

Orange County Board of Education Meeting – 1/11/17 – Transcript

(Sound of voices – gavel)

Welcome and Call to Order

Lindholm: Hi. Welcome to your Orange County Board of Education meeting. Thank you for coming out in this kind of inclement weather so we appreciate you being here today. Regular meetings are held each month at 10:00 am unless otherwise noted. Any person wishing to address the Board on any matter whether or not it appears on the agenda is required to complete a request to address the board card, available at the table by the door and then please submit the completed form to our board recorder. Each individual will be allowed 3 minutes per person per meeting and may not give their time to extend for other speakers. All persons are reminded that this is a public meeting and attendees and speakers should be respectful of each other and the board. Verbal outbursts and clapping are prohibited except for performances and awards. Anyone deemed to be disruptive will be asked to leave pursuant to Penal Code Section 403. Board agendas are posted online and can be reviewed at the OCDE board website and agendas are also available at the back of the board room. Thank you all for coming, thank you all for attending and welcome to you all. We will begin today with an invocation by Jack Bedell and a Pledge of Allegiance by David Boyd.

Bedell: Thank you. I would like to begin this meeting in this year by recognition of all the good work that is done in this county by the teachers, on behalf of the students and their families. All the good work done by the employees of this department, many of whom are in the room today, on behalf of the thousands of children who have unique situations or have had some interesting experiences in their lives that have made academic success unlikely. And because of the hard work of these employees with the support of their parents that these young peoples' lives are turned around and I find that as an inspiration. It shows that change is possible, better decisions can be made with the guidance of maybe even just one person. There was a study done years ago of children in Kuwait, living in Kuwait, they had horrible, horrible lives. But those children who had just one person, and frequently it was a teacher, who guided and who directed and who inspired those lives became contributing lives. I don't want us ever to lose the fact that one person can make a difference and all people should be believed in, and that's inspiring. Thank you madam chair.

Lindholm: Thank you, Mr. Vice President.

D. Boyd: Good morning. We will do our customary Pledge of Allegiance.

Many voices: *I Pledge Allegiance to the flag of the United States of America and to the Republic for which it stands, one nation under God, indivisible, with liberty and justice for all.*

Lindholm: That brings us to Roll Call, please.

Sisavath: Trustee Boyd?

D. Boyd: Here.

Sisavath: Trustee Bedell?

Bedell: Here.

Sisavath: Trustee Lindholm?

Lindholm: Here.

Sisavath: Trustee Gomez?

Gomez: Present.

Sisavath: Trustee Williams?

Silence

Lindholm: We have a quorum. Do we have any introductions today?

N. Boyd: No, we do not.

Lindholm: Thank you. That brings us to the item on the agenda called the agenda. Is there a motion to adopt the agenda today?

Bedell: So moved.

D. Boyd: Second.

Lindholm: All in favor?

Several Ayes.

Lindholm: Any opposition? Ok, that carries. Minutes? Is there a motion to approve the minutes?

D. Boyd: Yes, I'll move with a minor edit, if I may. On page 6, regarding my activities, it was CSBA in San Francisco, not CCSA.

Lindholm: Alright. Is there a second on motion for the minutes as amended?

Gomez: Second.

Lindholm: OK, there's a motion and a second on the minutes with that one correction, all in favor?

Several Ayes.

Lindholm: Any opposed? The minutes are carried. Public Comments? Excuse me, I apologize. Minutes for the Special Meeting...

Bedell: Moved.

D. Boyd: I'll second with one suggestion. Paul MacGregor under public comments was here representing Epic Charter School.

Lindholm: With that correction are there any additions or further corrections? Motion to approve and a second, all in favor?

Several Ayes.

Lindholm: Any opposition? Ok that brings us to public comments. I have no requests to speak under public comments so we'll close public comment section at this time. People can of course comment on agenda items if they so choose and let us know by submitting a card. That brings us to our board president introduces Laura Strachan.

N. Boyd: That's at 10:30 am, a 10:30 time certain.

Lindholm: Oh, we have a time certain on that one. OK. Let me move this one around....let's go to the consent calendar, Items 3 through 5.

Bedell: Move approval.

D. Boyd: Second.

Lindholm: All items on this can be taken by one vote as they are under the consent calendar. Any discussion on Items 3 through 5? Seeing none, we have a motion and a second for the consent calendar. All in favor?

Several Ayes.

Lindholm: Any opposition? OK, the consent calendar all items under that are approved as written.

Bedell: Madam Chair? Elementary inquiry. Is it your understanding that we cannot amend the agenda because we have students here, and I'm sure they have things to do. They're the ones we are honoring at time certain 10:30 am. Is there anything we can do with a public document like the agenda to do something with it now that it's...or would that have been changing?

Lindholm: I would ask our attorney...

N. Boyd: I'm not sure that all the students are here. I have the assistant superintendent in the lobby and she's going to let me know when everyone has arrived.

Lindholm: OK. And with that I would still ask our attorney if we're able to move it sooner with their acquiescence? It's an award recognition.

Wenkart: The Brown Act allows you to amend the agenda if a need arose within the 72 hours after the posting. I don't think that would apply here. Because it doesn't involve just the student but involves the public, the public was given notice that it started at 10:30 am.

Lindholm: Thank you. It's not an urgency item so...thank you for that explanation and thank you for the question on that one. So we will do that at 10:30, when everybody is here. Alright, we're moving fast today. Welcome, Board member Williams. I think we could go to staff recommendations....*(discussion)* I believe we could go to Item # 7, it has no time listed on it, so I think we could do Item 7, until we get to 10:30 am. Item #7, do we have a staff report on that?

N. Boyd: We do not have a staff report on that unless the board has questions? It's a material revision. Our staff is in support of what Scholarship Prep has submitted. If you'd like...if someone has a question I can have staff...

Lindholm: My question to you is both parties are in agreement with this? Our staff has reviewed the item, they have no concerns with it as it is and Scholarship Prep has agreed to it also.

N. Boyd: That's correct. They have submitted the request, we did not have a problem with their request.

Lindholm: Alright, bringing it back to the board.

D. Boyd: I will move to adopt.

Bedell: Second.

Lindholm: We have a motion and a second to approve Item #7. Any further discussion by the group?

Gomez: I just have one quick question. What was the reason for the change?

N. Boyd: Aracely?

Chastain: Aracely Chastain Charter Schools Coordinator. They wanted a little bit more flexibility as to when to begin their open enrollment. They're looking at expanding their facilities a little bit and so they wanted to see what kind of numbers were coming in a little bit earlier. I believe their petition had it much later in the year like in the spring or something like that and now most either keep it kind of open or begin in the fall just for those reasons, to know, to be able to plan a little bit better and give their offers in the spring.

Gomez: Alright, that makes sense. OK, thank you.

Lindholm: It was a planning issue, that makes sense. Any further discussion? We have a motion and a second to approve this item. All in favor say Aye.

Several Ayes.

Lindholm: Any opposed or abstentions? That item carries. That brings us to Item #8. Renee Hendrick would you like to come forward for this?

Hendrick: Good morning President Lindholm, members of the board. We're bringing this as a strategic effort to recruit and retain top candidates for critical positions within the department. We have strived to ensure the competitive salaries and benefits; specifically OCDE has sought to offer salaries that fall with the top 25 percent of Orange County districts and neighboring county offices. Annually, with both our bargaining groups we do comparability studies and they consistently fall within the top quartile. Unfortunately, we have not kept pace with our management group. The study we completed, the last study we completed was in 2007 and we

never implemented that due to the recession. Because we've seen our gaps growing we looked to a comparative analysis of what items we saw was that other districts and agencies give stipends for longevity and professional growth. Currently we do provide stipends for both items for both our bargaining groups but none for our management teams. Our classified employees receive longevity at 8 years and increases every 2 years to year 30 and our teachers start at year 12. The majority of districts we surveyed started at 10 years. To be conservative we recommended to the superintendent that for our management team we start our longevity at fifteen years with additional stipends at year 21, 31, and 41. So due to that comparability study and our trying to recruit highly experienced staff we have to remain competitive. Based on that study and the fact that the superintendent is on the same schedule as senior management we are recommending that he be given the same longevity stipend for his 33 years of service as other senior management.

Lindholm: Alright, thank you. This item was brought to us by staff after doing a review and comparison around the county, bringing this back to board members. Vice President Bedell do you have something?

Bedell: Yes, just a couple of things. The executive committee met for a long time over this issue. And one of the things that we have been concerned about and it came to light with the retirement of Ms. Benkert in terms of how to recruit. Speaking parochially from the university's perspective, I know recruiting is very, very competitive. Deans are now staying for 6 months or a year and then moving on when historically you would think you'd be ruined if you ...we can't keep people. You have to be competitive and one of the things that concerns me so much is that our ACCESS program and our programs with children who have had a lot of hardships, made some bad choices in some cases, that we need to be sure that we have the best mentors and the best teachers and the best administrators guiding those young people, doing the development of the staff and could you, I'm sure you've told me this and I apologize if I lost it about pools we are having difficulty with.

Hendrick: So, in our management group, especially at the higher levels, our recruitments are taking anywhere from 3 to 6 months. Multiple, usually open until filled or we're doing multiple rounds of recruitment. A lot of times we have had candidates who were qualified and it came down a lot of times to the longevity issue where they would lose it where they're at and so to be competitive that's why we're asking to do the same type of thing because they won't leave the district they're at since they are getting longevity to be able to come to our district. And that became a big thing. We're hoping that also means retainment of staff if they know they have these longevity stipends.

