



# Oxford Preparatory Academy

## Special Meeting of the Board of Directors

### April 4, 2018

### MINUTES

#### I. PRELIMINARY

##### A. CALL TO ORDER

The Special meeting of the Board of Directors was held at Oxford Preparatory Academy – Saddleback Valley located at 22882 Loumont Drive, Lake Forest, CA 92630. The teleconference took place at the Oxford Preparatory Academy – South Orange County located at 23000 Via Santa Maria, Mission Viejo, CA 92691

##### 1. Roll Call

Members	Present	Absent
Sandra Garner, Chair	x	
Joseph Haney, Vice-Chair	X	
Albert Diaz, Secretary	x	
Raymond Jackson, Treasurer	x	
Joshua Teeple, Member	x	

##### 2. Pledge of Allegiance

The Pledge of Allegiance was led by Sandra Garner, Chair.

##### 3. Approval of Agenda

Moved (Garner), second (Diaz) to approve the agenda for Special Meeting of the Board of Directors with amendment to remove items #1, 2, and 3. Ms. Garner and Mr. Diaz spoke in favor of removing the first three items on the agenda and Mr. Haney spoke against the motion to remove the first three items. The vote was taken by roll call and the motion did not pass 2-3.

Roll Call Vote:

Ayes 2 (Garner, Diaz)  
No 3 (Haney, Jackson, Teeple)  
Abstain 0  
Absent 0

Moved (Jackson), second (Haney), motion carried 3-2 to approve the agenda for Special Meeting of the Board of Directors for April 4, 2018 as presented.

Roll Call Vote:

Ayes 3 (Haney, Jackson, Teeple)  
No 2 (Garner, Diaz)  
Abstain 0  
Absent 0

#### II. OPEN SESSION

##### A. ITEMS FOR DISCUSSION/ACTION

##### 1. Removal of Director(s)

Motion (Garner), second (Diaz), to remove Raymond Jackson from the Board of Directors. Comments were made by Mr. Garner and Mr. Diaz in support of removing Mr. Jackson and comments were made by Mr. Haney and Mr. Jackson against removal of Mr. Jackson. The vote was taken by roll call and did not pass.

*Roll Call Vote:*

<i>Ayes</i>	<i>2</i>	<i>(Garner, Diaz)</i>
<i>No</i>	<i>3</i>	<i>(Haney, Jackson, Teeple)</i>
<i>Abstain</i>	<i>0</i>	
<i>Absent</i>	<i>0</i>	

*Motion (Haney), second (Jackson), to remove Sandra Garner from the Board of Directors. Comments were made by Ms. Garner and Mr. Diaz against the motion and by Mr. Haney and Mr. Teeple in favor of Ms. Garner’s removal. The vote was taken by roll call and passed 3-2 to remove Ms. Garner from the Board of Directors.*

*Roll Call Vote:*

<i>Ayes</i>	<i>3</i>	<i>(Haney, Jackson, Teeple)</i>
<i>No</i>	<i>2</i>	<i>(Garner, Diaz)</i>
<i>Abstain</i>	<i>0</i>	
<i>Absent</i>	<i>0</i>	

*With the removal of the Board Chair, Albert Diaz, Secretary, took over chairing the meeting.*

*Motion (Haney), second (Jackson) to remove Albert Diaz from the Board of Directors. Mr. Diaz shared his desire to leave his position on the Board and submitted his resignation to the Board effective immediately. Mr. Haney withdrew his previous motion in light of the resignation.*

*Mr. Haney, Vice Chair assumed the chairing of the meeting after the resignation of Albert Diaz, Secretary.*

**2. Nominations and Election of Directors to the Board**

- a. Moved (Jackson), second (Teeple), motion carried 3-0 to nominate Priscilla Trichet to the Board of Directors. Moved (Teeple), second (Jackson), motion carried 3-0 to elect Priscilla Trichet to the Board of Directors. Motion (Teeple), second (Jackson), motion carried 3-0 to approve Resolution #2018-003 appointing Priscilla Trichet as a member of the Board of Directors.*
- b. Moved (Jackson), second (Trichet), motion carried 4-0 to nominate Mary Campos to the Board of Directors. Moved (Jackson), second (Trichet), motion carried 4-0 to elect Mary Campos to the Board of Directors. Motion (Jackson), second (Trichet), motion carried 4-0 to approve Resolution #2018-004 appointing Mary Campos as a member of the Board of Directors.*

