

MINUTES

Of the Board of Directors of Grimmway Schools

(A California Non-Profit Public Benefit Corporation)

I. PRELIMINARY

1. CALL TO ORDER

The Board of Directors of this corporation, held their meeting at the time, on the day, and at the place set forth as follows:

Time: 4:02 p.m.

Date: October 29, 2018

Place: 471 West Los Angeles St. Shafter, CA 93263

2. DIRECTORS PRESENT

The following directors, constituting a quorum of the Board, were present at the meeting:

Present: Tom Mestmaker, Ernie Unruh, Manuel Pantoja and Matt Look via phone

Absent: Sean McNally

Grimm Family Education Foundation Staff Present: Evelyn Steed, Office Manager

Grimmway Schools Staff Present: Paul Escala, Executive Director via phone; Mike Romero, Director of Human Resources; Greg West, Director of School Support Services; Casey Yeazel, Chief Academic Officer; Michelle Lumis, Executive Assistant; Monica Jara Guerra, Director of College and Alumni Initiatives

Grimmway Academy Staff Present: Joanna Kendrick, Principal; Cole Sampson, Principal; Katelyn Prosser, Assistant Principal of Instruction

Others Present: Cindy Frantz, Back Office Provider with EdTec; Wayne Strumpfer, Attorney for Young Minney & Corr

3. FLAG SALUTE

4. APPROVAL OF MINUTES

A motion was made by Ernie Unruh, seconded by, Manuel Pantoja and passed, to approve the minutes of the Board meeting dated September 24, 2018.

Resolved further, that the Secretary of the Corporation is authorized and directed to insert a copy of these certified minutes into the book of minutes of this Corporation and to see that a certified copy of these minutes is kept at the principal's office for the transaction of business of this Corporation.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

II. COMMUNICATIONS

ORAL COMMUNICATIONS: NA

LEADERSHIP REPORT

Casey Yeazel, Chief Academic Officer, opened up the meeting for Executive Director, Paul Escala who was attending the California Charter School Association Executive Summit in San Francisco, but was attending the board meeting via telephone. Casey shared the continued work with our partners at the New Teacher Center, who are taking a deep dive into observation cycles. Casey also shared he would be presenting SBAC data later in the meeting. Casey turned it over to Mike Romero, Director of Human Resources.

Mike shared both schools are fully staffed. There are a few paternity and maternity leaves coming up, so those positions are being filled now for a smooth transition. Still interviewing for an open Recruitment Manager position at the home office. Staff sports management training will begin in November and financial wellness classes for staff will start in January.

Paul shared the Strategic Growth Initiative is complete and will share with the board during the November meeting. The shade structure in Arvin is complete and looks great. Afton Partners will be completing financial diagnostic work for Grimmway Schools – looking for best practices, financial stewardship and identify areas of improvement.

PRINCIPAL'S REPORT-Grimmway Academy Arvin

Principal, Cole Sampson shared there is lots of energy from students after the fall break. Shade structure is up in front of the stage area. Landscaping is being worked on and after-school volleyball and basketball will begin soon. Farmers' Market being held on November 1st and Halloween parade on the 31st. Mariachi performance will also be on the 31st at 4:30, playing during the Fall Festival.

PRINCIPAL'S REPORT-Grimmway Academy Shafter

Principal, Joanna Kendrick shared the second quarter is starting. Lots of fun this week with Halloween coming up. Continued focus on teacher coaching and development.

ARVIN AND SHAFTER PARENT REPORT

SPGA President, Matt Look reported a meeting will be held on October 29th to discuss fundraising ideas.

GRIMMWAY SCHOOLS STAFF REPORT-N/A

ACADEMIC DASHBOARD PRESENTATION

Casey Yeazel, Chief Academic Officer shared a PowerPoint presentation with the board, showing SBAC scores in comparisons from the state and local districts to Grimmway Schools for the 2017-2018 school year. Early signs of growth in math for both schools. SBAC scores show over time how our scores are growing and that our program is working. We are outpacing the state, county and local districts when it comes to Economically Disadvantaged Students. Board President, Tom Mestmaker stated that student culture and climate is important as we work with low income families and the issues our students deal with on a daily basis. Ernie asked for an electronic copy of the presentation and Casey said he would share the PowerPoint with the board.