Bedell: So if somebody was at a district where he or she had longevity to come here we would have to compensate for that.

Hendrick: Yes. And then I think I had shared with you it was very apparent in like our assistant principals and principals' positions. We had a large number of teachers making more than our assistant principals. A lot of that was because teachers with their longevity and we're not offering it to the management team. So it just made the gap worsen and since we haven't studied these positions for so long, we haven't really kept pace in that area.

Bedell: So do we have a situation where a teacher, somebody really good we would like to have them do an administrative time? That they would actually have to take a pay cut to be an administrator?

Hendrick: We have a third of our teachers who make more than assistant principals.

Bedell: And our teachers' salaries are typically higher than local districts because they teach many more days?

Hendrick: They are in the top, very top quartile.

Bedell: Thank you for your patience madam chair.

Lindholm: No, thank you. The executive board did meet on this but I want to open it up to board members. Yes, Trustee Gomez.

Gomez: Thank you. I would echo Trustee Bedell's concerns because at the community college we also have the same issues with trying to recruit. We have seen a turn-over in the deans and things like that so as soon as you have a good working relationship that person moves on for other things. So, I would hate to see that inconsistency here. It's a little bit unnerving that we haven't addressed the principal issue until now, but I certainly understand it with the recession but, it's time that we make some adjustments, I think. I think it's appropriate to do so.

Lindholm: Trustee Williams or Boyd?

D. Boyd: Yes, I'll just comment that I do appreciate the outreach; we had a chance to talk about this as it is a complicated issue, before we came here today. I think what you've given us is well documented that to remain competitive, these types of adjustments are necessary.

Lindholm: Trustee Williams? And I'll follow last.

Williams: Yes. Define longevity pay as it is defined in the county.

Hendrick: So, normally what it is, is years of experience and so if you have somebody that has 10 years of experience, that's like...I'll give you an example like for teachers it's well documented, right. So they look at how many years have you been a teacher? And you get credit for how many years you've been doing that. So, for managers what we're looking at is your years of experience at the senior level in the educational field. So how long have you been an administrator in the educational field? That's what we looked at and so based on that it's saying how long have you done that? And if you've done it for 15 years, you would receive 1 stipend, At 21, it's a 2% additional amount and 31 and 41. Does that answer your question? I'm not sure I did, but basically your longevity in that field.

Williams: If I can go on with the questioning and the logic and the understanding...so, we're increasing, the idea and concept of longevity is to increase paid salary to the employee for his time in that particular field whatever they're doing, teaching or administrating, is that correct?

Hendrick: Right. And it's really so when you want to find highly experienced people, they have those higher years of experience and you're trying to either keep them here or to attract them from another place that offers the same thing.

Williams: And currently how much do we give to our staff? What was the longevity pay increase that we gave?

Hendrick: There's a difference between longevity and salary settlements. So our classified staff receives, it starts at 2 ¼ at 8 years and goes up to at 30 years the receive 13.25 %.

Williams: And that's on top of the...

Hendrick: That's on top of their salary.

Williams: On top of COLA and whatever salary.

Hendrick: Yes, that's on top of all those.

Williams: OK so is longevity pay really just an increase in the pay?

Hendrick: No, because not everybody receives it. You have to be here in order to receive it.

Williams: Not everyone receives longevity pay?

Hendrick: Well, they will based on their longevity. So they will, but if I haven't been here 15 years I wouldn't receive anything.

Williams: Ok, so it's an incentive to stay.

Hendrick: It's an incentive to really retain and recruit people.

Gomez: So it's at certain milestones.

Hendrick: Certain milestones. Ours is a little more conservative than our other bargaining groups or also other districts and that's just because how we tend to do things is on a more conservative nature.

Williams: Yeah, for me the issue comes down to being and working on civil servants have always exchanged a lower salary in exchange for a higher pension benefits and all the extra holidays and all the extra guarantees and perks that come with it. So now we're trying to remain competitive with the private sector?

Hendrick: No, this is just public sector and so, if it helps you, when we did our comparisons even adding in the longevity is what we used to do comparisons. So even with adding in the longevity we are still, in most positions we're just bumping into the top quartile, we're not necessarily being ranked at the very top. That's factoring in the longevity also for like-type positions. So when we look at other public agencies which is what I had given you in your comparisons, I think one the difference is there is for our superintendent is on our salary schedule. He receives no other incentives. He doesn't get a car, we don't pay for mileage reimbursement within the county whereas a lot of the other agencies you'll see other items added into that.

Williams: I see. Do you know what the U.S General makes, currently? Per month?

Hendrick: No. That wouldn't be one of my comparison groups. I only looked at other superintendents, other elected officials.

Williams: \$15,000 a month. I think that serves as a good standard. You can't get any better administrators than that. I'm done.

Lindholm: Thank you. I think the discussion on this is very good. Anytime you're looking at salary increases there has to be the reasons, the background, and the comparisons. You did a good job. We do have the background comparison of area superintendents and compared to our superintendent and his responsibilities. I totally agree with our vice president on all the teachers and the tremendous job they do and I'm sure our entire board the teachers, the principals, the special education staff, it's an incredible thing they do. We do have a major difference here with our particular board in that we are year round. Many of the school districts are operating on a 9,

9 ½ month schedule. We're a year-round facility so looking at that too in terms of comparison. What I wanted to do on this coming from a sector where we look at salaries in a specific way. I wanted to look at if we are giving our superintendent, who does a great job, an additional pay boost that there are additional responsibilities that will occur this year and that's something that the executive board we wanted to share with you at this time put into the red folder. So, you will find an additional sheet, and I'm very excited about some of the programs that he's going to be working for with this year. Would you like to delineate all the extra stuff you're doing on this page or would you like us to? We can hand it to you. We have the executive board has, because only the two of us....

N. Boyd: Do you still need Renee?

Lindholm: I don't think so. Have talked to each...

Bedell: We always need Renee.

Lindholm: Yes, we do. We've worked together on this to say, ok, and to share with the public not only the reasons we want to give him this salary increase, there's a lot of reasons to give him a salary increase this year. There are 2 specific programs I am highly interested in and one is we will have a new high school being built this year, that's an additional responsibility and I want that one off the ground and then the other one we have to handle the Prop 64 and that's marijuana. I know you're an eloquent speaker, would you like to address those?

Mijares: Actually this is the list generated by the board so I thought perhaps it would be your...

Lindholm: Oh, I would be happy to go through that. So, we do have a new state-wide school bond and he's going to provide leadership to facilitate the ACCESS program's new high school. This is brand new this year, we have been waiting, the staff has been waiting way before my time to make this happen. He's going to have to do the implementation, submitting the required documentations to OPSC and CDE and develop the RFP for consultants and managers to assist on the project implementation. I'm very excited about this making sure we get the timelines for approval and construction management and facilitate with staff a strategic plan for the new construction of this new high school. So that's going to be an additional responsibility for him this year and I know he will do that with great leadership. We have some other things that he will be working on in terms of training and partnership with business leaders and education in Career Pathways. He will also be facilitating the implementation of the new State Board of Education approved Local Control and Accountability Plan Rubric, provide guidelines and measurements for Local Control and Accountability Plans. And then something I think we need to address that's never happened before is the how we are going to manage and make sure our students are safe when we have the recreational marijuana that was passed this recent November. So we're

asking him to add to his duties and facilitate and provide leadership to develop guidelines both internally and for OCDE schools and programs as well as school districts to ensure the safety and well-being of all students and staff. Those are some of the reasons that we are adding these goals this year to a man who does a great job in his position already. Vice President Bedell would you like to add anything?

Bedell: I'd just like to say that one of the things that's going on now as you know in 9 or so days we have a new president and a new department of education person which is going to be dramatically different than what we've had in the past 8 years. We want to be at the forefront of working with the superintendent as those changes come down because from everything we're hearing from charter schools and all across, we need to have a superintendent who is so plugged in as our superintendent is at the national level given his previous experience to see that this goes as seamlessly as possible for our children.

Lindholm: OK. Superintendent Mijares would you like to make any comments?

Mijares: No, naturally our staff undertakes all these duties and responsibilities on a daily basis with or without an enhancement. I'm very grateful obviously to the board and your leadership and the collegiality that we have together. If I have to zero down on any one element it would be at the principal level because while teachers stand at the fore of the classroom and that triad of teacher, parent, student really is a sacred visual of what happens in the lives of our kids. I don't want to underestimate the power of our teachers as well as our support staff and classified staff who support the entire instructional process. I will say in terms of leadership though that all the research tells us unless you've got a good leader who is a teacher par excellence, and provides the service necessary for good leadership, you can't move that school. You might move classroom 30 with an outstanding teacher or classroom 15, but to move the school collectively requires that leader and we have slipped terribly in terms of the compensation for principals. I've called a lot of people to recruit them at the principal level and I sent them the salary schedule and they bow out. So, I'm grateful to the board for your understanding of why we needed to do that.

Lindholm: If there's no further discussion is there a motion on item #8? And I'm happy to include the additional goals for the coming year.

D. Boyd: I'll move to accept.

Gomez: I'll second.

Lindholm: We have a motion and a second for Item #8 any further discussion? All in favor say Aye.

Several Ayes.

Lindholm: Any opposed?

Williams: Opposed.

Lindholm: We have one opposed and we have no abstentions. Thank you for that. So that concludes that item and thank you Renee for your report and we're looking forward to a great year. I cannot wait to see a shovel turn on a new high school. That's very exciting. Now we do have 10:30 am and so we're able to go back to that item. Laura Strachan.

