

# Summit Public Schools California Board Meeting March 19, 2020 Open Session II Transcript

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**Sherry:** [00:00] -- are a little bit farther for me to drive. I know I get a compensation for mileage. But on the other hand, I still expect to be able to do my work as paid. And then finally, because I teach at four schools, four different sites, I have to say that with regards to the site autonomy, each site has different rigor that's involved. So I would have concern. I thought that if each site held the same rigor as each other site then I would actually benefit them the doubt of the autonomy. Unless there's some extreme oversight on that.

And then, something, I have a little more time. Two things that I think are really important. One is that we should stay having being at-will employees. I think once we tie teachers to -- these are union roles and these air nonunion roles -- I think we're in trouble. And the other piece is, since I will not be joining the union, I would like to have my voice continue to be heard as an individual.

Thank you for giving me the opportunity to speak.

**Diane:** Thank you, Sherry. Next up, we have Chris Kelly.

**Chris:** Good afternoon, and again thank you for providing this time and space for folks to come forward. The perspective I'm coming at this with is both as a teacher and also is a leader within this organization. Even though I have been a teacher and a mentor for several years, I've always felt very empowered to share my voice and act and lead accordingly. And this is just another one of those times.

I've have had a chance to review the bargaining proposal by Unite Summit and also the Sunshine proposal that SPS put together. And, with respect to the PD Week being proposed as a set of holidays rather than work, I definitely see a greater benefit to preserving our PD Week in February. There's a lot about teacher momentum during that week, which is really powerful. Also, that is a fantastic opportunity for teachers to share best practices and to learn best practices as well. I think there's some resiliency to being among adults that particular week, that we wouldn't get, in a way, by having that just as a week off.

And my my thinking around that applies to any reductions in the school year that are currently proposed. I saw that there were a number of days that were being reduced. I think that the days that we currently have, which are in the current proposal by SPS, work best for our students. And that's really the frame I'm looking through.

We get remarkable results with our students over the years. But is it the thing to do to keep maintaining those results? And I think that the schedule that we've consents to is working for that.

There was a proposal within that the bigger proposal on greater site autonomy in

terms of the school day and how that would look different from site to site. Very proactive and definitely hearkens back to our earlier days. But I'm not confident that all sites are really in a position yet to execute strong consensus on customized school days.

I think we should go to an org-wide conversation about what that could look like, and then be able to get all voices involved in possibly doing that. I think it's the correct move. I just don't think the timing is right and the partners are quite right for doing that, until we have all partners involved in making that decision.

Finally, with respect to coaching, I do not want any kind of coaching on pedagogy to be part of an evaluative process to be performed by any person except the dean and assistant director or an ED. With respect to it being a professional development opportunity or for the purposes of observation, I think that's fantastic and we should stay with status quo. It's a fantastic way to learn.

But I feel that aside from non-evaluative purposes, coaching should definitely be something between administrators and teachers.

Many thanks.

**Diane:** Thank you.

Valeria, do we have additional requests for people to speak on behalf of, members of the public to speak?

**Valeria:** I don't have any more requests to speak. But at the moment, we can open up the [05:00] floor to the public.

**Diane:** Would anyone from the public who is on the call like to speak during public comment?

I don't hear any requests. Do you, Valeria?

**Valeria:** I don't either.

**Diane:** Okay. Not hearing any further requests for public comment. We are going to move to the next agenda item, which is the consent agenda. Do I have a motion from a board member to approve the consent agenda?

**Diego:** So moved.

**Bob:** So moved.

**Diane:** I have a motion from Diego. Bob, would you like to second.

**Bob:** Second.

**Diane:** Great. Any discussion? Alright. We'll do a roll call vote because we are engaged telephonically.

Blake?

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy?

**Andy:** Yes.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Aye.

**Diane:** And the motion carries unanimously. Our next agenda item is the proposal to adopt some Summit Public School's Sunshine Proposal. Do I have a motion to approve?

**Steve:** So moved.

**Bob:** So moved.

**Diane:** Steve has made a motion to approve. Bob, would you like to second?

**Bob:** Second.

**Diane:** Thank you, Bob. Is there any discussion? Hearing none, I will call a roll call vote.

Blake?

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy?

**Andy:** Aye.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Aye.

**Diane:** The motion carries unanimously. Our next agenda item is the Unite Summit

presentation regarding their modification of their initial bargaining proposal. At this point, I would welcome anyone from Unite Summit who would like to present their proposal.

**Liz:** Hi. My name is Liz Jonales. I'm going to be presenting the proposal today. Apologize if I'm a little distracted, I'm still on call for virtual school right now at the moment.

One clarification that we would like to make. This is not a modification to any of the proposals that we had previously sunshined. It's an additional proposal regarding working hours for the SY 20-21 school year. So just to make that slight clarification.

I know that you have this in your packet, so I'm just going to walk through it quickly. We are seeking to address some of the major concerns that we have seen from our members regarding burnout, with the ultimate goal of trying to increase teacher retention.

One of the things that we've seen is that our teachers are on call for more school days than some of their district peers, which is where the first part of our proposal came from.

We also saw during the consensus process that there was broad support for changes to February week. And that was not a proposal that was ultimately adopted or able to vote on. So we wanted to be able to push that through our negotiation, to react to concerns from our members.

Our second part is in, out of a desire to return some autonomy to sites, one of the biggest issues that we've seen this year is that both administrators and teachers seem frustrated with not being able to have autonomy over their site schedule. So we are proposing to return that autonomy to sites and to let them vote. We understand that consensus can be a difficult process to achieve. We are proposing that a super majority can be used to decide these decisions if that is necessary. We also have language in here about what the criteria would be for rejecting a school site's schedule. That would be if it does not meet minimum instructional minutes or if it interferes with an agreement between SPS and the school district in which is the site is located, or a site like Denali, where they have outside agreements with their community partners.

The rest of our proposal is seeking to cut on the number of mandated minutes that we are in meetings. We're hoping that this will make our meetings more efficient and that we will cut down on the perception from teachers that we're having lots of meetings that could be better served through emails or other communications, and that we're really maximizing our in-person time, and that we're also meeting the needs of people such as the Expedition's team, where we've seen massive turnover this year. And a lot of that has come from changing the schedule and having a meeting scheduled that is not flexible and requires extra hours.

There is also a proposal related to [10:00] site autonomy around meetings and making sure that we give some flexibility to our experts at each site to modify the agenda when necessary to meet the needs of the students at that site.

We are aiming to discuss this tomorrow as part of our opening proposals, in addition to some of the contract proposals. But just to clarify, this isn't a modification to any other proposals we've previously sunshined. It is an additional proposal regarding work hours for next year.

**Diane:** Thank you.

**Ellen:** Can I make one quick clarification, too?

**Diane:** Can you introduce yourself?

**Ellen:** My name's Ellen Keller. I'm a staff person with the California Teachers Association, working with Unite Summit. And during public comment, it was brought up, in our calendar the number of student days would be 179, and that was based on Summit's proposed calendar for next year. So if that was a clerical error on Summit's part, like, we're certainly willing to look at that and make modifications as necessary. But just wanted to clarify that that 179 is based on Summit's proposed calendar that they introduced at LT.

**Diane:** Thank you. Is there anyone else from Unite Summit who would like to speak on this proposal?

**Liz:** Just us today. Like I said, we're on call for virtual school.

**Diane:** Okay. Thank you so much. We appreciate that. There's no action to be taken on this agenda item. So we will move to the next agenda item, which is Brown Act training. That said, we are running ahead of schedule. So I'm not sure that we have our Brown Act trainer available to us yet.

Do you know, Nana?

**Nana:** I've reached out to Jerry to let him know we're ahead of schedule. But if Bob or another board member wants to make a motion to move ahead to an item, we can start the training once he joins.

**Diane:** Great. Would someone like to make a motion to move ahead in the agenda until our trainer joins us?

**Andy:** So moved.

**Diane:** Thank you, Andy. Is their second second.

**Steve:** Second.

**Diane:** Thank you, Steve. Quick roll call. Blake?

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy?

**Andy:** Yes.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Yes.

**Diane:** Okay. The motion carries unanimously. So we will move to the next agenda item, which is the CEO and superintendent report. So I'm happy to share that report at this point.

We will be focused fairly exclusively today on reporting out on the activities that relate to the Coronavirus pandemic and our school system's response to what is happening. I want to just share some background and information about what has happened and what we've been doing and then happy to answer questions that the board may have.

I think, fortunately, our organization formed a team early on, in the last week of February, a COVID19 team, that began actively monitoring federal, state and county guidelines and information related to COVID19.

It didn't take long before that team, which was initially small and included our chief of staff, our chief operations officer and our Director of government affairs, to grow to include virtually all senior leadership in the organization as well as some of our other facilities and operations members. So we expanded that team in the first week of March and have been meeting daily, if not twice a day ever since. The last 12 days, we have been actively engaged for the better part of most of the days to address the situation that we're facing.

We began our work by clarifying how we would make decisions, and our North Star in our guidance. the first decision we made was that we were going to follow federal, state and county guidelines, recommendations and requirements. [15:00] And we were simply as a team going to work to figure out how to actually implement what those entities were sharing with us. So we make sure that we were actively monitoring because things were changing very quickly, and then figuring out how to implement what was being shared with us.

