

**IDEA Public Schools
Board of Directors Meeting
July 30, 2020**

Board Members Present: Al Lopez, Bill Martin, Collin Sewell, David Handley, Ed Rivera, Erich Holmsten, Mike D. Burke, Reba Cardenas, Ryan Vaughan, Victoria Rico, Xenia Garza

Staff Present: Jessica Hess, JoAnn Gama, Samuel Goessling, Javier Campos, Leanne Hernández, Stephanie Perryman, José Ramírez IV

Audience Present: Joseph Hoffer of Schulman, Lopez, Hoffer & Adelstein, LLP, Tom Sage of Hunton Andrews Kurth LLP

Meeting is called to order at 1:34 p.m.

Summary of Motions and Approvals

1. The Board passed a motion to enter Executive Session at 1:34 p.m.

Motion by: Ed Rivera
Second by: Xenia Garza
All in favor: Motion is approved

2. The Board passed a motion to reconvene at 3:09 p.m.

Motion by: David Hanley
Second by: Erich Holmsten
All in favor: Motion is approved

3. The Board passed a motion to pass the explanation of the Resolution for Delegation of Construction Procurement and Contracting as previously explained by Joe Hoffer.

Motion by: David Hanley
Second by: Bill Martin
All in favor: Motion is approved

4. The Board passed a motion to approve the resolution for non-expansion charter amendment for general contracting authority delegation.

Motion by: Erich Holsten
Second by: David Handley
All in favor: Motion is approved

5. The Board passed a motion to approve the consent agenda items in one Board action regarding real estate and construction contracts.

Motion by: Ryan Vaughan
Second by: David Handley
All in favor: Motion is approved

6. The Board passed a motion to ratify the Annual Financial Report Waiver as submitted and approved by the TEA.

Motion by: Ryan Vaughan
Second by: Ed Rivera
All in favor: Motion is approved

7. The Board passed a motion to approve the interlocal agreement as necessary for Operation Connectivity.

Motion by: Victoria Rico
Second by: David Handley
All in favor: Motion is approved

8. The Board passed a motion to adjourn at 3:17 p.m.

Motion by: Ryan Vaughan
Second by: Victoria Rico
All in favor: Motion is approved

Welcome and Call to Order

Al Lopez welcomed the Board Members to the July 30, 2020 Board of Directors meeting and confirmed quorum was present for the meeting in addition to members of the management team that were present as well. Mr. Lopez went on to state that given the Governor's suspension of parts of the Open Meetings Act they are conducting today's meeting via video conference and have a phone line for members of the public to join in the meeting should they wish to do so.

Mr. Lopez explained that they would enter the meeting in Executive Session, under sections 551.071 and 551.074, for consultation with legal counsel regarding pending legal matters. Members of the management team as well as legal counsel were invited to the Executive Session.

1. The Board passed a motion to enter Executive Session at 1:35 p.m.

Motion by: Ed Rivera
Second by: Xenia Garza
All in favor: Motion is approved

2. The Board passed a motion to reconvene into Open Session at 3:09 p.m.

Motion by: David Hanley
Second by: Erich Holmsten
All in favor: Motion is approved

Mr. Lopez noted that no action took place during Executive Session.

Resolution for Delegation of Construction Procurement and Contracting

Mr. Lopez then asked Mr. Hoffer to explain the resolution before them for Delegation of Construction Procurement and Contract. Mr. Hoffer then explained that the resolution before them under Government Code Chapter 2269 and under the Education Codes that IDEA falls under for construction procurement the Board is authorized to delegate certain construction procurement functions to a person or persons otherwise every single decision in construction procurement has to go before the Board. This resolution authorizes delegation to JoAnn Gama or a person or persons that she might organize like a committee (selections around which methodology is best for IDEA, to organize the procurement package, to evaluate and rank the procurement package, to determine which bidder provides best value and ultimately to negotiate a contract and then potentially to execute a contract based on Board policy.)

3. The Board passed a motion to pass the explanation of the Resolution for Delegation of Construction Procurement and Contracting, as previously explained by Joe Hoffer.

Motion by: David Handley
Second by: Bill Martin
All in favor: Motion is approved

Resolution on TEA Non-Expansion Charter Amendment for General Contracting Authority Delegation (Non-Construction)

Joe Hoffer further explained the TEA non-expansion charter amendment and resolution for general contracting authority delegation for non-construction noting that in response to the May 22 opinion of the Texas Supreme Court involving a charter school out in El Paso the Supreme Court said that all contracts of a charter school must be board approved in order for them to be effective and for there to be a waiver of immunity and also that a failure of a charter school to have all contracts approved by the board or as otherwise authorized by TEA could create an issue for the charter school around non-compliance. A non-expansion charter amendment is requested that TEA approve the Board to assign contractual authority based on policy. This is not actually making a direct delegation to any person it is basically referring to policies controlled by the Board as to what contracts require Board approval, the dollar amounts delegates can approve versus the CEO and so forth.

4. The Board passed a motion to approve the resolution for non-expansion charter amendment for general contracting authority delegation.

Motion by: Erich Holmsten
Second by: David Handley
All in favor: Motion is approved

Consent Agenda

5. The Board passed a motion to approve the consent agenda items in one Board action regarding real estate and construction contracts.

Motion by: Ryan Vaughan
Second by: David Handley
All in favor: Motion is approved

Mr. Lopez then went on to note that using their previously approved COVID-19 Emergency Resolution he and JoAnn Gama approved the submission of the Annual Financial Report Waiver. Carlo Hershberger explained the Annual Financial Report Waiver that IDEA has applied for which was submitted on July 27, 2020, and approved by the TEA on July 28, 2020.

Ratification of TEA COVID Annual Financial Review Waiver

6. The Board passed a motion to ratify the Annual Financial Report Waiver as submitted and approved by the TEA.

Motion by: Ryan Vaughan
Second by: Ed Rivera
All in favor: Motion is approved

Approval of TEA/Region IV Co-Op for Operation Connectivity

Mr. Lopez explained they had added an Emergency Addendum to the posted Board Meeting Agenda to allow them to consider the approval of the TEA Region IV Co-OP for Operation Connectivity. This interlocal agreement is supporting the acquisition of over 3,000 Mifis for Texas scholars.

7. The Board passed a motion to approve the interlocal agreement as necessary for operation connectivity.

Motion by: Victoria Rico
Second by: David Handley
All in favor: Motion is approved

Adjourn

8. The board passed a motion to adjourn the meeting at 3:17 p.m.

Motion by: Ryan Vaughan
Second by: Victoria Rico
All in favor: Vote passes unanimously

I certify that the foregoing are the true and correct minutes of the meeting of the Board of Directors of IDEA Public Schools held on July 30, 2020.

DocuSigned by:

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Ryan Vaughan, Board Secretary