



Thursday, October 22, 2020

Rocketship Public Schools National Board of Directors Meeting (2020-21 Q2)

Meeting Time: 4:30pm PT

Webinar link: <https://rocketshipschools.zoom.us/j/88924314681>

Public Comment: Members of the public can make comment on off-agenda items at the start of the meeting, and on agenda items immediately preceding the board's discussion of each item. Please use the webinar's "raise hand" feature to indicate you would like to make a comment. You will be recognized once the public comment time begins, and will be unmuted by the host and permitted to make comment for a duration of up to 3 minutes.

1. Opening Items (4:30-4:35pm)

- A. Call to order
- B. Public comment on off-agenda items

2. Consent Items (4:35-4:40pm)

- A. Approve minutes from the September 16th, 2020 meeting of the Board of Directors

3. Agenda Items (4:40-5:50pm)

- A. Review and approve SB126 compliance monitoring and assurance (4:40-4:50pm)
- B. Annual Board of Directors training: Open meeting and Conflict of Interest Laws, including Brown Act, and board duties (4:50-5:50pm)

4. Adjourn (5:50pm)

THE ORDER OF BUSINESS AND TIMINGS 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, provided that the Board takes action to effectuate such change. Timings listed on the agenda are estimates only and may change depending on the duration of public comment and discussion around prior items.

REASONABLE ACCOMMODATION WILL BE PROVIDED 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 this meeting may request assistance by contacting us at compliance@rsed.org.

SPANISH TRANSLATION:

If you need Spanish audio translation in order to access the Rocketship Board meeting, please send a request to compliance@rsed.org at least 24 hours before the start of the meeting.

If you would like to make a public comment in Spanish and would like us to translate to English for the Board, please send a request to compliance@rsed.org at least 24 hours before the start of the meeting.

Si necesita traducción de audio al español para acceder a la reunión de la Mesa Directiva de Rocketship, envíe una solicitud a compliance@rsed.org por lo menos 24 horas antes del inicio de la reunión.

Si desea hacer un comentario público en español y desea que lo traduzcamos al inglés para la Mesa Directiva, envíe una solicitud a compliance@rsed.org por lo menos 24 horas antes del inicio de la reunión.

Minutes from Rocketship Public Schools National Board of Directors Meeting (2020-21 Q1) (Wednesday, September 16, 2020)

1. Opening Items

A. Call to order

At 2:01 pm, Mr. Jordan took roll call. With a quorum of Board members present, Mr. Jordan called the meeting to order.

Present: Louis Jordan, Alex Terman, Charmaine Detweiler, Greg Stanger, Joey Sloter, Julia Stiglitz, Ray Raven, Yolanda Bernal Samano, June Nwabara, Mai Huong Ho-Tran, Ralph Weber, Jean-Claude Brizard, Daniel Velasco, Mike Fox, and Deb McGriff

Advisor: Peter Philpott

B. Public comment on off-agenda items

At 2:03 pm, Mr. Jordan called for public comment on off-agenda items. While members of the public were in attendance via Zoom, no comment was made.

2. Consent Items

A. Approve minutes from the August 26th, 2020 meeting of the Board of Directors

B. Reappoint June Nwabara, Abby Spaulding, Phil Elbert, and Dr. James Hildreth to the TN Board of Trustees for a two-year term through 2022

C. Approve Agreement for Charter School Retirement Reporting Services with Santa Clara County Office of Education

D. Approve the addendum to Section 1: Governance and Organizational Management for Rocketship Futuro MOU with California State Board of Education

E. Approve the Non-public Placement Monitoring Policy (CA only)

F. Approve the 19-20 unaudited actuals for all CA schools

G. Approve 20-21 waiver applications for in-person instruction in Santa Clara County, San Mateo County, and Contra Costa County

At 2:05 pm, Mr. Jordan called for a motion to approve consent items. A motion was made by Ms. Detweiler, seconded by Ms. McGriff, and carried unanimously by roll call vote.

Y: Louis Jordan, Alex Terman, Charmaine Detweiler, Greg Stanger, Joey Sloter, Julia Stiglitz, Ray Raven, Yolanda Bernal Samano, June Nwabara, Ralph Weber, Jean-Claude Brizard, Daniel Velasco, and Deb McGriff

N: --

Abstain: --

3. Agenda Items

A. Approve the Learning Continuity and Attendance plans for all 13 California Schools

At 2:07pm, the board discussed agenda item 3(A). At 2:10 pm, Mr. Jordan called for a motion to approve consent items. A motion was made by Mr. Brizard, seconded by Mr. Terman, and carried unanimously by roll call vote.