Strachan: Good morning President Lindholm, board members, and Dr. Mijares. Thank you so much for the opportunity to recognize some of our outstanding ACCESS students from Pacific Coast High School. First of all, I would like to introduce their principal Machele Kilgore, who has provided great leadership and opportunities for students for many years. And in addition, their teacher Amy Sydoruk who put in many hours of teaching and leadership to prepare the students for this opportunity. Last month as we discussed, 10 students from Pacific Coast High School participated in the Orange County Mock Trials and advanced to the finals against Trabuco Hills. Thank you Trustee Boyd for attending the finals, it was most appreciated. One of the judges who heard the case actually mentioned it was the best 2 teams they had heard in 30 years. We are extremely proud of these students and as I mentioned last month, due to the responsibilities they had, the size of their team, the other teams were double the size, so they had many duties presenting for both sides of the cases, not just one role as most schools had. In addition, this was a club, not a class so our students actually put in all their extra time on weekends and holidays in preparing for the event. We're extremely proud of our students and we would like to recognize them this morning. I will ask the students to come up today as I call their name and President Lindholm and Dr. Mijares will present them with a pin and a plaque today.

Lindholm: I want to complement our trustee Boyd on watching this closely.

D. Boyd: It was a lot of fun. Can I make a few comments?

Lindholm: Absolutely, please do.

D. Boyd: I saw the afternoon session, I didn't see the morning session. I think it was clear that with respect to the actual trial you guys won. (*laughter*) I was very impressed and perhaps were there other advisors, attorney advisors that you worked with? (*inaudible response from audience*) OK, well I would like to thank them too, because there was obviously a great deal of preparation that went into this. Students had to be aware of certain provisions of the evidence code and if anybody has ever taken the bar examination evidence is clearly the most difficult portion of the

California Bar Examination. I was just blown away to be perfectly honest. I'm not a trial attorney so I don't spend a lot of time in court, thank goodness, but I've been to a lot of moot court competitions for law schools and these students could hold their own in those types of competitions.

Strachan: We're very proud of them.

Applause from the audience.

Strachan: I will ask each of our students here today to come up as I call their name and President Lindholm and Dr. Mijares will present them with their certificate and there will be a chance for a picture. Our first student is, would you like to call the names?

Lindholm: Riley Anderson.

Laughter and conversation as student photos are taken. Applause.

Lindholm: Jesus Cabrera?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Taylor Daniel?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Sarah Halasz?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Kelton Munch?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Gabriella Perrotto?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Anessa Rodriguez?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Kevin Yee?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Katherine Yee?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: Christian Young?

Applause, conversation, and laughter as student comes forward for certificate and photos.

Lindholm: And we'd like one more with all the students and the teacher.

Conversation as group poses for photo.

Board members and Superintendent Mijares rejoin students for group photo.

Applause.

Sound of gavel to bring meeting back to order.

Mijares: I just want to thank the board for its wisdom to bring you here so we can salute you and the parents, thank you for being the under pinning of course of your child's education and Amy, Michele, both of you and Laura, thank you for the leadership that you've demonstrated. I want to just echo what Trustee Boyd has said and that is that I kept hearing these remarkable comments about your performance and the way that you went into this. You did all the research, you were well prepared, you can just look at these kids and see that they're seasoned in terms of their presentation and I want to thank you for that, because you've made Orange County proud and perhaps more importantly, Orange County Department of Education and ACCESS, and your high school. So, I've seen many of these mock trials in my career as an administrator and they're fascinating but the ones that rise to the top, have gone to the top tier, you have delivered more, you did a little bit more perhaps in many cases much more, than your competitors. It's very hard to get up there. You ranked number 2, right? And in many cases some, like Mr. Boyd, believe it should have been number 1, and I believe him. My son actually did mock trials as Century High school too. So, it would be interesting to follow your careers to see where you are at 4 years from now, 10 years from now. Some of you will be in the courtroom arguing, perhaps in behalf of the neediest people, the voiceless people of America. So, thank you.

Applause.

Lindholm: I want to echo our superintendent; I'd like to see these students where they are in 6 years from now, 7 years? It would be fun to have them come back, great representatives. Congratulations to each and every one of them. That brings us to Item #2 which is charter submissions. Kelly Gaughran?

Gaughran: Good morning, President Lindholm, Members of the Board and Superintendent Mijares. Today we have one charter school submission, Ms. Sarah Bach is here representing Sycamore Creek Community Charter School and she is submitting this charter school petition on appeal as a result of a denial by Ocean View School District. I'd like to invite Ms. Bach to the podium.

Bach: Good morning esteemed board of trustees, superintendent, staff and public. My name is Sarah Bach. I'm a mother of 4, and a Ph.D. candidate in the school of social ecology at U.C. Irvine. I'm also the lead petitioner for this appeal. My interdisciplinary work combines sociology, psychology, and education, and focuses on the ability of graduate students to persist to degree despite hardships they may face along the way. Currently I am also director of a successful small Waldorf inspired home school enrichment program of 50 students or so. There is a great need for our particular pedagogical philosophy of Waldorf instruction in the community of northern Orange County. Families are eager and you might even say zealously anticipating a new charter school that follows the core principals of public Waldorf education. Journey School in Aliso Viejo also follows the core principles of Waldorf education, has more than reached their capacity with a waiting list of upwards of 60 or more students on both their district and out of district list. The lead administrator, Gavin Keller has said that the saddest day every year is the day of the lottery. He and the Journey School community have been very supportive of our efforts and have even featured our initiative in a recent newsletter. We believe we are set up for success because we have one, the right team, the right approach to our philosophy and a very supportive community. By the right team I mean that our founders and supporters have over one hundred years of combined experience in education working both in the private and public spheres and in both traditional school settings and charter schools. We have individuals who have started the highly successful Waldorf School of Orange County that is now more than 30 years old, part of our team. We are passionate and experienced certainly a winning combination. Second, in terms of our approach Waldorf education is growing by leaps and bounds both locally, nationally, and even internationally. It's based on a tried and true approach of meeting the student where they are in terms of their development. Close to 100 years old the core principles that guide Waldorf education in the public domain are consistent and are supported by current research. For example, lots of learning in the Waldorf classroom occurs kinesthetically. Students are encouraged to use their fingers when counting and also manipulatives. While some teachers outside of the Waldorf classroom have been concerned the student should not use their digits but rather their mind only. New research has just confirmed

that particular synopsis occur when students use their fingers. In fact their memory and ability to synchronize problems and outcomes as well as retain their learning increases. We believe that based on previous successes of the ideas of the enlightened basics of Waldorf education we will achieve success. Last, our third component. We have a vibrant community of supporters who want Sycamore Creek Community Charter School to come into fruition. With little visibility we have close to 200 subscribers and counting on our website. Also, although we qualified on the teacher signatures we also collected over 90 signatures from individuals who would like to see Sycamore Creek come into fruition. This well surpasses the 50 percent of signatures for potential first year enrollees that would have been needed if we had qualified on that. At the district level for our public hearing and our final action we had a packed room and more than 20 individuals speaking giving their personal statements for why their family personally desires SCCCS to be approved. I thank you for your time today and please feel welcome in reaching out to me or any of our founders to discuss questions you may have concerning our program and we look forward immensely to the upcoming appeal process. Thank you.

Lindholm: Thank you. I have a question for Kelly. Kelly will we be getting their application packets?

Gaughran: Yes, they've brought 15 petitions today.

Lindholm: OK. We have that and we have those not only hard copy but we also have them on flash drives?

Gaughran: Correct.

Lindholm: Ok, so we have those. And I'd just like to make a comment I had some concerns last time where we are calling people who make signatures I understand calling the teachers but I personally don't believe that it's appropriate to be calling the other people on the list. To me I think it's kind of a violation of civil rights when people sign a petition and they put their name and signature and phone number on there. So I'm letting you know ahead of time I am not in favor of that process going forward.

D. Boyd: And there's no need in this particular circumstance because they have the teacher signatures.

Lindholm: Correct. So I know you will be verifying the teachers, that's standard process.

Gaughran: So you're ok with us contacting teachers, not parents.

Lindholm: Not people who've signed a petition. This is just the initial so it will be brought back to us in 30 days or at our next meeting, it may not be 30 days exactly?

Gaughran: Correct, yes.

Lindholm: Thank you. I'm looking forward to reading your packet. Ok, nothing further on that one at this time. That brings us to Item #6 this would be an Interdistrict Appeal. This is a closed hearing, the students can request an open or a closed hearing so the room will be re-setup and we will reconvene in about 8-10 minutes.

N. Boyd: It will be a closed session so the members of the public will be outside and you'll let them know when they can come back.

Lindholm: Yes and also informationally the hearings usually take about 40-45 minutes so you can plan your time accordingly. Alright, thank you. We're going to take a brief break while the room gets setup.

Meeting adjourns.

Meeting resumes.

Lindholm: We have not done #9. I think that would make sense, it's 12:10 pm. Let's go to Item #9 with the board's....

Williams: I'll make the motion to approve.

D. Boyd: I'll second.

Lindholm: Do you want to hear the report or anything about the report? OK, we have a motion and a second to receive this, other than that I don't think any action should be taken. Let's let them clear out.

Williams: Do we have questions?

Gomez: Yeah, do we need to take action? We have to receive the report.

