MINUTES
Board of Trustees Meeting
Tuesday, October 25, 2022
6:00 PM
Zoom

ROLL CALL

Board of Trustees Present:
Liz Dorn-Parker
Richard Arum
Sandi Jackson
Shannon Zech
Susan Samueli
Susan Barua
Robert Santana

Absent:
Chris Scheithauer

Academy/Orangewood Staff Present:
Anthony Saba
Lee Fleming
Chris Simonsen
John Luker
Andrea Geans

CALL TO ORDER

Liz Dorn-Parker called the meeting to order at 6:00 pm and welcomed all attendees to the October 25, 2022 meeting of the Samueli Academy Board of Trustees. Anyone from the public might address the Board for a period of three minutes at the beginning of the meeting, and prior to agenda items that were subject for approval. Board meetings would remain via Zoom, while still operating under COVID restrictions.

APPROVAL OF MINUTES

A motion was made by Sandi Jackson, seconded by Susan Barua, and carried to approve the minutes from the September 27, 2022 meeting of the Board of Trustees with a vote of: 6 – Ayes and 0 – Nays.
Robert Santana lost internet connection temporarily, and was unable to vote.

A motion was made by Robert Santana, seconded by Sandi Jackson, and carried to approve the minutes from the October 3, 2022 Board Retreat with a vote of: 7 - Ayes and 0 - Nays.

GOVERNMENT CODE SECTION 54953(e)

Board findings pursuant to Government Code Section 54953(e)

The Charter School Board of Directors 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 Board 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 Directors 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 Sandi Jackson, seconded by Shannon Zech, and carried to approve the Board findings pursuant to Government Code Section 54953(e) with a vote of: 7 – Ayes and 0 – Nays.

PUBLIC COMMENT

No public comment was presented.

REPORTS
BOARD VICE CHAIR

Liz expressed her appreciation to everyone for a successful 2022 Board Retreat, and especially to those members of the Governance Committee for their involvement of the agenda structure.

Reflecting on the recent 2022 fundraising gala "An Evening with Samueli Academy", Liz honored the school's Development team and the Gala Committee for facilitating an engaging event.

EXECUTIVE DIRECTOR

Anthony Saba thanked members of the Board for their support with the 2022 Gala. The event netted $330,000, an increase of twenty percent from the previous year. Anthony noted that even more than the funds raised was the positive exposure gained for Samueli Academy, generating volunteer interest in opportunities such as Authentic Audience and College Ignition/Career Ignition Conferences.

Additional news:

- The Governance Committee would review in November post-Retreat assignments provided by Facilitator Kerry Flanagan,
- Regarding the Annual Endowment, Anthony had begun engagement with various individuals and businesses who would potentially aid in its launch,
- The school recently hosted guest educators from the Netherlands, and educators from Pennsylvania would be on site the following week for a two-day visit.

Upcoming events:

- Career Ignition Conference - Monday, November 7. Members of the Board were invited to support the event as workshop speakers and/or mock interviewers,
- Board and Staff Holiday Party - Saturday, December 3,
- Winter Choir Concert - Thursday, December 8.

HEAD OF SCHOOL

Lee Fleming provided an update of the student activities held on and off campus, some simultaneously:

- Girls' Volleyball team had made it to the second round of the CIF Playoffs,
- Cross Country team remained consistent in friendship and perseverance,

- 7th/8th Speech and Debate competition with students from other schools,
- Boys and Girls Soccer games,
- Virtual Enterprises International (VEI) students were back on the road for competition.

Lee shared comparative statistics from the previous and current school years, and remarked how the administrative team and staff made continual strides for student engagement. Despite the lingering challenges attributed to the pandemic, attendance had greatly improved from the previous school year.

ORANGEWOOD FOUNDATION

Chris Simonsen shared that there were currently five youth in the Youth Connected Program. A recent survey administered to the youth and families resulted in glowing reviews for the program itself and for Samueli Academy. Moreover, the YCP had begun its resource parent training so these families could continue with their education credits.

Since its marketing partnership with FosterMore, the YCP leads had doubled. Further, the YCP launched its own website, social media, and video, and recruiters were actively participating in local conferences and night markets to increase community engagement. A new resource family had successfully connected with an eligible youth and several more families were in the pipeline.