Y: Louis Jordan, Alex Terman, Charmaine Detweiler, Greg Stanger, Joey Sloter, Julia Stiglitz, Ray Raven, Yolanda Bernal Samano, June Nwabara, Ralph Weber, Jean-Claude Brizard, Daniel Velasco, and Deb McGriff

N: --

Abstain: --

4. Closed Session

At 2:11pm, Mr. Jordan called for a motion to move to closed session including Preston Smith. A motion was made by Mr. Terman, seconded by Ms. Sloter, and carried unanimously by roll call vote.

Y: Louis Jordan, Alex Terman, Charmaine Detweiler, Greg Stanger, Joey Sloter, Julia Stiglitz, Ray Raven, Yolanda Bernal Samano, June Nwabara, Ralph Weber, Jean-Claude Brizard, Daniel Velasco, and Deb McGriff

N: --

Abstain: --

Mike Fox and Mai Huong Ho-Tran joined the meeting.

A. Public employee performance evaluations pursuant to California Government Code § 54957 Title: Chief Executive Officer

5. Agenda Items, Continued

A. Public report on actions taken in closed session

At 3:30pm, Mr. Jordan reported that no action was taken in closed session.

6. Adjourn

At 3:32pm, Mr. Jordan called for a motion to adjourn the meeting. A motion was made by Mr. Brizard seconded by Ms. Detweiler, and carried unanimously by roll call vote.

Y: Louis Jordan, Alex Terman, Charmaine Detweiler, Greg Stanger, Joey Sloter, Julia Stiglitz, Ray Raven, Yolanda Bernal Samano, June Nwabara, Mai Huong Ho-Tran, Ralph Weber, Jean-Claude Brizard, Daniel Velasco, Mike Fox, and Deb McGriff

N: --

Abstain: --

Respectfully Submitted,

Jasmine Ferguson
Senior Operations & Compliance Associate
Rocketship Public Schools

**COMPLIANCE MONITORING AND
CERTIFICATION OF GOVERNING BOARD COMPLIANCE REVIEW
2020–2021**

School Name: _____

(CDS Code Number): _____

| Compliance Requirements |
|---|
| 1. The charter school follows the credentialing requirements in California <i>Education Code (EC)</i> , Section 47605 (l)(1)(2) and that each teacher has satisfied the requirements for the Certificate of Clearance as outlined in <i>EC</i> , sections 44339, 44330, and 44341 |
| 2. The charter school maintains timely and current verification of tuberculosis clearances for all employees (including substitutes, part-time staff, and temporary employees) and contracting entities (service providers, vendors, and independent contractors). <i>EC</i> , sections 47605(b)(5)(F), 45122.1, 45125.1, and 49406. |
| 3. The Charter Schools Division has been provided with, and parents have access to, the school's most current contact information for each Governing Board member and the 2020–2021 Board meetings calendar. |
| 4. The charter school complies with the pre- and post-lottery and enrollment forms guidelines. |
| 5. The charter school shall ensure that staff receives annual training on the charter school's health, safety, and emergency procedures, and shall maintain a calendar for, and conduct, emergency response drills for students and staff including, but not limited to: <ul style="list-style-type: none">• Health, Safety and Emergency Preparedness Plan (School Safety Plan) <i>EC</i> 32280–32289• Child Abuse Mandated Reporter Training Assembly Bill (AB) 1432 (2014); <i>EC</i> 44691; <i>Penal Code</i> Section 11165.7<ul style="list-style-type: none">▪ Blood borne Pathogens training <i>California Code of Regulations</i>, Title 8, Section 5193▪ Pupil Suicide Prevention Policy, AB 2246 (2016) |

| |
|--|
| 6. The charter school's school climate and student discipline systems and procedures align with best practices. |
| 7. The charter school shall maintain all data involving placement, tracking, and monitoring of student suspensions, expulsions, and reinstatements, and make such outcome data readily available upon request. |
| 8. The charter school ensures that any and all school communications, including the Parent Student Handbook, are consistent with the provisions of the school's approved charter as well as applicable law (e.g., translated for 15 percent and above languages) |
| 9. The charter school's occupancy and use of facilities shall follow applicable building codes, standards and regulations adopted by the city and/or county agencies responsible for building and safety standards, and the Americans with Disability Act, <i>EC 47610</i> |
| 10. The charter school complies with all federal and state laws related to public entities, including, but not limited to: <ul style="list-style-type: none">• Ralph M. Brown Act• Political Reform Act• Public Records Act• <i>Government Code</i>, Section 1090 <p><i>During the COVID-19 Pandemic the meeting location requirement was lifted through Senate Bill (SB) 98. This requirement is expected to be reinstated after the COVID-19 crisis has passed.</i></p> |
| 11. The charter school ensures that its Articles of Incorporation are current and appropriate for the operation of the charter school. |
| 12. By-laws are current and consistent with the approved charter, Governing Board-approved, and signed by the Governing Board secretary. |

