

CIVICORPS SCHOOLS

**BOARD OF DIRECTORS MEETING
101 Myrtle Street**

**Wednesday, December 16, 2009
5:00 – 7:00 PM**

MEETING MINUTES

<u>Board Members Present:</u>	<u>Board Members Absent:</u>	<u>Staff Present:</u>	<u>Guests Present:</u>
Stephen Davenport Rita Isaacs Thomas Mead Yolanda Peeks Robbie Yohai Anne Scheer	Craig Bloom Eric Premack	Joanna Lennon, CEO Brian Hickey Bill Zenoni Joycelyn Bishop Rebecca Grove Kate Nicol Adam Cope Kelly Robinson Tessa Christenson	David Bott 7 members of the public

I. Welcome/Meeting Overview

There being a quorum, Tom Mead, Board President, called the meeting to order at 5:05 pm.

Tom welcomed the public guests and explained that based on meetings with OUSD and in compliance with the Brown Act, Board meetings will now include a public forum. Public comments on agenda items are limited to 2 minutes.

Joanna Lennon requested that the agenda be amended to include an emergency closed session at the end of the meeting to discuss a property and personnel issue.

On motion duly made and seconded, the request that the agenda be amended to include an emergency closed session was approved.

II. Approval of Minutes: On motion duly made and seconded, the minutes of the Board’s October 21, 2009 meeting was approved.

III. Open Public Forum: Tom Mead

Karuna Schweig, former Civicorps Field Supervisor, requested that a report of the current salary and all non-compensation salary of the CEO be provided.

Ken Breniman, Civicorps Case Counselor, would like to know the process of how to get more community members on the board. He would also like an open statement on the Board’s process of open meetings around the Brown Act.

Jonas LaMattery-Brownell, former Civicorps Field Supervisor, would like a job description and an explanation of the performance evaluation for the CEO and if change or

improvement of the CEO is desired how is support or training provided to help see such change or improvement provided.

LaTisha Bourelly, K4 parent, discussed parental concerns and requested that the Board consider having a parent representative on the Board.

Tom Mead acknowledged all public comments and noted that they will be taken under advisement.

IV. Design of Board Meetings: Tom Mead, Joanna Lennon

Based on an understanding that Civicorps as a non-profit was not required to follow the guidelines of the Brown Act our meetings have been closed to the public. There was never a stated policy that meetings be opened or closed. David Montes at OUSD has been directing us on how to make the meetings more open and transparent.

Yolanda Peeks suggested that access and governance issues be included.

Steve Davenport suggested clarifying the Board's role.

Rita Isaacs recommended that there be a representative of other groups on the Board.

It was decided that the Board will develop procedures to conduct meetings that ensure that Civicorps policies and procedures are open and transparent.

V. Finance Committee Report: Bill Zenoni

Accept FY 2008/09 Audited Financial Statements

The Board reviewed draft audited financial statements for the fiscal year which ended on June 30, 2009. David Bott of the accounting firm Wilson Markle Stuckey Hardesty & Bott discussed the significant items included in the financial statements and stated that the auditors found no irregularities or items for concern in the agency's financial reporting system. Staff explained that a Request for Proposals for audit services for the next financial audit had been issued and that proposals received would be reviewed with the Board Audit Committee. The Board accepted the audited financial statements for the fiscal year which ended on June 30, 2009.

Accept Form 990 for Fiscal Year Ended June 30, 2009

Staff presented the annual Return of Organization Exempt from Income Tax (Internal Revenue Service Form 990) and corresponding State of California Exempt Organization Annual Information Return (Form 199) for the fiscal year which ended on June 30, 2009. It was explained that these are the first annual reports utilizing the new required reporting format which legal counsel reviewed with the Board several months ago. Staff explained that these reports would now be filed with the appropriate governmental agencies. The Board accepted the reports as presented.

Receive Financial Status Update

The Board reviewed revenue and expenditures reports for the period from July 1, 2009 through October 31, 2009. Staff identified changes to anticipated revenues and expenditures which have increased the projected FY 2009/10 budget deficit to \$526,943. We are currently \$320,000 into the BOA line of credit. The current line expires on December 31, 2009 and will most probably be renewed for 90 days. The Board discussed

the need to immediately begin development of a plan to reduce the budget shortfall. Staff was directed to develop a budget balancing proposal which would be presented to the Board at the next scheduled meeting.

VI. Program Committee: Steve Davenport, Yolanda Peeks

K-4 Charter Renewal – Kate Nicol

Charter renewal is currently taking place at the K4 December 15 - 17, 2009. We will get the preliminary report from Cambridge when the visit is completed. The next step is to submit the application.

Middle School – Yolanda Peeks

The Board talked about the need for moving forward with the middle school. After much discussion, it was requested that we not make a decision on the middle school in this meeting. Yolanda explained the work that the Planning Team is doing. We need time to continue recruiting and to come up with a plan.

Kelly Robinson, Dean of Students at the K-4 and a parent, discussed the need to move forward with the middle school.

Rebecca Grove expressed her concerns about generating revenues. There is no Development Committee of the Board to work on raising unrestricted funds.

Rita Isaacs voiced her concerns about moving forward with the middle school given the financial situation.

VII. Schedule Next Meeting

The next Board meeting is scheduled for 5:00 PM Wednesday, February 17, 2009 at 101 Myrtle Street.

There being no further business, the meeting adjourned at 7:45 PM.

Comments from the membership are welcome and should be forwarded to the Secretary at drbloom@berkeleyoralsurgery.net

Craig Bloom

Approved:

Tom Mead, President

Date