Lindholm: Let's wait a second so the audience members are able to come back in.

Williams: So Renee normally handles the reports.

Lindholm: Do you have questions?

Williams: Yeah, yeah, just routine questions. May I begin?

Lindholm: Absolutely.

Williams: So, hi Renee. This is the semi-annual or annual....

Hendrick: It's annual.

Williams: And this is the same company that performed it last year or is this a different one?

Hendrick: It's the same one as the last two years, this is their third year.

Williams: And we have these companies for like a 3-year cycle?

Hendrick: After 3 years you have to change partners. We had gone out for an RFP 2 years ago so this is the firm, that's the first time we'd changed in, I don't know how many years. So this is the same firm.

D. Boyd: If I can make an editorial comment?

Lindholm: I'm not sure he was done.

Williams: No, go ahead.

D. Boyd: That policy makes no sense whatsoever. It's what the law says but when you change, if it's the same firm the money's going into everybody's pocket the same way. That's one of the more illogical portions of the education code.

Lindholm: Dr. Williams do you have more questions?

Williams: No, this looks pretty good compared to what it was last year. I don't see anything substantial unless you bring and highlight it to me.

Hendrick: Yeah, we had just a couple. We had actually requested for the findings so there was one about just the timeliness of reconciliation of a couple of accounts. So they didn't actually find that material but I thought it would be helpful as a manager to have it written in there. So, that ensures I can follow-up on it on a more regular basis. That was really the only finding. It was a very clean audit. The staff is doing a great job, really keeping up on all the different things

so the only other item in there is about fixed assets. Because we've had such a turnover in technology we've struggled a little bit with as we get back a whole box of computers, trying to make sure we take them out of our inventory fast enough because we have to have tags on them. That was the other area that they'd shone we just need to firm that up a little bit.

Williams: And what do we do with the old computers?

Hendrick: They either get surplused or we ask if other public agencies would like them. They tend to be at that point old enough that nobody really wants them.

Williams: They're antiquated.

Hendrick: They're antiquated usually by that point. We also struck down what we take as donations now because we have to pay a disposal fee, so we try not to take anything that isn't useful. So that's normally what we do.

Williams: So the computer hardware that we're purchasing is mostly new then? We're not accepting old 2-3 year old outdated hardware.

Hendrick: We used to love it because like the Water District and some of the county facilities they would actually change their stuff like every 2 years, so it would be new for us, and they would donate a lot of that to our schools. But they haven't done that for a while. So we ask other school districts if they need it and then obviously our programs are the highest priority. If you wanted to donate yours from home we would make sure that it was new enough to put current software on it. That's kind of our test.

Bedell: Mr. Williams, are you saying you want your own personal server in your basement?

Laughter

Williams: No sir. That is good; I like the humor Dr. Bedell.

Gomez: Just a clarification. On the findings and on the reconciliation both the capital assets and the banks, are those already in process, we've already made the changes?

Hendrick: They've already been completed.

Gomez: OK.

Hendrick: They were technically completed before the report was written for documentation reasons I felt it was important to include them.

Gomez: OK, then we can document that those procedures are in place now. That was all I had.

Lindholm: Renee, I do have a couple of things. One, is I know you do an exceptional job doing what you do but this audit was not a totally clean audit. It was not a totally clear with no findings audit.

Hendrick: Correct.

Lindholm: And last year it was, correct? And the year before, and so this needs a little smidge of work. I wanted to ask you about the uniform guidance, it's on our page 29 where it says, revision of current policies is imperative to ensure continued compliance. Can you talk to me about that? It's on page 29 in our folder.

Williams: Which paragraph?

Lindholm: It's in the letter; it is the middle of the page, right before other matters.

Hendrick: So...uniform compliance?

Lindholm: Yeah, where it says it's imperative....

Hendrick: So, we have to have written policies for all the different things so, with the federal government they actually ask for a little more. So, we have more general policies that would say if you're going to purchase something here's what you need to do to purchase that. The federal government has even stricter ones that you have to look for disbarment and other things so the federal requirements the want to see that we have specific federal guidelines also. We're in the process of making them not as...we have to make them strict to meet the federal guidelines or not as generic, I guess is the way to put it. They didn't find any problems with our policies or procedures whatsoever, it's just that some of the specific ones. I can show you more detail on that but some of them are very cumbersome I guess is the way to put it.

Lindholm: So you expect this to be completed like mid-year?

Hendrick: These are already basically in completion; they are just there to make sure we continue to follow the updated policies.

Lindholm: OK. Other board members? Do we need a motion for this to receive and file or is this just...

N. Boyd: You already have it.

Lindholm: We already have a motion, all in favor?

Several Ayes.

Lindholm: Any noes or abstentions? OK. So that completes Item #9. Thank you so much Renee. That brings us to we have closed session, we also have...is Oxford Prep here or no? That's my question, that's not on a time certain – looking at the board members. Dr. Williams?

Williams: I'm very flexible. Whatever you want madam, you are our leader.

Lindholm: So with the board's...I think we can hold off on the report from Renee if the board is ok with that? So, do we want to go to the status on charter schools or hear the Oxford Prep update at this time?

N. Boyd: Actually Kelly was going to introduce them after she completed the....

Lindholm: Do I see Kelly?

N. Boyd: Yes, Kelly's here.

Lindholm: There she is. Alright, with the board's agreement we're going to move to that item. We're going to do the status update on authorized charter schools by our board and then hear the Oxford Prep update. Thank you, come on down.

Gaughran, Sorry, we.....

N. Boyd: Yes, you need to hook up then when you conclude we can hook that up. We apologize our timing was such that when you had lunch break we were going to have everything set so that.....

Lindholm: We're OK with that.

Gaughran: Thank you for this opportunity to give a mid-year report on charter school authorized by the Orange County Board of Education. I will be brief. In your packets today I have provided for you an overview of each school which includes updated enrollment numbers. We are now in

the process of scheduling the annual review with each of our charter schools. This is a review I described to you in November. During the review we'll be focused on governance, fiscal and business operations, (inaudible) facilities, and student services. We have developed good working relationships with each of the charters and they've been responsive to our requests. The reviews will take place between the end of January and April. Areas known as you can see in the report, enrollment projections have not been met at Vista Heritage, USC College Prep, Scholarship Prep, Citrus Springs, Epic, College and Career Preparatory Academy, and Orange County Workforce Innovation High School. We are working closely with staff at these schools to monitor their budgets and their facilities and we're having conversations with appropriate administrators to ensure they're meeting the elements described in their charter petitions. Regarding facilities, USC College Prep and Scholarship Prep and OCASA are evaluating their current school sites. USC College Prep and Scholarship share a facility and OCASA shares a site with a Capistrano Unified approved charter school. All 3 of these schools are assessing next year's projections and available property in which to locate. Unity Middle School has secured a lease for a new facility and they're on track to open in the fall of 2017. I would like to close by inviting Denise Pasco, interim executive director of Oxford Preparatory Academy to the podium. She is here to present an update to you on changes at this charter school.

Lindholm: I wanted to ask the board if they have any questions on this before we proceed.

Bedell: I just did a very quick math here Kelly, and I show that the potential projected enrollment is 3,795 students, and the actual enrollment is 996 students. So that's about a quarter of what we would have, is that about right?

Gaughran: Yes.

Bedell: So I think in fairness a lot of this would reflect newness of approval. So when it says projected enrollment that's...

Gaughran: That's what they included in their petition for year 1. Or in some cases year 2, year 3, depending on which charter school you're looking at. They present in their petition 5 years projection. So what I put in there is whatever this year is. Most of them are year 1.

Bedell: So if you see a figure that a charter's at 25% of the enrollment that was projected, what does that say to you? Is it a timing issue?

Gaughran: It kind of depends on the school and some schools opened later for example so, Orange County Workforce Innovation, for example didn't open until later than the others. So really, I think it's an individual issue with each charter school.

Bedell: I don't want the data to be misinterpreted as these things are not working out.

Gaughran: Correct.

Bedell: Thank you.

Lindholm: Trustee Boyd.

D. Boyd: Vista Heritage, they're going at a little over 50 % of projected enrollment. Do they have a handle on their budget?

Gaughran: They have made some changes to their budget. They terminated an assistant principal position and they're not filling positions as they become open for example. They reduced a paraeducator position I believe and they changed some PD to address that. But we're working very closely with them and are concerned.

D. Boyd: OK. On Epic...they're under but on the other hand they just opened a few months ago and they have open enrollment throughout the year.

Gaughran: Correct. And this is as of November. They have increased since then, so they have another 100 I believe, actually today.

D. Boyd: Some time ago the superintendent asked for additional information with respect to Epic. Have we received everything that we requested?

Gaughran: Let me turn that over to Nina.

N. Boyd: An actually our charter schools unit is not working on that because of the relationship and the ongoing accountability and monitoring that they're doing. We have received all of the information to answer your question. We have not completed going through all of the information. We have external auditors reviewing that information. But we have been in conversation with them and I'm the primary contact so, Paul and I have been dialoguing with regards to the request.

D. Boyd: Ok, thank you. That's all I have.

Bedell: Kelly, at some point in time it might be helpful if we added a column, WASC.

Gaughran: OK.

Bedell: To show the accreditation piece which is so important to everybody up here.

Lindholm: You can't put that until year 2. But, I think that needs to be noted, when it's due. If you go down here and say they're not WASC approved, well, of course they're not.

D. Boyd: We could list it approved/applied..... status.

Lindholm: I think status would be good. Yes and no might be a little misleading.