| |
|---|
| <p>13. The charter school implements its own Uniform Complaint Procedure policies and procedures with appropriate corresponding forms and documents, readily available to stakeholders at the school site and on the school's website, that are compliant with federal and state requirements. Guidance provided at http://www.cde.ca.gov/re/cp/uc/.</p> |
| <p>14. Due to the COVID-19 Pandemic, the Governing Board oversees the development of and approves/adopts the Learning and Continuity Plan for the 2020–2021 school year, in place of the annual Local Control Accountability Plan (EC 47606.5., SB 98).</p> |
| <p>15. The charter school ensures that it follows all applicable state law regarding homeless and foster youth, including but not limited to the provisions of AB 379 (2015) and EC 48850</p> |
| <p>16. The charter school has a form posted on their website for complaints pursuant to EC 47605(d)(4) to be filed with the charter authorizer.</p> <p>The California Department of Education has provided a template form for use by charter schools. This template form must be modified before distributing to parents and posting on the charter school's website. The template form can be found at https://www.cde.ca.gov/sp/ch/documents/rescscomplaints.pdf.</p> |
| <p>17. For schools serving grade nine only: The charter school complies with all applicable requirements of the California Mathematics Placement Act of 2015.</p> |
| <p>18. The charter school complies with all applicable requirements of AB 2246: Pupil Suicide Prevention Policies.</p> |
| <p>19. For high schools only: The charter school has obtained or is in the process of obtaining, Western Association of Schools and Colleges accreditation and University of California Office of the President Doorways Course Approval.</p> |

Please attach the relevant Governing Board agenda(s) and approved minutes for the meeting(s) at which the Governing Board has reviewed the school's compliance with the items listed above.

California Department of Education reserves the right to request, at any time supporting documentation for the requirements listed below.

CERTIFICATION OF SCHOOL ADMINISTRATOR'S COMPLIANCE REVIEW

(by October 30, 2020)

The undersigned hereby certifies that, on _____ the
School Administrator of
Date(s)

Name of Charter School

reviewed the school's compliance related policies, systems, and procedures.

| | | |
|---|--|--------------------|
| | | |
| <i>Printed Name of School Administrator</i> | <i>Signature of School Administrator</i> | <i>Date Signed</i> |

CERTIFICATION OF GOVERNING BOARD COMPLIANCE REVIEW

(by October 30, 2020)

The undersigned hereby certifies that, on _____ the
Governing Board of
Date(s)

Name of Charter School

reviewed the school's compliance related policies, systems, and procedures.

| | | |
|--|---|--------------------|
| | | |
| <i>Printed Name of Governing Board Chair</i> | <i>Signature of Governing Board Chair</i> | <i>Date Signed</i> |

Review of Rocketship Compliance with SB 126- October 2020

CDE has required that the boards of the charter schools that CDE authorizes review compliance with the 19 items below. The items stem from recent legislation, which went into effect on January 1, 2020 or July 1, 2020. While these requirements apply to all California charter schools, CDE only authorizes one Rocketship school--Rocketship Futuro Academy (RFA)--so the descriptions below provide additional details for RFA.

1. The charter school follows the credentialing requirements in California Education Code (EC), Section 47605 (l)(1)(2) and that each teacher has satisfied the requirements for the Certificate of Clearance as outlined in EC, sections 44339, 44330, and 44341

- All RFA teachers and staff meet state credentialing requirements.
- Specific information about our teacher credentials was shared with CDE on September 30.

2. The charter school maintains timely and current verification of tuberculosis clearances for all employees (including substitutes, part-time staff, and temporary employees) and contracting entities (service providers, vendors, and independent contractors). EC, sections 47605(b)(5)(F), 45122.1, 45125.1, and 49406.

- All RFA teachers and staff have completed tuberculosis clearance within the last five years, and we have an internal system to remind staff to update their clearance regularly.
- Our contracts require contracting entities to also meet this requirement and we regularly check with vendors to certify that they are complying.

3. The Charter Schools Division has been provided with, and parents have access to, the school's most current contact information for each Governing Board member and the 2019-2020 Board meetings calendar.

- The [contact information](#) for Governing Board members (i.e., Rocketship mailing address and board extension) and the [2019-2020 Board meetings](#) are both posted on the Rocketship website.
- This information was shared with CDE's Charter Schools Division on October 16.

