony Saba presented the idea of pushing back the Governance Committee meetings by two weeks. This would allow the Finance Committee time to review finance-related legal documents before sharing them with subsequent Governance Committee meetings. Members would be polled on their availability.

XIV. Closed Session

Pursuant to California Government Code Sec. 54957, a motion was made at 5:06 pm by Shannon Zech, seconded by Robert Santana, and carried to approve the Governance Committee meet in a closed session to review the Performance Evaluation of the Executive Director, Chief Financial Officer, and Head of School with a vote of: 3 – Ayes and 0 – Nays.

XV. Return to Open Session

The Committee returned to an open session at 6:34 pm with a vote of: 3 – Ayes and 0 – Nays.

Final feedback was drafted for each of the three performance evaluations. These would be presented to the full Board at its next meeting, and in a closed session.

XIV. Adjournment

The September 6, 2022 Governance Committee meeting adjourned at 6:38 pm with a vote of: 3 – Ayes and 0 – Nays.

The next meeting will be held on Tuesday, October 4, 2022, at 4:00 pm.

Chris Scheithauer, Chair