So that was number one. We decided that we were not going to make independent decisions that weren't supported by the guidance, recommendations or requirements from those agencies. And then two, as always, we wanted to keep as our North Star making decisions that are in the best interests of our students. So those have been are guide posts from the beginning in how we engage in every conversation and every decision that we're making.

As a result of the guidance and requirements, on Friday, March 13th, all of our Summit Schools closed. That's in both California and Washington. In California, we were able to engage students in a virtual school orientation before they departed. And in Washington, we were able to recall most of our students in that

afternoon to do that and/or we also created a video of this orientation that we sent home to all of our families.

On Monday, March 16th, we held a professional development day for all of our teachers -- this was organized by site, around a virtual school handbook that the organizations collaboratively put together based on inputs and visions and plans from each of the site into a coherent, comprehensive approach to moving our schools to the virtual environment. And on Tuesday we launched virtual school. There is a 15 minute introductory video that we recorded that explains what virtual school is and the launch of it that we've shared with all of our community. There is also a teacher handbook for how to participate and engage. There's also a school leader handbook as of today, that enables and supports school leaders.

There are extensive plans for our special education program too, and how we will serve those students during this time. And finally, our operations team has made sure that we are serving, grab-and-go or bagged meals at every single one of our school sites this week as we launched virtual school.

We at this point know for certain that schools will remain closed in Washington and not reopen, at the earliest, until April 27th, and currently in California our schools will potentially open on April 13th at the earliest. However, we're watching the guidance closely and anticipate that those dates could change and be extended.

A couple of other updates. We know in both states that the standardized tests that are normally given in the spring that are state related and federal related tests and requirements have been canceled for this year, so those will not be administered. We also know that both states have relaxed their expectations around instructional minutes and instructional days, and enabled the virtual schooling that we are offering.

So we anticipate that we will receive in full our ADA, throughout the virtual schooling period. We also take really seriously the expectation in both states that schools receiving the funding that they're receiving be offering real value and benefit to their communities. And so we really embrace that, both in making sure that our students have the food that they need, but also that they all have access to virtual schooling, and that our students with special needs are being served and have access like the rest of our students.

As a result, we are engaging all of our employees, and everyone continues to work and be paid. Some of the work is changed a little bit. For example, the folks who do our regular cleaning in our [20:00] schools, we've shifted their work from daily cleanings to very deep cleanings of our schools, but they will continue to be paid accordingly. And that is the case for all of our employees, anticipated through the entire closure.

So those are sort of the facts of where we are. I can share with you just the feedback we've gotten over the couple first days of virtual school.

One, a significant amount of gratitude from our families, and quite frankly, our students. We've been really inspired by experiencing and then hearing how important it is for families to feel like their schools have not abandoned them, that they're offering their families and their kids continuous learning, that they

are connected with their teachers and their peers, and that they are able to continue during this time to this quite stressful and worrisome.

We had some really amazing stories from these first two days, of whole mentor groups logging on and supporting each other and being connected. We had stories of mentor groups who under virtually in school, meet first thing in the morning, but actually use the same hangout late, to come back together and actually eat lunch together, just so they could be together in the virtual world.

We had another mentor group who logged on early in the morning because they all wanted to be online when their classmate came in whose birthday it was so that they could sing Happy Birthday to that classmate when they joined.

We have an incredible faculty who has just been completely committed to making sure that our kids are emotionally and educationally supported, so have worked incredibly hard to convert their learning experience into the virtual world in a very, very short time, and are actively engaged with students in the curriculum and making it possible in the virtual world.

Obviously, much of this is enabled because every one of our students as a Chromebook, we have a common platform we use, we have a common curriculum we use, so we're very well set up for this. And in the few cases where people did not have Internet access, we have utilized either offers of the free service and/or small grants to make sure that we were able to get hot spots or service to people so that every one of our students could be connected.

And I'd just like to see if Anson would like to offer any additional sort of commentary on what is happening in our schools this week?

**Anson:** Thanks, Diane.

Diane pretty much went through all the facts. But I would say just gratitude is just warranted for everyone at Summit, from the teachers to the students, to the families navigating this unprecedented time. Everyone's on the same page, moving forward to support kids the best way possible. It's just been a great show of camaraderie, and living our values.

I would add, though, in communication with our authorizes, we try to stay in contact [inaudible] and let them know what we're doing as they learn too, our different authorizers, how to navigate this. We try to [inaudible] commit them with, through Kate Gofertson and myself on what our plan is, what are our next steps, and what's happening. So we're trying to inform them with our plan as well.

**Diane:** Great. Thank you, Anson. Do any of our board members have any questions or comments?

**Steve:** The distribution of the Internet access capability is terrific. Because, the theory is great, but if you can't get access it's... It's extraordinary how you all did that. How did you manage the distribution of people? How has that been done?

**Diane:** The good news is most of our families have access. So right, very early in the process, we did a current survey to understand who did not have access or



needed support with access. So we did this pretty -- I say, well before we close - it's, a week before closing seems like well before you closed at this point, but we did this in advance and our technology team has been really great about gathering that data and then troubleshooting for individuals and supporting them to make sure that everyone had connectivity. [25:00]

This became really important because some of our folks had used WiFi that's not in their home. And when the shelter-in-place order came in, then it became really important that people could get the connectivity in their home.

So that's how we ended up doing that. The first morning in the first half hour that our students were supposed to log on, we had a full 95-plus percent log on. which I will tell you is actually better than our daily attendance rate. So we had a higher attendance and on-time rate in that first morning of virtual school than we have even on a normal school day.

So we continue to follow up, and the good news is we have the exact data of who didn't log on, and are doing individual troubleshooting to make sure that everyone is able to join us.

**Steve:** Well, that's great. It's really a tribute to the Summit team and their commitment to the kids that, no matter what happens, you all make it happen for the students. And that is what it's all about. I've heard from a few other channels the appreciation from that from parents in particular. That's terrific. So thank you and the team.

**Diane:** Thank you Steve.

**Blake:** Hey, Diane, have you been able to share out any of our learnings to broader community, the Summit Learning schools, or other local high schools in our area? Or frankly, other schools, to help them in this transition?

**Diane:** Thanks for the question, Blake. And the answer is, yes. And I think we'll be able to do more too. As you might imagine, we prioritized our own families and schools first, right now, and so the majority of our effort has gone there.

That said, we have been actively sharing everything we've been creating and doing with a variety of networks. One is definitely Summit Learning, and Summit Learning is, there's about 80,000 students across the country using Summit Learning. Summit Learning actually took our handbook that we created and actually repurposed a significant amount of what we had put together to share out with schools across the country, in order to help and support them.

So yes, Summit Learning is looking to us to sort of lead the way, and we're in regular and constant communication with them about how we can share what we're doing, and that they could use it with all the other schools they're working with.

The second group that's been really interested is the philanthropic community. So we've been in contact with a lot of our donors who are setting up funds and supporting and helping different schools and networks. So we've been sharing everything with them, and they distributing it as well through their networks.

And then a really interesting development has been the work over the Marshall Street side of the organization in Prepared Parents. So, as you all know, Mayor Brown's leading that effort. And Prepared Parents has put together a really powerful collection of resources for parents during this time. They are on our website. They are publishing Tips and Supports on a daily basis to social media and to the followers. And they've partnered with a couple of outside organizations in order to disseminate those tips and supports for parents quite widely. So that is happening as well on the Prepared Parents side.

Then finally, just all of us are getting a lot of different requests from our personal networks from different schools and whatnot, so we're just sharing along those lines. For example, the Chartered Schools Growth Fund. Charter community has a whole distribution lesson, so we've been sharing all of our resources there and a variety of other places.

So, yes, and I think as we get stabilized a little bit, we'll be able to do even more.

Go ahead, Diego, please.

**Diego:** As a parent myself, with two little kids who are sitting outside of my home office, and sitting in a seat where I have a chance to see schools across the country and how they have responded, I'm incredibly proud of the work that school leaders, the leadership team and teachers have put in.

I am so thankful that my wife and I can do for our two girls what we can. We also just live in a very different world than so many of the families we serve. And, what we're doing is providing some sense of calm and stability in a time that is so lacking in that for so many kids.

And, yeah, I hope... One, I'm proud, [30:00] so thank you all for the work you're doing. And two, I'm sure this work can be really hard in trying to stick at it both for our students and our teachers. So I hope, as you continue to help them sort of power through this, that you can remind them that they are providing this tremendous service at a time for so many kids who, without them, would just be lost. So thanks for doing it.

**Diane:** Thank you, Diego. I appreciate that. I will definitely pass it along. Thanks. Any other board member comments or questions?

**Steve:** Could I follow up with another question? You know, we're focusing on the students and their access. We're all learning work from home is challenging. How are the teachers doing? And what are the sorts of challenges that you encountered on the teacher's side? And how are we helping make sure that their teaching environment is as rich and supportive as possible so they can be supported for the kids?

**Diane:** Great. Thank you, Steve. Well, we're just about almost three days in, so we're still learning. But here's what we know so far.

One, right out of the gate, we did have five educators who did not have appropriate access at home, so we took care of that right away. We believe everyone has appropriate internet access. And we'll keep monitoring that in case something needs help on that front.

