



# OXFORD PREPARATORY ACADEMY

## REGULAR MEETING OF THE BOARD OF DIRECTORS

**September 28, 2017**  
**4:00 pm Closed Session**  
**7:00 pm Open Session**

**Meeting Location:**  
*Oxford Preparatory Academy – Saddleback Valley Campus*  
*22882 Loumont Dr., Lake Forest, CA 92630; and*

**Teleconference Location:**  
*Oxford Preparatory Academy – South Orange County Campus*  
*23000 Via Santa Maria, Mission Viejo, CA 92691*

### AGENDA

The public, including public attending a teleconference location, are invited to address the Board regarding items listed on the agenda. Comments on an agenda item will be accepted during consideration of that item, or prior to consideration of the item in the case of a closed session item. Please turn in comment cards to the Board Secretary prior to the item you wish to speak on.

**REASONABLE ACCOMMODATION 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 a meeting or function of the Corporate Board of Directors, may request assistance by contacting Oxford Preparatory Academy 4740 Green River Rd, #210, Corona, Ca, 92880; telephone (909;6) 536-6807.

**I. PRELIMINARY**

**A. CALL TO ORDER**

1. Roll Call

Members	Present	Absent
Sandra Garner, Chair	_____	_____
Albert Diaz, Secretary	_____	_____
Joseph Haney, Member	_____	_____
Raymond Jackson, Member	_____	_____

2. Pledge of Allegiance
3. Approval of Agenda for Regular Board Meeting for September 28, 2017

Item I.A.3 - Recommend the Board of Directors:  Approve Agenda for Regular Board Meeting for September 28, 2017.	Motion: Second: Vote:
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**B. PUBLIC ANNOUNCEMENT OF REASON FOR CLOSED SESSION**

**1. Public Comments on Closed Session Items**

*Remarks for closed session items shall be limited to no more than three (3) minutes. Please turn your comment card in to the Board Secretary prior to this agenda item.*

**II. CLOSED SESSION – FOR DISCUSSION AND POSSIBLE ACTION**

**A. Conference with Legal Counsel – Anticipated Litigation**

(Gov. Code section 54956.9(d)(2)) – (1 matter)

**B. Conference with Legal Counsel – Existing Litigation**

(Gov. Code section 54956.9(d)(1)):

1. Oxford Preparatory Academy v. Chino Valley Unified School District
2. Oxford Preparatory Academy v. Edlighten Learning Solutions

**C. Public Employee Appointment** (Gov. Code section 54957)

Title: Executive Director

**III. OPEN SESSION**

**A. PUBLIC REPORT OF ACTION TAKEN IN CLOSED SESSION**

**B. PRESENTATIONS**

1. Saddleback Student Performance  
5<sup>th</sup> Grade
2. Saddleback Valley Site Update  
Tammy Lohoff, *Chancellor*
3. Introduction of New Staff  
*Tammy Lohoff, Chancellor*
4. Brown Act and Conflict of Interest Training  
Jerry Simmons, YM&C

**C. COMMUNICATIONS**

1. Comments from the Board of Directors
2. Comments from the Managing Director

**D. COMMENTS FROM THE AUDIENCE ON ITEMS NOT ON THE AGENDA**

*The public, including public attending a teleconference location, are invited to address the Board regarding items not listed on the agenda. No individual presentation shall be for more than three (3) minutes and the total time for this purpose shall not exceed fifteen (15) minutes. Ordinarily, Board members will not respond to presentations and no action can be taken. However, the Board may give direction to staff following a presentation. Please turn your comment card into the Board Secretary prior to this agenda item.*

**E. ITEMS FOR INFORMATION**

1. Financial Update for August 2017  
*Andy Stern, Charter Impact*
2. What does the Charter Say?  
*Andrew Crowe*
3. Gilbert Associates May and June 2017 Review  
*Andrew Crowe*
4. Board Expansion
5. Curriculum Update  
*Garrett Bridges and Nic Sessions*
6. Governance Committee Update
7. Finance Committee Update

**F. ITEMS SCHEDULED FOR CONSENT**

1. Minutes from Regular Board Meeting 8/24/17 and Special Board Meetings 8/24/17 and 9/21/17.
2. Warrant Reports August 2017

**G. ITEMS FOR DISCUSSION/ACTION**

1. **Approval of the Amended Memorandum of Understanding (MOU) between Orange County Board of Education and Oxford Preparatory Academy for the Operation of Oxford Preparatory Academy-Saddleback Valley Charter School**

*An amended Memorandum of Understanding (MOU) between Orange County Board of Education and Oxford Preparatory Academy (OPA) for the operation of Oxford Preparatory Academy-Saddleback Valley Charter School has been proposed by the OCBE and is before the Board for authorization. Presented by: Andrew Crowe*

Item III.G.1 - Recommend the Board of Directors:  Approve the Amended Memorandum of Understanding (MOU) between Orange County Board of Education and Oxford Preparatory Academy for the operation of Oxford Preparatory Academy – Saddleback Valley Charter School.	Motion: Second:  Vote:
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2. **Final Adoption of Amended Conflict of Interest Code for Oxford Preparatory Academy**

*As part of the Oxford Preparatory Academy Recovery Plan, Oxford Prep reviewed its current Conflict of Interest Code and made necessary amendments to reflect transparency and increased fiscal oversight. A resolution to tentatively amend the Conflict of Interest Code was approved by the Board of Directors on April 11, 2017. The final adoption of the Code is presented to the Board for approval after the 45-day posting of the Notice of Intention and approval by the California Fair Political Practice Commission. Presented by: Andrew Crowe*

