



## Board of Directors Meeting Minutes

September 29, 2021

- I. Call to Order
    - A. The regular meeting of the Academia Cesar Chavez Board of Directors was held at 1801 Lacrosse Ave, Saint Paul MN, 55119
    - B. The meeting was called to order at 5:10pm by Dr Jessica Lopez Lyman (Chair).
  - II. Welcome and Roll Call
    - A. Board members present: Dr Jessica Lopez Lyman (Chair), Dr Osiris Gómez (Secretary), Cmdr John Lozoya (Treasurer), David G Stanton (Community), Enrique Estrada (Community), Dusty Lee (Teacher), Semita Perez (Teacher), Mark Ahrens (Community),
    - B. Board members absent:
    - C. Staff and guests in attendance: Norma C. Garcés (Executive Director), Raquel Arismendez (Project Manager), Eugene Piccolo (MACS), Diana Morales-Carlson, Marita Moran-Wildenaur, Mardi Dominguez,
  - III. Recite ACC Mission Statement
    - A. *Academia Cesar Chavez is dedicated to providing a quality dual-language education that prepares critically thinking, socially competent, values driven, and culturally aware bilingual and bi-literate learners by advocating Latino cultural values in an environment of familia and community.*
  - IV. Grounding and Check-in
    - A. All those present each check in with a personal anecdote.
  - V. Public Comment Forum
    - A. No public comment was submitted to the board.
- Action Items for Board Approval
- VI. Approval of Agenda
    - A. David moves to approve the agenda for the September 29, 2021 board meeting.  
Mark seconds the motion. The motion carries unanimously.
  - VII. Approval of Minutes

- A. David moves to approve the minutes from the August 25, 2021 board meeting. Dusty seconds the motion. The motion carries unanimously.

#### Discussion Items

#### VIII. MACS Presentation by Eugene Piccolo

- A. Eugene presents about the roles and responsibilities of a school board. Governance is about setting a culture for the organization. Board members share what they each individually bring to the board. The primary duty of the board is to keep the school focused on its mission. Missions can change due to shifting populations/demographics and needs of the students and families served.
  - 1. The number one reason charter schools have closed over the last thirty years is due to the board not doing its job, with particular attention to financials.
- B. The board must spend the time and effort recruiting, selecting, supporting, evaluating, and planning the succession of the school's Executive Director. It is the entire board's responsibility.
  - 1. One of the products created by the board is policy. Policy gives people a general idea of what area to operate in. It also holds administration accountable.
  - 2. Having a clear job description and evaluation process (that is known upfront) for the Executive Director as well.
- C. The board is responsible for creating and ensuring an effective strategic plan. Monitoring the plan's implementation is incredibly important. There must be measurable benchmarks for the life of the plan. It should connect closely to the charter contract.
  - 1. Mission: What you do, who you serve, and how you serve them.
  - 2. Vision: "As a result of this educational experience, our students will be able to do X or be like X" in terms of a learner, a community member, etc.
  - 3. The board must also respond to issues the authorizer brings attention to.
- D. The board is responsible for monitoring all programming implemented. "You cannot do your job if you don't have information." Governance is not about how one feels about something, but about making informed decisions.
- E. The law requires three groups of people to be on the board, but members are not acting as a representative for the particular group they belong to. There are three groups so that there are different perspectives on the board.
  - 1. Teachers on the board are not representatives of all teachers in the school. Parents on the board are not representatives of all parents in the school. Community members are not representatives of every community member involved with the school.

