

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: 4:03 p.m.

Date: July 29, 2019

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, President; Matt Look, Star Parents of Grimmway Academy (SPGA) and Parent Representative; Manuel Pantoja, Secretary and Arvin Community Representative; Dr. Jean Fuller, Grimm Family Education Foundation Representative; Ernie Unruh, Kern County Superintendent of Schools Representative

Absent: NA

Grimm Family Education Foundation Staff Present: Barbara Grimm-Marshall, Founder; Rick Phillips, Fiscal Manager

Grimmway Schools Staff Present: Casey Yeazel, Executive Director; Mike Romero, Director of Human Resources; Greg West, Director of School Support Services; Michelle Lumis, Executive Assistant; Dr. Monica Jara Guerra, Director of Alumni and College Initiatives

Grimmway Academy Staff Present: Joanna Kendrick, Principal; Hurshel Williams, Vice Principal; Zulema Ela, Vice Principal of Academics; Serena Castillo, Lead Edible School Yard Instructor

Others Present: Cindy Franz, Back Office Provider with EdTec; Cathy Card, Executive Assistant to Barbara Grimm-Marshall; Wayne Strumpfer, Attorney with Young, Minney & Corr; Emma Pereida-Martinez, Assistant Superintendent, Arvin Union School District

3. FLAG SALUTE

4. APPROVAL OF MINUTES

A motion was made by Matt Look, seconded by, Manuel Pantoja, and passed, to approve the minutes of the Board meeting dated June 24, 2019.

Board Member	Yay	Nay	Absent	Abstain
Tom Mestmaker	X			
Manuel Pantoja	X			
Ernie Unruh				X
Matt Look	X			
Jean Fuller	X			

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.

II. COMMUNICATIONS

ORAL COMMUNICATIONS - NONE

LEADERSHIP REPORT

Casey Yeazel, Executive Director, shared the school year begins for both schools on Monday, August 5th. Faculty and staff at both sites met together for professional development on July 22-23. The Arvin petition renewal expires in June 2021, however, considering potential changes to the renewal rights of charter schools, we are seeking a renewal this year. The renewed petition would commence July 2020 through June 2025. Assuming State CAASPP results are made public within the next week – a requirement for renewal, our intention is to submit the renewal petition to KCSOS no later than August 9th, which is the latest date we can submit in order for the review to be completed in time for the KCSOS BOD meeting in September. We anticipate the KCSOS board will consider the renewal at their September meeting.

Legislative Update – Casey shared the latest news regarding Assembly Bills 1505 and 1507. We will continue our advocacy efforts and vigilance around these bills. Grimmway Schools is working closely with communities to educate and form a coalition around potential charter school legislation.

Casey shared the Alumni and College Initiatives program concluded with the 98th after school support session with the conclusion of Arvin High School summer session. The Director of College and Alumni Initiatives (DCAI), Dr. Monica Jara Guerra, continues to reach out to the families of newly promoted students this year in an effort to streamline the transition into high school.

Dr. Jara Guerra is working to collaborate with Bakersfield College and Arvin High School to coordinate calendars and support services for new and continuing students.

Mike Romero, Director of Human Resources, shared his team is rounding out the year and filling out last minute open positions. His team is working with principals to ensure all new hires have appropriate training.

Greg West, Director of School Support Services, shared the Arvin kitchen expansion was completed on schedule. The solar project is now in the design phase.

PRINCIPAL'S REPORT-Grimmway Academy Arvin

Principal, Hurshel Williams shared GA Arvin is keeping the same standards as last year. On Friday July 19th, GA Arvin successfully hosted a "Welcome Back" all staff professional development. Kinder Camp was held July 22nd – 26th. Excited to host our first "Grimmway Arvin Family Reunion" featuring the CSUB Caravan on Saturday, August 3rd.

PRINCIPAL'S REPORT-Grimmway Academy Shafter

Principal, Joanna Kendrick shared this is the busiest week for principal, with school starting Monday, August. 5th. 102 students attended the summer program. 31 students participated in mini camps for the Edible School Yard. 77 kindergarteners attending Kinder Camp. Gearing up for middle school, with the first 6th grade class. Mutual Promise meetings held last week. Projected enrollment of 616 students, with a double-digit waitlist. Chef, Anna Melby is moving on to Bakersfield College culinary and chef interviews are being held for her replacement.

ARVIN AND SHAFTER PARENT REPORT - NA

GRIMMWAY SCHOOLS STAFF REPORT

Serena Castillo, Lead ESY Instructor, shared GA Arvin hosted two weeks of summer camp, which ties into an ESY lesson. A total of 28 students, including some from the community attended the summer camp. Feedback was received from the students - they love vegetables! Serena thanked the donors who helped make the ESY summer camp possible.