Two, we wanted to make sure that the expectations were super clear and streamlined. So we built this handbook that really seeks to try to be very specific, but also very streamlined, like I said, in what the priorities are here and cutting everything else away and helping teachers really focus on what's most important, which is, number one, we just want to make sure that our kids are attending and connected and engaged. Two, that they are continuing to learn. And the big things we want them to learn are the same as we always want them to learn. We want them to build their skills, their cognitive skills, their habits of success, and be making progress. We also don't want our kids to feel like when this is over, that they have to do long summer schools or catch up on makeup work or things like that. So we're trying to keep them connected and supported and emotionally healthy and making progress throughout this. So we really tried to focus there. So I guess that's the number one. Like, be really clear about what's important and what's not, and clear away all the non-important stuff.

And then, I think the next piece of that is making sure that they feel very supported and connected to their school team and their school leaders. So we've gone to some efforts to make sure that that's happening and continues to happen.

And then I think finally just some recognition of how challenging and hard this is. You know, we have a number of people who have their own children at home with them. Working from home is difficult, so we are really stressing and emphasizing the humanity of all of this and giving each other compassion and grace. We've been really clear that we expect, you know, cats to crawl on screens and dogs do bark, and small children to crawl in people's laps, and you know, all sorts of things like that to happen, and we're really trying to embrace those as an opportunity to connect with and know each other in a way that we haven't known each other before, and that actually brings us closer. So just really making sure that the expectations that all of those things are going to be the normal part of our work now and we're going to work through it.

And then finally, there are some people who are going to get sick. And there are some people who just, because of the age of their children or whatever, will not be able to do this. So we are working with them and making plans that they can actually engage in and work through, that don't ask them to do things they're not able to do, given the circumstances.

So that's what we've done so far. We'll constantly reassess and iterate based on what we're seeing at what's happening.

**Steve:** Great. Thank you. And yeah, hopefully you can pass along from the board, just deep appreciation, especially teachers for -- this is uncharted territory for all of us, and I know it's hard, and it's wonderful how they're all they're all leaning in for kids. Thank you.

**Diane:** That's great. Thank you, Steve. Any other questions or comments from the board? [35:00]

Okay, I am going to move us then back to our agenda. I do see that Jerry has joined us to support or Brown Act training. Welcome, Jerry. We're happy to have you.

And, so if you have joined us from the public while we're in progress, please note that we did a slight reordering of the agenda. We'd moved to the CEO reports in advance of the Brown Act training. So we are now on the portion of the agenda that is the Brown Act training.

I'm going to introduce Jerry Simmons from Young Minnie and Core. Jerry, my gosh, it's been, I don't know, 17 years or 15 years, or some very long time that we've been working with you? Welcome. Thank you for doing Brown Act training for us today.

**Jerry:** You are very welcome. I appreciate grace from you all. As I am also learning how to do all these teleconference things for the first time myself, in many cases. So we're doing our best to do that. I'm going to... How can I switch to...

**Diane:** Screen share? Oh, Valeria, I think you might have to stop sharing.

**Valeria:** Stop sharing.

**Diane:** Great.

**Jerry:** There we go. Now I can do it. Great. And then...

**Diane:** There we go.

**Jerry:** There we go. Alright.

So thank you for inviting me to present today. This year there actually are some updates. I know that you guys have done trainings with us in years past, but there have been some updates that have been to the statutes. And then over the last several days, there have been two executive orders issued by the governor that have modified compliance requirements.

So one of those is captured in the slides already, and the other one I will go over with you, as it came out after I put the slides together.

I guess, first, big picture. We saw a big shift this last year with the governor signing Senate Bill 126 which later became codified in this education code section that you'll see on your screen. And it made the Public Records Act the Brown Act, the Political Reform Act and Government Code 1090, expressly applicable to charter schools.

There had been some debate about whether some of those applied to charter schools, even though most charter schools were complying and have been for a number of years. But that debate has ended now with SB126 being signed.

There were some specific provisions that effectively were amendments to the Brown Act that apply only to charter schools that were contained in that legislation as well. So I'm going to talk to you about those next.

A board that manages two or more charter schools that are not located in the same county has to meet within the physical boundaries now of the county in which the greatest number of pupils enrolled in those charter schools reside. So

you no longer have the ability to rotate your meetings if you are operating more than one school across county lines.

And additionally, the provision provides that there will be a two way teleconference location established at each school site and resource center. And also that you are required to audio record or video record, or both, all of your governing board meetings and now post those on the website of the school so that the public has greater access.

Note that there is no school district in no city anywhere that has to do either of the last two things. Those are requirements that are expressly just for charter schools. So it's our unique punishment of sorts -- to try to do that.

Thankfully, and we'll get to this in a bit, the governor recognizes that in the current situation we're in with COVID19 that these are not very practical, and after a declaration of emergency, the governor has the ability to waive any statute on any regulation that is hindering response to emergencies.

He has exercised his right to do so here. [40:00] So now there is not a requirements to be posting agendas of all the teleconference locations and a number of other provisions, he has waived. So we'll get to that in a little more detail.

SB126 includes one other provision that is of note, and it allows an employee of a charter school to be on a charter school Board so long as they abstain from both voting as well as influencing or attempting to influence another member of the board of directors regarding any matter uniquely affecting that member's employment.

However, our office remains concerned about having employees on the board for a number of different reasons, some of which are governance related. But just from a legal perspective, this was poorly drafted provision because the Legislature did not exempt employees from all of the conflict of interest laws, only from some of them. [dog barks] So it's created are complicated mess, frankly, [inaudible] of compliance issues.

So we continue to recommend that no employees sit on charter school boards, notwithstanding this new provision.

**Diane:** As we discussed earlier in the virtual world, dogs bark, cats sit on screens, etc. So if everyone could just mute, that would be great. We love the puppy, but...

Thank you, Jerry.

**Jerry:** You bet. No problem.

So so the governor's executive order, the first one, which I did have time to capture in the slides. This was the first one, indicating that he was suspending certain provisions of the Brown Act that are otherwise normally applicable.

He said -- governing board members may participate in teleconference meetings from places that are not publicly accessible or not identified on the agenda for the first time. He provided that the agenda does not need to provide notice of

each location, which it normally would have to list the location of your home or your business that you are conferencing in from. It provides that all governing board members may participate and teleconference from any location, so therefore a majority of you does not need to gather in any one particular place, as would normally be the case. And the jurisdiction requirement, even, commonly tied to the county where the charter school operates, was also waived.

So a lot of the things that we just talked about as new rules got waived by the governor almost immediately after they went into effect due to COVID. So those new requirements that we just had talked about a minute ago went into effect January 1 of this year, so they'd been in place all of two months before the governor was forced to waive them as a result of these changes.

And then more recently, the governor extended -- I can't recall whether it was yesterday or the day before, we've had a flurry of activity as you all I know have been briefed on already of both executive orders and actions by various state and federal agencies related to COVID -- but either yesterday or the day before, the governor took a further step to essentially allow the board meetings to go entirely virtual, and to not require that we provide a place for members of the public to congregate, in light of the shelter in place rules and the social distancing rules that are being issued by county departments of health across the state.

However, I would say that we're starting to already encounter some issues with that at emergency meetings being held by other clients. And specifically, those issues seem to relate to not having utilized conference call-in techniques that allow you to put on mute each person individually. So that has led to some some parents or community members feeling frustrated at the change in life that is occurring right now with COVID19, sometimes venting on the Boards, and for more than their allocated two minutes of public comment time.

So one pro tip for you is that as you move forward into this new world, we probably need to just always make sure we're using conference lines such that we can mute members of the public after they've had their opportunity to speak on each agenda item.

But under the new rules that the governor issued, a couple of things of note. One is that were required to advertise the fact that we will accommodate [45:00] people with disabilities and provide them some information about who they can contact to discuss that with.

And we are still required to meet the agenda posting requirements in terms of the number of hours in advance of the meeting that we have an agenda posted, which for a regular meeting is 72 hours, a special meeting is 24 hours, and an emergency meeting, if it relates specifically, for example, to COVID, and we have a work stoppage issue or an imminent threat to health or safety of students or employees, emergency meetings could potentially be appropriate with an hour's notice to members of the public.

So again, we're in this sort of unprecedented world right now where all these rules are sort of temporarily suspended or being amended. But I don't anticipate that that will go on forever. Obviously, as things begin to settle down, we will

probably shift back to the normal rules. And the governor has only suspended these during the time of the crisis. So we will kind of move back again into the normal rules, probably in a few months.

We want to make sure. The governor is also encouraged here that you use your discretion and make reasonable efforts to adhere as closely as possible to other provisions of the Brown Act. In a word -- to maximize transparency and provide public access.

So he's just asking you to, you know, do your good faith best, as all of us are under these unusual circumstances.

So with that, I'm going to jump into the normal rules. I mentioned some that are temporarily suspended or amended. But now I'm going to shift into the normal rules that will apply most of the year, as well as cover other provisions that have not been suspended or amended in some way.

So first, just the purpose of the Brown Act is to ensure that members of the public have access to you to be able to talk to you about items that are on your agenda or items that relate to the school that are not on your agenda, and to try to influence the decisions that you make on their behalf. You are entrusted to manage the tax dollars that have been given to you for the benefit of the people you serve, and it's intended to provide them access to you so that they can influence your thinking about how best to manage those dollars and to run the schools.

