



## Community Learning Center Schools, Inc.

a Non-profit Public Benefit Corporation Operating

Nea Community Learning Center & Alameda Community Learning Center

### Board of Directors' Meeting Agenda

**December 19, 2013 - 6:30 PM**

This meeting will be held at Nea Community Learning Center, Upper Village:  
500 Pacific Avenue, Alameda CA 94501

**1. Call to Order and Attendance**

**6:31 PM**

Meeting is called to order by the Board President at 6:31

<u>Board Members</u>	Present	Absent
Joan Uhler (President)	_x_	_____
Jennifer Rice (Treasurer)	_x_	_____
Jim Nations (Secretary)	_x_	_____
Patti Wilczek (Executive Director)	_x_	_____
Maafi Gueye (Nea Lead Facilitator)	_7:15_	_____
David Hoopes (ACLCLC Lead Facilitator)	_8:20_	_____
Paul Bentz (Transition Coordinator)	_x_	_____
Robert Cassard (Community Member)	_x_	_____
David Teeters (Community Member)	_x_	_____
Nzingha Dugas (Community Member)	_____	_x_
Hameed Abassi (Community Member)	_x_	_____
Camila Guiza-Chavez (Community Member)	_x_	_____
Sam Felsing (Community Member)	_x_	_____

**2. Public Comments on closed session topics: The Board reserves the right to limit public comments to 10 minutes.**

Adjourn to closed session: **6:32 PM**

With respect to every item of business to be discussed in closed session pursuant to Section 54957:

Public Employee Performance Evaluation

i. Title: Executive Director

Public Employee Discipline/Dismissal/Release

With respect to every item of business to be discussed in closed session pursuant to Section 54957.6:

Conference with Labor Negotiator

Employee organization: California Teachers Association

**3. Reconvene public session**

**7:11 PM**

Report on any decisions made in closed session

No decisions made.

## Review and Approval of Agenda

Motion: Paul Bentz  
Second: Sam Felsing  
Vote: All Ayes

a. Presentations from the floor 7:12 PM  
PRESENTATIONS FROM THE FLOOR - At this time any person wishing to speak to any item not on the agenda will be granted three minutes to make a presentation to the Board of Directors.  
PRESENTATION ON AGENDA ITEMS - Any person wishing to speak to any item on the agenda will be granted three minutes to make a presentation prior to the start of the agenda item discussion.

Jen - will be starting new job at CSMC, back office service provider  
Joan - last time Paul at board meeting as employee of CLCS. Thank you for service.

- b. Executive Director's Report - Patti Wilczek 7:16 PM  
See Executive Director Report
- c. ACLC Lead Facilitator Report - David Hoopes 7:23 PM  
See ACLC Lead Facilitator Report
- d. Nea Lead Facilitator Report - Maafi Gueye 7:23 PM  
See Nea Lead Facilitator Report
- e. Chief Operating Officer Report - Lina Miura 7:36 PM  
See Chief Operating Officer Report
- f. Consent Agenda 7:47 PM
- i. Approval of November 21, 2013 CLCS Board Meeting Minutes  
Motion: Jennifer Rice  
Second: Joan Uhler  
Vote: All Ayes
- g. Action Items 7:47 PM
- i. Approve revised ACLC budget with 2.5% operating expense  
Motion: Paul Bentz  
Second: Joan Uhler  
Vote: All Ayes
  - ii. Approve revised ACLC Charter, incorporating AUSD recommended language  
Motion: Paul Bentz  
Second: Joan Uhler  
Vote: All Ayes
  - iii. Approve revised CLCS Audit Report dated June 2013  
Motion: Paul Bentz  
Second: Joan Uhler  
Vote: All Ayes
  - iv. Approve Education Protection Account (EPA) Spending Determination Resolution  
Motion: Paul Bentz  
Second: Joan Uhler

Vote: All Ayes

h. Discussion Items

7:51 PM

i. Paid employees serving on School boards

Peter Celona - ask clarifying question - what is mission of CLCS board? Why were facilitators come were permitted to be on board before and not now after union negotiations? Is goal to have non-union? Looked to charters that have board by union/non-union? Election of board members by constituents?

Paul - read CLCS vision statement and mission statement

Board discussion:

- Joan recapped from last board meeting. Have discussed with legal counsel. Won't reach resolution tonight, but want to open up for board discussion. Comes down to conflict of interest. Not materially difference between unionize - unionized members would need to recues themselves more, which would be ineffective governance.
- May need to look to having CLCS with no employees; growing trend that charter boards don't have employees - if CLCS does move in this direction, board needs to figure out how to get facilitator and other employee input on school management.

Suggestions:

- o Ask counsel to audit/review what board has voted on in past to provide context
- o Slot on agenda to have facilitator/learner report, advisory role
- o Transition over time so there's smooth transition
- o Open dialogue with facilitators
- o Form committee to look at what other charters are doing and study this issue, why have their structure

ii. Board spending policy and procedure

- Board review a draft policy, and board will review and vote at next meeting.

i. Financial Presentations

8:40 PM

- i. ACLC Financial Update - EdTec  
See EdTec Financial Presentation and Financials
- ii. Nea Financial Update - EdTec  
See EdTec Financial Presentation and Financials
- iii. Finance Committee update  
No additional report

j. Task Group Reports and Goal Setting

8:59 PM

- iv. Facilities - no report
- v. Communications/Public Relations - no report  
Camila reported out: ACLC population size group sent out survey - will be meeting with financial history committee to discuss findings, will present to ACLC and CLCS boards in Jan.
- vi. Strategic Planning - no report
- vii. Governance/Oversight - no report
- viii. Board Recruitment and Development  
Sam reported out: received applications from 7 candidates, and 1 learner candidate - look qualified. Next step is to find time to review applications/interviews.
- ix. Fund Development- no report
- x. Executive- no report

- k. Plan to fill vacant Board positions: Vice-President and Parliamentarian  
One person interested in vice-president position. Nominations still being accepted.

Adjournment

9:04 PM

Next regular meeting is scheduled for January 23, 2013 at  
Nea Community Learning Center, Lower Village: 401 Pacific Avenue, Alameda CA 94501

THE ORDER OF BUSINESS MAY BE CHANGED WITHOUT NOTICE

Notice is hereby given that the order of consideration of matters on this agenda may be changed without prior notice.

REASONABLE LIMITATIONS MAY BE PLACED ON PUBLIC TESTIMONY

The Board of Directors' presiding officer reserves the right to impose reasonable time limits on public testimony to ensure that the agenda is completed.

SPECIAL PRESENTATIONS MAY BE MADE

Notice is hereby given that consistent with the requirements of the *Bagley-Keene Open Meeting Act*, special presentations not mentioned in the agenda may be made at this meeting. However, any such presentation will be for information only.

REASONABLE ACCOMMODATION WILL BE PROVIDED FOR ANY INDIVIDUAL WITH A DISABILITY

Pursuant to the *Rehabilitation Act of 1973* and the *Americans with Disabilities Act of 1990*, any individual with a disability who requires reasonable accommodation to attend or participate in this meeting of the Board of Directors may request assistance by contacting Community Learning Center School, Inc., 210 Central Ave. #603, Alameda, CA 94501, phone (510) 263-9266, fax (510) 995-8910.

FOR MORE INFORMATION

For more information concerning this agenda or for materials pertaining to the board meeting, please contact Community Learning Center Schools, Inc., 210 Central Ave. #603, Alameda, CA 94501, phone (510)263-9266, fax (510) 995-8910, during school hours.