

## **IDEA PUBLIC SCHOOLS – BOARD OF DIRECTORS MEETING**

**DECEMBER 4, 2020**

**Board Members Present:** Al Lopez, Bill Martin, David Earl, David Handley, Ed Rivera, Erich Holmsten, Michael Burke, Reba Cardenas McNair, Ryan Vaughan, Xenia Garza, Collin Sewell, Dr. Saam Zarrabi

**Board Members Not Present:** None

**Staff Present:** JoAnn Gama, Alejandra Loya, Elizabet T. Garza, Dolores González, Irma Muñoz, Martin Winchester, Carlo Hershberger, Leanne Hernandez, Sam Goessling, Phillip Garza, Javier Campos, Jessica Hess, Jose Ramirez IV, Stephanie Perryman, Jennifer Meer

**Audience Present:** Laurie Gutiérrez, Auditor of Blazek & Vetterling and Legal Counsel

### **Summary of Motions and Approvals**

1. The Board passed a motion to approve the 2019-20 IDEA Public Schools Annual Audit.

Motion by: **Bill Martin**

Seconded by: **Xenia Garza**

Motion approved.

2. The board passed a motion to approve the resolution and waiver of the two rules for the geographic boundaries for the 2020-21 school year.

Motion by: **David Earl**

Seconded by: **David Handley**

Motion approved.

3. The board passed a motion to approve the governance policies, as named.

Motion by: **Xenia Garza**

Seconded by: **Erich Holmsten**

Motion approved.

4. The board passed a motion to approve the consent agenda items in one board action.

Motion by: **Ryan Vaughan**

Seconded by: **David Handley**

Motion approved.

5. The board passed a motion to go into executive session pursuant to 551.074 (Chiefs Team Performance and Incentives) and 551.071 (Consultation with Legal Counsel regarding Pending Legal Issues and Matters as well as some personnel items)

Motion by: **Ryan Vaughan**

Seconded by: **Erich Holmsten**

Motion approved.

6. The board passed a motion to reconvene in open session.

Motion by: **Ryan Vaughan**

Seconded by: **Erich Holmsten**

Motion approved.

7. The board passed a motion to approve the 2019-2020 performance incentive plan results as presented and modified in the Executive Session.

Motion by: **Michael Burke**

Seconded by: **Ryan Vaughan**

Motion approved.

8. The board passed a motion to approve the resolution requesting the Permanent School Fund Guarantee of Bonds and Authorizing the Administration to Pursue Bond Financing, and containing other matters related thereto.

Motion by: **David Earl**

Seconded by: **Xenia Garza**

Motion approved.

9. The board passed a motion to approve the Board resolution to Update TexPool investment authorized persons/signers.

Motion by: **Bill Martin**

Seconded by: **David Handley**

Motion approved.

10. The board passed a motion to approve the board resolution(s) with co-CFO signature authority (real estate, construction and other).

Motion by: **David Earl**

Seconded by: **Erich Holmsten**

Motion approved.

11. The board passed a motion to adjourn the meeting at 4:20 p.m.

Motion by: **Ed Rivera**

Seconded by: **Xenia Garza**

Motion approved.

Al Lopez welcomes the attendees to their December 4, 2020 Regularly Scheduled IDEA Public Schools Board of Directors meeting. Al Lopez says that with the support of Jessica Hess, he can confirm that they have quorum for today's meeting, in addition to members of their management team being present. Al Lopez says that given the Governor's suspension of some parts of the Open Meetings Act, they are conducting today's meeting via videoconference and have a phone line for members of the public to join in the meeting should they wish to do so.

Al Lopez asks if there is any public comment.

Jessica Hess confirms that there are no public comments.

#### **Public Comment**

Al Lopez says that they have a variety of updates to receive today and critical business items to take care of, so without further delay, wishes to start their meeting. Al Lopez says that since there is no public comment today, they will proceed with the meeting.

#### **Annual Audit Review**

Al Lopez thanks everyone who joined their joint Audit & Finance Committee meeting on 11/20 and were able to receive the report from their External Auditors, Blazek & Vetterling. Al Lopez says that their Auditors are in attendance to review the fiscal year 2019-20 Annual Audit report to the general Board Meeting.

*<<Al Lopez turns meeting over to Laurie Gutiérrez, Audit Engagement Partner for Blazek & Vetterling, for 2020 Audit Results Presentation>>*

*<<Laurie Gutiérrez gives Audit Results Presentation, and then takes questions from attendees>>*

Al Lopez asks for a motion to approve the 2019-20 IDEA Public Schools Annual Audit.

Motion by: **Bill Martin**

Seconded by: **Xenia Garza**

All in favor: **All**

All opposed: **None**

Motion approved

Al Lopez asks if there are any questions.

*<<Al Lopez thanks Laurie Gutiérrez again for her work>>*

### **Organizational Update**

Al Lopez says that he is now going to turn the meeting over to their CEO, JoAnn Gama, and the management team, for an organizational update.

