



Minutes – Approved
Ocean Charter School Board Meeting
January 6, 2011

Called to Order by Fran Montano, Board Chairman, and Convened at 7:07pm.

Present: Su Addison, Lori Andrade, Elizabeth Brownlow, Stephanie Edwards, Charlie Francis, Jason Haas, Dean Kubani, Kristy Mack-Fett, Joan Jaekel, Guillermo Modini, Fran Montano, Romy Nourafchan and Nile Park.

A quorum was present.

Ashley Gossett, who held a faculty-elected teacher representative seat, has resigned from the OCS Board effective January 4, 2011.

Open Forum

Su Addison announced that the Development Task Force would be working on a draft of Funding Priorities to send out to the Board for feedback and discussion at the Board retreat on January 30, 2011.

Joan Jaekel arrived at the meeting at 7:08pm.

Parents Sheila Walton and Anabela Ennes spoke at Open Forum.

Approval of Prior Board Meeting Minutes

All Board Members present confirmed they had read Board Materials in preparation for the meeting.

MOTION: Lori Andrade moved to approve the Board Meeting minutes from December 2, 2010 as amended. Dean Kubani seconded the motion. Su Addison, Lori Andrade, Elizabeth Brownlow, Charlie Francis, Joan Jaekel, Dean Kubani, Guillermo Modini, Fran Montano, Romy Nourafchan and Nile Park voted in favor. Motion passed.

Acknowledgment of Board Correspondence

Lori Andrade acknowledged receipt of the following Board Correspondence:

1. Letter to the Board dated 11/12/10 from Beth Rubenstein received on 12/3/10
2. Letter of resignation from the Board from Tamar Kern dated 10/20/10
3. Letter of resignation from the Board from Ashley Gossett dated 1/4/11

Discussion and Acceptance of Proposition 1D Unfunded Preliminary Apportionment Grant Notice



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Liz Koravos described the history of efforts and terms of this apportionment, which includes a \$10,000,000 grant plus a 30-year variable loan of \$10,000,000 less the \$750,000 cash committed by OCS in its application. The monthly loan amount would be approximately \$400,000 per year which is not much more than we are already paying for rent if we were to maintain both of our current North and South campuses. We are formally telling the state that we accept consideration, but are not bound to the loan. Once we accept the Proposition 1D Unfunded Preliminary Apportionment Grant, OCS must still undergo a long process to prove financial viability, find a site or land on which to build a site, and begin a capital campaign to raise money to pay back the loan. Funds are restricted to new construction of facilities and related expenses. OCS would still be eligible for SB740 funding if we built on non-LAUSD land.

MOTION: Dean Kubani moved to ratify acceptance of the Proposition 1D Unfunded Preliminary Apportionment Grant. Charlie Francis seconded the motion. Su Addison, Lori Andrade, Elizabeth Brownlow, Charlie Francis, Joan Jaekel, Dean Kubani, Guillermo Modini, Fran Montano, Romy Nourafchan and Nile Park voted in favor. Motion passed.

ACTION ITEM: Liz Koravos will write a communication to the community regarding the Proposition 1D Unfunded Preliminary Apportionment Grant to go in the 1/7/11 Friday letter.

ACTION ITEM: The Site Task Force and Development Task Force will meet to collaborate for timeline and design planning and report back to the Board monthly.

The Board took a brief recess at 7:42pm.

Closed Session

The Board convened into closed session at 7:48pm pursuant to Brown Act section 54957 (Public Employee Discipline/Dismissal/Release).

Jason Haas arrived at the meeting at 7:50pm.

The Board reconvened to open session at 8:54pm.

There were no Action Items to report from Closed Session.

Finance



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Joe Meza of Excellent Education reviewed the November 2010 financials and Check Register. Based on state budget news, he is expecting 10-15% cuts in educational funding this fiscal year. OCS currently reflects a 6% cut, and if we increased it to 12%, we would reflect a \$130,000 loss by the end of the 2010-2011 school year.

MOTION: Charlie Francis moved to accept the November 2010 financials and approve the November 2010 check registers. Dean Kubani seconded the motion. Su Addison, Lori Andrade, Elizabeth Brownlow, Charlie Francis, Joan Jaekel, Dean Kubani, Guillermo Modini, Fran Montano, Romy Nourafchan and Nile Park voted in favor. Jason Haas abstained. Motion passed.