Anthony reported the Annual Operational Campaign, just into its new fiscal year, showed a favorable budget variance for July and August. The campaign was forecasted to exceed its goal by the end of the calendar year due to funds netted from the 2022 Gala, thus a strong start for the 2022-23 school year.

COMMITTEE REPORTS
FINANCE

John Luker reviewed the Financial Dashboard and Scorecard for August 2022. The Average Daily Attendance (ADA) was forecasted for eight hundred, and LCFF funds were projected to be over budget based on the additional COLA approved by the state. Additional revenue from the state, anticipated and contingent on written plans, would be deferred to future fiscal years. Nevertheless, with the end of 21-22 fiscal year receivables and the current cash on hand, the school remained in a strong position to start the 2022-23 fiscal year.

Recommended as an item for approval by the Finance and Governance Committees was the Solar Proposal from Motive Energy, Inc. Given the complexity of the various agreements, negotiations were made by legal counsel on behalf of both entities. Agreements for Board review and approval were:

- Operating Agreement between Investor and Samueli Academy to form Samueli Academy PPA, LLC,
- Solar Power Purchase Agreement between Motive Energy and Samueli Academy PPA, LLC (listing cost of solar as $.01 per kwh),
- Solar PV Purchase and Installation Agreement between Samueli Academy and Samueli Academy PPA, LLC.

Noteworthy was the investment's reduction of cost from $1.6 million to $784 thousand, due to the Inflation Reduction Act. And, in addition to the proposed roof panels, solar structures would provide shaded parking and four charging stations.

A motion was made by Robert Santana, seconded by Liz Dorn-Parker, and carried to approve the Solar Proposal Agreements with a vote of:
5 - Ayes, 0 - Nays, and 2 - Abstentions by Sandi Jackson and Susan Samueli.

Executed agreements would receive a final review from the Finance and Governance Committees, to be followed by a full report to the Board.

Recommended as an item for approval was the Finance Committee Responsibilities, updated in relation to the 2022-23 fiscal year. Revisions were minimal; however, in accordance with recent Committee discussions, a line item was added to confirm the performance of a quarterly review of the Shared Services Agreement - forecast versus actual.

A motion was made by Sandi Jackson, seconded by Susan Barua, and carried to approve the 2022-23 Finance Committee Responsibilities with a vote of:
7 - Ayes and 0 - Nays.

AUDIT

Recommended as an item for approval by the Audit Committee was the 2021-2022 Samueli Academy Audit. Upon a thorough review of the school's financial statements and supplementary information, the independent auditor saw no need for adjustments and provided an unqualified opinion.

Members of the Board gave recognition to the Samueli Academy staff for the hours given to extracting data on student attendance, food services, special education, independent studies, and more. Such information was necessary to verify government funds matched the internal paperwork.

A motion was made by Sandi Jackson, seconded by Susan Samueli, and carried to approve the 2021-22 Samueli Academy Audit with a vote of:
7 - Ayes and 0 - Nays.

Recommended as an item for approval was the 2021-2022 Conflict of Interest Review. Upon review of the annual SA Conflict of Interest disclosure form submittals, by members of the Board and its sub-committees, the Audit Committee found there were no actual conflicts of interest.

A motion was made by Sandi Jackson, seconded by Susan Barua, and carried to approve the 2021-2022 Conflict of Interest Review with a vote of:
7 - Ayes and 0 - Nays.

NEW BUSINESS

Anthony reported Samueli Academy was now able to further fulfill its vision by hosting community events on campus. Recently held was a basketball tournament as well as a soccer game for youth of local churches and schools.

Highlighting the Alumni Success Program:

- Susan Barua engaged with fifteen students of Cal State Fullerton, all alumni of Samueli Academy, in a meeting facilitated by Norah Sarsour,
- Susan Samueli met with a graduate of SA who was now employed by the Anaheim Ducks.

ADJOURNMENT

The Board voted with 7 - Ayes and 0 - Nays to adjourn the October 25, 2022 meeting of the Samueli Academy Board of Trustees at 6:47 pm.

The next regular meeting will be held on Tuesday, November 22, 2022, at 6:00 pm.

01/27/2023

RICHARD ARUM, SECRETARY