

Minutes-Approved  
Ocean Charter School Board Meeting  
June 22, 2017

**Called to order by Joshua Dome, Chair and convened at 7:00pm.**

Board members present: Lori Andrade, Joshua Dome, Edward Eadon, Mark Galanty, Jason Haas, Sue Ingles, Michael Krutz and Laura Stoland.

November McIlhargey was absent. A quorum was present.

The board convened to closed session at 7:01pm.

**CLOSED SESSION: Board Members and Administration Only**

Public Employee: Discipline/Dismissal/Release

Executive Director Stephanie Edwards was present. Director Kristy Mack-Fett was absent.

Michael Krutz arrived to the meeting at 7:28pm.

The board reconvened to Open Session at 7:45pm.

There were no action items to report from Closed Session.

Also present were Gordon Engstrom of Excellent Education and Nancy O'Rourke, OCS Business Manager.

**Open Forum**

Jason Haas spoke in recognition of Lori Andrade's service on the board. Tonight's meeting will be her last meeting as a board member. We are immensely grateful for her long career on the OCS board.

**Finance**

Board members reviewed the proposed resolution to establish a line of credit with Hanmi Bank. The line of credit will be available to the school to help cover site related expenses on an as needed basis over the next 18 to 20 months, while we await distribution of state funding for the project.

**MOTION: Jason Haas moved to approve the resolution for a line of credit with Hanmi Bank, as outlined in Exhibit A.** Joshua Dome seconded the motion. Lori Andrade, Joshua Dome, Mark Galanty, Jason Haas, Sue Ingles, Michael Krutz, Edward Eadon and Laura Stoland voted in favor. Motion passed.

Gordon distributed copies of the restated fiscal year 2015-16 financial audit. The

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restated version of the audit corrects some offsets in revenue and expenses, but the net outcome for the year remains the same. As a result, we will see a refund from our auditors.

ACTION ITEM: Gordon was asked to update board members on the status of the audit refund at the August 2017 board meeting.

**MOTION: Joshua Dome moved to approve the restated OCS 2015-16 fiscal year financial audit, as presented.** Mark Galanty seconded the motion. Lori Andrade, Joshua Dome, Mark Galanty, Jason Haas, Sue Ingles, Michael Krutz, Edward Eadon and Laura Stoland voted in favor. Motion passed.

Gordon distributed an updated 2017-18 budget forecast for board members to review. The updated forecast shows four recent adjustments, including changes in LCFF revenues, based on revised state funding projections, higher SB740 revenue and mandated block grant funding. This results in a forecast net income for next year that is improved by about \$94,000.

### Site

Our final approval for facilities funding through the State Allocation Board has been received. Red Hook is now working with LAUSD to start the bid process for the construction of our new site. Also, Mark Galanty shared that there are indications through the bond office that the state is preparing for a fall bond sale, which is critical to our current project timeline.

Laura Stoland shared an update on the capital campaign. We continue to apply for funding through many private and public sources, including reapplying for a few grants where our chances may be improved with a revised application. To meet our goal of raising \$1.7 to \$2.7 million dollars over the next 3 years, Laura plans to launch the capital campaign to our school community following the close of the 2017-18 Annual Family Giving Campaign.

The board reviewed the contract for legal services to prepare site project bid documents. As discussed earlier, the bid process is getting started with the help of our project managers at Red Hook, and in cooperation with LAUSD. These legal services will help ensure this process goes smoothly.

**MOTION: Joshua Dome moved to approve the contract for legal services with Atkinson, Andelson, Loya, Ruud & Romo.** Jason Haas seconded the motion. Lori Andrade, Joshua Dome, Mark Galanty, Jason Haas, Sue Ingles, Michael Krutz, Edward Eadon and Laura Stoland voted in favor. Motion passed.

Stephanie Edwards shared with the board that the fire alarm system on the Del Rey

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Campus has malfunctioned a few times over the past couple of weeks. We had a repair company come out and determine the problem. There are electrical issues with the current system that require the electrical panel to be replaced. We are looking for competitive bids for this job. At this time, it is unclear what the costs may be. Ms. Edwards will continue to update the board on this development.

### **Class Assignment Process**

Stephanie Edwards shared the administrations process for determining teacher class assignments each year with the board members. She explained the process, as outlined in the OCS/OCTA collective bargaining agreement, including the timeline for notification by both OCTA members and OCS.

### **Board Composition**

It was discussed that additional board members should be sought for the upcoming school year, especially potential members who bring diversity and/or donor connections to the board.

The board also discussed the need to fill the board secretary position, since current secretary Lori Andrade is leaving the board this month. Laura Stoland is willing to fill the position.

**MOTION: Joshua Dome moved to appoint Laura Stoland as board secretary, effective immediately.** Lori Andrade seconded the motion. Lori Andrade, Joshua Dome, Mark Galanty, Jason Haas, Sue Ingles, Michael Krutz, Edward Eadon and Laura Stoland voted in favor. Motion passed.

### **Setting of Next Agenda**

The next regular board meeting is scheduled to begin at 6pm on August 17, 2017.

Joshua Dome adjourned the meeting at 9:01pm.

EXHIBIT A

RESOLUTION APPROVING LINE OF CREDIT

TO: HANMI BANK

DATE: June 22, 2017

RESOLVED: That this non-profit public benefit corporation, Ocean Charter School, approves entering into a loan agreement with Hanmi Bank ("Bank") for a working capital line of credit in the amount of \$600,000.

BE IT FURTHER RESOLVED, that Stephanie Edwards, in her capacity as Executive Director of Ocean Charter School, is authorized by the school Board of Trustees to execute any/all loan documents.

BE IT FURTHER RESOLVED, that Stephanie Edwards in her capacity as Executive Director and/or that Kristy Mack-Fett, in her capacity as Director of Ocean Charter School, is authorized by the school Board of Trustees to request advances from and direct repayments on the line of credit.

BE IT FURTHER RESOLVED, the Board of Trustees approves opening deposit accounts with Hanmi Bank with the following individuals as signers on the school depository account with Hanmi Bank:

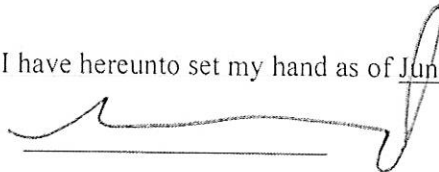
Stephanie Edwards, Executive Director

Kristy Mack-Fett, Director

CERTIFICATION

I, Laura Stoland Secretary of Ocean Charter School, a non-profit public benefit corporation created and existing under the laws of the state of California, do hereby certify and declare that the foregoing is a full, true and correct copy of the resolutions duly passed and adopted by the Board of Trustees of said corporation, at a meeting of said Board duly and regularly called, noticed and held on June 22, 2017, at which meeting a quorum of the Board of Trustees was present and voted in favor of said resolutions; that said resolutions are now in full force and effect; and that such resolutions are in conformity with the provisions of the Articles of Incorporation and Bylaws of said non-profit public benefit corporation.

IN WITNESS WHEREOF, I have hereunto set my hand as of June 22, 2017.



Secretary