Gaughran: I will do that.

N. Boyd: Kelly and I met yesterday and we were talking about suggestions for future because on the form there's some information that year 1 naturally you want to see that because you need to. But as we move forward what information is germane to or important to the board? We were talking about test scores as well. We were talking about a number of things so we'll be seeking some input, the executive committee and the full board in terms of how we can make this document meet your needs and in terms of the information that you're looking for. And so, we'll do that prior to the July meeting when she does the next update.

Bedell: What is the analog we have for the rest of our programs to be sure we're treating all our programs alike? We don't see...do we see something like this on ACCESS?

N. Boyd: No, you don't. You do get the test scores, we publicize the information that we get so in terms of in the same format, no. The board is monitoring the approvals that they've done and so from the standpoint of our special schools program and our ACCESS students that information is coming to you regularly just because it's part of the information we get back from the state, as we do with all of our schools.

Bedell: I was just going back to an earlier conversation we had with regarding, I make this up, projected ACCESS enrollment is 1100, actual ACCESS enrollment is.

N. Boyd: We give you an update and typically Renee is doing that during bargaining because we talk about the decline, or we talk about the fact that our enrollment is up. So that's when you're getting the information. You're getting it at different times of the year, it's not in the same format but we are trying to provide you the same information in terms of what our enrollment looks like and also when the accreditation teams are coming in and we're doing our reviews, we've been updating the board on a regular basis with regards to WASC, when they are out doing the reviews at the sites.

Bedell: So this 996 actual enrollment, what of that accrues to the department as ADA? We don't get Samueli, do we?

Gaughran: Are you talking about charter school enrollment?

Bedell: Yes.

Gaughran: That ADA goes to the charter schools.

Bedell: So is our charter school, we don't get the enrollment for the county?

Gaughran: Oh, I'm sorry. For College and Career Preparatory Academy that would go to us.

Bedell: So that's what I'm saying, so of this 996 charter schools have essentially helped our county enrollment?

N. Boyd: It does help.

Bedell: It does go into our bottom line.

N. Boyd: It does help, yes.

Bedell: So that's where I'm leading to. I like comparability so that we know that test scores for this program are, I want to be sure that all programs are getting what they should be getting and are treated fairly. Thank you, madam chair.

Lindholm: Thank you. So thank you very much, Kelly. We do appreciate the forms, it would be nice if somehow, it's a little hard to flip this form over, maybe we can have it listed some other way. We'll work a little on the form, but I really appreciate your work. That does bring us to the item on our agenda where we have an Oxford Preparatory Academy update. Please let us know who's giving that and her position.

N. Boyd: Could you state her name for the record again since...

Gaughran: Denise Pasco, interim executive director for Oxford Preparatory Academy. And I'll let you introduce your team.

Pasco: Good afternoon, board president Lindholm, members of the board, and Superintendent Mijares. I'm Denise Pasco, I'm the interim executive director and then with me today we have Andrew Crow, he is the interim managing director. We have Albert Diaz; he is our board

member and secretary. We also have Michele Lopez, she's from YNC. We thank you for this opportunity to meet with you and talk with you and get to know you and you get to know us. We've had a lot of changes and we want to address those concerns directly with you. Please know that we take the violations in the FCMAT November 16 report very seriously and we have developed and implemented a comprehensive action plan to address all of the violations and to ensure they never happen again. We have an entirely new board, entirely new organizational leadership team, and an entirely new business office team, we have Charter Impact. Oxford Prep is fully committed to building our business and holding our business and governance to the same high standards that we hold our students to.

Male voice: Thank you board members. So, as you are well aware, we are in the midst of a major turn-around. How we got the organization here why is stakeholder complaints to the Chino Unified School District led to a non-renewal of that charter. That also led to the San Bernardino County superintendent requesting the FCMAT extraordinary audit. Those findings raised serious questions about the fiscal operations of Oxford Preparatory Academy. There are still some facts that are under investigation by the DA as well as by Oxford Preparatory Academy and as those information answers come to light we will keep you abreast of the situation. But none of those allegations or concerns has impacted the high quality instruction and has not impacted our fiscal viability and we're really here to tell you that moving forward we're very excited to continue the great education that the students of Orange County receive.

Pasco: I know we have a PowerPoint for you and it's quite lengthy, so I want to provide you the opportunity if you would like to go through that or would you like me to discuss with you the Cliff Notes version of the highlights.

Lindholm: Please go through it.

Pasco: OK. So we've increased our internal controls and taken other corrective action steps. We no require 2 signatures for approval of any expense over \$10,000. We have updated our business expense reimbursement policy; we have a new back office provide which is Charter Impact. They are hired to oversee all of our financial services. We have conducted an internal forensic review of all financials dating back to 2012 and have sent letters demanding return of funds as appropriate. All key management employees and fiscal staff have been replaced.

Male voice: So to address the lack of internal controls we will be contracting with a third party to implement training for all employees and board members on suspected fraud or abuse. Conflict of interest and ethics training will be required for all administration and governance team members starting this month. And we are in the midst of searching for an independent forensic auditor to conduct an audit to determine what funds were given out including travel expenses, salaries, to provide recommendations for improvement on those controls.

Pasco: Regarding our potential conflicts of interest we have severed ties with Oxford Prep's founder/former executive director, that was in May of 2016. We have severed ties with former charter management organization and any Roche-associated enterprises. We terminated any employee-sharing agreements with EdLighten and any other related organizations. Updated our Anti-Discrimination, Unlawful Harassment, and Unlawful Retaliation Policy. We have updated our Uniform Complaint Procedures and started the process for approving Amended Conflict of Interest Code, and we are currently reviewing all agreements with contractors to determine if there are self-dealing or other inappropriate relationships between vendors and OPA.

Male voice: In addition to the concerns that were already mentioned there's a concern about Nepotism, so we have approved an updated Nepotism Disclosure Policy that will go for anybody who is currently employed as well as any future board members, employees, or vendors. We have requested that our auditor, VLS, reissue all of our audits due to undisclosed related party organizations and the organization is no longer affiliated with the Academies of Oxford Prep, which is responsible for the North San Diego campus.

Pasco: For potential gifts of public funds we are currently searching to hire an independent forensic auditor to conduct a full-scale forensic audit of all OPA accounts and transactions. We have an emphasis on transactions with EdLighten and related parties. Salaries and benefits of key employees and to provide recommendations for internal control improvement. We are in continuous collaboration with legal counsel to assess next steps in return of funds from EdLighten Learning solutions to OPA. We're going to move on past the forensic review.

Male voice: Meant to address potential improper use of public funds we have eliminated the practice of using SCRIP for an organizational use. There was some discrepancies there with funds so we're just no longer going to use it. Then we have received an initial reimbursement from a person named in the FCMAT report and we are in mediation to receive additional funds. We have received an initial reimbursement of roughly \$15,000 and mediation to receive more.

Pasco: Our mediation actually takes place this next month. Inquiries regarding financial records—the new board and executive administration is committed to complying with all and any requests for information. However, EdLighten maintains sole set of some financial records and OPA cannot share records that it does not have. So, EdLighten will not release their records to us. Future OPA vendor agreements for vendors who manage OPA funds will include language requiring vendors to disclose all financial information relating to OPA to oversight agencies, FCMAT, and OPA.

Male voice: As Ms. Pasco referenced earlier, we have an entirely new board. These are unbiased, independent individuals who do not have a relationship or history with any previous or current

employees. 3 of them are current parents of Oxford Preparatory Academy students. One is a charter school leader from San Bernardino County another is a parent who has been a university professor as well as a congressional chief of staff, so we're excited about the broad array of experiences that our board members bring and we are also working to understand how we can best insure that moving forward there will be no board conflicts with our board members.

Pasco: So the previous ED was replaced with me and that was on December 6th. I have no ties, I have actually never met our former founder, and I have no ties to anybody else from previous relationships in the organization.

Male voice: We will be forming a board audit committee to oversee our annual and any special audits during the school year. That will include parent and staff members along with the board to ensure that records are accurate and correct. And to ensure that we have accountability and transparency moving forward.

Pasco: The Nepotism Policy as Mr. Crow touched on previously, there were concerns related to that so we have approved a new Nepotism Disclosure Policy to ensure that any employee or vendor relationship defined as nepotism is disclosed to the board prior to entering into any contract or employment.

Crow: In addition, we have started the process for approving an Amended Conflict of Interest Code to include all key personnel even at the site to ensure that there is active enforcement of a conflict of interest.

Pasco: And we will hold all such meetings to comply with VLS recommendations.

Crow: In addition to anything that came from the VLS audit there were seven pieces we are complying with every single component.

Pasco: So our current board members we have Neveen Adley, Albert Diaz, and Andrew Vesty, they are all current Oxford Prep parents, elected on October 26. We have former board chairman Mike Delgado, he resigned on December 5th. Debra Tarver came to our board on December 6th and Sandra Garner was just elected to our board on January 3rd.

Crowe: So as mentioned in addition to the board changes there have been executive administration change so former executive director Barbara Black resigned and that's how Denise Pascoe is here. And on December 11th our managing director, chief operations officer and chief academic officer, all those positions were vacated for the board and I was brought on December 15th. So you can see it's been a short timeline for us to make a number of these changes.

