EMPIRE SPRINGS CHARTER SCHOOL BOARD OF DIRECTORS

43466 BUSINESS PARK DRIVE • TEMECULA, CA 92590

SPECIAL CALLED MEETING MINUTES

June 27, 2016

10:00 a.m.

43448 Business Park Drive

Temecula, CA 92590

Our mission is to empower students by fostering their innate curiosity, engaging their parents, and promoting optimum learning by collaboratively developing a personalized learning program for each student.

Present:

Marlene Darrow, Board Chair Beth Burt, Board Vice Chair Tracey Vela, Board Secretary Heidi Chan, Treasurer Justin Moldenhauer, Board Director Craig Schneider, Board Director Robin Mammoth, Board Director	Tanya Rogers, Assistant Superintendent of Business Natali South, Director of Executive Support Leilani Weiss, Financial Analyst

1. **Action: Call to Order & Pledge of Allegiance**
   - Ms. Darrow called the meeting to order at 10:06 a.m. and led the Pledge of Allegiance.

2. **Action: Approval of Agenda**
   - Mr. Schneider moved to approve the agenda as revised, changing item #6 to an Information Item as opposed to an Action Item.
   - Ms. Burt seconded.
   - Vote: 7 Ayes: Darrow, Burt, Vela, Chan, Moldenhauer, Schneider, Mammoth, Moldenhauer; 0 Noes; 0 Absent: Motion Adopted

3. **Action: Approval of Minutes from June 9, 2016**
   - Ms. Vela moved to approve the Minutes from the June 9, 2016 meeting.
   - Ms. Chan seconded.
   - Discussion: None
   - Vote: 7 Ayes: Darrow, Burt, Vela, Chan, Moldenhauer, Schneider, Mammoth, Moldenhauer; 0 Noes; 0 Absent: Motion Adopted

4. **Information: PUBLIC COMMENTS**
   - None

5. **Action: Approval of Promissory Note**
   - Mr. Schneider moved to approve the Promissory Note with revised language.
   - Ms. Mammoth seconded.
   - Discussion:
     Tanya Rogers explained the need for Citrus Springs to obtain funding. The Promissory Note governs the terms of the agreement between Empire Springs and Citrus Springs. She answered Board questions.
   - Vote: 7 Ayes: Darrow, Burt, Vela, Chan, Moldenhauer, Schneider, Mammoth, Moldenhauer; 0 Noes; 0 Absent: Motion Adopted

6. **Information: Discussion of Revenue Anticipation Note terms**
   - Tanya Rogers explained the need for a Revenue Anticipation Note. As of the time of this meeting, the actual RAN was not available. A future meeting will need to be called to approve the actual RAN when it is available.

7. **Action: Approval of South Pacific Contract**
   - Ms. Vela moved to approve a revised South Pacific Contract to include an end-date.
   - Ms. Burt seconded.
   - Discussion:
     - Ms. Darrow: Do we have an end-date for this contract?
       - Leilani Weiss: It ends when the project is done, and it's only supposed to take a short amount of time.
     - Ms. Darrow: Yes, but there is a penalty clause if it's not finished, so I would like to see a promised end-date.
       - Leilani Weiss: We can add that language.
     - Ms. Darrow: Did we send this out for bid?
       - Leilani Weiss: I think that Corrine and Dave called a few companies, and this particular vendor did work for us at another property, and we were very pleased.
     - Ms. Darrow: But do you know if this particular job was sent out for bid?
     - Ms. Mammoth: I agree that our contracts should have all of our interests covered, but I want to caution the Board against not moving toward management. We need to let our staff do their jobs.
     - Ms. Darrow: I agree, but I do think our fiduciary experience requires that we make wise decisions based on all of the information.
     - Ms. Vela: I agree with both points. I do not want to tell the staff how to do their jobs. A contract is only as good as it is accurate, so things like start and end dates are essential.
     - Ms. Darrow: It would be good if we could move toward making sure our contracts have arbitration clauses as well.
     - Mr. Schneider: Is this subject to prevailing wage?
       - Tanya Rogers: As an educational entity, we are not subject to prevailing wage.
   - Vote: 7 Ayes: Darrow, Burt, Vela, Chan, Moldenhauer, Schneider, Mammoth,

Moldenhauer; 0 Noes; 0 Absent: Motion Adopted

8. **Action: Approval of PD Play Contract**
   - Ms. Chan moved to approve the PD Play Contract.
   - Ms. Mammoth seconded.
   - Discussion:
     - Ms. Chan: Is the photo the actual structure?
       - Leilani Weiss: Yes.
     - Ms. Chan: So this contract includes the structure and the installation?
       - Leilani Weiss: Yes.
   - Vote: 7 Ayes: Darrow, Burt, Vela, Chan, Moldenhauer, Schneider, Mammoth, Moldenhauer; 0 Noes; 0 Absent: Motion Adopted

9. **Information: BOARD COMMENTS & AGENDA ITEM REQUESTS**
   - Ms. Chan: Just to clarify, we will have to meet again when the RAN is ready?
     - Tanya Rogers: I will be talking to Karl Yoder, and hope to have the final document ready for a meeting upon our return from summer break, July 11.
     - Natali South tentatively scheduled a Special Called meeting for July 11, and will confirm with the Board whether or not the meeting will occur.
   - Mr. Schneider: I'd like to introduce my wife, in the audience. She's on the Helendale School District board.

10. **Action: Motion to Adjourn the Meeting**
    - Ms. Mammoth moved to adjourn the meeting at 10:45 a.m.
    - Ms. Vela seconded.
    - Vote: 7 Ayes: Darrow, Burt, Vela, Chan, Moldenhauer, Schneider, Mammoth, Moldenhauer; 0 Noes; 0 Absent: Motion Adopted

Tracey Vela, Secretary **Date** 7/11/16