

Minutes—approved
Ocean Charter School Governance Committee Meeting
Sep 21, 2023

Called to order by Ed Eadon, Governance Committee Chair and convened at 5:30pm.

Present: Edward Eadon; Sue Ingles; Megan Helms, Joshua Stokes

Guests: Kristy Mack-Fett

A quorum was present.

Open Forum: Ed mentioned that the CCSA Fall Governance Academy was scheduled for 11 & 12 Oct 3:30-5pm on zoom.

Review and possible approval of Aug 31, 2023 Governance Committee meeting minutes: Sue moved to approve the minutes, Megan seconded the motion. It was passed with Josh abstaining since he was not in attendance.

Detailed Update of YMC Recommendations to OCS Bylaws.

Ed had provided the redline revisions that were recommended along with answers to questions by email meant to clarify those recommendations. We agreed that we need to come into compliance with staggered 3 year terms so that one third of the board's terms expire each year and are voted on at the annual meeting. When non trustees are on committees, the committees are advisory only (decision making authority can reside with standing committees that have only Board members). We were confused about YMC's communications with regard to the Treasurer and the difference between officers of the Board and Officers of the corporation. Ed agreed to take a stab at revisions that would incorporate clarified guidance from YMC while allowing few changes to the way we currently do business. He'll run those revisions by Josh. Kristy and Megan said we need to continue working on these while recognizing that they need to be submitted at the same time as Charter Renewal.

Next steps in establishing Board Continuity Reference Architecture: Shared Drives): Ed had shared some preliminary work on shared drives. He agreed to continue to try to flesh out his structure so that it might serve two purposes, helping both the Board and Admin. Kristy indicated that Admin already uses various shared drives. We'll continue to work towards the goal of ensuring that only the latest fully approved documents are available through this system.

Follow Up on 990 Policies and How They Are Published

Ed mentioned the background of this issue that he raised at the Board meeting. We have our legal (wording required by CA statute) conflict of interest policy and we have a more plain language policy in the Employee Handbook. Megan needs to be added to our policy at LACO. He noted the lack of a published gift acceptance policy which may relate to whether we complete a Schedule M on our 990. Kristy reported that admin staff are aware of how to handle non-cash and in kind gifts.

Draft of Board Self-Assessment.

Ed had sent out his draft of the Maple Village Board self assessment unchanged which caused some confusion. He was looking for feedback on the format. There were comments that it was 'test like' and not at all restructured for OCS. Ed indicated that it was mostly driven by requirements related to CA laws concerning nonprofit corporations, but he would check with CCSA for input.

WASC Schoolwide Action Plan and Updates

Kristy sent us the current plan that is being worked on by the school. It will require the formation of focus groups for DEIB, Faculty, Governance and the Board among others.

Meeting Adjourned at 7:03pm