4. Charter school complies with the pre- and post-lottery and enrollment forms guidelines.

- Rocketship's Admission and Enrollment Policy and online [enrollment form](#) all meet guidelines.

5. Charter school shall ensure that staff receives annual training on the charter school's health, safety, and emergency procedures, and shall maintain a calendar for, and conduct, emergency response drills for students and staff including, but not limited to:

- *Health, Safety and Emergency Preparedness Plan (School Safety Plan) EC 32280–32289*
- *Child Abuse Mandated Reporter Training Assembly Bill (AB) 1432 (2014); EC 44691; Penal Code Section 11165.7*
- *Blood borne Pathogens training California Code of Regulations, Title 8, Section 5193*
- *Pupil Suicide Prevention Policy, AB 2246 (2016)*
- Staff receive training in health, safety, and emergency procedures in July and August before the start of the school year. Thursday Professional Development time is also used to refresh these trainings, as needed.
- Mandated Reporter training was tracked through staff certificates of completion, which were shared with CDE on September 30.
- In line with local fire department regulations, Rocketship has temporarily suspended emergency response drills, as these could violate COVID health protocols.

6. *The charter school's school climate and student discipline systems and procedures align with best practices.*

- Our discipline policies and systems are aligned with research and include best practices for best serving our students.
- Staff receive training in school climate and student discipline systems in July and August before the start of the school year. Thursday Professional Development time is also used to refresh these trainings, as needed.

7. *Charter School shall maintain all data involving placement, tracking, and monitoring of student suspensions, expulsions, and reinstatements, and make such outcome data readily available upon request.*

- Relevant data is tracked and also uploaded into the state CALPADS systems as required. Requests for this data can be sent to compliance@rsed.org.

8. *The charter school ensures that any and all school communications, including the Parent Student Handbook, are consistent with the provisions of the school's approved charter as well as applicable law (e.g., translated for 15 percent and above languages)*

- All school communications, including the Parent Student Handbook, meet legal standards, including being translated into Spanish, which is the only language spoken by 15 percent or more of RFA families besides English.

9. *The charter school's occupancy and use of facilities shall follow applicable building codes, standards and regulations adopted by the city and/or county agencies responsible for building and safety standards, and the Americans with Disability Act, EC 47610*

- We follow the applicable codes, standards, and regulations in operating our RFA campus.

- Because we lease the campus from the local school district, we partner closely with them to make sure that we are clear on responsibilities and that all necessary maintenance, inspections, and updates are fulfilled.

10. *Beginning January 1, 2020, the charter school complies with all federal and state laws related to public entities, including, but not limited to Senate Bill 126 pursuant to The Ralph M. Brown Act, The Political Reform Act, The Public Records Act, and Government Code, Section 1090.*

During the COVID-19 Pandemic the meeting location requirement was lifted through Senate Bill (SB) 98. This requirement is expected to be reinstated after the COVID-19 crisis has passed.

- **Brown Act: Meeting Location**
 - Once it is safe to meet in person and the location requirement is reinstated, Rocketship's Board will continue to meet in Santa Clara County, where the greatest number of Rocketship pupils reside.
- **Brown Act: Teleconferencing**
 - Once it is safe to meet in person and the location requirement is reinstated, Rocketship will resume teleconferencing Board meetings from RFA and all other school sites.
- **Brown Act: Record meetings**
 - Rocketship posts recordings to the website after each governing Board meeting.
- **Political Reform Act of 1974**
 - Rocketship's current [Conflict of Interest Policy](#) is in line with the Political Reform Act of 1974. It designates which employees are required to file statements of economic interest.
- **California Public Records Act**
 - Rocketship's current [Public Records Request Policy](#) is in line with the California Public Records Act. It defines public records and lays out a process for requests.
- **Government Code, Section 1090: Employees serving on board**
 - Rocketship currently does not have any employees serving on the board and does not have plans to add any employee to the board, meaning no changes are needed.
- **Government Code, Section 1090: Discussion of other business**
 - Rocketship's board meetings have not previously included discussions of topics unrelated to the operation of the charter school, and have no plans to do so in the future, meaning no changes are needed.

11. *The charter school ensures that its Articles of Incorporation are current and appropriate for the operation of the charter school.*

- Our [Articles of Incorporation](#) are current and appropriate for the operation of the charter school.

12. *By-laws are current and consistent with the approved charter, Governing Board-approved, and signed by the Governing Board secretary.*

- On June 11, 2020, the Board approved and signed the next iteration to our by-laws, made in order to align to new CA state requirements, such as formalizing the changes to comply with SB126, related to locations where board meetings can be held and provision of teleconferencing at all of our CA school sites.

