

# Silver Oak High School - Board of Directors Minutes

Thursday, September 3, 2020 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/82143222191?pwd=TTFvaEh6TmNSZHhXaytSRnN0QkZLZz09>

or +1 669 900 9128, Meeting ID: 821 4322 2191, Password: 126447



## 1) Call to Order

6:02pm

The meeting was called to order by TB

### a) Attendance

A – Absent, AA – Apologized Absence, P – Present, T – Tardy

### Silver Oak HS Board members

Bauer, Tom	P	Eckart, Helga	P
Bichard, Murielle	P	McMahon, Rick	P
Cespedes, Vinnie	T	Pagel, Chris	P

### Golden Oak Board members

Compani, Amy	P	Gordon da Cruz, Cynthia	P	Rodriguez, Kristin	P
Casquejo Johnston, Luz	P	Madison, Nikitha (NMA)	P	Schenone, Joe	P
Den Hartog, Doug	T	Morales, Mynor	P	Stearns, Roman	P
Espinosa, Jorge	P	Munoz, Nayir (NMU)	A		

b) Reading of Mission Statements, by Amy Compani and Murielle Bichard.

### c) Acknowledgements

- Roman commented on the successful start of the school year for GO and SO.

## 2) Public Comment

- Koren Clark, prior GO teacher, has been working on Diversity, Equity and Inclusion for the past 7 years. She participated in the AMS Black Lives Matter rally. She offered her services to both schools. Her contact information is Knowthyselfinc.net / amshq.org / Educators Events / TEP Ed.

## 3) Approval of the Joint Meeting Agenda

Approved	Motion to Approve	Seconded	In Favor – 14	Opposed - 0	Abstain - 0
YES	AC	KR	TB, MB, HE, RM, CP AC, LCJ, JE, CGC, NMA, MM, KR, JS, RS		

## 4) Items for Joint Meeting

a) Facility Work Group update – Administrative use permit and ways of financing

DDH arrived at 6:15pm.

- Received traffic study.
- Plan to submit AUP by end of September. Should take 6 months. See drawing plan (in August board packet) for design of the new building, parking, and site work.

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- Red Hook is also looking at the design for Phase 1, which is the renovation of the existing building. Jen's team did a walk through, and started prioritization. Goal is to be done by November.
- Helga asked to see the scope of the site work before it is submitted to the city.

**Action item: Email questions to Elaine, and she will forward them to Red Hook.**

- b) Action item – Approval to enter into an engagement agreement with Stifel (as an underwriter of potential Municipal Securities to finance the new school campus)
- Red Hook introduced the Finance team to Stifel (they have been in business for 135 years). They provide capacity analysis.
  - Also looking at Ed Ops to be a financial advisor (Brad Olander).
  - We know that Red Hook is expensive, so the goal is to buy them out as soon as possible. We can refinance through a bond or mortgage later.
  - No commitment, not bidding at this point.
  - Conflict of interest disclosure: none. They make money on both ends.
  - This agreement is to begin the analytic process. Will continue to research other services, to find what will work best for us. Typical practice is to engage with several professionals.

**Motion: Pursue similar engagement agreements, non-bidding, at no cost, with other underwriting firms, to be signed by the heads of school.**

Approved	Motion to Approve	Seconded	In Favor – 15	Opposed - 0	Abstain - 0
YES	LCJ	DDH	TB, MB, HE, RM, CP AC, LCJ, DDH, JE, CGC, MM, NMU, KR, JS, RS		

- c) Capital Campaign Work Group update - Overview training to explain how each board member fits in this campaign
- Google doc link will be emailed, to schedule appointments with Elaine, end of September / beginning of October. The purpose is to see where each board member fit in the campaign. There is a role for all. Examples: appreciation committee, co-chairs, or meeting scheduling... The goal is to have 100% board participation and each board member has a role within their competences.
  - Nikitha asked some clarifications on the roles. Only a small subset of persons will be trained to ask for donations.
- d) Material revision Work Group update  
Elaine sent an email to Matt Wayne and Lisa Davies to follow up on the material revision submitted in April. Dr. Davies left a voice mail on SO's office phone number, but Elaine was

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not able to talk to her yet. Evelyn Ocasio replied.

Elaine is still waiting for a meeting to be scheduled, to answer questions before the hearing is put on the agenda. Tomorrow, Elaine and Tom have a meeting with Allan Garde.

- e) Board retreat update - Preliminary content for Saturday Sept 26<sup>th</sup> 2020
- Meeting with Mwanaisha Sims earlier this week. She confirmed that the potential content was a lot to assimilate in one day. She will put a proposal together, for 9am to 12pm. Unconscious bias test to be sent about one week before the retreat.
  - We can continue the work at board meetings to further the knowledge longer.
  - Nikitha is interested to know about historical perspective on how board can make impactful decisions and have context.