So here's our road map for this conversation. We're going to talk about meetings, notices and agendas, rights of the public at your meetings, closed sessions, as well as penalties for non-compliance.

The graphic applies to meetings of the Board, which is any time you got a majority of the members of the Board who meet to hear, discuss, deliberate or take action on any item of charter school business.

One of the most common issues that comes up is people will get a Brown Act complaint and they'll say -- well, Jerry, we never voted, we just we just had a little discussion, or we just heard a complaint from someone or something.

And note that this this broadly covers not just when you're voting, but any time you're even hearing from people about items of school business, if it's a majority of the members of the Board are present.

It also applies to nearly all committees, with one very narrow exception that rarely applies. And you see the requirements for that exception to apply. If you can't meet all four of those, then you know that it's a committee that needs to be posting an agenda just like the Board posts its agendas.

A few big picture exceptions. A majority of the Board can attend some other public bodies meetings. So, for example, a majority of the board members could attend a school district governing board meeting where they're considering one of your charter petition renewals, or where they might be considering a potential revocation of a charter, or whether considering a new charter. That sort of thing we often have majority of board members present for.

Also, the most other common thing that comes up with this is meetings of the City Council or a planning commission, where they might be considering a use permit or some other kind of action related to a facility [50:00] that you might be hoping to construct or to renovate in some way.

You also can attend CCSA conferences, CSDC conferences, things like that.

And absolutely, as you serve on a board as I did for six years, you will get to know your colleagues, and eventually they become your friends in many cases. So you absolutely can attend their weddings. You can attend other sorts of social or ceremonial gatherings, Christmas parties, things of this nature, so long as you don't talk about school business while you're there. So, you know, talk about your kids being in Boy Scouts or talk about your travel to Europe or whatever other social things you want to talk about. But don't talk about school business when a majority of the Board is present. But so long as you don't do that, you can absolutely invite the board to your wedding or something like that.

Serial meetings are also prohibited. This comes up any time a majority of the board members are engaged in a series of communications outside of a board meeting. It can occur through direct communications, meaning phone calls or emails, or it can occur through intermediaries, that means where you might pick another person and say, "hey, I'm not allowed to directly call a majority of the other board members but could you relay the following message for me?" That sort of intermediary relationship is also prohibited. And then it can also occur through technology. So this would be emails, text messages, things of that nature.

And again, similarly, any time it's to discuss, deliberate or take action on any item of business that relates to the school -- that is prohibited.

Those kinds of cereal meetings occur usually one of two ways. Here, some pictures usually help illustrate the point. It can occur in a chain where board member 1 calls board member 2, and board member 2 calls board member 3, and so on, until a majority of the board is engaged in a series of communications about an item of school business.

Or it can occur in a hub-and-spoke sort of way where one member of the board reaches out, and that same member of the board reaches out until they've touched a majority of the members of the Board.

Watch out for emails and text messages. Those are the most common ways that it gets violated.

And lately, with the COVID19 stuff, the other thing that I have been seeing crop up now is social media, where sometimes Board members think they're doing something good by responding to posts by parents or staff members on social media, but if a majority of you respond to that same post, you have a situation where you're now discussing school business outside of a board meeting.

So I appreciate, always, board members who are trying to be responsive to their stakeholder groups. But just be aware -- count, if you see other board members have already commented, and consider whether you have the right to also at



your thought there or whether you may have to wait for the next board meeting, given that it might trigger the majority serial meeting rule.

In terms of staff, there's a special rule that applies to them. They may answer the same question for each and every one of the members of the board. That's no problem at all. And board members can ask any questions they like about school business. However, what they cannot do is they cannot convey to any member of the board the comments or position of any other members of the board.

So some examples of this. If Stephen were to call Diane and ask a question, she could answer it. But what she could not say is -- oh, I just had gotten off the phone with Diego and I know he agrees with you, or, Diego has a different thought about this, he would like us to approach this differently.

That sort of comment, Diane can't share, even though she can answer factually any questions that both Diego and Stephen have. So that's just an example to illustrate that.

For teleconference meetings, and presently these rules are suspended by the Governor's executive order. But the normal rule is that your agenda has to be posted at all the teleconference locations, and that each teleconference location has to be identified in the notice and agenda of the meeting, [55:00] and that all votes have to be taken by roll call, meaning that you call each board member one by one by name and wait for them to respond with a yes or a no or an abstention.

Each teleconference location has to be accessible to the public. And where this comes up is, oftentimes board members calling in from home, they may have stairs at the front of their house, something like that, where a wheelchair can't get into their home and that's problematic because it doesn't comply with the accessibility requirement.

Typically members of the public must be able to hear and must have the right to address the board directly from each teleconference location. So, pro tip for you here on this one is that, be careful about providing your home address or your business address and calling and from there, because members the public have the right to come there, and to participate in the meeting from that location.

I can remember when one time we had a client who had a board member who was recovering from cancer surgery and decided to call into the meeting from home. And her home happened to be more convenient to the members of the public, who were angry about something, than the actual board meeting room where the rest of the Board was. So everyone showed up, all the angry members of the public showed up and crowded into her living room while she was trying to recover from her cancer surgery, and we had a heck of a time getting them to leave after the board did not vote the way that they were hoping. So just be thoughtful about that.

And again, ordinarily, a quorum of the board must participate from within the county in which the charter school is located, or if you have more than one county, the county in which a majority of your students are located.

Again, these rules are temporarily suspended by the executive order. So just keep them in mind, though, after expiration of that, these will revert back to these standard rules.

Executive compensation, Approval of your CEO and Executive Director's compensation has to happen at a regular meeting of the Board, never a special or emergency meeting of the Board.

The tricky one here is just that with the COVID19 we've got Boards calling a lot of special meetings. And, of course, it's hard to assemble folks, so oftentimes people want to put as many things on that special meeting agenda as possible. If you're going to call the meeting and have a special meeting, they're trying to consolidate their business, just be aware this is one item you cannot consolidate onto a special meeting agenda.

Your notice and agenda requirements. The agenda has to be properly posted, and contain a brief description of the items that you intend to discuss. Usually that's not more than 20 words. And if you have any item of closed session business on your agenda, then the Legislature has made it incredibly easy for you. You simply cut and paste the safe harbor language that they have written into the Brown Act for you onto your agenda and fill in the blanks. And your staff can do this for you. It's very simple cut and paste and fill in the blank kind of situation. If there is no safe harbor language for the reason that you want to be in closed session, that's your tip that you can't be discussing that item in closed session. That means that that's an open session item. Because for every reason you could be in closed session, there is applicable safe harbor language provided for you.

You also need to let people know how to request disability-related accommodations from you, and what place that they can physically inspect documents that are distributed to the Board on public session agenda items. Note that they have this right to physically inspect documents, even if you post them on your website. That's intended to ensure that people who do not have Internet access still have the ability to inspect agenda items and your agenda packet materials that relate to, again, just open session matters.

So here is your agenda notice requirements. Until this COVID thing, I think we had maybe had two clients who had emergency meetings in the more than 20 years that the Charter Schools Act has been in existence. But of late, over the last few weeks, we've racked up many, many times that just because everyone is trying to discuss school closures and various other things that they need to do to make sure that students continue to be served. So now these agenda [1:00:00] posting requirements require you to post both on your home Web page as well as one physical location where members of the public can see your agenda within your jurisdiction for the posting period provided here on the slide.

We also have some requirements for your technology team, I assume has reviewed these, but I include it just because we still have some clients who are getting tripped up on this. It's a requirement that your agenda meet the requirements in that last bullet point at the end of the slide. Largely, this is related to disability access issues, because there are certain software programs that can read agendas if they're formatted in a certain format.

Normally you can only take up and discuss or act on items that are on your agenda. However, there are some exceptions. And normally I sort of buzz past these because it's so rare that we have an emergency situation. But in the current times that we're in, they might come up for you. So if you are in a situation where your agenda has already been posted and it's too late to change because you're within the number of hours of the posting period, you may add an item to the agenda, if by majority vote, you declare that an emergency situation exists. Judges historically have taken a very dim view of people trying to call things emergencies that aren't genuinely emergencies. So, keep in mind that you should have some reason to believe that there is such a threat to health or safety that a 24 hour notice for a special meeting just is too long -- that's too long to wait, it's that pressing of a matter.

We have been having some situations occur recently that have been genuine emergency situations arising as a result of COVID. And they go beyond sort of the obvious things that you might be thinking about, like the school closure itself. We're now having situations with some of our clients, for example, where they have so many people who were out sick or on other leaves, and they need to hire temporary replacements. But in some counties and cities, there is no place where they could get folks LiveScans, and background checked appropriately because no one is open right now. So they're having legitimate emergencies like -- well, now what do we do? -- and the board needs to discuss what are our options. Those were the kinds of things that are sort of these follow-ons to the initial emergency that sometimes are arising.

There's another provision under which you can add an items to the agenda, and that's contained here at the bottom of this slide, that you find there's a need to take immediate action and that that need for action came to the attention of the entire charter school after the agenda was posted. So that means there's nobody on staff at all who had any idea this item might need to be discussed. This requires a 2/3 vote of the Board, or if less than 2/3 of the Board members are present, it requires a unanimous vote.