Fran Montano addressed opening additional bank accounts to protect OCS cash levels.

MOTION: Charlie Francis moved to authorize the OCS Administration to open an additional bank account, upon consultation with the Treasurer of the OCS Board of Trustees and Excellent Education. Fran Montano seconded the motion. Su Addison, Lori Andrade, Elizabeth Brownlow, Charlie Francis, Jason Haas, Joan Jaekel, Dean Kubani, Guillermo Modini, Fran Montano, Romy Nourafchan and Nile Park voted in favor. Motion passed.

Based on a current forecasted loss of \$37,000, the Board discussed proposed cuts to balance the 2010-2011 OCS Budget. Stephanie Edwards offered that some of these recommendations were not desirable but were the only way to avoid cutting all salaries by a percentage which other schools have already done. The Board acknowledged the need for a balanced budget to proceed with the Proposition 1D Unfunded Preliminary Apportionment Grant. Fran Montano questioned if the Board was making irreversible programmatic cuts based on unknown state cuts, and stated that at this rate we could potentially go through a budget-balancing exercise each month.

Board members could not agree on the proposed cuts at this meeting, and scheduled additional opportunities to discuss options. Charlie Francis stated there would be Finance Committee Meeting on January 10th at 6:30pm. The Board will also hold a Special Board meeting on January 11th at 9:00am to continue the budget revision discussion.

Directors' Report



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Stephanie Edwards reported that the OCS Administration met with the Sustainability Committee and Bonnie River to discuss a 3-year hybrid teacher training program, which is the only accredited Waldorf program for public schools. She feels a whole-faculty training program is critical to support the OCS Mission and Vision. The Waldorf Teacher Training Program of Steiner College would allow all OCS teachers and Administration to go through training together, and collaborate with Journey School, a Southern-California cohort from Orange County. The program offers two parts; a Waldorf certification and a Masters in Waldorf Education. OCS Faculty who are already certified would participate in the program for free. The Board discussed costs of \$256,000 over 3 years for approximately 16 participants, or about \$80,000 per year. Stephanie described different funding models, such as partial employer funding and deferred employee salary increases. OCS Administration and a few faculty members will go audit the program on January 22nd.

ACTION ITEM: OCS Administration will continue to gather information on the Waldorf Teacher Training Program of Steiner College.

The Board viewed a Public Service Announcement about OCS.

Director Evaluation

The Director Evaluation report was tabled until the February 2011 Board meeting. The group continues to work on the OCS Director's job description, evaluation rubric and revised Director Deliverables.

Open Board Seats

Elizabeth Brownlow reviewed the Board Composition Matrix for a Board recruitment plan and timeline. Fran Montano suggested that Elizabeth Brownlow and Dean Kubani also oversee Board elections as well as appointments.

Diversity Committee

Elizabeth Brownlow stated that the Diversity Committee is focused on establishing stronger relationships with fewer preschools for outreach and recruitment of perspective students. Therefore, the committee will attempt to visit 8 targeted preschools to make in-person presentations to parents. Members of the Diversity Committee will also be present at the OCS enrollment open houses, which begin on January 26, 2011.

Board Retreat and Training



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Dean Kubani reviewed the draft Board Retreat agenda, and confirmed the retreat will be held at 4094 Glencoe Avenue, Marina Del Rey, CA 90292 on Sunday, January 30, 2011 at 9:00am.

ACTION ITEM: Joan Jaekel, Charlie Francis, Wendy Teeter and OCS Administration will provide Dean Kubani with all pre-work for the Board Retreat by January 20th.

Report on CA Non-Profit Governance Issues

Jason Haas summarized the impact of changes to governance regulations for California non-profit organizations as it relates to Directors' Board membership and voting status, Board committee membership restrictions, and Board member liability insurance protection.

Dean Kubani and Romy Nourafchan left the meeting at 11:05pm.

ACTION ITEM: Stephanie Edwards will confirm if OCS has an EPL insurance policy.

Setting of Next Agenda

The next regular Board meeting will begin at 7:00pm on February 3, 2011.

Meeting adjourned at 11:18pm.

Respectfully submitted by
Lori Andrade, Secretary
OCS Board of Trustees