

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



1) Call to Order

6:05pm

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	T
Cespedes, Vinnie	P		

Golden Oak Board members

Compani, Amy	P	Espinosa, Jorge	P	Schenone, Joe	T
Casquejo Johnston, Luz	P	Gordon da Cruz, Cynthia	P	Stearns, Roman	P
Den Hartog, Doug	P	Rodriguez, Kristin	P		

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

c) Acknowledgements

- Murielle acknowledged Amy for preparing the materials for this board packet, benefiting also Silver Oak's board.

Rick joined at 6:08pm.

2) Public Comment

- Chelsea Vaughn (GO Parent) commented on the GO reopening plan. It has been one year and GO has made every effort to implement the transition to online learning. However, she was surprised that the reopening plan shows so few hours back on campus. She acknowledged that distance learning was necessary earlier in the year, but should take advantage of being a small school and listen to the scientific data. She advocates for the reopening the school next month.
- Jenny Brizzy (GO Parent) agreed for reopening the school now, based on her personal opinion and what we know so far (scientific data and expert recommendations). Important to follow safety measures like wearing masks, use extra ventilation, and keep 3ft distance. It's time to resume in-person Montessori education. She values everybody opinion, understand that fear is real, but education will go a long way to support families making decisions.

Joe joined at 6:16pm.

- Erendira Rodriguez (GO & SO parent) referred to both GO & SO school plans, which are drastically different. As an educator, she can acknowledge the tremendous work done by

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



the staff to keep students learning. SO is planning to have groups of 14 students on campus rotating with 3 teachers each day, and that seems too much exposure. Maybe it should just be for electives (on Wednesday). She pointed out that schools that have already reopened also have more resources. She appreciates the planned precautions to keep students and educators safe.

- Jen Inverno (GO PTO president) indicated that the general PTO meeting is scheduled for Monday. The goal is to research ways to align parent groups for both GO & SO. They are also looking for volunteers to be PTO officer candidates, as elections are coming up.

3) Approval of Joint Meeting Agenda & Consent Agenda

- a) Informational – Superintendent’s report
- b) Informational – Parameters for joint board approval of vendor contracts
- c) Approval – Back Office Provider contract
- d) Informational – Anti-bias / Anti-racist (ABAR) committee update

- ⇒ Murielle mentioned that a new version of the Back Office Provider contract (item 3c) was received shortly before the meeting. Rick explained the difference. The total amount has not changed; it is still \$552k over the period of the contract. Just paying a subset of the fees earlier (this year) (in view of the PPP loan forgiveness, which will create a surplus).
- ⇒ Roman suggested that as part of the slate of new board members approval item, to have a discussion, after the roll call for comment.

Motion: Approve the agenda, and consent agenda.

Approved	Motion to Approve	Seconded	In Favor – 11	Opposed - 0	Abstain - 2
YES	AC	KR	TB, RM, VC AC, LCJ, DDH, JE, CGC, KR, JS, RS		MB, HE

4) Items for Joint Meeting

- a) Action item – Approval of the slate of new board members for the merged school, with an effective date of 07/01/2021

Introduction from Tom:

- Nominating process was finalized and approved in November 2020.
- Thanked Mwanaisha Sims and Dan White, consultants, for their participation in the Nominating Committee, by helping to review the applications from interested candidates and to conduct interviews.

Presentation from the Nominating Committee:

- Diversity: How important diversity is for this community?
- Representation: Matters, in order to have a sense of belonging.

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



- Who we are: Being grounded in this community, “opening arms to all” by recommending new candidates.
- Nominating charge:
 - * Students are the priority (student success),
 - * Nominating a new board for a new school,
 - * Keeping the Montessori philosophy at heart while combining both schools.
- What we want: Promise for cohesiveness, common experience.
- Criteria:
 - * Protect & preserve (mission, pledge to diversity, equity, inclusion & social justice),
 - * Passion & commitment (merger, new campus),
 - * Professional skill set (capital campaign),
 - * Understanding of governance.
- Committee goals:
 - * Smaller board (5 to 7 board members). More needed if doing fundraising, but that’s the goal of the foundation. New board needs to set their own directions.
 - * Intentional about diversity (gender, ethnicity, experience & economic backgrounds).
 - * Fully committed to the mission & vision.
 - * Wise and experienced skill set (extensive Montessori education & experience, as well as professional background with youth & families).