Pascoe: Our business office is completely new. We have a coordinator of business services position which was vacated on November 16th. A coordinator of administrative services position vacated on November 16th. Our chief financial officer resigned on December 14th and on January 3rd we contracted out all the back office provider services, and are now provided by Charter Impact on January 3rd. We hired a new coordinator of business services who was at our SOC site, Capo, she started on January 9th and we are currently in the process of considering a new chief financial officer working with Charter Impact to determine if that's our need or where our need is now that they have full back Office.

Crowe: So we want to be very transparent with all of our stakeholders including our parents so all of our board meetings are posted, the recordings are posted online and that was effective December 11th. We have our board meetings calendared out for the rest of the school year so that our parents and stakeholders are aware of when they will be. We just yesterday had parent meetings on all of our campuses so we continue to have these parent meetings to update them on the status of our schools. A big one for us is the creation of Academy Fund Committees, so that is a fundraising process at the academy so we are in the process of creating those committees, creating separate bank accounts so that there is more transparency, more accountability and parents and staff members will serve on those committees and they will have discretion as to how those funds will be used.

Pascoe: So we realize that there were barriers and our school was viewed as elitist, and so we are working on a national school lunch program so that we will offer free and reduced lunch. We are looking at increasing enrollment opportunities for students in the neighborhood and our updated Uniform Policy has been put in place. The Uniform Policy, I don't know if anyone has seen it but it actually allows for students to, there's not one specific vendor where you can purchase your uniform, they can go anywhere they choose, it's just outlined by color.

Crowe: In terms of relationship changes we are considering changing from our independent auditor from VLS as well as looking at our legal representation, we currently use Procopio and YMC, and just determining what is the best to represent us moving forward.

Pascoe: So FCMAT recommended that law enforcement agencies consider further action with our former founder. OPA has not been formally contacted yet but when we are contacted we will cooperate fully. OPA will provide any documents requested. We want this to move forward. We want this to be over. So how will we ensure that this never happens again? The biggest factor was the change in the administrative team. It was built upon Sue's vision, it has changed. We are functioning more as a business and we want to function at very transparent and abide fully by the governing laws. We have changed our independent auditors and our back office firms. We are looking at shifting all legal services to one legal firm so there is consistent messaging and the new policies and procedures are aligned with best practices. It's not time to breathe yet, we still

have responses that are going out to Capo this coming week, we've been meeting with parents, we're with you today and we have due to the state our appeal on February 1st. It's been in a month, a crazy time but we believe in the program. We see the success of our program, we see how well our kids are doing in the schools and we believe fully in that. We'd like to open out to any questions you may have?

Lindholm: I'm going to bring this up to the board. We are being kept up-to-date with information and letters that are going to all board members so that we are keeping track of this situation and I'm sure our attorney is well aware of...I'm glad to see you making many, many changes. One thing I don't see here which is good news, I think for everyone and especially for the parents is that the school is very good. It's very innovative, it's exciting, and the classrooms...I've visited all the classrooms in Lake Forest and Mission Viejo. They're fully stocked, they're beautiful, beautiful classrooms and the kids, the students are all very, very excited about that. So, we're talking about the fiduciary responsibility on this and it looks like you're really cleaning house. I'm bringing it up to board for questions; I don't know where you would like to start...Trustee Boyd?

D. Boyd: Yes, thank you. Approximately what's your total enrollment for all locations?

Pascoe: About 2,800.

D. Boyd: 2,800. And, refresh my memory, this is all under one non-profit corporation, right?

Pascoe: Correct.

D. Boyd: So these are sort of operating divisions of the one entity. Thank you for the PowerPoint by the way, it helps a great deal. How did you find Charter Impact? Are they a large back office provider?

Pascoe: They are a large back office provider and they're very involved with charter schools. What we did was send out questions to all of our legal counsel, CCSA, anybody that had strong connections in the charter world, we said tell us who we should be talking to. Then, we received numerous proposals and then we made sure that whoever we hired had no association with the previous owner.

D. Boyd: Ok, thank you. On slide #9, you refer to using SCRIP, what's the term SCRIP mean in this context?

Pascoe: It's used as a fundraiser and it's really just, let's say you want to shop at Target. You can purchase Target, they give a percentage back to the school. It's a fundraising venue.

D. Boyd: And you mentioned, if I recall, that mediation was going to begin shortly?

Pascoe: In February.

D. Boyd: Who are the parties in that mediation?

Pascoe: It will be Sue Roach and whoever she has represented.

D. Boyd: So she's volunteered to come in and let's talk about this.

Pascoe: Correct.

D. Boyd: Glad to hear that you have 3 parents on the board. I'd like to have all of our charters be that way. You have 1 board of directors, and the board of directors has total control over entity, correct? There's not 1 director that's the, I forget what some of the other charters use, controlling director or something to that effect? So this a traditional board of directors who has the power to make final decisions?

Pascoe: Yes. So that's not how it was and so we've moved so that the executive director has very limited control and especially monetarily and so the board is really whose responsible.

D. Boyd: Do any of your board members have legal or accounting backgrounds?

Pascoe: We have....sound of voice from audience.

Crowe: Mrs. Adley has an accounting background. I'm 20 years in business, self-employed, running my own corporation and our Mr. Vestey is a police officer in Fontana. So, from that perspective that was the initial diversity of the board when those 3 board members and myself included were brought in. Then, we wanted obviously significant charter experience and educational experience and experience in navigating the world of public office.

D. Boyd: You're proposing to change accounting firms, prior years need to be restated, is that correct?

Pascoe: Yes.

D. Boyd: And will the old firm be doing the restatement or are you going to bring in a new firm?

Pascoe: We're looking at having the old firm involved in some ways since they did the initial reviews but they didn't have all the information to do accurate reviews. So we'll be bringing in someone else to assist with that and then moving forward we just need to figure out who that is.

D. Boyd: OK. Glad to see that you have new legal counsel, nothing against the old firm but this firm has appeared before us in the past and obviously have a lot of experience in the charter area. Don't agree with them on every issue but they're certainly qualified. This slide's not numbered but how will you ensure it never happens again. You're willing to negotiate an MOU language authorizers. Are you willing to come back to this board and meet with staff regarding an MOU?

Pascoe: Absolutely. So I understand there was an MOU discussed with this board previously, before me?

D. Boyd: Right.

Pascoe: I understand that there was language changed and issues with that MOU with the former executive director. I am open to going back to the initial language.

D. Boyd: OK. I guess my ultimate question is how does this affect us, us being the charter that this board specifically authorized? I see a lot of things you're doing, that need to be done. I also see a lot of costs that are associated with cleaning this up. How is this going to impact your budget?

Pascoe: We're financially strong. So that's the one thing that they did a very good job of is they made sure that there was a proper amount that was put in so that we have a reserve. A large enough reserve. I hope this doesn't go on forever, but we are doing fine with this to clean this up right now.

D. Boyd: OK, good.

Crowe: In addition, with the vacated positions and the switch to Charter Impact, just for this school year, that's roughly a savings of \$800,000 in positions that will no longer be on the table.

D. Boyd: OK.

Pascoe: So, this is what you see.

D. Boyd: OK, I saw in the Register this morning that you had a meeting with parents yesterday.

Pascoe: It was very positive. The parents, because I was at the SOC campus before I have a relationship with them, a very strong relationship. They have faith, they have trust, they believe in the program, that's why we're all still here and they've been wanting those changes. Even at SOC when I was there as chancellor I did not run the academy fund because I didn't know where that money was going to be going to. I didn't see transparency in their funds and where they were deposited so I did not run an academy fund at SOC.

D. Boyd: Now let's assume a worst case scenario that Chino Valley is successful in revoking the charter out there. Is that your biggest school?

Pascoe: It's our largest in terms of students, yes. Do I think that we would still continue moving forward, yes.

D. Boyd: OK, that's all I have for now.

Bedell: I had a very nice visit at the Mission Viejo campus and I was very impressed. I was very sad to think that something could happen to the academic excellence that I saw there. And as I've said to Miles and others I would be happy if my own children and grandchildren were at the school I visited. You said you have 2800 kids about? Children, I'm sorry. Enrollment projections, waiting list, anything that you're seeing with that?

Pascoe: We still have waiting lists at both of the campuses in Orange County and so Chino since November we're tracking and 43 students have dropped from the program and 43 students have come in and we still have students on the waiting list. So, the program's great the issue wasn't the program the issue was their governance.

Bedell: And Chino had WASC?

Pascoe: Yes.

Crowe: Last year both Chino and the Mission Viejo campuses received the initial WASC accreditation.

Pascoe: Just so you now on that we're being proactive. We've actually contacted WASC and let them know that there have been changes and what do we need to do in order to comply.

Bedell: Smart.

Lindholm: Trustee Gomez?

Gomez: Yes, just a couple of questions. Your board of directors how many do you have on your board?

Pascoe: We have 5.

Gomez: 5. And what, you mentioned a little bit about some of their backgrounds, but what kind of requirements do you have for someone to serve on your board?

Crowe: Our current methodology for board nominations, board elected is from within the organization. In other words the board members will nominate additional board members. We're looking at expanding the number of board members from 5 to 7 to accommodate some additional parents. We strongly believe though we are open to discussions that having board members of like minds, having board members who bring unique characteristics and value to the board. As you can tell by the description of the board is made up of individuals across the board. Not only are there 3 parents but each parent brings a skill set to the organization. We're really excited if we can move past this to start looking at the future and focus as a board our time on the institution itself and where we're going to grow and sustain, or sustain and grown.

Gomez: You mentioned the ethics and the conflict of interest policies, there's going to be some additional training. When will that training take place?