So these are either-or. You can do either of these two methods in order to address an item that is not already on your posted agenda once a meeting is in progress.

The public has a number of rights, and you have very few as Board members, unfortunately, in terms of managing the meeting. But their rights are to give testimony at the meeting. But if their testimony becomes physically disruptive in the sense that they're talking over members of the board such that you can't hear the discussion or you can't hear the vote -- if they're being disruptive in that kind of a manner, then you have the ability to adjourn the meeting and ultimately to call the police to have them escorted out, if it comes to that.

But members of the public do have the right to tell you things that are uncomfortable or awkward or, you know, that make you feel bad as board members, or that reflect poorly on staff. In other words, they have the right to be critical. And as board members, you've signed up to be [1:05:00] a public official. And in America we have a proud tradition of free speech. So oftentimes people will use that opportunity to be critical of you. And just know that at some point in your board service, you may be the recipient of someone saying something not terribly nice. They have the right not to be nice. But they do not

have the right to be so disruptive that the board meeting cannot continue its function. Okay.

They also have the right to audio-recorded broadcasts from your meeting. Traditionally, and this has been coming up any time that a charter school has any sort of incident of sex abuse involving an employee and a student, is the most common reason I see people hitting evening news.

But there have been others over the years. I had one a couple of years ago that made international news where one of my clients made news because one of the teachers read a book to a kindergarten class on transgender issues, and it sparked both a campus-wide and community-wide controversy over the appropriateness of it. And that ended up on prime time news nationally on every network. And all the networks were broadcasting live from a charter school board's meeting here in California. So even things like that sometimes can result in press coverage that you don't expect or anticipate.

You cannot limit anyone from attending your meeting. You can't require them to tell you their name or who they're affiliated with. You can't require them to provide their address or anything else as a condition of attending the meeting itself.

Now, if they wish to speak, it's perfectly appropriate that you would have a speaker card, and that they would identify what item they are there to address, and provide their name so that the board chair can call them when it's their turn. That seems appropriate.

But if they just wish to come and sit in, they have every right to do that, without identifying themselves.

Nondiscriminatory facilities. Again, this is just Americans with Disabilities Act compliance. So you just want to make sure that someone can get in if they're in a wheelchair.

Members of public have the right to copies of your agenda and all your agenda materials that relate to open session items. And so, as we discussed, you have to have those available at some office where people can physically go to, and you need to let members of the public know is that the CMO office, is that a particular school, is that available at all of your schools? Just let members of I wouldn't know where can they go to do that?

A relatively new rule. You must provide twice the time for public testimony to persons who are utilizing a translator to ensure equal opportunity for them to speak. So if they comment, and Spanish is their primary language, and you normally would provide two minutes for an English speaker, you now will provide four minutes. So they get two minutes to speak and then two minutes for the translation.

I'm going to talk about closed sessions. These are all the reasons that a charter school board can be in closed session. There is a much, much longer list that you'll find in the Brown Act that apply to other kinds of public agencies. But these are the six reasons that apply for you.

So, pending or anticipated litigation is the broadest of these. It allows you to meet in closed session if there's a pending matter in Superior court or in federal court or in the appeals courts. Also, administrative agency hearings are considered pending litigation, as well as anticipated litigation is just any time that your legal counsel provides you advice that they believe that someone might have some legitimate cause of action against you if they chose to bring it. And sometimes they know about that issue, and sometimes they don't even know yet about that issue. Right? Sometimes it's kind of one of those things where you go -- well, the potential litigant doesn't even know this information, but if they did come to find out, they would have a legitimate cause to sue you.

All of those things could be discussed in closed session, and your strategy for handling those matters.

Pupil Discipline is any time the board itself would suspend or expel of pupil. For most of our clients who operate multiple schools, they delegate this authority down to an administrative panel to hear [1:10:00] those matters on their behalf. But if the board had any cause to suspend or expel a pupil, that would be a closed session matter.

Any time you're going to take action as a board to appoint or employee, evaluate, discipline or dismiss an employee, that also is a closed session matter. Now, normally in an organization of your size, again, that is typically delegated down to the executive director to take those sorts of actions, with the exception of the Executive Director position itself. Because, of course, that person has no boss but the board, so the board has to do those functions with regard to the executive director's position.

Real estate negotiations is also appropriate. If you were discussing price or terms of any property, and this can be a lease or a purchase, doesn't matter which, either of those two would be reasons to meet in closed session.

Labor negotiations. If you should ever someday have a union representing any of your employees, you can meet in closed session to strategize about what you will offer at each stage of the negotiations.

And finally, a public security exception was added after the 9/11 attacks. And it allows various law enforcement agencies to meet with you as a board in closed session if they feel that there is a threat to facilities that you operate, and they have the right to brief you to provide you information and to strategize with you about how to deal with those potential threats.

If you are going to have a closed session for any of the reasons that we discussed, you'll use the safe harbor language contained in the Brown Act. And prior to going into that closed session, you're required to make a public announcement of the reasons for the closed session, which just basically means read the list of items that's in the closed session portion of your agenda so members the public know -- we're adjourning to closed session now to consider a student expulsion matter and a matter of anticipated litigation and some real estate negotiations -- as an example.

The public has to have an opportunity to comment before the closed session. So you want to make sure that you have that opportunity and don't have, for

example, a closed session as item one on the agenda. It needs to be no earlier than item two, because you need to give that public comment period.

After you come out of closed session, you have to make a public report of action taken in closed session and the voter abstention of every board member.

What I've started to do on client agendas is to add agenda items both prior to and after closed session to just basically be a friendly reminder to the Board chair to make the announcement beforehand, and then to give the report afterwards. Because I find that, absent that, people in completely good faith, they just forget. And so having that on your agenda helps provide some guard rails to make sure you don't forget.

Semi-closed meetings are prohibited. That means that you cannot invite your friends into closed session and exclude your enemies. When you have a closed session, the only people who are supposed to be in there with you are people who have information that directly relates to that particular agenda item under consideration.

So, for example, your executive director would have information potentially on every item that's on the agenda. Your legal counsel might have information on every item that's on the agenda, just depending on what's on the agenda. But outside of those two people, most typically you will have a random assortment of other staff, and those staff would only be allowed to be at the portion of the closed session that directly relates to their job description and providing you information relating to it. So you would not, for example, have your realtor sit through a student expulsion, because that's a violation of the student's privacy rights. Nor would you want a student and parents sitting in your real estate negotiations, because they might be friends with the landlord. So you want to just sort of segment your closed session accordingly.

Confidentiality is required for all closed sessions. So what is discussed there has to stay there. And the only exception to that is if the board itself by majority vote waves confidentiality on something. And I have only once in 20 years of practice, almost, had a Board ever wave confidentiality. And they did so because there was a pending criminal matter, [1:15:00] and the board members wanted to prove what exactly they knew at a particular moment in time, and what the discussion was around it and what documents they had seen. Because those documents were critical both to exonerating members of the board and also to implicating a particular person who is not necessarily who law enforcement was looking at. And only by waving that closed session veil would there be an understanding by law enforcement of who they really should be pursuing. And that's the only time I can think of where that has ever happened. So confidentiality is 99.99% of the time the rule.

In terms of enforcement. If you have someone who has a concern about your compliance, these can come up from a lot of different places. They come up from your authorizing school districts. And they often do simply because your school districts know the Brown Act inside and out, because they have to follow it themselves. So if there's any law anywhere that you don't want to violate, it's probably this one in the sense that your authorizer is so familiar with it that they'll know for sure you did it -- you know? -- if you didn't do it right. Whereas, sometimes they might scratch their head and say, well, I don't really know about

whether the credentialing rules were followed or not for this obscure case involving the metal shop teacher. Like, that may not be as obvious to them. But a Brown Act violation they typically will catch fairly quickly.

If you get a concern from your authorizer, or you get a concern from any random member of the public, you have a very short time to respond -- 30 days. So you want to make sure you bring those to our attention right away if you get any sort of complaint.

And the good news is that the law provides here an opportunity for you to cure that deficiency. And most typically the cure is that you'll post the agenda and you'll discuss and you'll vote again. So the cure is not usually so bad.

If you, though, fail to respond altogether, or you say, no, we have absolutely no intention of complying with the legal requirements here, then the potential plaintiff has a right to go to court. And if they prevail, they're going to have a right to have their attorneys fees paid.

And I will tell you that there are some attorneys who have begun to target charter schools around California for Brown Act issues. And they're sort of like the ambulance chasers -- they go online that they look to see was it posted on time, and these sorts of things. And then they want to raise issues about compliance because there's attorney's fees clauses. And they make a good deal of money just by taunting public agencies for what are really, typically pretty minor violations that occur.

And then also the district attorney you a member of the public can send you a notice and demand for cure if the DA can send you one of these notices. Because a knowing violation of the Brown Act is a misdemeanor in the state of California. So there is also a criminal enforcement procedure. We have had some DAs do that over the years to charter schools, but in every one of those cases so far I've been able to negotiate with the DA's office and just say, hey, we'll do some training -- like the one you've just been through -- if you'll just drop this matter.