FISCAL REPORT

Cindy Franz from EdTec (back-office provider) shared the June 2019 financial update. Cindy said this is a soft June report and numbers will change. Final fiscal year will be presented later this school year. Currently, \$1.2 million net income, an increase of

\$416,000 due to conservative spending and funds received from the state, along with CNIPS income higher than expected.

For GA Arvin, Cindy shared the forecasted net income is currently \$979,000, a \$187,000 decrease from the previous forecast. ADA is currently forecasted at 763.66.

For GA Shafter, the forecasted net income is currently \$156,000, a \$82,000 increase from the previous forecast. ADA is currently forecasted at 511.00.

For the home office, the forecasted net income is currently \$124,000, a \$146,000 increase from the previous forecast.

III. ACTION ITEMS

A. FISCAL

1. The Directors were presented with the Purchase Orders and Warrants for the month of June 2019 that were considered, and discussed. On a motion duly made by Matt Look, seconded by Dr. Jean Fuller, and carried, the Board approved the June 2019 Purchase Orders and Warrants.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

2. The Directors were presented with the Approval of Creek Educational Solutions Service Agreement that were considered, and discussed. On a motion duly made by, Ernie Unruh, seconded by Matt Look, and carried, the Board approved the Creek Educational Solutions Service Agreement.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

3. The Directors were presented with the of Approval of Resolution for Change in Bank Signors for Grimmway Schools that were considered, and discussed. On a motion duly made by Manuel Pantoja, seconded by Matt Look, and carried, the Board approved the Resolution for Change in Bank Signors for Grimmway Schools.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

4. The Directors were presented with the Approval of the 403b Match Affirmation for 2019-20 that were considered, and discussed. On a motion duly made by Matt Look, seconded by Manuel Pantoja, and carried, the Board approved the 403b Match Affirmation for 2019-20.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

IV. CLOSED SESSION

The Board went into closed session at 4:32 pm to discuss the employee performance evaluation of the Chief Executive Director and incoming Executive Director (former Chief Academic Officer).

V. RECONVENE TO OPEN SESSION – ACTION ITEMS

The Board reconvened to open session at 4:38 pm and reported that the employee performance evaluation of the Chief Executive Director and incoming Executive Director (former Chief Academic Officer) had been discussed in closed session. There was no action taken in the closed session.

Attorney Wayne Strumpfer read the mandatory announcement regarding the One-Time Performance Bonus for the Chief Executive Officer. Wayne also shared the compensation study with the board. Ernie asked what the dollar amount was in relation to the percentage of the one-time bonus. Wayne said \$13,125.

5. The Directors were presented with the Approval of 2018-2019 One-Time Performance Bonus for Chief Executive Officer that were considered, and discussed. On a motion duly made by Ernie Unruh, seconded by Matt Look, and carried, the Board approved the 2018-2019 One-Time Performance Bonus for Chief Executive Officer.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

6. The Directors were presented with the Approval of the Compensation Comparability Study for Executive Director that were considered, and discussed. Wayne shared the range of the compensation study with the board. On a motion duly made by Dr. Jean Fuller, seconded by Ernie Unruh, and carried, the Board approved the Compensation Comparability Study for Executive Director.

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

7. The Directors were presented with the Approval of the 2018-2019 One-Time Performance Bonus and Compensation Increase for Executive Director (former Chief Academic Officer) that were considered, and discussed. Wayne explained to the board this was a promotion for the Chief Academic Officer to Executive Director. On a motion duly made by Dr. Jean Fuller, seconded by Manuel Pantoja, and carried, the Board approved the 2018-2019 One-Time Performance Bonus and Compensation Increase for Executive Director (former Chief Academic Officer).

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

8. The Directors were presented with the Approval of the Employment Agreement for Executive Director (former Chief Academic Officer) that were considered, and discussed. Wayne reference the agreement in the board packet. Tom thanked Wayne for attending our board meeting. On a motion duly made by Ernie Unruh, seconded by Matt Look, and carried, the Board approved the Employment Agreement for Executive Director (former Chief Academic Officer).

Board Member	Yay	Nay	Absent
Tom Mestmaker	X		
Manuel Pantoja	X		
Ernie Unruh	X		
Matt Look	X		
Jean Fuller	X		

On a motion the board adjourned at 4:44 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 seven (7) pages are the minutes of the meeting of the Board of Directors held on July 29, 2019.



Secretary