Pascoe: We do not have dates in place. Right now we've been putting out fires but we have reached out to legal counsel to provide us with some timeline as to when that can happen. It will be happening within 3 months. Right now we're trying to get through appeals and responses, so in February we'll be starting that.

Crowe: (inaudible) annual conference is coming up, so we're planning on bringing as many board members as we can attend and strategically sending us to the different classes and courses and we're ramping up as quickly as possible in insuring that we have the skills we need.

Gomez: I understand it's a challenge but in order to avoid some of the things that happened you definitely want to get those ethics and conflict of interest issues put behind you and get addressed as soon as possible. So that your board is comfortable with what their responsibilities are.

Crowe: some of them are already in place and we've done some preliminary approvals for items that have been brought to the board. The board has been very diligent in saying, for example, one of the ones that came across were, wait a minute, we want to shore this up. We want it stronger, we don't even want that right. We want it to say no, this can't be, not oh, bring it to the board and the board will decide. No, this is just not possible, this is not allowable.

Gomez: So you're trying to create some stronger more consistent policies.

Crowe: Absolutely.

Pascoe: I don't think I mentioned that I'll be attending the CBO training along with our coordinator of business services to ensure that everyone in that office knows what they should be complying to.

Gomez: OK, thank you.

Lindholm: Dr. Williams?

Williams: Yeah, like many of us when this came out we were surprised and caught off guard and disappointed and we had such high hopes and ideals for the leadership at the time. You've presented a very good remediation program. I'm optimistic for the future. Just curious though, how did this kind of start, when did all of this begin to unravel. We only read partial truth...

Crowe: That's a great question. For us it was in March of last year, 2016, so March 17th is when superintendent of the Chino Valley School District did a no vote on the renewal and that's when a lot of it came to light. So for the next couple of months it was for us looking internally to see what had gone wrong and once the county I guess in June, passed along to the state, that's when it started with Superintendent (inaudible) reaching out to the FCMAT team and then it was really this school year. So in August and September when we first met with the FCMAT team and have their initial round of questioning that really started to come in terms of some of the expenses, some of the concerns the gifts of public funds, the diverting of monies, really when the FCMAT came on board.

(Inaudible question from audience).

Crowe: Well, I wasn't even on the board when the decision was made but the decision was made to implement an internal audit in parallel with FCMAT so that we would find as much as possible as well. There was a mission that we were on or that the organization was on to find everything we can whether FCMAT uncovered it or whether we uncovered it.

Pascoe: Then through conversations with staff, parents, board members in the districts, other districts, just what do we need to do? How can we move forward with this program and clean up what happened? Through all of those conversations, that's how we got to here. In a month or 2 months it just seemed like a lot. No, it is a lot.

Lindholm: Thank you. Just a couple of thoughts on this. Thank you. You are acting with...responded very quickly. You have observed and from the results of this report seen problems. And we haven't asked you to correct them, you are correcting them. That gives me that encouragement. I am disappointed in what alleged a couple of or of 1 board member did and I'm sorry to hear that because this school is a very exciting school and the parents are very happy to be there. A couple of questions for you. Where are your board meetings held? I think that going to 7 board members would be a good thing.

Pascoe: OK. So that's what we're looking at.

Lindholm: Where are the board meetings held? You have campuses in Chino, Lake Forest and Mission Viejo. Where are the board meetings held?

Pascoe: So they rotate. It goes Chino, Mission Viejo, Chino, Saddleback. They're teleconferenced at all of the sites so each one.

Lindholm: So if a parent wanted to attend their posted on each school's website?

Pascoe: Yes, so we are now recording our board meetings.

Lindholm: Ok, but that's not why at the time?

Pascoe: No, it's a reporting afterwards.

Lindholm: I want the transparency, it's posted, I can find it, parents can find it and here's what the agenda is...is the agenda posted?

Pascoe: Yes.

Lindholm: OK and then the whole thing is recorded. OK.

Pascoe: Teleconference held at one site and then it's also recorded.

Lindholm: OK. That's a very good thing. I was going to ask if you rotated and you're already doing that so I'm encouraged to hear that. Will you or are you willing to supply the Orange County Board of Education with copies of you updated policies?

Pascoe: Absolutely.

Lindholm: Are they written now or are they still in the process of being written?

Pascoe: Many of them are already written out and have been board approved so I'd be happy to share those with you.

Lindholm: So we could get those to Kelly within a week or so?

Pascoe: Oh yeah. By the beginning of next week we'll have those to Kelly.

Lindholm: OK. I think that would be good. I'd like to have that on hand and I appreciate your being proactive and working hard for the kids, students. That's a good thing. Kelly would you like to add anything to this discussion?

Gaughran: I too am happy with the progress that they've been making in light of everything that's going on. I know they're working morning, noon and night, weekends, pretty much 24/7. And they've been very responsive to me as well.

Lindholm: So what are the next steps? They have their own steps they're going forward with we have approved, our board has approved the Lake Forest site. What is coming down the pipeline?

Gaughran: So I was speaking to Denise earlier today and as I mentioned during my update, our reviews are being scheduled. So we're probably going to give them until the end of our review time so in April, we're looking at dates to have our review and in the meantime we send out letters asking for new policies, different documents, I believe you just sent me some stuff the other day. So, it's kind of a process that we're working with them on.

Mijares: I just want to add that I naturally have conversations with Ted Alejandro who is the county superintendent of San Bernardino and the fact is that FCMAT is engaged through the state. This is the arm established by the state to not only monitor charter schools but all of us. We all submit to FCMAT. I do want to commend them because the pending elements here are forensically driven now. You have VA involved, the state's involved, so we don't know where all of that's going to go but locally they immediately comply. And they have created the framework that will keep it solvent and the transparency, they've been very transparent with us and with our staff and that means a lot to me because when you get people who, they don't have the civility and they don't think that it's your business, then we get into trouble. But if we work together and have transparency we go a long way, we serve our kids better, frankly. So thank you.

Lindholm: Thank you for that. I think what you're hearing is please keep up the transparency and please keep up the communications. One think this board really doesn't like hearing is that Kelly's requested something 2, 3, 4, 5 times and not gotten an answer. That doesn't go very far

when we get to that point. I commend you for taking this on for the students that are in the schools. It occurred unfortunately but you're taking the bull by the horns and attempting to clean house and move forward. Yes, Nina.

N. Boyd: If I could just make a comment. I was at Oxford Prep's December Board meeting when the appointment was made and I can assure the board that they were very professional in how they held their meeting, their governance structure. Also there were questions with regards to the back office companies and so forth. At that meeting, not only did they have people who responded to the RPM they were going through that, they had presentations made to the board and to the parents that were there and so the connectivity that they did was really outstanding in terms of you could see the other campus participation, we saw the room on the screen and the parents and so forth and if there were questions coming from there, then they had the ability to take those questions so even though the people weren't in the room it was very interactive and that's one point that I think should be brought up, that all though they flip flop where they have their board meetings, the participation can occur regardless of where people are and the room was full. Many of the parents were making comments and so forth and very supportive of the changes that were occurring and so again I would say that compliments to the work that they have done, it was very visible. Nobody knew who I was, I was just sitting there in the room and then a couple of people came up and said are you Nina with the board, the department of ed., and so forth, but it was just very enlightening to hear not only the concerns but also their comfort level in terms of as these changes are occurring the families and the parents were feeling very positive about what was occurring and what was happening and as Kelly said the documents have been coming in, the communication has been above board and so we have been really engaged with watching the process and also ensuring that if they need something from us our team is available to respond and to respond timely to them.

Lindholm: Well, I thank you. Thank you for coming today. Thank you for the PowerPoint presentation. I keep wanting to hear good things; I know I hear good things about the school. I will need to hear good things about the fiduciary changes and all that as we go forward. Thank you for coming today I think we're able to let you go at this time and get back to work. Thank you. So, for members of the audience who may have come in a little bit later we took something a little out of sequence. What I'd like to do at this point is should we cover that one part by Renee and then go into closed session. I think that would conclude the agenda that the public might be interested in and able to attend. So, Ms. Hendrick, would you be willing to come forward?

Hendrick: In your red folder you've received the interim report so I had spoken earlier about the comparability study that you've done and under education code 1302 we've given you the update of salary changes for anybody that would be over \$10,000 in a 12-month period. Just a reminder with those changes, it also includes in there the 1 percent COLA and a 3 percent off schedule

that they received like other employees. So that calculates into that number. So some of them they don't actually look like they exceed the \$10,000 so I wanted you to understand why they're on that report.

Lindholm: OK, questions from board members regarding this?

Williams: Question. I've always been a proponent that when we get these reports that the senior management, the salary schedules actually be posted so it's transparent to the public as to what these increases are. I assume this document is not going to be a public document that will be seen as a public record?

Hendrick: Well, normally this is for the board but all of our salary schedules are on our website so they are all posted there, all of the titles and all of that is on our website currently.

Williams: So this particular document is posted separately?

Hendrick: No, this is information for the board and that's just to show what the impact of the salary schedules are. But the actual salary schedules, our titles, are all on our website currently.

N. Boyd: So they'll be updated.

Hendrick: They'll be updated.

Williams: So the longevity stipends are added to that as a separate category?

Hendrick: Yeah, so if you actually look at how it will be because it hasn't been effected yet is it will show our salaries and at the bottom it will say longevity will receive X amount at these years. And so that's how other school districts that do that have it, so we're very clear. And we have to do that for a multitude of purposes so it will be there.

Williams: OK.