*<<JoAnn Gama provides CEO update>>*

*<<Irma Muñoz provides update>>*

Al Lopez thanks JoAnn Gama and the management team for their continued focus on IDEA's goals and their commitment to health and safety during these challenging times while not compromising their zeal for academic performance. Al Lopez says they know each day brings many challenging decisions, but their steadfastness towards IDEA's students and families inspires them to remain focused on their work and how best to achieve it.

### **Geographic Boundary Waiver**

Al Lopez says that he is now going to take the agenda a bit out of order and will do committee reports after this. Al Lopez says the Texas Education Agency had granted A & B Rated charter schools the ability to operate outside of their geographic boundaries for the 2020-21 school year but in order to receive approval, IDEA is required to formally request a boundary waiver. Al Lopez says that this announcement came during the summer months. Al Lopez says that IDEA is serving some students who actually reside outside of IDEA's boundaries due to IDEA's virtual enrollment setting that they have in place for many of their students, and that roughly half of their students are learning virtually. Al Lopez says that IDEA needs to submit a waiver to two TEA rules, as listed in their packets and in their agenda, for approval.

Al Lopez asks for a motion to approve the resolution and waiver of the two rules for the geographic boundaries for the 2020-21 school year.

Motion by: **David Earl**

Seconded by: **David Handley**

All in favor: **All**

All opposed: **None**

Motion approved

### **Committee Reports**

Al Lopez says that he is pleased with the attendance and engagement at all their committee meetings this month. Al Lopez thanks everyone for their attendance and commitment to moving the work of the organization forward through the committees. Al Lopez says that he would now like to invite committee chairs to provide an update of what was covered at each meeting.

*<<Bill Martin provides the Finance Committee update>>*

*<<Ed Rivera provides the Audit Committee update>>*

*<<Collin Sewell provides the Governance Committee update>>*

*<<Xenia Garza provides the Academic Committee update>>*

*<<Xenia Garza asks question about who may be invited to Committee meetings>>*

*<<Al Lopez answers the question>>*

### **Governance Policies**

Al Lopez says that as Collin Sewell mentioned in the Governance Committee update, they have the following policies in their materials for review and adoption today.

- Governance Policy 1.1 – District Foundations
- Governance Policy 1.10 – Public Complaints
- Governance Policy 1.13 – School Visitors
- Governance Policy 1.14 – Internet Safety
- Governance Policy 1.15 – Accessibility – Technology Resources
- Governance Policy 1.16 – Emergency Plans
- Governance Policy 1.17 – Crisis & Trauma Response
- Governance Policy 1.3 – Board Policy and Administrative Procedure
- Governance Policy 1.4 – Board Member Orientation and Training
- Governance Policy 1.7 – Public Information Requests
- Governance Policy 1.8 – Board Meetings

Al Lopez says many of these policies are ratifications of what is already in their Student and Employee Handbooks. Al Lopez says that these policies have all been reviewed by internal and external counsel and have been recommended for approval.

Al Lopez asks for a motion to approve the governance policies, as named.

Motion by: **Xenia Garza**

Seconded by: **Erich Holmsten**

Al Lopez asks if there are any questions about any of these policies.

All in favor: **All**

All opposed: **None**

Motion approved

### **Consent Agenda**

Al Lopez says that they have several items for consideration in their consent agenda for today. Al Lopez thanks their committees for reviewing many of these items in advance of today's meeting, and for recommending them for approval. Al Lopez says that they are included in their packet.

#### Consent Agenda

- a. Contracts
  - (1) Construction
  - (2) Non-Construction
    - (a) AST: Special Education support, NIFDI,
    - (b) Leases: Rio Grande Valley space, temporary office space
    - (c) Operations: Child Nutrition Program: Solid Waste and Recycling Services, IT
    - (d) Human Assets: Promise 54
  - (3) Contract Ratification of contracts executed previous for 2020-21 school year by Co-CFO
- b. September, October Budget Amendments
- c. September, October Financial Statements
- d. Public Funds Investment Act – Quarter 1 Report
- e. Approval of independent audit firm for FY 2021
- f. Internal Audit Charter
- g. Campus Improvement Plan – Rundberg Academy
- h. 2020-21 IDEA Travis Calendar
- i. El Paso Transition Waiver
- j. Governance Reporting Form Submission Ratification

Al Lopez asks for a motion to approve the consent agenda items in one board action.

Motion by: **Ryan Vaughan**

Seconded by: **David Handley**

Al Lopez asks if there are any questions about any of these policies.

All in favor: **All**

All opposed: **None**

Motion approved

#### Executive Session

Al Lopez says that at this time, their board business takes them to closed session, pursuant to 551.074 (Chiefs Team Performance and Incentives) and 551.071 (Consultation with Legal Counsel regarding Pending Legal Issues and Matters as well as some personnel items). Al Lopez notes the time as 2:08 p.m.