13. *The charter school implements its own Uniform Complaint Procedure policies and procedures with appropriate corresponding forms and documents, readily available to stakeholders at the school site and on the school's website, that are compliant with federal and state requirements. Guidance provided at <http://www.cde.ca.gov/re/cp/uc/>*

- Rocketship has adopted a Uniform Complaint Policy that meets the requirements.
- The policy and general complaint form are available on the [RFA school page](#) and at the school's front office.

14. *Due to the COVID-19 Pandemic, the Governing Board oversees the development of and approves/adopts the Learning and Continuity Plan for the 2020-2021 school year, in place of the annual Local Control Accountability Plan (EC 47606.5., SB 98).*

- After developing the plan, the Board held a hearing for RFA's Learning and Continuity Plan on August 26, 2020 and adopted the plan on September 16, 2020.

15. *The charter school ensures that it follows all applicable state law regarding homeless and foster youth, including but not limited to, AB 379.*

- Rocketship follows all laws regarding homeless and foster youth, including providing access to the materials (e.g., uniforms) and transportation needed to engage in school.
- Leydi Cottrill, Rocketship's national Associate Director of Student Information Services, is our homeless liaison for all California schools and Victoria Escruceria, RFA's Office Manager, is RFA's site-specific homeless and foster services coordinator.

16. *The charter school has a form posted on their website for complaints pursuant to EC 47605(d)(4) to be filed with the charter authorizer. The California Department of Education has provided a template form for use by charter schools. This template form must be modified before distributing to parents and posting on the charter school's website. <https://www.cde.ca.gov/sp/ch/documents/rescsccomplaints.pdf>*

- The Charter School Complaint Notice and Form is posted to [RFA's webpage](#). The same form with the relevant authorizer information has been uploaded to the pages for each other Rocketship school.

17. *For schools serving grade nine only: The charter school complies with all applicable requirements of the California Mathematics Placement Act of 2015.*

- Not applicable

18. *The charter school complies with all applicable requirements of AB 2246: Pupil Suicide Prevention Policies.*

- Rocketship updated our Suicide Prevention Policy to meet the requirements of AB 2246. The Board approved this policy on August 26, 2020.

19. *For high schools only: The charter school has obtained or is in the process of obtaining, Western Association of Schools and Colleges accreditation and University of California Office of the President Doorways Course Approval.*

- Not applicable



ROCKETSHIP PUBLIC SCHOOLS:

**Open Meetings, Conflicts, Public Records, and Best
Practices for Charter Board Members and Officials**

October 2020

John Lemmo

Procopio Cory Hargreaves & Savitch, LLP

Topics we'll cover today

Virtual Meetings under Executive Order

- Brown Act and Virtual Meetings

Board Compliance

- SB126 Compliance
- Brown Act When We're Back to Pre-Pandemic Rules
- Conflict of Interest
- Public Records

Board Duties and Best Practices

- Roles and Responsibilities of Board and Management
- Duty of Care (informed decision-making)
- Duty of Financial Oversight
- Duty of Loyalty (conflicts)

Virtual Meetings under Executive Order

In March 2020, the Governor suspended in-person meeting requirements of the Brown Act—Executive Order N-29-20

- Waives any express or implied requirement for the physical presence of board members, or of the public as a condition of participation in or quorum for a public meeting.
 - Board members need not notice their teleconference/virtual locations
- Local agencies must still give advance notice of, and post the agenda for, each public meeting according to the timeframes prescribed by the Brown Act and give notice of the means by which members of the public may observe the meeting and offer public comment.
- Publicly accessible location may be through phone or the internet, agenda should provide the phone number or link to access.
- Executive Order N-35-20 Allows all members of local agency board to receive updates relevant to declared emergency

Virtual Meetings under Executive Order

Best practices and avoiding the virtual meeting compliance pitfalls:

- Always take roll call votes when telephonic or virtual
- Take precautions to prevent disruptions or "zoombombing"
- All members of public should be muted
 - Create and use protocol for members of public to address the board
- Don't use chat features or other communicative functions (e.g., "thumbs up")

Topics we'll cover today

Board Compliance

- SB126 Compliance
- Brown Act When We're Back to Pre-Pandemic Rules
- Conflict of Interest
- Public Records

Board Duties and Best Practices

- Roles and Responsibilities of Board and Management
- Duty of Care (informed decision-making)
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SB 126

