

Silver Oak High School - Board of Directors Minutes

Thursday, April 25, 2019 @ 6:30PM

Silver Oak High School, 951 Palisade St, Hayward CA 94542



1) Call to Order

The meeting was called to order at 6.31pm by TB

a) Attendance

A – Absent, AA – Apologized Absence, C – Call-In, P – Present, T – Tardy, U – Unable to Reach

P	Bauer, Tom	P	Gayle, Steve	P	Pagel, Chris
P	Bichard, Murielle	P	Harty, Linda	AA	Warden, Delisle
T	Cespedes, Vinnie	P	Martinez, Cesar		
P	Eckart, Helga	P	McMahon, Rick		

Meeting confirmed as quorate

VC joined the meeting

b) Reading of Silver Oak Mission Statement – English by Linda Harty

c) Acknowledgements

MB announced that her and VC were working on the annual fundraising auction for Golden Oak which will take place on Saturday 18th May at San Leandro Community Centre.

2) Public Comment

There was no public comment

3) Approval of the Agenda

Approved	Motion to Approve	Seconded	In Favor - 9	Opposed 0	Abstain 0
YES	SG	RM	TB, MB, VC, HE, SG, LH, CM, CP, RM		

4) Guest Speakers – N/A

5) Consent Agenda

MB requested that Item 4, Updated 2018-19 Budget, be removed from the consent agenda as she was still finalizing some details which would mean it would just need to come back to the Board again.

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- a) Approval of Minutes from the prior Regular Board Meeting on Thursday, March 28, 2019
- b) Communications
 - 1. Treasurer & Finance Committee
 - 2. Governance Committee
 - 3. Principal's Report
 - 4. ~~Updated 2018-19 Budget~~

c	Motion to Approve	Seconded	In Favor - 9	Opposed 0	Abstain 0
YES	MB	SG	TB, MB, VC, HE, SG, LH, CM, RM, CP		

6) Items for Board Consideration / Actions

- a) Partnership with Golden Oak for Co-locating Campuses

TB welcomed Kristin Rodriguez, Chair of GO Board and Joe Schenone to the meeting. Jackie Moses and Matt Moses were also welcomed by CP when they joined the meeting.

TB outlined that KR had approached him to explore the possibility of a partnership with SO for a Co-located campus. TB explained we were already working with Red Hook and exploring Capital Campaign options. With this in mind a letter of intent was drafted which was voted on at the last GO Board Meeting. The GO Board voted in favor to proceed and adopt the letter of intent.

MB asked what had changed since last year when the idea had been explored and rejected. KB explained that they had been working with consultants on strategic planning and the need to review their campus options had been approved as part of this plan.

HE asked how long the proposed working group would engage in feasibility before agreeing it was/was not possible, was there a timeline?

TB Felt it would become apparent fairly quickly in discussions and there would be constant feedback to both boards. The plan was to tackle what they saw as the potential largest barriers first so that the timeframe was reasonable.

SG asked if GO had looked at potential facilities/locations.

KR – No, this (working with SO on co-location) is first step in process for GO. They have identified a need to review their campus options and seek a permanent home and to collaborate with other Montessori schools and this has

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been agreed as part of their strategic plan so exploring the possibility of co-locating with SO is a logical way forward for GO.

CP asked whether they had a timeframe by which they needed a new property.

KR acknowledged that their timeline was not as pressing as that for SO

CP Asked about the conflict of interest of both schools having a middle school program.

KR said she did not see it as a conflict of interest but acknowledged it was something that would need further discussion.

MB asked about the details of the operation of the working group and the need for minutes to be taken.

KR agreed this was important and that both schools would expect the working group to be transparent.

SG asked about how HUSD would view the partnership

KR emphasized that this is a co-location and not a merger and would be clearly presented as co-location.

LH asked how Red Hook had reacted and if they felt it would be easier to find a location for a co-located campus.

TB said Red Hook had responded favorably and saw potential advantages to a co-located campus

LH asked how flexible GO were on location bearing in mind their current location in Castro Valley.

KR responded that they were flexible as long as the location was within the HUSD

MB queried the legal implications and at what point the letter of intent would be reviewed by lawyers as this would be expensive if the working group decided it was not feasible to proceed.

KR and TB confirmed that they were committed to looking at the affordability/feasibility in the working group before engaging with the lawyers.

Motion to accept the letter of intent between GO and SO regarding a Co-located Campus

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YES	MB	CP	TB, MB, VC, HE, SG, LH, CM, RM, CP		

b) Prop 39 Offer

TB confirmed that after much negotiation the Final Offer from HUSD is a 3 year In-Lieu agreement which gives SO sole use of the facilities outlined in the agreement. The out of district costs were higher and therefore overall this agreement would cost SO more than current premises.

MB asked if the rates in the agreement were fixed for the 3 years of the agreement

TB confirmed this was correct

SG asked about the utilities fee and if that rate would also stay the same for the 3 years.