And in every one of those cases, the DA has set, great, do the training and we'll drop the matter. Because it really, typically, for most DAs, they have more important crimes to be prosecuting than someone posting the agenda late or something like that. So usually it's just making sure you comply going forward, is typically their interest.

So I have that as far as the Brown Act training for today.

I did also have some slides relating to conflict of interest issues. But Diane, I wasn't sure whether... I think we were talking about doing a Brown Act training, is what I was told. So you let me know if we need to go into any of those? Or if we're good to stop at Brown Act?

**Diane:** Jerry, I think because you're here and we have time, let's do it for sure.

**Jerry:** Okay, great. [1:20:00]

Well, then what I would say is on conflict of interest laws, we have had just an explosion of issues around conflicts of interest in charter schools. And many of

them, frankly, probably predated the change in law. But since SB126 was signed and went into effect January 1st, we have really stiff penalties for charter school board members and management team members who are not in compliance. For example, violations of Government Code 1090 in California are felonies that can subject you to state prison time.

So I have been incorporating these slides to just kind of get people really a heads up, and to say, really, really pay attention now, because these rules could really snag you and get you into a lot of trouble.

A conflict of interest arises any time that a board member or management team member has some sort of a private financial interest in the outcome of a decision that will be made by the non profit organization, and where that board member or management team member participates in that decision making process, or the influence or even just attempt to influence the person or people who are going to make the decision.

And I say "attempt to influence" because oftentimes you get folks to who don't even try to influence very well. They're not very sophisticated. But nevertheless, just the fact that they tried, even if they didn't do it well is enough for it to be a problem.

Essentially, what do I boil this down to in common English? All money should go only one way. If board members want to donate to Summit public schools, that's awesome. You can absolutely do that any time you want. But no money should ever be going from Summit Public Schools to board members or their spouses, or other dependent children of board members, or to companies or entities in which they have a personal financial interest. So we'll talk about those in a little bit more detail how those are defined in a moment.

Here are the common types of financial interests regulated by conflict of interest laws. These would include ownerships or investments in business entities, investments in Real property, just could be land or buildings, some sort of entity that provides you a source of income, or positions in business entities, even if you don't own it, even if you don't have any stock. If you are a director, an officer, a partner, a trustee, an employee, or management of that entity, you should be concerned about ever trying to influence a contract with that entity. Again, for that one you don't even need to own any of it. Just the fact that you happen to serve on its Board would trigger conflict of interest concerns.

Anything that becomes a source of gifts to you as a board member, we're concerned about, not just under conflict of interest laws but also because, as public officials you're subject to public bribery rules. So we're always concerned about people wanting to take board members of charter schools out to a 49ers game, for example. If you're being invited because it's a curriculum company looking to sell you curriculum, then that's a red flag, and you should not accept those 49er tickets. Okay?

Then we have a catch-all. It has some effect on your personal finances, even if it doesn't fit in any of the categories above. Right? There's some scheme that results in either a positive or negative impact.

And financial interests of immediate family members of board members and



employees typically are covered. In other words, if your wife benefits from the transaction or your husband benefits from the transaction, it's imputed to you as if that money went into your pocket.

So what happens if there is a board member or an employee who has a conflict of interest? What should you do?

Well, number one, you want to disclose it, make it transparent. Employees should disclose it in writing to their supervisor, and the CEO and board members should disclose it to the Board, and ensure it's noted in the minutes.

Why do I say [1:25:00] ensure it's noted in the minutes? Because in every single case where there's been an enforcement action by the FPPC or by a District Attorney in California, the very first thing they do is go and say -- I want copies of the Board minutes for the meetings at which this was discussed.

And what they're looking to see is -- did that board member disclose the interest to their colleagues and then leave the room? -- which is what the law requires them to do. Or in contrast -- did they make the motion to approve it and then argue in favor of it? -- which is not a good thing to do.

So once you've disclosed it, what are you supposed to do? You're not to participate in the discussion in any way. You're not to say one word about it other than -- I've disclosed to you my conflict, Mr Chairman, I'm now going to leave the room -- and then we will call that board member back when the item is over and we've moved on to the next item. But they are not to re-enter the room until the next item is up for discussion.

Then finally, we have to determine whether the remaining members of the charter school board can enter into the transaction or the contract under Government Code Section 1090. This is an incredibly complicated area of the law. We are fortunate that we have in our office Wayne Strumpfer, who used to be executive director of the state's Fair Political Practice Commission. They are responsible for enforcement of these statutes. So if you have any issue like this, Wayne is our in-house expert. He wrote a lot of the regulations upon which are relied on for prosecutions of these matters. So he's a great resource for you.

I say "consult attorneys" here because if you find yourself in this situation where you've got a board member or a management team member who has got a conflict, number one, we want to keep them out of state prison. Number two, any contract that's entered into in violation of 1090 is void, not "voidable," and as a result, we could end up in a situation where the school itself then doesn't have a service or a product that it needs. And it screws up the school's operations. And then number three, obviously, the incredible amount of press coverage this could create is always a bad thing for both the school and the board member. And then fourth, it's cause for revocation of the schools charter.

We have had schools over the years revoked due to 1090 violations. And if you're wondering, like -- do turn school board members ever get prosecuted for this stuff? Answer -- yes. We have actually already a charter school board member who was prosecuted down in Orange County and who pled guilty just last month to a 1090 violation, and is set for sentencing. So this is real stuff that can really happen to you. This isn't theoretical stuff.

And in my opinion, this stuff is far more serious. Because remember, under the Brown Act, what did I say you're going to have to do if you have a violation? You're probably just going to have to post an agenda and discuss and vote again, like, that's not the end of the universe. Right? But under this, you have the potential for actual state prison time. It's much more serious, in terms of an implication.

So what is this 1090 rule? The 1090 rule is that any time you have a public official, which is an officer, a board member, or an employee, who is making a public contract for the sale or purchase of goods or services, and where that public official has a financial interest of some kind of the contract, then we know we have a potential 1090 issue on our hands that needs to be reviewed by counsel.

There are some exceptions to this rule, and some of them are just clearly written by the Legislature for the benefit of one person. So, for example, I remember there was one really bizarre what that talks about -- if you're a lawyer and you're serving on the board of a public agency and your contract was in place for 15 or more years and you were elected six or more years ago and the contract comes up for renewal, then... -- and I'm like, okay, somebody had a buddy in the Legislature. Because that clearly is something that's only going to come up one time for one law firm.

But there are a number of these ticky tacky little exceptions. So when these issues come up we review the exceptions to see if maybe one might apply. **[1:30:00]** If there's no exception that applies though, then the entire board is prohibited from entering into the contract altogether, even if that member abstains, even if they leave the room, even if they did not participate in the discussion or the vote, even if it's the best vendor to do the work, even if it's done at the best price. In other words, there is no exception. It's a hard bright line rule.

So unless we can find that there's some exception that applies that allows this particular contract to go forward, the general rule is the entire Board is barred from entering into the contract altogether.

Note also, that making this contract is defined very broadly by the courts. The courts have said they think this means that it applies even to the earliest discussions, planning, solicitation for bids, etc, not just the vote of the contract. And the courts have gone there because they say -- look, it doesn't seem right to us that a board member gets to essentially have input into the bid process and then submit a bid, because they're essentially stacking the process in their favor, and we don't think that's okay, they don't get to be part of that early conversation, then later abstain and recuse from the vote and think that the rest the board can enter into the contract, we're going to bar that contract from going forward altogether because they participated in that early conversation.

Also note that it's not just about conversations that occur in board meetings. If any member of the board were to for example have a conversation with Diane and say -- there's this company that I'm on the board of and I think they have a great software product that would be great for you to try with students.

That sort of thing raises an immediate conflict of interest law concern that needs to be examined, just as an example. So this is the most stringent standard to meet.

How we do all of our conflict of interest law evaluations is we start with this -- can we get through government code 1090? -- because if we can't, the analysis stops and we'll just advise you, you can't enter into this contract at all, and we're done. We're done with the conversation.

But if by chance there is some exception that applies, you are that one lawyer who had a contract for 15 or more years and was elected six or more years ago, etc., etc., and you could fit into the narrow exception the Legislature crafted for you, then we look to see, is it prohibited under the Political Reform Act?

The Political Reform Act has a slightly different set of rules. It applies when there's a public official who's attempting to influence a governmental decision where that public official has a financial interest, where that financial interest is material, and in that case, under this provision, the official must recuse himself or herself from all parts of the decision making process. And if they do, then the rest of the board may in fact, go ahead and enter into the contract.

So here, if they don't participate in the process, if they don't attempt to influence decision either inside or outside of a board meeting, if they don't vote on the matter, then the agency has the right to go ahead and enter into that contract, notwithstanding the fact that that one board member has a conflict.

But again, we only get here to this set of rules if we get through 1090 first. So if there's no exception under 1090, none of this matters. Because it's the more stringent rule of the two.

The Political Reform Act also requires you to fill out and file form 700 forms. And I assume you've all been filling out and filing these, but they have to be filed once annually by April 1st, so we're coming upon that soon. They have to be filed within 30 days of you assuming office, and within 30 days you be leaving office.

The big issues here with the form 700s don't seem to be that Board members were failing to fill them out. Most people are kind of with it on this now. You know that that needs to happen.