- The charter “transparency” bill went into effect January 1, 2020. But then meeting req’ts were suspended by Executive Order
- Applies to all charter schools and entities managing charter schools
 - Brown Act (plus extras)
 - Public Records Act
 - Conflict of interest rules under Political Reform Act and Gov. Code 1090

Rocketship complies with all aspects of SB 126

The main changes for us are:

1. All board meetings must take place within Santa Clara County (which most already do anyway)
2. All board meetings must be video or audio recorded, with the recording posted on our website afterward
3. All board meetings must be live-stream “teleconferenced” to each and every Rocketship school in California

**NOTE: These apply to full board meetings, but not to committee meetings*

Topics we'll cover today

Board Compliance

- SB126 Compliance
- Brown Act When We're Back to Pre-Pandemic Rules
- Conflict of Interest
- Public Records

Board Duties and Best Practices

- Roles and Responsibilities of Board and Management
- Duty of Care (informed decision-making)
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- Duty of Loyalty (conflicts)

Brown Act: Holding meetings

- SB 126 mandates Brown Act
- Boards take action at “meetings” ... so what is a “meeting”?
 - “Any congregation of a majority of the members of a legislative body ... to hear, discuss, or deliberate, or take action on any item.”
 - You may not, “outside a meeting ... use a series of communications ... directly or through intermediaries, to discuss, deliberate, or take action” (Gov. Code sec. 54952.2)
- Avoid inadvertent serial meetings through email or text communications.
- What if we have non-charter business? Do we need to comply with Brown Act for that, too?
 - No, if “unrelated to the operation of the charter school.” (SB126)

Holding meetings

- Brown Act “types” of meetings
 - “Regular” meetings require 72 hours posting of notice
 - “Special” meetings require 24 hours notice
 - Teleconferencing
 - Notice in agenda
 - Identify teleconference location
 - Roll call vote
 - What about an “emergency” situation?

Holding meetings

- Brown Act limits meeting to posted agenda:
 - Brief general description of business to be transacted (20 words or less)
 - Post in publicly accessible place at/near location
 - Don't create "information only" vs. "action" items if you want flexibility
 - Restrictions on adding items to agenda*
- Must post agenda on website
 - "One click" rule—don't ignore this easy rule!
- Record how members vote

* Note: If you miss 72-hour posting deadline to include an item on regular agenda, you can still post a special meeting agenda with 24 hours notice for same time and place.

Board “Committee” meetings

- Brown Act applies to committees created by board, even if just advisory:
 - Applies to “standing” board committees (e.g., finance committee, audit committee, executive committee)
 - “Ad hoc” committees and CEO advisory teams exempt
 - SB 126 teleconferencing rules do not apply to committees

SB 126 rules regarding meeting locations and multi-site teleconferencing

- SB126 imposes additional rules as part of Ed. Code for charters— not actually part of the Brown Act
- Board meeting location requirements vary depending on number of school sites and counties you operate in (Rocketship falls into third column)

| ENTITY WITH SINGLE CHARTER | ENTITY WITH MULTIPLE CHARTERS | |
|--|--|---|
| | SAME COUNTY | MULTIPLE COUNTIES |
| Board meets within boundaries of county where authorized and located | Board meets within boundaries of county where authorized and located | Board meets in county where greatest number of pupils reside (might change over time) |
| Two-way teleconference from each site* if you have more than one | Two-way teleconference from each site* | Two-way teleconference from each site* |
| | | Audio/video record and post to website |

* Includes schoolsites and resource centers.

SB126 teleconferencing rules do not apply to committees

Holding meetings—Closed Sessions

- Brown Act limits “closed” sessions:
 - Statutory basis must be identified, such as
 - Litigation (identify matter)
 - Personnel evaluation, termination (identify position)
 - Collective bargaining strategy (identify negotiators)
 - Real estate negotiations (identify property)
 - Not for budget discussions, general planning

Holding meetings

- Rights of public:
 - Speak *before* action taken on any item (including closed session)
 - Publicly accessible location (with disabled access)
 - Public comment can (and should) be time-limited
 - At regular meeting to address board on something not on agenda
 - No non-agenda comment required at special meetings, but you can allow if you want to

Tennessee Open Meetings Act

- The TN Charter School Act of 1992 requires charters schools to comply with the Tennessee Open Meetings Act, 1974
- What is a “meeting”?
 - A gathering of a quorum of the board to deliberate toward or make a decision
 - Special exclusions apply for circumstances like program inspection (e.g. school tours) and “chance meetings” – as long as these aren’t used to circumvent the law
- “Adequate public notice” required
 - Notice must be posted in a location where a member of the community could become aware of such notice
 - Contents of the notice must reasonably describe the purpose of the meeting or the action proposed to be taken
 - Notice must be posted at a time sufficiently in advance of the actual meeting in order to give citizens both an opportunity to become aware of and to attend the meeting (though no single strict deadline)