**Action item: Scheduled to talk with Dan White next week regarding the merger and capital campaign. Define the outcome we want to achieve. Make sure we use the time efficiently, engaging with him and board, not just an informative session. Pre-work will be sent ahead of the retreat.**

f) Explain changes in Business Manager responsibilities

Last year, three persons were sharing some financial responsibilities: the Business manager, the Development manager and CSMC. This year, we don't have a Development manager anymore. So we needed someone on the team, to research grants, and financial opportunities. This is a great fit for David Wu, which title switched from Business manager to Strategic finance officer (in July 2020).

Question was asked about who is taking over his prior responsibilities? Elaine said that she's trying to implement an economy of scale for the office, by splitting the diverse tasks to be done by different persons, for attendance (Power School), purchasing, and payables (allocation sheet). Both schools are planning to use CSMC more (at no additional cost).

As the schools didn't merge yet, those changes could not be implemented and consolidated across both schools. Carmen is SO attendance coordinator, but also the support person with CSMC; and Mayra is in charge of purchasing. Christina and Brenda have similar responsibilities at GO.

Doug asked if all positions were needed, and not duplicated. Elaine replied that we are spending more as some employees were switched from part-time to full-time. But the goal is to be more efficient. The economy of scale is not referring to money.

Murielle objected about Elaine overseeing the daily financials, instead of continuing to have

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a qualified Business manager. Last year was the first time that SO put money in the budget to hire someone for the position of Business manager.

At GO, Jen has taken larger responsibilities, changes are fast.

Joe indicated that operation is the job of the HOS/Principal. He has confidence that CSMC can produce accurate reports. Expectations for financial management should be clear.

Rick is reviewing the reports. We are dependent on CSMC to make sure we are on track.

Doug asked a practical question about monthly book reconciliation for both schools, as he has not seen financial reports as part of the board packets. Susan from CSMC said that they can provide all sorts of reports, even now monthly cash flow.

Question was asked about moving the board meeting to another day/week of the month.

## 5) Adjournment of the joint meeting

7:35pm

Adjourn joint meeting.

Approved	Motion to Approve	Seconded	In Favor – 15	Opposed - 0	Abstain - 0
YES	MB	MM	TB, MB, HE, RM, CP AC, LCJ, DDH, JE, CGC, NMA, MM, KR, JS, RS		

## 6) Approval of the remaining Agenda

7:35pm

Approved	Motion to Approve	Seconded	In Favor - 5	Opposed - 0	Abstain - 0
YES	MB	RM	TB, MB, HE, RM, CP		

## 7) Consent Agenda

- a) Approval of Minutes from the prior Regular Meeting on Thursday, August 6, 2020
- b) Approval of Minutes from the prior Special Meeting on Wednesday, August 12, 2020
- c) Communications
  1. Treasurer and Finance Committee

**Motion: Approve the consent agenda.**

Approved	Motion to Approve	Seconded	In Favor – 5	Opposed - 0	Abstain - 0
YES	TB	RM	TB, MB, HE, RM, CP		

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## 8) Items for Board Consideration

- a) Public Hearing - Present the 2020-2021 Learning Continuity and Attendance Plan for review and comments (Draft document is available on the Silver Oak web site, under Governance menu, LCAP section)
- The goal of this document is to describe what we are doing and how we are spending the funding received, especially the Learning Mitigation Loss Funding.
  - This is a draft. Elaine thanked Susan and Maria for working on the financials and the admin staff for writing the document. Staff is doing some home visits, as well as helping with technology. The staff has already had 2 hours training for professional development (during in service staff meeting).

Vinnie joined at 7:50pm.

- Helga asked a question about the role of the office manager spending 1/5 of her time as safety coordinator. Elaine replied that Mayra will be responsible for the CSSP plan, and tracking mandatory trainings for staff. She's also the COVID liaison (she reports the cases to the health department).
- Y/N column means that the action/expense contributes to meeting the increased or improved services requirement for foster Youth, English learners, or low-income students.

b) Approval of the Unaudited 2019-2020 Financial statements

Murielle submitted a few changes to CSMC ahead of the meeting. Those changes (except the Paypal donations) have been integrated in the version presented tonight.

**Motion: Approve Unaudited 2019-2020 financial statement, pending addition of PayPal donations (\$7,751.25)**

Approved	Motion to Approve	Seconded	In Favor – 6	Opposed - 0	Abstain - 0
YES	RM	MB	TB, MB, VC, HE, RM, CP		

## 9) Announcement & adjournment into Closed Session

Conference with Legal Counsel - Anticipated litigation (20 min)

Significant Exposure to Litigation Pursuant to paragraph (2) of subdivision (d) of Section 54956.9: One Case

## 10) Reconvene into Open Session

Report actions taken in Closed Session if any.

**Motion: Authorization of the treasurer to interview 2 external companies to perform a formal investigation.**

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YES	TB	CP	TB, MB, VC, HE, RM, CP		

## 11) Adjournment

8:43pm

Approved	Motion to Approve	Seconded	In Favor - 6	Opposed - 0	Abstain - 0
YES	MB	VC	TB, MB, HE, RM, CP		

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