But the big issues with form 700s are a couple things now. One, that Board members are not doing it with sufficient care. We've had some circumstances where board members have filled out page one of the form and they check "no reportable interests" and they signed their name, and they file it without any attaching or reviewing any of the other schedules that are supposed to be filled out and filed with it.

This creates a problem because, [1:35:00] particularly if the DA or the charter granting agency knows that that person is a high net worth individual. Because what granting agencies have started to do is they go through and they go -- well, wait a minute, this person is CEO of a Fortune 500 company and they have no stock? They have no real property? They have no business positions in any entity? Well, we just know that can't be true. That just can't be true.

And that causes them to start digging deeper and to make a report to the Fair Political Practices Commission for investigation.

So what I would tell you is, be careful as you pull out and file your Form 700. Think of it in the same way as you fill out and you file your taxes each year. There will be some level of oversight. So if you just check the "no reportable interests" and you don't take the process seriously, you could find yourselves and very deep hot water.

One of the things that happens is -- these various law enforcement agencies have subpoena power, so that may cause them to go digging through all your financial records and other things to see if the statement you signed up this form is true or not. So just be careful with that.

The other big picture thing that we've had some clients get tripped up on is that there are requirements for code filing officers. These were the people who receive your form 700 forms. They're required to provide you the forms in advance to fill out, and they're required to send you a series of reminders if your form does not come in on time. And ultimately, if you still don't file your form after they've sent you reminders, they are required to report you by law to the Fair Political Practices Commission for your failure to comply and file a form.

So some of what we see with clients lately is that there's just a failure to follow through. So provide those reminders to board members to make sure they're filing their forms and to make sure that they're notifying the FPPC when required.

So those were some sort of like next year Pro Tips, for how to avoid problems that we're seeing elsewhere.

Under the Political Reform Act, note that a financial interest is defined in these kinds of terms. You see the dollar amounts are incredibly low. I mean, it's like if you own any kind of stock at all, pretty much, you're going to trip over these. Almost any business interest is going to trip over these really low numbers.

So check your form 700 form. Note that the fastest way to fill out this form... I was on a community college board for six years, so I had to fill out these forms, and my first year, I was really intimidated, I read every single word of the instructions because I was terrified

I was going to fill it out wrong somehow. And what I discovered after getting through the process the first time is I thought -- if I just had gone to the section on the instructions that says "you do not need to report the following" on the this, on schedule A -- I would have saved myself a ton of time, because there's a whole bunch of things that you'll see here on the slide that are just examples of things that you do not need to report on your form.

So go first to the section of the instructions on the back of each page where it says "you do not need to report these items." Start there, read that list and then think to yourself -- is there anything else that I have in this category that isn't covered here? -- and that will save you a ton of time. Because the instructions always start with "here's all the things you need to report."

But if you're an average middle class person, you may not have that much, really, after you see the things that are excluded.

So, gifts. There's also a rule under the Political Reform Act about gifts. And the general rule is that you cannot accept more than \$500 from one source in a calendar year. And also that you have to report gifts worth more than \$50 in a calendar year. There are some exceptions to both of those general rules. I always like to tell people what those are because the general rule scares people, and then, you want to sort of bring it into focus.

If it's a special occasion, like a birthday or holiday, you can take gifts from anyone other than lobbyists, as long as the gift giving and taking is proportional. So for example, if I get Diego a gift for Christmas that's worth \$25 and he gets me one that's worth somewhere between \$20 and \$30, that's roughly proportional and that's fine. Now, if he gets me a pound of coffee from Pete's Coffee and I deliver a Rolex to him for Christmas, that's not proportional. So it has to be roughly [1:40:00] proportional. But if you're giving and exchanging gifts with friends, that's not a problem as long as it's roughly proportional.

Inheritance. Because we assume dead people aren't trying to bribe you. Amazingly.

Family members. An incredible array of family members, as you'll see here in the list, can give you gifts, and you can give them gifts and we don't care, because we assume that they're giving you gifts just because they love you -- unless there are lobbyists, because we hate lobbyists, and lobbyists or the exception to this rule.

Long term friendships, friends for a period of time. Again, so long as the gift giving and taking is proportional. Unless they are lobbyists, because again we don't like them, we don't let them use this exception either.

And then finally, if you're in a bona fide relationship with someone other than a lobbyist, that is also fine. We assume that you're giving it out of love and not because anyone's trying to bribe you.

Please note also that some people will make the mistake of taking a gift from someone who they shouldn't, and then they think well donate that to charity. That is not the appropriate thing to do. What you should do is you should return the gift. And you should return the gift because otherwise you're going to be required to report it on all your forms. And it's going to look really, really bad if some company that does a lot of business with some of public schools is reported on a board members form 700 as having given the \$500 gift or something. It's just going to look terrible.

Assuming you got through all of those, we also have some common law rules on conflicts of interest that essentially are not about necessarily finances at all, but rather about creating an appearance of impropriety.

So anytime something you do may create an appearance of impropriety, a judge could step in in such a circumstance and override it. I had one case like this that I can think of over the years where a board member refused to recuse

themselves where their own child was subject to a potential expulsion action that was being considered by their board colleagues. Now they had no financial interest, but clearly it created an appearance of impropriety that they were trying to sit in on their own child's expulsion hearing and trying to cast a vote on that matter.

And that covers the conflict of interest areas. But again, just a 40,000 foot overview of those. But again, I would just say, be very, very cautious any time. You never want to be on two sides of a transaction involving some at public schools and some other entity. And if you are, make sure that your consulting legal counsel beforehand so you don't get yourselves in trouble under these new laws that became effective to charter schools on January 1st.

**Diane:** Thank you, Jerry. Appreciate that.

I want to check in. I'm assuming the board would have stopped you at any point if they had questions. But are there any questions for Jerry before we let him go?

Incredibly thorough.

I also appreciate that all of our directors of operation joined us for that whole presentation, because they, in fact, operate all of our video conference locations at our school sites for all of our board meetings. So I'm glad that they were able to join for that as well today.

So we thank you so much for sharing this information with us and the updates. And as you know, we do reach out regularly to get your support on questions that come up. So, very much appreciated. Good to see you. Please take care. And, I'm sure we'll be in touch soon.

**Jerry:** Sounds good. Take care everyone. Bye.

**Diane:** Thanks.

Alright. At this point, we will return to our agenda. And our next item up is our CFO report. We're a couple minutes ahead, but let me see if we have Joyce.

**Valeria:** She's ready, and she'll be on in a second.

**Diane:** Great.

Welcome Joyce.

**Joyce:** Hello. [1:45:00]

**Diane:** We are happy to have you here for the CFO report. And we are ready for you.

**Joyce:** Oh, great. I guess I only see you, Diane. Is that how this works?

**Diane:** I'm not sure. You might just not be on... There's a little button on your left hand side where you can click to see the Hollywood Squares, potentially.

**Joyce:** Well, we'll just go ahead, so we don't waste time.

**Diane:** Okay.

**Joyce:** So, good afternoon. It is good to be with you all today. The report is fairly concise, but I'm happy to take questions at the end. The report that was presented in your packet was through the month of January for 2020 for all of the enterprises within Summit Public Schools. And that report's feeling a bit dated at this moment. But it is mostly positive that the schools were going along as we expected. The other partnerships that we have with Marshall Street were also working as we expected. And the Foundation was also doing work as we expected.

So from that standpoint, we were doing very well. And the only other comment would be that when we were setting up the budgets in fall last year, we did not have all of the grant programs for Marshall Street included. So we do expect some of those expenses to increase. But they have been 100% covered by philanthropy that has already been collected. So from that standpoint, Marshall Street should be fine, and you can see from the cash flows that we have that our cash is higher than anticipated because we have been front loaded with grant money for Marshall Street activities.

There's really not much of note through January. But I'm happy to entertain any questions if anyone has anything.

**Diane:** Do any board members have questions for Joyce?

**Male:** Don't think so.

**Diane:** I don't hear any, Joyce, so you can keep going.

**Joyce:** Great. So now that we've transitioned into kind of a new paradigm here, I wanted to reassure the board that the finance team is working diligently to ensure that, first of all, our students are provided with the education that they are entitled to while being a Summit student. We work diligently to make sure that we are monitoring all our contracts and monitoring all our requirements.

I will share that one thing I found out today, which I thought was very encouraging, is a month or so ago, you approved a number of college trips which we have subsequently cancelled, and those college trips included over \$100,000 of deposits that had been paid out. I'm happy to report that as of today, 100% of that money is either being returned or credited for a future date for the college trips. So that is the dedication and commitment the teams have exhibited in making sure that Summit stays in a good place with all of the challenges that are still coming to us.

We work well as a team, and the finance team is committed to making sure operations go as smoothly as possible. And we have assurance from our payroll company that payroll will go as expected.

**Diane:** Thank you, Joyce. I know we shared a lot of appreciation earlier for a whole bunch of people in the organization doing amazing work. But thanks for highlighting that it's literally every person in the organization. And your team's

been diligent from the very first moment to make sure that all of those dollars are recovered and able to go to our kids when it's safe.

Do you have anything else? Is that it?