Tennessee Open Meetings

- Meetings must be open to public attendance, though no requirement to allow public participation
- Closed session exceptions apply, such as in the case of advisory sessions with attorneys
- All votes must be public, with individual votes recorded for any roll call votes
- Teleconference or videoconference meetings are allowed, but must be noticed as such
- Minutes must be taken and made open to public inspection
- In a case where any violation occurs, any action taken is void and of no effect (nullification of action rather than penal remedy)

Topics we'll cover today

Board Compliance

- SB126 Compliance
- Brown Act When We're Back to Pre-Pandemic Rules
- Conflict of Interest
- Public Records

Board Duties and Best Practices

- Roles and Responsibilities of Board and Management
- Duty of Care (informed decision-making)
- Duty of Financial Oversight
- Duty of Loyalty (conflicts)

Charter Officials subject to Political Reform Act:

- SB 126 requires charters to adopt conflict of interest “code”
 - Many charters have latched on to authorizer’s COI code—but no longer can do so under SB 126
 - *Opportunity to establish appropriate parameters for your school*
 - Pros and cons
 - What are the steps?
 - Charters process through County Clerk or FPPC
- Requires annual financial disclosures by designated officials (the “Form 700”)
 - Spouse’s interests count
- Requires disclosure, disqualification from any decision that may affect material financial interests

Gov. Code section 1090

- SB 126 applies GC 1090 to charter school officials
 - Many charter petitions and MOUs already require compliance
 - Explicit carve-out for conflicts created by employment relationship (OK for employees to be board members)
- Strict rule to “void” conflicted contracts
- Section 1090 provides that a public agency officer or employee may not make, participate in making, or attempt to influence a contract in which he or she is financially interested
 - Disclosure and recusal not enough -- if a board member owns the business, it typically can't contract with Rocketship under most circumstances,
 - But look closely at the exceptions
- GC 1099 “incompatible offices” rule

Tennessee Conflict of Interest Laws

Under the TN Charter School Act of 1992, charter schools are required to abide by the TN Conflict of Interest statute (Tenn. Code Ann. 12-4-101)

- Personal interest of officers prohibited
 - It is unlawful for any board member to vote for, or supervise any contract in which the board member is “directly interested.”
 - "Directly interested" means any contract with the board member personally or with any business in which the board member is the sole proprietor, a partner, or the person having the controlling interest. "Controlling interest" includes the individual with the ownership or control of the largest number of outstanding shares owned by any single individual or corporation. This does not prohibit a board member from voting on a budget, appropriation resolution, or tax rate resolution, or amendments thereto, unless the vote is on a specific amendment to the budget or a specific appropriation or resolution in which such person is directly interested.
- It is unlawful for any board member to vote for, let out, overlook, or in any manner to superintend any work or any contract in which any municipal corporation, county, state, development district, utility district, human resource agency, or other political subdivision created by statute shall or may be interested, to be indirectly interested in any such contract unless the officer publicly acknowledges such officer's interest. "Indirectly interested" means any contract in which the officer is interested but not directly so, but also includes contracts where the officer is directly interested but is the sole supplier of goods or services in a municipality or county.

Tennessee code on consequences of violations

- *Should any person, acting as such officer, committee member, director, or other person referred to in [§ 12-4-101](#), be or become directly or unlawfully indirectly interested in any such contract, such person shall forfeit all pay and compensation therefor. Such officer shall be dismissed from such office the officer then occupies, and be ineligible for the same or a similar position for ten (10) years.*
- This provision has been mainly applied to city councilmen/mayors that receive compensation and engage in conflict of interest violations and have to return their compensation back and not run for office for 10 years.

MNPS will be asking Nashville charter boards to sign a voluntary conflict of interest / financial disclosure form

- Tennessee does not currently have an equivalent to the California Form 700
- However, Metro Nashville Public Schools has told us that they are planning to soon ask charter boards for a voluntary disclosure similar to Form 700
 - Recent standards issued by Annenberg Institute (out of Brown University) call for increased transparency of charter school governing boards
 - MNPS requires its own school board members to fill out Conflict of Interest / Financial Disclosure forms
- We will have more information from MNPS in the next few months, and will share with you the details as things evolve
 - MNPS met with several charter schools (including RSED) regarding whether charter boards would be willing to fill out similar forms
 - While we are working out the details and the exact nature of the disclosures, it is likely in our interest to voluntarily comply and have some input into the format of the disclosure form itself

Topics we'll cover today

Board Compliance

- SB126 Compliance
- Brown Act When We're Back to Pre-Pandemic Rules
- Conflict of Interest
- Public Records

Board Duties and Best Practices

- Roles and Responsibilities of Board and Management
- Duty of Care (informed decision-making)
- Duty of Financial Oversight
- Duty of Loyalty (conflicts)

Are the Charter School's records open to the public?

