

Natomas Charter School
Board of Directors Meeting
Minutes
June 17, 2008

Board Members (**Bold Type=Absent**)

- 1.) Charlie Leo – NCS Executive Director
 - 2.) **Tammy Lee – PFAA Coordinator**
 - 3.) **Kit Rich – LE Coordinator**
 - 4.) **Lynda Malka – PACT Coordinator**
 - 5.) Laura Bariel – ILP Coordinator
 - 6.) Jennifer Baker – NUSD Board of Trustees Representative (Present by telephone).
 - 7.) Holly Dallas – Community Representative
 - 8.) Tina Chiginsky – Community Representative
 - 9.) Edward Aguilar – LE Parent Representative
 - 10.) Rick Stewart – PACT Parent Representative
 - 11.) Joan Finch-Allen -- PFAA Parent Representative
 - 12.) **Nicolas Murphy – PFAA Student Representative**
 - 13.) **Sunil Singh – LE Student Representative**
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- I. Ed Aguilar called meeting to order at 5:38 p.m.
 - II. Roll call was taken.
 - III. Announcement of Items to Be Discussed in Closed Session: None
 - IV. Public Comments Regarding Closed Session Items: None
 - V. Closed Session: None
 - VI. Public Comments: None
 - VII. Consent Items
 - A. Review and Approve Board of Director’s Meeting Minutes from May 20, 2008 and June 3, 2008.
 - B. Approve 2008/09 Calendars.
Motion by Baker/Stewart to approve consent items with the condition the June 3, 2008 minutes are amended in item V(B).
 - VIII. Discussion/Informational Items
 - A. Appointment of Board Member to NAEF by NCS Board of Directors.
Ting Sun explained that the name of the Natomas Education Foundation (NEF) has been changed to the Natomas Arts and Education (NAEF). The reason is to assist with securing arts grants specifically for the Benvenuti Performing Arts Center.

The name change does not change the general purposes outlined in the foundation's incorporation documents and bylaws: "To manage, operate, guide, direct, enhance and promote the Natomas Charter School, a California public charter school, and other public school within the Natomas Unified School District."

Currently the NAEF Bylaws require that 1/3 of the directors of NAEF also serve as board or committee members of Natomas Charter School. Currently none of the NAEF Board members serve as NCS board members, with the exception of ex-officio member, Charlie Leo. However, several NAEF members are directors of the Natomas Charter School. The reason for the stipulation of shared board members between the two organizations is to ensure that the general purpose of the foundation is aligned with the educational mission and goals of Natomas Charter School.

It was agreed that this intent could still be maintained with one or two NCS board members in participation, but that not necessarily 1/3 of the NAEF board would have to be members of the Natomas Charter School Board.

According to legal counsel, the intent of mission and goals alignment can also be maintained if NCS Board Members appointed a specified number of members to NAEF as an option to having NCS board members also serve on the foundation's board.

NAEF board is seeking NCS board members' input on this issue.

NCS Board can appoint members. Currently, there are four NAEF Board members; goal is to have five to six members. The NAEF member would represent NAEF at the NCS Board Meetings. NAEF meetings held monthly. Currently, NAEF Board member terms are two years, with a five-year term for the Executive Director. There is no Executive Director currently.

At the August 19th meeting, NAEF would like the NCS Board to take action on the linking of NCS to NAEF and to appoint two new members to the NAEF Board. The NAEF Bylaws should be amended in September or October, 2008.

Jodi Retzliff will distribute copies of the NAEF Bylaws to each NCS Board Member via email.

- B. Board Members Term Limits. Charlie Leo reminded Board members about when their terms end. Ting Sun stated that the parent representative process needs to be promoted more so that a larger number of parents are aware.
- C. Final PACT Lease. General Terms and Conditions of Final Lease:
Schedule of Rents
10-Year Lease:
 - First Three Months Free: 9/1/08-11/30/08

- Starting Lease Rate: 12/1/08-11/30/09, \$11,043.04 per month (plus Lessee's Share of Operating Expenses).
- Final Lease Rate: 12/1/17-11/30/18, \$13,829.55 per month (plus Lessee's Share of Operating Expenses).

Right to Terminate

Lessee and Lessee Affiliates shall have the right to terminate this Lease on the first day of the 73rd month of the Term (September 1, 2014).

Construction Improvements

- Lessee shall receive from Lessor an allowance in the amount of Five Hundred Thousand Dollars (\$500,000), which Allowance shall be used solely to contribute toward payment of certain improvements to the Premises. One Hundred Fifty Thousand Dollars (\$150,000) of the above will be amortized over the ten (10) years at a rate of nine percent (9%) per annum and added to the Base Rent.
- Lessee shall contribute approximately \$150,000 to improvements.

IX. Action Items

- A. Appointment of Board Members to NAEF by NCS Board of Directors. Tabled until August 19, 2008 meeting.
- B. Approve 2008-09 Adopted Budget. Jodi Retzloff explained the budget is \$500,000-\$600,000 less than last year's budget, less construction costs. The total budget is \$200,000 less including construction costs. There will be a \$1.371 million reserve. Budgeted for worst case scenario of 10% reduction, with a three-year projection. The Leading Edge program has additional expenses caused by the shifting to an onsite athletic program. Charlie Leo stated that the \$300,000-\$400,000 gymnasium construction loan will be paid off in the next couple of years. (Baker/Bariel) Motion to approve the budget was passed unanimously.

X. Board Reports and Comments: None

XI. Future Board Agenda Items

- A. Appointment of NAEF Board members by NCS Board of Directors at the August 19, 2008 meeting.

XII. Adjournment. Motion to adjourn meeting at 6:27 p.m. (Baker/Bariel).