Lindholm: Other questions on this? I have one question. If we're increasing the range, that doesn't mean that, does that mean that the salary increase accompanied it or does that mean...?

Hendrick: It was 2-prong comparability so there were certain positions we talked...more specifically it was assistant principals and principals that kind of created it. So, as they moved up the people they report to, it kind of bumped into the positions above, so some positions did receive a range change and then they may also have...the longevity is like a separate issue. We wanted to show you that some people could have gotten both of those things.

Lindholm: OK, and some didn't? The range moved and it gave them an opportunity to move...

Hendrick: Right. So about 18 % of our management team received longevity. There were a couple reclassifications, the ones that are posted first. So those are ones they either applied for and received a promotional opportunity or we've studied their positions and said what are they actually doing and how does that compare to other positions in our organization and also outside. So they actually were reclassified.

Lindholm: OK. That's a receive and file, correct?

Hendrick: Yes.

Lindholm: We don't need to take any action on that? Any further comments on that? OK. With that, that concludes....

N. Boyd: Does the board want to take announcements and then you would only have closed session so when you come back it would just be reporting out...

Lindholm: Yes, I'd like to do that. Let's make announcements so that the members of the audience are here for that and then we'll go into closed session. Announcements please.

N. Boyd: Dr. Mijares...

Mijares: Thank you madam chair, president and members of the board, it's an honor to be with you today. I do want to just call a few things to your attention. I do want to thank David Boyd and Jack Bedell and Beckie Gomez for attending out OCDE Holiday luncheon in the spirit of Christmas and it was a great time. Our staff loves to see you so please keep coming and I hope the food was good. Yesterday I had a chance to speak at Cal State Fullerton for their early assessment program, College Readiness conference that they held there. I was the keynote speaker and I was invited by Dean Kirtman, the new Dean of the School of Education and of course I talked about the importance of college and career readiness. Our vision here is to lead the nation in college and career readiness and success. There are about 3,000 counties in the nation and we want to lead them. Right now as you know we do quite well in California. Silicon Valley is our, is the one we are always competing against. We have put together a strategic plan and we have metrics to show that we're graduating more of our kids. They're going on to the university or on to college, community colleges and I love the fact that we have community colleges with the largest state, actually the largest, the state with the most community colleges. As Ms. Gomez knows and it's a point of salvation for many of our students, so going through the college on in to the world of work OCPATHWAYS Program is really helping us to assist students

that are going into career tech and equipping them so that they can be successful there. So that was the message that I gave to that group that was gathered at Cal State Fullerton. Also, I want to let you know that we met recently with the multi-tiered system of support grant that we are monitoring that we're actually overseeing and implementing here in California. We met with My Brother's Keeper, which is a group begun out of the White House and it's an initiative to help us focus in on the social and emotional needs of students. Particularly students who are having problems in the classroom with behavior. And it's an effort to engage parents, we aren't doing this independent of parents, we're doing it in concert with parents. The whole goal here is to help with the development of our students, know what is required to navigate through the high school, most of them are high school kids, but it does go lower than high school, to do what is expected in the classroom. Because it's the habits of mind, it's usually not the cognitive issues that get in the way here. It's these other issues, issues of civility and self-determination and self-discipline and respect for others, those are the things that come at the center of the learning process. So, with My Brother's Keeper that's one way that we're doing it. There's other social imperative groups out there that are also interested in connecting with us, and we're working with public advocates for one. We're working with them to assure that we're doing this together. So, that's all I have under my reports for now. Thank you.

Lindholm: Thank you very much.

N. Boyd: Ron?

Wenkart: I just wanted to give you a short update on a recent California Supreme Court decision. The lower courts have been wrestling with this issue of the attorney-client privilege and privacy of attorney-client communications versus the Public Records Act and what should be disclosed to the public. There's been conflicting rulings in the lower courts with respect to disclosing attorney invoices. Because a lot of times those attorney invoices will have information as to what was discussed and who it was discussed with and what the legal strategy might have been in a particular litigation. So, the California Supreme Court ruled about 2 weeks ago that all of these attorney-client invoices, while the litigation is pending are exempt from the Public Records Act. They are not public records. With respect to our litigation that has been completed, they said that you would have to look at it on a case by case basis but that any information that might reveal legal strategy or legal advice can be redacted. So, basically what the courts have said is for past litigation you have to reveal the amount of the legal fees that were incurred but not the advice that was given or any of the commentary or substantive entries that might be on the invoice. So, this kind of settled the issue for us because it's been an issue of ongoing concern. I just wanted you to be aware of it, the districts have had a number of Public Records Act requests for attorney invoices and so this has given some clarity to the issue. With that I'll open it up to questions.

Lindholm: I have a question for you. Let's say there's been a legal decision at a certain level and then somebody appeals it. Can you get because a decision was made, can you get a record of the attorney's fees for that one particular level?

Wenkart: They were saying when the litigation is completely over.

Lindholm: So it could be appealed for another 2 or 3 years and you still couldn't request?

Wenkart: You couldn't get the records until the litigation was completed.

Lindholm: OK. Yes?

D. Boyd: What about situations where we're not talking about litigation, we're just talking about advice?

Wenkart: They didn't address that issue but I think that the same principle would apply. That we would just give the amount of hours...

D. Boyd: And the attorneys can simply bill it that way for professional services rendered and that could be public and if we wanted more detail then that would be arguably...

Wenkart: I'd have to talk to outside counsel to see if this is going to change the practice in the industry but the industry practice has been for the client's benefit to indicate what the discussion was about so when they want to review their records and decide whether the bill is appropriate they'll know what it was about. So, I don't know if that practice will change but certainly we can redact the information even if it's not involving litigation and just give the total number of hours. I think...

Lindholm: Can we ask for that? Can you ask for the number of hours and the cost?

Wenkart: Yeah, I think that would be revealed when it's not litigation. But you wouldn't have what the advice was, what the substantive part of it was.

D. Boyd: Are you talking about the board asking or the public asking?

Lindholm: Either.

Wenkart: The board could see everything if it involves the...

Lindholm: From another agency if we want to request what they're spending with attorney fees...

Wenkart: Yeah, we could. We wouldn't be able to get the substantive part.

Lindholm: But we could still do that now?

Wenkart: Well, the litigation is pending right now so we wouldn't be able to do it. When the litigation is over. When we were talking about just legal advice Mr. Boyd's question about legal advice. I think that would be treated like litigation that's been completed. We would be able to get the hours but not the substantive part of the invoice.

Lindholm: OK, thank you. It's getting really cold in here, I don't know why...

Bedell: I'm hot.

N. Boyd: Would you like us to adjust it?

Lindholm: It would be nice.

Hendrick: I just wanted to give you an update. In October we had settled negotiations with our OCSEA which is the teacher's bargaining group. But they didn't actually ratify their votes until...they had some election problems so they didn't actually ratify until late December. So I just wanted to give you an update of what that was. So they received the 1% on schedule, 3% off schedule, but they also did a 2-year agreement. So they've already settled for 2017-18, which is 2% on schedule and 2% off schedule and also will be actively participating in looking at plan changes and they will be required to be responsible for 50% of any increase to our health plan. So that was a big change for them.

Lindholm: Thank you. Thank you for your work.

N. Boyd: As a reminder, the next board meeting is February 22nd, submission deadline is February 7th. This office will be closed on January 16th in observance of Martin Luther King Day and we will be closed February 13th and 20th for the President's days. There is an Orange County School Board Association Fiscal Seminar in two weeks on January 25th at 4:00 pm. Members of the board if you're interested in participating please RSVP to Darou so that we have an accurate count. Those are all the updates I have for you.

Lindholm: OK, thank you. That brings us to a whole bunch of categories. Do we have any from that or can we go to board member comments?

Williams: I have to leave so if we're going to do board closed session...

Lindholm: Yeah. I'm ready to go into board closed session. We took this out of order. Let's defer that. Let's take a 5-minute recess as we move into closed session...

Wenkart: As indicated on the agenda the Orange County Board of Education will be meeting in closed session regarding anticipated litigation. The board has received a letter from an organization demanding that the board immediately stop scheduling invocations at its meetings, that the board remove the words *In God We Trust* from the board room and refrain from adopting resolutions related to religion in the future. Since there is a strong possibility of litigation, the board will be meeting in closed session to discuss this matter. The second matter has to do with litigation entitled *Anaheim Union High School District versus Orange County Department of Education*. This litigation involves the Epic Charter School and its charter approval on appeal by the Orange County Board of Education.

Lindholm: So, with that we will be going into closed session and we will only come back out if we need to report out, which we will do if we need to. The other thing we have is board comments. So thank you all for attending your meeting, and you're welcome to stay for that if you like. Thank you.

Sounds of movement in the room.

Lindholm: So, we are back. Are we back? And we still have a quorum so I'm going to ask our attorney to be reporting out.

Wenkart: The board held a closed session regarding the litigation entitled *Anaheim Union High School District versus Orange County Department of Education*. At the previous board meeting the board delegated authority to the executive committee to retain outside counsel. That was discussed as part of the litigation in closed session. The board confirmed the executive committee's decision and the board is going to proceed with retaining the firm of Girard, Edwards, Stevens & Tucker to represent them in the litigation.

Lindholm: Thank you. And that's all we have to report out from the closed session.

Bedell: Move to adjourn.

Lindholm: OK, no board discussions. OK we have a motion for adjournment.

D. Boyd: I'll move.

Lindholm: Yes, all in favor, Aye.