

ORANGE SPRINGS CHARTER SCHOOL BOARD OF DIRECTORS
27740 JEFFERSON AVE • TEMECULA, CA 92590

**SPECIAL CALLED
MEETING MINUTES**

January 20, 2026

4:30 p.m.

27740 Jefferson Ave. Temecula, CA

and

Santa Ana Student Center

2121 N. Grand Ave. Santa Ana, CA

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:

Jessica Large, Chair Michael Solomon, Vice Chair Cheryl LaCount, Secretary Pam Rivas, Treasurer Eugene Dokes, Director Todd Franklin, Director Kellie Woodson, Director	Dr. Kathleen Hermsmeyer, Superintendent Dr. Vivian Price, Asst. Superintendent, Education Tana Rogers, Asst. Superintendent, Business Virginia Smith, Asst. Superintendent, Human Resources Michelle Sapanara, Asst. Superintendent, Student Services Natali South, Senior Director of Charter Relations Trevor Johnson, Senior Director of Business Karl Yoder, Chief Financial Advisor Sarah Kollman, YM & C Legal Renee Albright, Charter Relations Coordinator
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- 1. Establish a Quorum, Call to Order, and Pledge of Allegiance**
 - Jessica Large called the meeting to order at 4:00 p.m. and led the Pledge of Allegiance.
- 2. Action: Approval of Agenda**
 - Dr. Dokes moved to approve the agenda.
 - Ms. Large seconded.
 - Vote: 7 Ayes: Dokes, Franklin, LaCount, Large, Rivas, Solomon, Woodson, 0 Noes; 0 Absent; Motion Adopted

3. Public Comments

- None

4. Action: Consideration and Ratification of filing the Articles of Organization for Orange Springs Facilities LLC

- Ms. Rivas moved to consider and ratify the filing of the Articles of Organization for Orange Springs Facilities LLC.
- Ms. Large seconded.
- Discussion: Sarah Kollman explained that the filing of the LLC will allow the newly formed corporation to conduct financial business on behalf of the charter school. This document outlines the Articles of Incorporation, establishing the purpose of the LLC.
- Vote: 7 Ayes: Dokes, Franklin, LaCount, Large, Rivas, Solomon, Woodson, 0 Noes; 0 Absent; Motion Adopted

5. Action: Consideration and Approval of the Operating Agreement for Orange Springs Facilities LLC

- Dr. Dokes moved to consider and approve the Operating Agreement for Orange Springs Facilities LLC.
- Ms. Large seconded.
- Discussion: Sarah Kollman explained that this agreement assigns Orange Springs Facilities LLC as the sole member of the organization. Further, the agreement establishes the bylaws for the organization.
- Vote: 7 Ayes: Dokes, Franklin, LaCount, Large, Rivas, Solomon, Woodson, 0 Noes; 0 Absent; Motion Adopted

6. Action: Consideration and Acceptance of Resignation of Organizer

- Mr. Franklin moved to consider and accept the Resignation of Organizer.
- Ms. Large seconded.
- Discussion: Sarah Kollman explained that when preliminarily establishing an entity, an organizer must be assigned. Then, upon formation of the LLC, the original organizer resigns, and business is conducted by the LLC.
- Vote: 7 Ayes: Dokes, Franklin, LaCount, Large, Rivas, Solomon, Woodson, 0 Noes; 0 Absent; Motion Adopted

7. Action: Consideration and Approval of Board Resolution

- Items included: Board Bond Resolution, 2026 Bond Purchase Agreement, Supplemental MTI for Obligation No 1, PLOM, Master Indenture of Trust, Loan Agreement, Bond Indenture, and Lease Agreement Citrus Springs.
- Dr. Dokes moved to consider and approve the Board Resolution.
- Ms. Rivas seconded.
- Discussion: Karl Yoder explained that the board resolution establishes authorization to seek bond financing for the facility. Further, it defines that the LLC is the landlord and the charter school is the tenant.

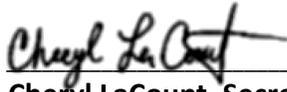
- Vote: 7 Ayes: Dokes, Franklin, LaCount, Large, Rivas, Solomon, Woodson, 0 Noes; 0 Absent; Motion Adopted

8. Board Comments and Future Agenda Requests

- None

9. Action: Motion to Adjourn the Meeting

- Ms. Rivas moved to adjourn the meeting at 4:50 p.m.
- Ms. Large seconded.
- Vote: 7 Ayes: Dokes, Franklin, LaCount, Large, Rivas, Solomon, Woodson, 0 Noes; 0 Absent; Motion Adopted



Cheryl LaCount, Secretary

02/10/26

Date