Item III.G.2 - Recommend the Board of Directors:  Approve final adoption of amended Conflict of Interest Code for Oxford Preparatory Academy.	Motion: Second:  Vote:
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**3. Delegate Authority to the Managing Director to Hire, Supervise, Evaluate, and Fire Oxford Preparatory Academy Employees While the Executive Director Position is Vacant**

*Oxford Prep received a Notice of Concern dated September 15, 2017 from the Capistrano Unified School District. One of the District’s concerns is that in the absence of an Executive Director, it appears the Board of Directors is making operational decisions without any contribution from management staff. In light of the District’s concern, and in order to promote efficiency in operations, the Board of Directors of Oxford Prep has determined it is in the best interests of the organization to delegate the authority to hire, supervise, evaluate, and fire employees to the Managing Director of Oxford Prep while the Executive Director position is vacant. The authority to hire delegated to the Managing Director must be consistent with the previously adopted Staff Recruitment and Hiring Policy. Presented by: Andrew Crowe*

<p>Item III.G.3 – Recommend the Board of Directors:</p> <p>Approve delegation of authority to the Managing Director to hire, supervise, evaluate, and fire Oxford Preparatory Academy employees while the Executive Director position is vacant.</p>	<p>Motion:</p> <p>Second:</p> <p>Roll Call:</p>
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**4. Approve Resolution 2017-007 Renewing a Line of Credit between Oxford Preparatory Academy and California Credit Union**

*The one million dollar Line of Credit through California Credit Union matures on August 31, 2017. Board approval is required to ensure the Line of Credit remains open for short term cash flow borrowing by the organization. Presented by: Andrew Crowe*

<p>Item III.G.4 – Recommend the Board of Directors:</p> <p>Approve Resolution 2017-007 renewing a Line of Credit between Oxford Preparatory Academy and California Credit Union.</p>	<p>Motion:</p> <p>Second:</p> <p>Roll Call:</p>
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**5. Election of Board Treasurer and Finance Committee Chairman**

*Pursuant to the Bylaws, Article VIII, the officers of the corporation are chosen by the Board of Directors and serve at the pleasure of the Board. It is recommended that based on the recent resignation of the Treasurer, the Board of Directors now appoint a new Treasurer of the Board to fill the vacancy. The Treasurer will fulfill the Chairman position on the Finance Committee as well.*

<p>Item III.G.5: Recommend the Board of Directors:</p> <p>Appoint _____ as Treasurer of the Board and Finance Committee Chairman.</p>	<p>Motion:</p> <p>Second:</p> <p>Roll Call:</p>
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**6. Election of Board Vice Chairman**

*Pursuant to the Bylaws, Article VIII, the officers of the corporation are chosen by the Board of Directors and serve at the pleasure of the Board. It is recommended that based on the current vacancy of a Board Vice-Chairman, the Board of Directors now appoint a Vice-Chairman to fill the vacancy.*

<p>Item III.G.6: Recommend the Board of Directors:</p> <p>Appoint _____ as Vice-Chairman of the Board.</p>	<p>Motion:</p> <p>Second:</p> <p>Roll Call:</p>
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**7. Acknowledge Resignation of Member and Chairperson from Governance Committee and Appoint Replacement**

*Pursuant to Oxford Preparatory Academy Seventh Amended Bylaws, Article 7, Section 23: The Board may create one or more committees of the Board, each consisting of two or more Directors and no one who is not a Director, to serve at the pleasure of the Board. Appointments to committees of the Board of Directors shall be by majority vote of the authorized number of Directors. As the Chairperson of the Governance Committee has resigned, a new member should fill the opening and Chair the committee.*

Item III.G.7: Recommend the Board of Directors:  Acknowledge the resignation of _____ from the Governance committee and designate _____ to Chair the Governance committee.	Motion:  Second: Roll Call:
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**8. Appoint Replacement of Member to Finance Committee**

*Pursuant to Oxford Preparatory Academy Seventh Amended Bylaws, Article 7, Section 23: The Board may create one or more committees of the Board, each consisting of two or more Directors and no one who is not a Director, to serve at the pleasure of the Board. Appointments to committees of the Board of Directors shall be by majority vote of the authorized number of Directors. Due to the recent resignation of a Finance Committee member, an opening on the Finance committee needs to be filled.*

Item III.G.8: Recommend the Board of Directors:  Nominate _____ for membership on the Finance Committee.	Motion: Second:  Roll Call:
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**9. Approve Resolution 2017-008 Forming a Board of Directors Audit Committee and Other Actions Related Thereto**

*Oxford Preparatory Academy Board of Directors desires to establish an Audit Committee to assist the Board in the oversight of the annual independent audit process by providing advice, assistance, and recommendations to the Board. The role of the Audit Committee shall be advisory and any recommendations it provides shall not be substituted for any required review and approval by the Board.*

Item III.G.9 - Recommend the Board of Directors:  Approve Resolution 2017-008 Forming a Board of Directors Audit Committee and other actions related thereto.	Motion: Second:  Vote:
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**IV. ADJOURNMENT**

Recommend the Board of Directors:  Adjourn the Regular Board Meeting for September 28, 2017.	Motion: Second:  Vote:
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The meeting adjourned at \_\_\_\_\_.