Al Lopez asks if there are any questions.

Motion by: **Ryan Vaughan**

Seconded by: **Erich Holmsten**

All in favor: **All**

All opposed: **None**

Motion approved

<<Meeting enters Executive Session at 2:09 p.m.>>

Al Lopez asks for a motion to reconvene in open session at 4:11 p.m., and says for the record, that no action took place in closed session.

Al Lopez asks if there are any questions.

Motion by: **Ryan Vaughan**

Seconded by: **Erich Holmsten**

All in favor: **All**

All opposed: **None**

Motion approved

#### **Approve payment pursuant to 2019-20 Incentive Plans**

Al Lopez says that at this time, he is looking for a motion to accept the 2019-20 performance incentive plan results for the CEO, COO, CAO, CPO, CCO, and CHAO, and to approve payments per the plans' terms. Al Lopez says that they may recall, the bonus incentives for the leadership team were delayed, they are normally paid in October, but these were earned as a result of the performance they had in 2019-2020, and the performance and the proposed payouts were reviewed by the Governance Committee, and the proposed payments meet the incentive plan criteria as previously approved and were presented in closed session.

Al Lopez says that in 2019-20, as they have heard, IDEA Public Schools met or exceeded all of its organizational goals, a banner year and the first time they had actually every done that—around college matriculation, student learning and achievement on exams that are all important for college, student and family retention, teacher performance and development, and staff longevity, which each of them on the board knows from their own careers that they don't achieve that kind of success without strong, focused leadership. Al Lopez says that was especially true last spring when they saw how the team reacted to the pandemic and shifted to remote learning. Al Lopez says that was another example of how great the performance was by JoAnn and the leadership team in 2019-2020.

Al Lopez says that the hallmark of this organization has helped them attract and retain some of the most talented and dedicated educators and leaders anywhere, is the fact that they are able to congratulate and reward them appropriately, so he is proud that IDEA was able to recognize strong results again this year through responsible management of the resources entrusted to them.

Al Lopez asks for a motion to approve the 2019-2020 performance incentive plan results as presented and modified in the Executive Session.

Motion by: **Mike Burke**

Seconded by: **Ryan Vaughan**

Al Lopez asks if there are any questions or follow up comments.

All in favor: **All**

All opposed: **None**

Motion approved.

### **Permanent School Fund**

Al Lopez returns to the top of their agenda and turns the meeting over to Stephanie Perryman regarding their Permanent School Fund Agenda Item.

*<Stephanie Perryman presents Permanent School Fund Resolution >*

*<<There are no questions>>*

Al Lopez asks for a motion to approve the resolution requesting the Permanent School Fund Guarantee of Bonds and Authorizing the Administration to Pursue Bond Financing, and containing other matters related thereto.

Motion by: **David Earl** (who moves to approve authorization as discussed in Executive Session)

Seconded by: **Xenia Garza**

All in favor: **All**

All opposed: **None**

Motion approved.

### **TexPool**

*<<Al Lopez asks Stephanie Perryman to explain item 4 on their agenda pertaining to TexPool.>>*

*<<Stephanie Perryman presents on Texpool & Texprime Authority>>*

Al Lopez asks for a motion to approve the Board resolution to Update TexPool investment authorized persons/signers.

Motion by: **Bill Martin**

Seconded by: **David Handley**

All in favor: **All**

All opposed: **None**

Motion approved.

### **Co-CFO Signature Authority**

Al Lopez says they have another item for consideration to give Leanne Hernandez, interim co-CFO, signature authority on real estate and construction contracts as well as co-extensive authority with her counterpart co-CFO, Carlo Hersberger. Al Lopez says given the current structure of management in their business office and their policies, this is necessary and in the best interest of facilitating the efficient administration of work at IDEA relative to contracts. Al Lopez says following their policy, Board approval



will continue to be required for any transaction exceeding \$250,000. Al Lopez says in those situations, what they are doing today gives Leanne the authority to sign contracts involving transactions the Board has authorized.

Al Lopez says he's looking for a motion to approve the board resolution(s) with co-CFO signature authority (real estate, construction and other).

Motion by: **David Earl**

Seconded by: **Erich Holmsten**

All in favor: **All**

All opposed: **None**

Motion approved.

### **Adjourn**

Al Lopez thanks everyone for their participation and engagement this year. Al Lopez says he appreciates everyone's consistency, and that he looks forward to an even better year next year and wishes everyone a blessed and healthy holiday season.

Al Lopez says that at this time, he believes they have concluded all board business for December 4, 2020.

Al Lopez asks for a motion to adjourn the meeting at 4:20 p.m.

Motion by: **Ed Rivera**

Seconded by: **Xenia Garza**

All in favor: **All**

All opposed: **None**

Motion approved.

I certify that the foregoing are the true and correct minutes of the meeting of IDEA Public Schools held on December 4, 2020.

DocuSigned by:  
  
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Ryan Vaughan, Board Secretary