Questions and comments

- Roman asked if the joint board is “recommending” or “approving” the candidates as board members. => The motion is to approve them.
- Cynthia questioned the suggestion to later elect the additional candidate. Is that part of the motion? => No. It’s only a recommendation from the Nominating Committee to the new Board once it is officially in function.
- Kristin made the following statements.
 - Acknowledged Elaine for recusing herself from this process.
 - Appreciated Dan and Mwanaisha for their work and taking on this responsibility.
 - Grateful for the returning board members and excited by the great level of expertise of the new board.
 - Had a question about the Brown Act requirement for people outside of the area. => Elaine confirmed with YM&C that board members can attend virtually meetings while being outside of California if their addresses are listed on the agenda and agendas are posted at all locations.
- Jorge wanted to know more about what the new board can do if it’s not official until 7/1.

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



For example, can they elect a new board member? => The new board can meet and start working together, but not vote on any business. They cannot elect the recommended candidate, because the bylaws need to be updated. Jorge added that if the new board wants to add new board members, the joint board could approve them.

- Murielle gave additional information about the Brown Act requirement that a quorum of the board must participate from within the Charter School’s jurisdiction. Even if the bylaws are changes to allow “interested” members, the conflict of interest (for financial items impacting staff) won’t be removed. Thanked all the candidates for willing to serve.
- Amy acknowledged the Nominating Committee for their incredible amount of work. She’s confident in their experience to do what is best for Golden Oak and Silver Oak.
- Roman thanked the Nominating Committee. He cautioned on the process followed and referred to the GO process, which takes 3 to 9 months before a candidate is being approved to be on the board. It’s a much longer process. Know only 3 out of the 6 candidates. Resumes are not enough; they should introduce themselves to the board, to get to know them. We should be careful with the culture we are creating (should demonstrate inclusiveness, collaboration, trust, and transparency). The decision was to hand off the process. Even if that was done with all the attention, he feels that we didn’t set the committee up for success.
- Helga mentioned it’s a good group of people. But she also feels uncomfortable not knowing 50% of board. There was a process, she agreed with it, but it would still feel nice to meet them, that they introduce themselves.
- Jorge asked how many applications were received. => 7 complete applications were received and additional 5 or 6 inquiries (but no application followed). He was surprised that only a handful of current board members applied.
- Amy agreed that it was a hard decision for GO to delegate this process. She encourages the candidates to serve on committees.
- Cynthia acknowledged Roman and that she also wanted community to be involved.
- Kristin recognizes that the GO board was sometimes dysfunctional. Often great candidates were interested to join the board, but they were discouraged by coming to board meetings several times.

Motion: Accept/Approve the slate of 6 candidates for the merged school, as recommended by the Nominating Committee, effective 7/1/2021.

Approved	Motion to Approve	Seconded	In Favor – 12	Opposed - 0	Abstain - 1
YES	DDH	TB	TB, MB, VC, HE, RM AC, LCJ, DDH, JE, CGC, KR, JS		RS

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



A 2nd motion was suggested to officially forward the remaining of the Nominating Committee’s report to the new Board for consideration.

- Cynthia inquired about the conflict of interest of having a staff’s relative as a board member and any existing conflict of interest policy. With a small community, it may be hard to not have anyone related; it’s not an uncommon situation. => The conflict of interest won’t be removed. Changing the Bylaws will only allow such a candidate to be elected. Then this board member will need to recuse from voting on several agenda items related to staff (like any financial decisions).
- Roman: What is the process for other candidates to apply? => 3 current board members have been approved, so they can follow up on new candidates.

Motion: Officially forward the remainder of the Nominating Committee’s report to the new Board for consideration.

Approved	Motion to Approve	Seconded	In Favor – 11	Opposed - 1	Abstain - 1
YES	DDH	JE	TB, VC, RM AC, LCJ, DDH, JE, CGC, KR, JS, RS	MB	HE

b) Action item – Approval of the merged school name

- Tom indicated that the Naming committee recommendation has not changed => Hayward Twin Oaks Montessori. Acknowledged comment from the hearing, but no follow up made asking families of alumni & founders.
- Murielle thinks that the name Twin Oaks is more adapted to Elementary school than High School. The schools are not similar entities, but they are unique and different. Really like one of the suggestions (which appear 3 times). United Oaks represents better what we are. Been working on the merger since over 1 year and ½. When the board was presented with the petition (using a place holder name), it was said that there will be time to decide on a final name. So it’s disappointing to rush this process now. Especially not sending a last survey with final options. Mindful that this is now a pressing legal issue, and that a decision needs to be made tonight. Have nothing against the recommended name; just think that it is not the best option for the merged school.
- Helga expressed that concerns were raised at the hearing, process was not inclusive (some groups were left out). There was enough time to address this process, and include all. Creative names were submitted, too bad they have not been considered by the Committee.
- Vinnie mentioned her concerns about the written options. Disappointed, especially if some names appeared several times. She has not seen them.
- Michelle Velasco was part of the Naming committee, representing GO parents. She thought no additional survey should be sent. But she received feedbacks from the community about the decision of not sending a final survey.

