



Da Vinci Schools

Minutes

Da Vinci Schools: L.A. County Special Board Meeting (Da Vinci RISE High)

Date and Time

Friday September 28, 2018 at 8:00 AM

Location

Da Vinci Schools Business Office, 201 N. Douglas Street, El Segundo, CA 90245

Da Vinci Schools: L.A. County ("DVLAC") welcomes your participation at its Board meetings. The purpose of a public meeting of the Board of Directors ("Board") is to conduct the affairs of DVLAC in public. Your participation assures us of continuing community interest in our schools. To assist you in speaking/participating in our meetings, the following guidelines are provided:

1. Agendas are available to all audience members at the door to the meeting.
 2. The Order of Business may be changed without notice. Notice is hereby given that the order of consideration of matters on this agenda may be changed without prior notice.
 3. Notice is hereby given that; consistent with the requirements of the Brown Act, special presentations not mentioned in the agenda may be made at this meeting. However, any such presentation will be for information only.
 4. "Request to Speak" forms are available to all audience members who wish to speak on any agenda items or under the general category of "Public Comments," which is time set aside for members of the audience to raise issues not specifically on the agenda. However, due to public meeting laws, the Board can only listen to your issue, not respond or take action on such comments. These presentations are limited to three (3) minutes and total time allotted to non-agenda items will not exceed fifteen (15) minutes. Non-English speakers who use a translator shall have six (6) minutes in which to address the Board.
 5. The Board may give direction to staff to respond to your concern. If you wish to be contacted, please indicate on the "Request to Speak" form.
 6. The chair will recognize such individuals who wish to speak on a specific agenda item at the appropriate time. When addressing the Board, speakers are requested to adhere to the time limits set forth, and to not repeat remarks made by those who preceded them.
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7. Any public records relating to an agenda item for an open session of the Board which are distributed to all, or a majority of all, of the Board members shall be available for public inspection at 201 N. Douglas Street, El Segundo, CA 90245, during Business Office operating hours.

The agenda and documents in the agenda packet will be made available, if requested, in appropriate alternative formats to any person with a disability as required by the ADA, 42 USC section 12132, and the federal rules and regulations adopted in implementation thereof. To request a disability-related modification or accommodation, including auxiliary aids or services, you must contact Da Vinci Schools: L.A. County (201 N. Douglas Street, El Segundo, CA) at 310-725-5800 at least 48 hours before a regular meeting, and at least 12 hours before a special meeting. (Government Code § 54954.2(a)(1).)

Trustees Present

J. Morgan, L. Jennings, T. Johnstone

Trustees Absent

None

Guests Present

A. Wohlwerth, K. Croft, M. Ring, M. Wunder, Merrick Wadsworth, Rahul Reddy

I. Opening Items

A. Call the Meeting to Order

M. Wunder called a meeting of the board of trustees of Da Vinci Schools to order on Friday Sep 28, 2018 @ 8:05 AM at Da Vinci Schools Business Office, 201 N. Douglas Street, El Segundo, CA 90245.

He welcomed everyone and thanked them for their commitment to the Da Vinci RISE High program and its students.

B. Record Attendance and Guests

Three board members signified their attendance (physically present at Board meeting) satisfying quorum requirements: T. Johnstone, L. Jennings, and J. Morgan. Ms. Nichol Whiteman, a member of the Board, listened in to the meeting telephonically, and followed along with the Brown Act and Conflict of Interest training, but did not participate in voting.

C. Approval of Agenda

No votes made to change agenda.

D. Public Comments on Agenda Items

None

II. Items for Discussion and/or Action

A. Organizational Resolutions

R. Reddy (counsel) explained this agenda items relates to the formation of Da Vinci Schools: L.A. County, and includes important items such as approving bylaws, establishing officers, approving conflict of interest policy, and making necessary filings (tax exemption and statement of information).

T. Johnstone made a motion to Approve.

L. Jennings seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

L. Jennings Aye
J. Morgan Aye
T. Johnstone Aye

B. Brown Act and Conflict of Interest Training

Thirty-minute training conducted by Merrick Wadsworth, legal counsel, for Board members.

Training covered:

- Roles and Responsibilities of the Board of Directors
- Public Meetings conducted under the Ralph M. Brown Act
- Public Records
- Duty of Care (Informed decision-making)
- Duty of Financial Oversight
- Duty of Loyalty (conflicts of interest)
- Best Practices

C. Resolution to Operate Da Vinci RISE High Charter School

R. Reddy discussed how LACOE approved the Da Vinci RISE High countywide charter with a condition that Da Vinci Schools transition the charter to an independent Board of a subsidiary corporation on or before January 1. The discussion addressed how this resolution results in Da Vinci Schools: L.A. County accepting management of the charter school on or before that date and delegating important tasks to staff to ensure there is a smooth transition.

J. Morgan made a motion to Approve.

T. Johnstone seconded the motion.

The board **VOTED** unanimously to approve the motion.

Roll Call

T. Johnstone Aye
L. Jennings Aye
J. Morgan Aye

D. Resolution Adopting Da Vinci RISE High Policies

R. Reddy explained that the Da Vinci Schools organization is already operating the charter school, so it already has adopted necessary policies to support the program such as the student handbook, uniform complaint procedures, and safety policies. This resolution adopts such policies as part of the transition effort. Counsel also explained that many of these policies are reviewed on an annual basis to ensure they are up to date and effective.

L. Jennings made a motion to Approve.

T. Johnstone seconded the motion.

The board **VOTED** unanimously to approve the motion.

Roll Call

L. Jennings Aye
J. Morgan Aye
T. Johnstone Aye

E. Resolution Tentatively Adopting Conflict of Interest Code

In the training, counsel provided information about the conflict of interest code and Form 700 filing requirements. Counsel harkened back to this information from the training to introduce this agenda item and provided information about the code for the Board's consideration.

J. Morgan made a motion to Approve.

L. Jennings seconded the motion.

The board **VOTED** unanimously to approve the motion.

Roll Call

J. Morgan Aye
T. Johnstone Aye
L. Jennings Aye

F. Meeting Calendar for the 2018-2019 Year

There was a brief discussion about the calendar for the year and how the Board can meet on different dates via special meetings and reschedule when necessary.

T. Johnstone made a motion to approve the meeting dates on the calendar, if not the times.

J. Morgan seconded the motion.

The board **VOTED** unanimously to approve the motion.

Roll Call

J. Morgan Aye
L. Jennings Aye
T. Johnstone Aye

III. Board of Directors' and/or CEO's Comments and Reports

A. From the Board

Dr. Johnstone appreciates the opportunity to stay connected with educational programs in Los Angeles County.

Ms. Morgan looks forward to working with the other Directors on this worthwhile endeavor.

B. From the CEO

None

IV. Closing Items

A. Adjourn Meeting

T. Johnstone made a motion to adjourn the meeting.

L. Jennings seconded the motion.

The board **VOTED** unanimously to approve the motion.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:45 AM.

Respectfully Submitted,
A. Wohlwerth