**Joyce:** As far as I can tell, unless there's questions.

**Diane:** Alright. Any questions from board members?

**Andy:** Can I ask a question? This is Andy. Do you foresee any any new risks to the school's financial plans that have been created by the current situation? And I might ask you to think about that, not just in the context to say what happens if this goes on for let's say, two or three months, but have you thought about what may happen if this goes on for 6, 12, or even 18 months?

**Joyce:** Well, there hasn't been a lot of time to do that kind of longitudinal thinking. I have been doing some thinking about just the next fiscal year because we're kind of in the throes of [1:50:00] creating budgets for next year, and I think there's some valid and large concerns regarding state finances. The State of California's tax revenues that come in for them are basically capital gains, sales tax and personal income tax. I think those are all going to be adjusted downward in terms of expectations as the state revises its budget for 2021.

I'm less clear about what will happen in Washington state, although there their tax system is much different. They have property taxes, and they have sales tax. And that's the two sources of funding for schools.

I do believe, my personal opinion is this is a seismic shift for education particularly, and it's hard to foresee what will happen from this.

But I think the really good news is Summit is extremely well poised to step up and assist students and teach them and help them go and meet their goals. So that's really an encouraging standpoint from here.

I think we'll know more a few more weeks into this. As everything is evolving quickly, the state and federal governments need to step up and relax regulations in order for us to actually operate in the way we're operating. I think they will. And then it's just a matter of us acting appropriately in the best interest of our students.

**Andy:** So I just commented that I'm on the board of another, shall we say, very large educational institution. I'm not going to say who this is because I'm not sure that would be okay. But I did, shall we say, an emergency-style meeting, with that group that is historically extremely well funded. And they are looking at their sources of income, anticipating significant reductions and already find it [inaudible] how they [inaudible] -- and I was and I struck. So they made a decision not to lay people off, but to think about... But they're definitely in a mode where they're thinking that the income that they receive from from state and federal institutions will be dramatically reduced.

So I just share that with you because it's something that I think -- it's not that you could have an action plan for that now, I just think it's really important to start to anticipate that the rules are going to change here if this goes on for any



protracted period.

**Joyce:** Yes, I completely agree with that comment and that statement. I think, for the near term, for California, and I suspect for Washington this will be true too, they're going to continue the apportionments, and one of the considerations if you continue receiving apportionment money is that you continue to pay the contracts as if you are still operating.

We have a request from one of our Washington contractors to fulfill not only what's in the contract, which it says -- in closure of the school you still pay us 50% -- they're asking for 100% payment, even though we're not actually using their services at this point.

That will be partially a legal decision, because Washington has very strict gift-of-public funds rules. But also, we'll have to decide that, once we get guidance, not only just from our legal team, but from the state of Washington. Because if they don't relax their rules, then we can't help that vendor.

**Andy:** Yes. Got it.

**Joyce:** So, yes, there's lots of questions on the table.

**Andy:** Yeah. I just It's just worth, I think, starting to swim around those things before they become immediate realities.

**Joyce:** Yes.

**Diane:** Thank you, Andy. Any other questions or comments from the board on the CFO report? Alright. Thank you so much, Joyce. We appreciate it.

We're going to move to the next agenda item now, which is a consideration and possible action to approve the compensation policy, including the teacher's salary scale.

So as a reminder, we recently completed our organization-wide process around compensation and benefits. And part of that is to recalibrate the scales for teachers. So what we are bringing forward are the revised scales.

So I would ask if there is a motion to approve this?

**Steve:** So moved.

**Diane:** Thank you, Steve. And is there a second?

**Bob:** Second.

**Diane:** Bob, that was a second. Okay, discussion [1:55:00] on this item. Questions? Comments?

**Female:** Can we have a roll call.

**Diane:** Yes, we will. I just want to... Yes. Alright. We will do a roll call vote. All in favor -  
-

Blake?

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy? I think Andy's there somewhere?

**Andy:** Sorry, yes.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Aye.

**Diane:** Thank you. That motion carries unanimously.

Our next agenda item is also related to the compensation policy and this is consideration and possible action to approve the LEA Executive compensation. So I think, Bob, there is a requirement for you to read out a statement regarding this verbally.

**Bob:** Yes. As required by the Brown Act, before taking final action, the board must summarize staff's recommendation for compensation of local agency executives. The compensation proposed to be approved for the fiscal year 2020-21 is \$468,467 for the Chief Executive Officer, \$278,778 for the Chief Financial Officer, \$272,563 for the Superintendent, \$220,300 for the Chief Operations Officer, and \$144,286 for the Chief Information Officer. Do we have a motion on this item, please?

**Blake:** So moved.

**Diane:** Thank you, Blake. Is there a second?

**Steve:** Second.

**Diane:** I think that was Steve on the second. Discussion? Comments or questions?

Okay. We'll do a roll call vote, starting with Blake.

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy?

**Andy:** Aye.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Aye.

**Diane:** Okay. That motion carries unanimously.

We are now on, agenda item number 16 which is, consideration and possible action to approve a resolution concerning measures to address organizational and educational impacts of the COVID19 virus. As expressed in the packet, this is a recommended resolution.

Nana, do you want to give any additional context here?

**Nana:** Sure. Young, Minnie, and Core, and you heard, their partner Jerry Simmons speak earlier, has been reviewing aspects of the education code and just traditional operations of charter schools throughout California, and realizing that due to the state of emergency and day to day changes with respect to the COVID19 virus, there needs to be some clarity regarding charter school operations and the ability to act expeditiously.

So they've put together a resolution to provide authority on some aspects and to state the expectations of Summit's management on issues such as closures that provision a [inaudible][59:12] free and reduced priced meals, and also in-class instruction.

So the resolution covers just a whole wide array of issues. But the intent is to be able to ensure that Summit can function expeditiously during these uncertain times.

**Diane:** Thank you for that context, Nana, we appreciate it. Do I have a motion to approve this resolution?

**Diego:** So moved.

**Diane:** Thank you, Diego. And is there a second.

**Bob:** Second.

**Diane:** Thank you, Bob. Any discussion or questions on this resolution?

**Steve:** So it sounds like we got advice from counsel on this. Presumably, [2:00:00] many schools, charter schools are doing the same. Is this fairly consistent? Is there something unique that we've structured around it for our either circumstance or philosophy or culture? Have a think about that?

**Diane:** Thanks, Steve. Nana, do you want to respond to that? I know we made a couple

little small changes, but...

**Nana:** Right. So, Young, Minnie, and Core provided this to all of the charter schools that they represent upon request. We adhered pretty closely to the standard form of resolution. But as I noted, things are changing day to day. For example, in the standard resolution, there's authority for a five day school closure, and that preceded an order from the San Mateo County Public Health Department, Santa Clara County, so in that sense we tweaked the language to actually reflect reality.

And in addition, we included just language regarding our organizational partners, and the work that we're doing around school support, such as the virtual school that we discussed earlier. Because we're pretty well equipped to support our students, and we wanted to make sure that the standard language actually tracks Summit's practices.

But I would say it's 95%, 97% the same as recommended.

**Diane:** Great. Any other questions or conversation from the board?

Okay, we will take a vote on that then, starting with Blake.

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy?

**Andy:** Yes.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Aye.

**Diane:** Okay, the motion to approve that resolution carries unanimously.

We have two more items on our agenda for today. The next one is an informational item. It is on a proposal for board members to visit our schools and do tours there. I know that you have all read that. Any questions or comments on that?

**Blake:** I was prepared today for my first tour. [laughter]

**Diane:** I know you were. Sorry.

**Blake:** Wasn't the first tour tentatively scheduled for today?

**Diane:** Yes. It was.

Obviously this proposal was constructed before our new reality. So I'm hopeful that we'll get back to it sooner rather than later. But, seems perhaps a little bit, not our top priority right at the moment. But we will return to it when we can.

**Blake:** Just as an aside, I do think it's a fantastic idea to do it, on so many different levels, to connect more closely with all the good work that everybody throughout the organization is doing, allow faculty and kids and others to sort of see that we're engaged and be able to listen intently on what some of the issues are out there. So I think it's a very worthwhile endeavor if we can get back to normalcy.

**Diane:** Thanks, Blake. I appreciate that.

Alright. We're onto our last agenda item then, which is a proposal resolution to name the dates for our regular board meeting scheduled for next year. Do I have a motion?

**Blake:** So moved.

**Diane:** Thank you, Blake. And a second?

**Bob:** Second.

**Diane:** Thank you, Bob.

Any discussion or conversation on this agenda item? Hearing none, I will do a roll call vote. Blake?

**Blake:** Aye.

**Diane:** Steve?

**Steve:** Yes.

**Diane:** Andy?

**Andy:** Aye.

**Diane:** Diego?

**Diego:** Aye.

**Diane:** And Bob?

**Bob:** Aye.

**Diane:** Okay. That motion carries unanimously. That brings us to the end of our agenda. I want to thank all of you and everyone from the public who has joined us today. I appreciate your participation -- in our very first, totally virtual meeting. Thank you so much. And I will look forward to the next time we meet and hope that it will be in person. I hope everyone have a great rest of the afternoon and please take care and stay safe.

**Group:** Thank you.

**Diane:** Okay, Valeria, I'm going to disconnect. Thanks so much for being there. I really appreciate it. I hope you're safe.