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



- Kristin asked about the urgency for legal actions (like bank account, contract, and merger agreement). Doesn't care that much about the name but understand that some people are attached about making decisions on the name. She wondered what the consequences are if this process is delayed to a later time (like in 2 years). => But it's important for issuing the employment contracts (April), and for the capital campaign to have a name.
- Cynthia thanked the Naming committee. She likes the name, but is mindful of the community. She wished names gathering would have happened first, and then sending the final survey. Asked Michelle about the feedback she received. => Got several Facebook messages about the names/surveys. She's fine with approving the name. We could schedule a special meeting if needed to continue the discussion.
- Roman wondered what can be done to involve more community. Also thinking about acronyms (TOMS).
- Tom acknowledged student feedback. Process was not as inclusive as wanted, but it was still inclusive. Agreed, should have start earlier. Don't know if HUSD administrative approval will take a long time.
- Amy agreed that the process was not flawless, but it's important to keep things moving. She admires everyone ability to keep moving. Should take inclusivity as feedback.

Doug left the meeting during this discussion.

Motion: Accept the recommendation of the Naming committee, with Hayward Twin Oaks Montessori as the name for the merged school.

Approved	Motion to Approve	Seconded	In Favor – 9	Opposed - 1	Abstain - 2
YES	LCJ	TB	TB, RM AC, LCJ, JE, CGC, KR, JS, RS	VC	MB, HE

5) Adjournment of the joint meeting

8:15pm

Adjourn joint meeting.

Approved	Motion to Approve	Seconded	In Favor – 12	Opposed - 0	Abstain - 0
YES	LCJ	AC	TB, MB, VC, HE, RM AC, LCJ, DDH, JE, CGC, KR, RS		

6) Approval of the remaining Agenda

8:16pm

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

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



7) Consent Agenda

- a) Approval of Minutes from the prior Regular Meeting on Thursday, February 4, 2021
- b) Approval of Minutes from the prior Special Meeting on Monday, February 22, 2021
- c) Communications
 1. Treasurer and Finance Committee
 2. Principal's report
 3. Governance – Form 700 – Statement of Economic Interests

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

8) Items for Board Consideration

- a) Approval of the 2020-2021 updated budget for 2nd Interim
 - Rick thanked Susan & Maria for all their work until the last minute updating this report. The current budget shows a \$186k increase for professional services. Use the surplus to prepaid some expenses (especially after 2020-2021 PPP loan forgiveness) to avoid creating a deficit later.
 - \$63k received in CARE funding

Motion: Approve the 2020-2021 updated budget for 2nd Interim.

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

- b) Approval of the updated 2nd interim report (Actuals until Jan 31st 2021)

Murielle asked for a description of what changed, especially for balancing the multi-year budgets for 2021-2022 & 2022-2023 (compared to the draft version presented in the Finance Committee meeting).

 - Attendance percentage used
 - Funding from Title I.
 - Removed some duplicated numbers from merging both budgets.
 - Estimation of GO staff salaries not accurate, increase \$1/hour
 - Health insurance premiums duplicated
 - Fundraising assumption of \$265k
 - Unduplicated pupils of 47%

Motion: Approve the 2020-2021 2nd interim report (Actuals until Jan 31st 2021).

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

Silver Oak High School - Board of Directors Minutes

Thursday, March 4, 2021 @ 6:00PM

28826 Bailey Ranch Rd, Hayward, CA 94542

<https://us02web.zoom.us/j/2616519564?pwd=K3FiUXRpakVzZGtRdmkvSDdEMnlyUT09>

or +1 669 900 9128, Meeting ID: 261 651 9564, Password: SOBoard



c) Approval of the auditor selection for the 2020-2021 audit

- Renewing the contract with the current auditor John Buendia.

Motion: Approve the auditor selection for the 2020-2021 audit.

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

d) Approval of the Comprehensive Safety Plan (including 2021-2022 goals)

- Helga acknowledged the CCSP team. Communication with Mayra was very good.
- Murielle also thanked Mayra. Describe some of the changes done.
- Tom thanked Yanira.

Motion: Approve the Comprehensive Safety Plan (including 2021-2022 goals).

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

9) Items for Discussion

- a) N/A

10) Adjournment

8:50pm

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

Notices: Silver Oak High School, a Public Montessori Charter School, is nonsectarian in all its programs, admissions policies, employment practices, and all other operations. The school does not discriminate against any person on the basis of ethnicity, national origin, gender, or disability. In compliance with the Americans with Disabilities Act (ADA) and upon request, Silver Oak may furnish reasonable auxiliary aids and services to qualified individuals with disabilities. Individuals, who require appropriate alternative modification of the minutes in order to participate in Board meetings, are invited to contact the School at (510) 370-3334.