

# MINUTES

**Of the Board of Directors of  
Grimmway Academy**  
(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: 4:00 p.m.

Date: October 24, 2016

Place: 901 Nectarine Court, Arvin, CA 93203

### 2. DIRECTORS PRESENT

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

Present: Tom Mestmaker, Sean McNally, Manuel Pantoja, Pat Alexander

Absent: Joet Stoner

Grimm Family Education Foundation Staff Present:

Barbara Grimm Marshall, Evelyn Steed, Anna Smith, RJ Valentino and Rosie Etcheverry

Grimmway Schools Staff Present:

Paul Escala, Executive Director; Mike Romero, Human Resources Director; Michelle Lumis, Compliance Manager; Neil Shah, COO; Ricky Phillips, Accounting Clerk

Grimmway Academy Staff Present:

Sabrina Reimert, Academic Dean; Zaena Araneta, Resident Administrator; Beth Wood, GA Board Teacher Representative

Others Present:

Georgia Rhett, Arvin Union School District Representative; Olga Cruz, Star Parents of Grimmway Academy Parent Representative

### 3. FLAG SALUTE

### 4. BOARD APPOINTMENT

The Board accepted the appointment of Olga Cruz by the Grimm Family Education Foundation as the Star Parents of Grimmway Academy Board representative on the Grimmway Schools Board of Directors.

5. APPROVAL OF MINUTES

A motion was made by Manuel Pantoja, seconded by Sean McNally, and passed, to approve the minutes of the Board meeting dated September 26, 2016.

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 principle office for the transaction of business of this Corporation.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

**II. COMMUNICATIONS**

*ORAL COMMUNICATIONS:*

Matt Look addressed the Board regarding after-school sports programs. It was also noted that several GA parents are eager to give of their time to run the program.

*EXECUTIVE DIRECTOR'S REPORT*

Paul Escala provided an update on the construction and financing of Grimmway Academy Shafter. We have received a Conditional Use Permit from the City of Shafter and a positive bond rating of BB+ from Standard and Poors. The GS performance dashboard first quarter results were included in the written report.

*PRINCIPAL'S REPORT*

Greg West provided a written report on curriculum, instruction and assessment, school culture, school leadership, enrollment and attendance.

Zaena Araneta provided a presentation to the Board on the first round of Academic Parent Teacher Teams (APTT), which were held the week of October 10<sup>th</sup>. Teachers instructed parents on ways to teach and assess fluency with their students at home. Parents identified individual language goals for their students.

*SPGA REPORT*

As the SPGA President, Olga Cruz is now a member of the Grimmway Schools Board of Directors. The SPGA met in October and developed a fundraising, teacher petitions/funding and shade structure committees. The SPGA is currently selling tickets for the gift-card raffle fundraiser.

*GA STAFF REPORT*

Beth Wood reported on the first round of the APTT, which was well received by parents and teachers. By the end of the year, teachers would like to see at least 75% of their students meet or exceed the goals set by their parents.

*FISCAL REPORT*

Neil Shah presented the CMO, Grimmway Academy Arvin and Grimmway Academy Shafter financials through the month of September.

**III. ACTION ITEMS**

*A. FISCAL*

1. The Directors were presented with the Purchase Orders and Warrants for the month of September that were considered, and discussed. On a motion duly made by Sean McNally, seconded by Pat Alexander, and carried, the Board approved the purchase orders and warrants.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

2. The Directors were presented with the 2016 Obligated Group Bond Financing Resolutions that were considered, and discussed. On a motion duly made by Pat Alexander, seconded by Sean McNally, and carried, the Board approved the resolutions.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

3. The Directors were presented with the Resolution to Change the Authorized Signors on the Grimmway Schools DBA Grimmway Academy Arvin Bank Account that was considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Sean McNally, and carried, the Board approved the resolution.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

4. The Directors were presented with the Resolution to Change the Authorized Signors on the Grimmway Schools DBA Grimmway Academy Shafter Bank Account that was considered, and discussed. On a motion duly made by Sean McNally, seconded by Manuel Pantoja, and carried, the Board approved the resolution.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

5. The Directors were presented with the Resolution to Change the Authorized Signors on the Grimmway Schools DBA Grimmway Schools CMO Bank Account that was considered, and discussed. On a motion duly made by Sean McNally, seconded by Pat Alexander, and carried, the Board approved the resolution.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

## *B. FACILITIES & OPERATIONS*

1. The Directors were presented with the MOU Between Grimmway Schools and Point Loma regarding Intern Teachers that was considered, and discussed. On a motion duly made by Pat Alexander, seconded by Sean McNally, and carried, the Board approved the MOU.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

2. The Directors were presented with the Section 125 Amendment that was considered, and discussed. On a motion duly made by Sean McNally, seconded by Manuel Pantoja, and carried, the Board approved the amendment.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

3. The Directors were presented with the Revised Grimmway Academy School Wellness Policy that was considered, and discussed. On a motion duly made by Pat Alexander, seconded by Manuel Pantoja, and carried, the Board approved the policy.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

4. The Directors were presented with Grimmway Academy School Procurement Procedures For Food Service Programs that were considered, and discussed. On a motion duly made by Olga Cruz, seconded by Manuel Pantoja, and carried, the Board approved the procedures.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

5. The Directors were presented with the Grimmway Academy School Procurement Code of Conduct for Food Service Programs that was considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Pat Alexander, and carried, the Board approved the code of conduct.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		
Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

6. The Directors were presented with the Educational Services and Scholarship Agreement between Grimmway Schools and National University that was considered, and discussed. On a motion duly made by Pat Alexander, seconded by Sean McNally, and carried, the Board approved the agreement.

<b>Board Member</b>	<b>Yay</b>	<b>Nay</b>	<b>Absent</b>
Tom Mestmaker	X		

Sean McNally	X		
Manuel Pantoja	X		
Pat Alexander	X		
Olga Cruz	X		

**IV. CLOSED SESSION**

The Board went into closed session at 4:38 pm to discuss the public employment of a 4<sup>th</sup> grade ELA teacher.

**V. RECONVENE TO OPEN SESSION**

The Board reconvened to open session at 4:40 pm and reported that no action was taken in closed session.

**VI. CONSENT AGENDA**

The Directors were presented with the employment contract that was considered and discussed. On a motion duly and seconded, and carried, the Board approved the 4<sup>th</sup> grade ELA teacher contract. Member Manuel Pantoja recused himself due to conflict of interest.

Board Member	Yay	Nay	Absent	Recuse
Tom Mestmaker	X			
Sean McNally	X			
Manuel Pantoja				X
Pat Alexander	X			
Olga Cruz	X			

**VII. ADJOURN**

On a motion the board adjourned at 4:42 pm.

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**CERTIFICATE OF SECRETARY**

I certify that I am the duly elected Secretary of the Grimmway Academy, 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 24, 2016.

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Secretary