2. Only the board as a group has authority. Individual board members do not have authority. Only in a legally constituted meeting does the board have any authority.
- F. The board is responsible to ensure adequate resources are available for the school. One of the most important resources is student recruitment. The board needs to oversee a recruitment and retention process, as well as review why students may leave the school. Ensuring a relationship with the local legislature is important. Also knowing the various funding sources the school is supposed to receive.
1. Education is a state responsibility, federal revenue averages about 4% for schools.
  2. The board's role in fundraising and development: the board must review any grant applications, as well as set a policy on how to fundraise.
- G. The board is responsible for financial oversight and protection of assets, such as monitoring the budget and financial statements. Hiring the auditor annually is the responsibility of the board. Internal controls are overseen by the board.
- H. The board is responsible for recruiting and building an effective board. There should be a board orientation process, job description, and expectations. There should be a plan in place for succession to the next chair, treasurer, secretary, etc. Charter school boards are unique because they are a non-profit group running a public institution.
- I. The board is responsible for the legal and ethical integrity of the school. Leave it in better shape than when you found it.
1. There are three fiduciary duties of the board: Duty of Care, Duty of Loyalty, and Duty of Obedience.
  2. Board members should not have access to student records and private data, as that would be illegal. The Tennessean Warning and IRB apply to any research.
- J. Enhance the good standing of the school: board members should have an elevator speech about the school, as well as PR statements to promote good news about the school to the public.
- K. Maintain a positive relationship with the authorizer.
- L. Under IRS rules, how the Affiliated Building Company was initially set up determines the relationship between the building company and the charter school board. Reference the original articles of incorporation for specifics.
- M. There is no requirement for the board to have any committees under nonprofit law. There should be a finance committee because the school is receiving public

funds. However, how many committees a board has is at the discretion of the board itself.

1. All committees should be given a written charge.
2. To change/revise committees, there should be a board action.
3. Declare any conflict of interest if applicable.

IX. COVID-19 Safety Protocol Revision

- A. Raquel presents the revised COVID-19 Safety Protocol. The proposed revision includes a vaccine mandate for all Academia Cesar Chavez employees, including language for filing an exemption.
- B. Mark moves to approve the revised COVID-19 Safety Protocol. John seconds the motion. The motion passes unanimously.

X. Executive Committee Update

- A. Jessica shares that the committee discussed revising the bylaws and will bring the revisions to the full board for review once the process is complete. There is a national shortage of teachers being experienced, and are looking into creative ways to recruit.

XI. Finance Committee Update

- A. John shares that there are errors in the budget, and that there have been some difficulties with BerganKDV. BerganKDV has not been providing consistent financial statements and updates. We are operating as normal, but have subdued spending until there is more clarity in the budget.

XII. Executive Director Update

- A. Ms Norma shares the following updates:
- B. Recruitment and hiring process: examining the interview questions, recruitment strategies, and even how job descriptions are written. Digital recruitment processes do not typically work for the community, so looking into other ways.
- C. Financial: reviewing the Title application narratives, as well as taking inventory of all vendor contracts in place, with particular attention to two crucial vendors--BerganKDV (accounting) and Indigo Education (special education).
- D. Academic: Ms Norma divided the school into three houses. Lower Elementary is receiving training on bilingual education from Dr Blanca Caldas Chumbes from the University of Minnesota, and will move forward with other houses in the future as the bilingual program (re)grows and expands. There is a massive teacher shortage across the country. Also, we are trying to increase mental health resources for staff, looking into the possibility of providing a free hour of counseling for all staff.
- E. Partnerships: we have a lot of grant programs which require accountability and compliance. Ms Norma gives an overview of all the programs. Additionally,

there are two grants we are applying for in collaboration with El Colegio High School: Grow Your Own (MDE) and the Teacher Mentorship Grant (PELSB).

- F. Enrollment: We are at 539 students currently enrolled. Lower elementary is working with supporting students who have not been physically present in a classroom before due to the pandemic.
  - G. Safety: Traffic around the school is a serious safety risk, particularly at the intersection of White Bear Ave and Lacrosse Ave.
- XIII. COVID-19 Update
- A. Ms Norma shares about working on providing onsite testing and the updated health and safety protocol previously discussed.
- XIV. Announcements
- A. The bilingual training with Dr Blanca Caldas Chumbes is October 6, 2021 from 1:30pm-3pm.
  - B. For the next meeting, the board will review the old committees and their charges.
  - C. 50th Anniversary of UMN Chicano/Latino Studies from 1pm-3pm on October 9, 2021.
- XV. Next board meeting is scheduled for Wednesday, October 27, 2021 at 5pm.
- XVI. Meeting Adjournment
- A. Semita moves to adjourn the meeting. Enrique seconds the motion. The meeting adjourned at 7:59pm.

**Board Secretary:** \_\_\_\_\_ **Date:** \_\_\_\_\_