**3. Annual Organizational Meeting**

*Motion (Teeple), second (Jackson), motion carried 5-0 to hold an annual Organizational Meeting.*

- a. Election of Officers – The Board chose to vote a slate ballot.*
  - 1. Joseph Haney as Chairman*
  - 2. Raymond Jackson as Vice-Chair*
  - 3. Priscilla Trichet as Secretary*
  - 4. Joshua Teeple as Treasurer*

*Motion (Trichet), second (Campos), motion carried 5-0 to elect the above slated ballot.*

*Roll Call Vote:*

<i>Ayes</i>	<i>5</i>	<i>(Haney, Jackson, Trichet, Teeple, Campos)</i>
<i>No</i>	<i>0</i>	
<i>Abstain</i>	<i>0</i>	
<i>Absent</i>	<i>0</i>	

*The Board took a break from 3:18 pm to 3:30 pm.*

**B. BOARD WORKSHOP**

1. Governance Training/Roles of the Board  
*Kathleen Daugherty, Interim Executive Director, reviewed the Brown Act, Conflict of Interest, and Board Governance Roles with the assistance of Michael Laden and Jerry Simmons from YM&C Law Firm.  
The Board took a break from 4:52 pm to 5:10 pm.*
2. Review of Oxford Preparatory Academy Bylaws  
*Kathleen Daugherty reviewed highlights from the bylaws and the Board made recommendations for updates. Jerry Simmons from YM&C assisted the Board with questions and clarification of certain items in the bylaws. Ms. Daugherty informed the Board that the recommendations would be made and brought back to the Board at a future meeting for approval.*

*Board Chairman Haney closed the Board Workshop at 6:08 pm.*

**C. PUBLIC ANNOUNCEMENT OF REASON FOR CLOSED SESSION**

Chairman Haney stated the reason for the Closed Session was:

- a. Conference with Legal Counsel – Existing Litigation  
*(Gov. Code section 54956.9(d)(1))  
Oxford Preparatory Academy v. Chino Valley Unified School District*
- b. Public Employee Appointment/Discussion  
*(Gov. Code section 54957)  
Position: Executive Director*

1. Public Comments on Closed Session Items  
*There were no comments on Closed Session items.*

**III. CLOSED SESSION**

*Board Chairman Haney closed the Open Session and opened the Closed Session at 6:09 pm.*

**IV. OPEN SESSION**

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

*Chairman Haney stated no reportable action took place in Closed Session.*

**B. ITEMS FOR DISCUSSION/ACTION**

1. **Approve Reimbursement of unused Prop 39 Energy Efficiency Funds for Oxford Preparatory Academy – Chino Valley**

*Motion (Jackson), second (Campos), motion carried 5-0 to approve reimbursement of unused Prop 39 Energy Efficiency Funds for Oxford Preparatory Academy – Chino Valley. The Board also requested that Charter Impact provide the Executive Director a copy of every bill they receive to ensure that nothing falls through the cracks in the future.*

*Roll Call Vote:*

<i>Ayes</i>	<i>5</i>	<i>(Haney, Jackson, Trichet, Teeple, Campos)</i>
<i>No</i>	<i>0</i>	
<i>Abstain</i>	<i>0</i>	
<i>Absent</i>	<i>0</i>	

**2. Approval of California STRS Audit Payment**

*Motion (Jackson), second (Campos), motion carried 5-0 to approve the California STRS payment. Kathleen Daugherty informed the Board that she would provide the Board a summary of what can bring these findings and how to ensure it doesn't happen again.*

*Roll Call Vote:*

<i>Ayes</i>	<i>5</i>	<i>(Haney, Jackson, Trichet, Teeple, Campos)</i>
<i>No</i>	<i>0</i>	
<i>Abstain</i>	<i>0</i>	
<i>Absent</i>	<i>0</i>	

**V. ADJOURNMENT**

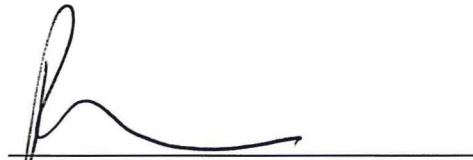
*Motion (Jackson), second (Campos), motion carried 5-0 to adjourn the meeting.*

*Joseph Haney, Chairman, adjourned the Special Meeting of the Board of Directors for April 4, 2018 at 9:26 pm.*



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Joseph Haney, Chairman



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Priscilla Trichet, Secretary