- Yes and no.
- SB 126 applies Public Records Act to charters
- But lots of exempt records:
 - Identifiable student records (FERPA)
 - Personnel and medical records
 - Pending litigation
 - Preliminary drafts
- But email and material kept in ordinary course may be public
 - What about my private email account?

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Board and Management (CEO)

- Board is responsible for long-term viability and success of the schools
- Board approves the “big stuff”:
 - Major educational and operational policies
 - Annual budget
 - Reviews and monitors financial policies and procedures, budget, and finances to inform and evaluate resource allocation
 - Hires and evaluates CEO
 - Ensures long-term viability
 - Does not have direct responsibility for day-to-day operational matters
- CEO:
 - In charge of day-to-day operations
 - Selection of all other staff

Fiduciary duties of directors (board members)

Directors owe fiduciary duties to the corporation—

- Duty of care
- Duty to provide financial oversight
- Duty of loyalty

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Duty of Care

- The Board makes policy, and is protected from liability when doing that.
- The CEO is accountable for implementing all Board policies.
- The Charter and/or policies further delineate roles and responsibilities, including delegated authority.
- Board members should not get involved with day-to-day business operations of the school

Duty of Care

- Be informed, stay informed and be proactive
- Ask questions to seek clarity before voting
- Listen to all perspectives and test your understanding of information and implications
- “Own your decision”

Board member exposure to personal liability?

- There is broad nonprofit law immunity for volunteer board members*
- D&O insurance to defend claims against board members acting within scope of duties
 - Rocketship does have this in place for all of our board members

*But not immune under federal law

Board members can be personally liable when:

- Acting outside course and scope of duties (such as supervising/disciplining rank-and-file employees, rather than policy-making)
- Breaching fiduciary duties
- Conflicts of interest that create personal benefit
- Intentional or willful misconduct

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Charter School Finances

- A non-profit charter's board is responsible for ensuring financial health, just as a business's board would be
- Annual budget is blueprint for school year, setting spending priorities and goals
 - Board approves and monitors annual budget and finances
 - Financial reports are presented to the Board, such as balance sheet, income statement, cash flow

Board Must Ensure Adherence to Fiscal Policies and Sound Financial Management

- Lots of talk about charter (mis)management of finances
 - Emphasizes how important this topic is
- Your authorizers may seek background information about board members to help ensure you have sufficient “capacity” to manage finances of the schools
- Scrutiny of and adherence to sound financial policies is the norm

Duty of Financial Oversight

- Potential for charter revocation due to failure to meet GAAP, or “fiscal mismanagement.”
 - Ed. Code, § 47607(c)(1)(C)
- Chartering authority to assess and monitor fiscal condition of charter school.
 - Ed. Code, §§ 47604.32(d) & 47604.33(b)
- Periodic financial reports are required.
 - Ed. Code, § 47604.33(a)
- Annual, independent financial audits are required.
 - Ed. Code, § 47605(m)

Charter School Finances – Audits

- Required annually.
- It validates the schools' reported finances.
- Audits are also used to validate the charter schools internal controls.
- Board must approve Audit Agreement in Spring of the each year.
- Board must approve the audit prior to submittal to oversight agencies.

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Duty of Loyalty

- General Rule: Individuals in a position of public trust must avoid conflicts of interest which prevent them from fulfilling their duties in an impartial manner.
- Legal presumption is that a person with a conflict of interest can never be impartial

Duty of Loyalty—avoid conflicts of interest

- Directors' duty of loyalty
 - Conflicts of interest must avoided
 - disclosure of personal financial interests
 - disclosure of duties to other corporations
 - “interested” directors can't be board majority

Nonprofit directors' “self-dealing” transactions:

- For most charitable nonprofits:
 - Majority of Board must affirm “fairness” of self-dealing transaction
 - Is it “material” to business of corporation?
 - Financially interested board member must disclose and disqualify

...but wait, there's more! Remember our discussion earlier about Conflict of Interest Codes, Form 700s, and Government Code Section 1090!

The End

- Any questions about these topics, or any other charter school topic?

Thank you!



Questions later? Please contact me.

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