TB confirmed this was his understanding

CP Asked about the 1 year Prop 39 offer in view of cost implications of out of district students

TB clarified this would give us only 7 or 8 classrooms in a shared space and EB clarified that SO needed 10 classrooms as the Prop 39 offer would not include space for things like Special Ed without a requirement to share space. The Faculty were supportive of the move to Sunset based on the sole use wing and offices and having their own classrooms, this was the big selling point considering the drawbacks of security on a campus shared with others.

CP asked about the fact that SO is a growing school and was that taken into account in the enrollment numbers.

MB clarified that the offer is based on ADA not enrollment and that offer was based on future projections as well as current ADA.

CP felt that the Prop 39 offer was not based on a comparative school and therefore not legally compliant. He proposed going back to HUSD for a Prop 39 offer with costings for renting the additional space SO would want. He felt the budget is stretched already and the additional cost of the 3 year in-lieu agreement was going to be a challenge.

TB said if the Board wanted he would go back to HUSD for these costs.

MB said she felt the 3 year offer was a good option

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LH raised concerns that a one year agreement offered less stability and may impact on enrollment with no guarantees of negotiating a better or equivalent offer for subsequent years.

Motion to accept the 3 Year In-Lieu agreement from HUSD

Approved	Motion to Approve	Seconded	In Favor - 8	Opposed 1	Abstain 0
YES	MB	RM	TB, MB, VC, HE, SG, LH, CM, RM,	CP	

c) 2019-2020 School Calendar

CP asked if there had been a change to the number of school days.

EB confirmed there had not.

Motion to approve the 2019-2020 School Calendar

Approved	Motion to Approve	Seconded	In Favor - 9	Opposed 0	Abstain 0
YES	SG	VC	TB, MB, VC, HE, SG, LH, CM, RM, CP		

d) Approval of the 2017-2018 Tax Returns

MB confirmed the tax returns and audit matched.

Approved	Motion to Approve	Seconded	In Favor - 9	Opposed 0	Abstain 0
YES	CP	SG	TB, MB, VC, HE, SG, LH, CM, RM, CP		

e) 2019-2020 Budget priorities

TB explained he had brought this item to the Board as there were so many new budget considerations he felt it was unfair for the finance committee to shoulder the burden of the decision making around priorities and that the Board should have some input. TB also reminded Board members that the vote we had just taken in item 6b was going to add an additional \$60+K in costs.

Concerns were raised that this was not the usual process and without seeing the whole budget it was difficult for board members to put this in context.

EB outlined the faculty priorities which were a security guard, mental health advisor and salary grid.

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The Board debated the various costs and implications. CP asked if having an In-Lieu agreement rather than a Prop 39 might make us eligible for grants we thought we would not be eligible for. MB/TB agreed this may be the case and would be looked into.

SG proposed that the urgent items for consideration where the mental health advisor and salary grid in order that EB could issue contracts. He pointed out one item had another solution and could be resolved and the others were not urgent.

Motion to make the mental health advisor a permanent position and include in the budget and enact the salary grid with concessions as agreed by the faculty.

Approved	Motion to Approve	Seconded	In Favor - 5	Opposed 1	Abstain 3
YES	SG	TB	TB, SG, LH, CM, RM	CP	MB, VC, HE

7) Items for Board Discussion/Information

a) Debut Party

TB announced that 81 tickets had been sold and he was hopeful 90 would be the final number. A number of architect firms and red hook will be attending. The new promotional video will be launched at the event and the proposed co-location of GO and SO on the same campus, if possible, will also be announced now both Boards have agreed to work together towards this.

There will be a live auction and there have been some very generous contributions towards this.

b) Role of Board Chair

TB explained he had had conversation with CP about the Board Chair role which had prompted this agenda item.

CP clarified his appreciation of the impact TB had had in getting SO where it was now but wished there to be a discussion about boundaries and involvement of other members of the Board in the business of the Board outside of Board meetings and committees. He cited some specific example of where he had concerns and also where he appreciated TB's impact.

Board members had the opportunity to discuss the role of the Board Chair and were they felt perhaps they had issues with procedure and felt they were not sufficiently involved/informed. EB said that the Chair was generally the person

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that carried the Board and was usually on all committees therefore it was usual for them to be involved to a greater degree than other Board members. The discussion around committees which was deferred to the next meeting also came up as part of the discussion.

It was suggested that this needs to be on the agenda for the next meeting –
Action LH

CP proposed that the Governance committee could take on the role of reviewing roles and responsibilities of Board Chair's in other organization's and defining them for the SO chair.

8) Adjournment

Approved	Motion to Approve	Seconded	In Favor - 9	Opposed 0	Abstain 0
YES	SG	TB	TB, MB, VC, HE, SG, LH, CM, RM, CP		

The meeting was adjourned at 9.10pm by TB

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