DASHBOARD LOCAL INDICATORS PRESENTATION

Greg West, Director of School Support Services shared the dashboard local indicators with the board. The indicators include: Basic Services, Facilities, Implementation of State Academic Standards, Parent Engagement, School Climate, and Access to a Broad Source of Study. Greg stated each school ranks themselves under each indicator. Common Core has been fully implemented and we have great facilities at each school site.

FISCAL REPORT

Cindy Frantz from EdTec (back-office provider) shared the September 2018 financial update.

For GA Arvin, Kristin shared the forecasted net income is currently \$314,000, an \$18,000 increase from the approved budget. ADA is currently forecasted at 756.48.

For GA Shafter, the forecasted net income is currently \$76,000, a \$68,000 decrease over the approved budget. ADA is currently forecasted at 506.88.

For the home office, the forecasted net income is currently \$-8,000, no material change over prior forecast.

Revenues are coming in as expected and expenses are occurring as expected.

III. ACTION ITEMS

A. FISCAL

1. The Directors were presented with the Purchase Orders and Warrants for the month of September 2018 that were considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by, Ernie Unruh and carried, the Board approved the September 2018 purchase orders and warrants.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

2. The Directors were presented with the of Approval Student Transportation MOU (Rio Bravo-Greeley Union School District) that were considered, and discussed. On a motion duly made by Ernie Unruh, seconded by Manuel Pantoja, and carried, the Board approved the Student Transportation MOU (Rio Bravo-Greeley Union School District).

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

3. The Directors were presented with the Approval of GA Shafter Lease Amendment that were considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Matt Look, and carried, the Board approved the GA Shafter Lease Amendment.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

4. The Directors were presented with the Approval of the Ratification of GA Arvin and GA Shafter Lease Amendment that were considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Ernie Unruh, and carried, the Board approved the Ratification of GA Arvin and GA Shafter Lease Amendment.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

5. The Directors were presented with the Approval of the Landscape Service Contract that were considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Matt Look, and carried, the Board approved the Landscape Service Contract.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

IV. CLOSED SESSION

The Board went into closed session at 4:49 pm to discuss the employee performance evaluation of the Executive Director.

V. RECONVENE TO OPEN SESSION – ACTION ITEMS

The Board reconvened to open session at 4:57 pm and reported that the employee performance evaluation of the Executive Director had been discussed in closed session. There was no action taken in the closed session. Tom read the mandatory announcement regarding the compensation of the Executive Director.

6. The Directors were presented with the Approval of the Compensation Comparability Study for Executive Director/Chief Executive Officer that were considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Matt Look, and carried, the Board approved the Compensation Comparability Study for Executive Director/Chief Executive Officer. An individual roll call vote followed the motion.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

7. The Directors were presented with the Approval of the Amendment to Executive Director/CEO Employment Agreement including 2018-2019 Compensation Increase and 2017-2018 One-Time Performance Bonus, and Title Change for “Executive Director” to “Chief Executive Officer” that were considered, and discussed. On a motion duly made by Ernie Unruh, seconded by Manuel Pantoja, and carried, the Board approved the Amendment to Executive Director/CEO Employment Agreement including 2018-2019 Compensation Increase and 2017-2018 One-Time Performance Bonus, and Title Change for “Executive Director” to “Chief Executive Officer”. An individual roll call vote followed the motion.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Sean McNally			X
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		

On a motion the board adjourned at 5:00 p.m.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected Secretary of the Grimmway Schools, a California nonprofit public benefit corporation; that these minutes, consisting of six (6) pages are the minutes of the meeting of the Board of Directors held on October 29, 2018.

Secretary