

**IDEA Public Schools
Board of Directors Meeting
Friday, January 15, 2021**

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

Board Members Not Present: Erich Holmsten

Staff Present: JoAnn Gama, Jessica Hess, Samuel Goessling, Irma Muñoz, Dolores Gonzalez, Phillip Garza, Martin Winchester, Elizabet Garza, José Ramírez IV, Leanne Hernandez, Carlo Hershberger, Javier Campos, Tita Terán

Audience Present: Legal Counsel, Drew Masterson of Masterson Advisors LLC, John Buck of Buck Financial Advisors, Brian Colon of Baird National Charter School Finance Group

Meeting is called to order by Chair, Al Lopez, at 12:06 p.m.

Summary of Motions and Approvals

1. The Board passed a motion to approve a resolution requesting Governor Abbot to Include Public School District Personnel in the Official Expert Vaccine Allotment Panel’s Definition of Frontline Workers.
Motion by: Mike Burke
Second by: David Handley
All in favor: All
All opposed: None
Vote passes unanimously

2. The Board passed a motion to approve the COVID-19 Resolution on Leave Extension.
Motion by: Xenia Garza
Second by: David Earl
All in favor: All
All opposed: None
Vote passes unanimously

3. The Board passed a motion to approve the Resolution for Weather-Related Day Virtual-Only School Day Waiver.
Motion by: Bill Martin
Second by: David Handley
All in favor: All
All opposed: None
Vote passes unanimously

4. The Board passed a motion to go into Executive Session at 12:43 p.m.
Motion by: Mike Burke

Second by: David Earl
All in favor: All
All opposed: None
Vote passes unanimously

5. The Board passed a motion to reconvene in Open Session at 12:50 p.m.

Motion by: Mike Burke
Second by: David Earl
All in favor: All
All opposed: None
Vote passes unanimously

6. The board passed a motion to approve authorizing a borrowing from a higher education finance corporation to finance and refinance educational facilities; approving the issuance of bonds; delegating authority to approve the terms of the bonds, effect the sale, issuance and delivery of bonds and execute and deliver certain documents related thereto; and containing other matters related thereto.

Motion by: Bill Martin
Second by: David Handley
All in favor: All
All opposed: None
Vote passes unanimously

7. The Board passed a motion to approve Midland Property Donation and subsequent dedication.

Motion by: Reba Cardenas McNair
Second by: Bill Martin
All in favor: All
All opposed: None
Vote passes unanimously

8. The Board passed a motion to approve all items on the consent agenda items in one Board action.

Motion by: Bill Martin (all consent agenda items as stated)
Second by: David Hadley
All in favor: All
All opposed: None
Vote passes unanimously

9. The Board passed a motion to adjourn the meeting at 3:15 p.m.

Motion by: Xenia Garza
Second by: Bill Martin
All in favor: All
All opposed: None
Vote passes unanimously

Welcome and Call to Order

Al Lopez welcomed the Board Members to the January 15, 2021 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 noted they have a variety of updates to receive today and critical business items to take care of as he called the meeting to order. Mr. Lopez asked for public comment to which there was none.

CEO Update by JoAnn Gama

Ms. Gama began by thanking all board members for their time contribution to IDEA as a gesture of Board Appreciation Month. Ms. Gama then proceeded to provide an update on the five Board-wide goals in terms of where they are at for what they are calling “Strong Start”:

1. College Matriculation on track at 86%;
2. School Rating A off track due to the suspension of letter grades by the TEA;
3. Persistence Goal slightly off track at 52%;
4. Teacher and staff retention on track at 96%;
5. Operating Income Goal on track; and

Ms. Dolores Gonzalez provided additional information regarding assessments and best practices for virtual learning. Ms. Irma Muñoz provided additional information regarding the efforts in collecting student applications. Mr. Martin Winchester provided information regarding the teacher and staff retention percentages and the comparison between charter schools and ISDs. Mr. Sam Goessling provided information regarding the fundraising goal. The team also provided updates on how IDEA continues to operate in the 2020-2021 school year based on current guidance. Ms. Gama finished by reinforcing that IDEA will continue to work hard to ensure stronger engagement from students and quality lesson delivery taking into consideration goals and organization-wide priorities.

COVID-19 Update

Ms. Gama provided a COVID update on the number of active cases and the availability for COVID testing at the campuses. Additionally, Ms. Gama provide information about the efforts made to maintain employees informed about COVID-related information and allowing time for vaccination. Ms. Muñoz provided additional information about partnering at the local level to assist with the vaccination process as a duty and service to the community.

COVID-19 Resolution on Front Line Workers

The Board passed a motion to approve the COVID-19 Resolution on Front Line Workers.

Motion by: Michael Burke
Second by: David Handley
All in favor: All
All opposed: None
Vote passes unanimously

COVID-19 Resolution on Leave Extension

The Board passed a motion to approve the COVID-19 Resolution on Leave Extension.

Motion by: Xenia Garza
Second by: David Earl
All in favor: All
All opposed: None
Vote passes unanimously

Resolution for Virtual School Day Waiver

The Board passed a motion to approve the Resolution for Weather-Related Day Virtual-Only School Day Waiver.

Motion by: Bill Martin
Second by: David Handley
All in favor: All
All opposed: None
Vote passes unanimously

Executive Session

The Board passed a motion to approve transition into Executive Session to discuss matters pursuant to 551.072 (real estate acquisition and financing), 551.074 (personnel) and 551.071 Consultation with Legal Counsel regarding Pending Legal issues and matters and invited the legal counsel to join at 12:43 p.m.

Motion by: Michael Burke
Second by: David Earl
All in favor: All
All opposed: None
Vote passes unanimously

Legal counsel was present for the entirety of Executive Session. All discussion was related to stated issues above, and pertinent to legal discussion and counsel. No action took place in Executive Session.

The Board passed a motion to reconvene in Open Session at 2:50 p.m.

Motion by: Michael Burke
Second by: David Earl
All in favor: Vote passes unanimously

The Board Chair stated that no action had occurred on closed session.

Resolution for Borrowing from a Higher Education Finance Corporation

The Board passed a motion to approve the PSF Resolution

Motion by: Bill Martin
Second by: David Handley

All in favor: All
All opposed: None
Vote passes unanimously

Real Estate

The board passed a motion to approve the donation and subsequent dedication of property in Midland, Texas.

Motion by: Reba Cardenas McNair
Second by: Bill Martin
All in favor: All
All opposed: None
Vote passes unanimously

Committee Reports:

Governance Committee (Collin Sewell)

- a. Meeting conducted Tuesday, January 12, 2021
- b. Recommendation and approval of Greenwich Consulting for support of Board Member recruitment to begin on Spring 2021; Sam Goessling will be the primary point of contact
- c. Board Retreat moved to September 2021
- d. Feedback and process for Board Officer elections
- e. Request for completion of Survey for committee membership and officer roles
- f. Outlined clear topics and next steps for upcoming meeting and critical board structure
- g. Next meeting in February 2021
 - a. Board Nomination Results

Academic Committee (Xenia Garza)

- a. Meeting held on December 17, 2020
- b. STAAR Testing update
- c. Student persistence update
- d. Next meeting on January 28, 2021, will be reviewing:
 - a. Discipline Reporting
 - b. TAPR Reporting
 - c. Semester Exam data

Audit Committee (Al Lopez for Ed Rivera)

- a. Focus on monthly senior leadership corporate card, meal and travel reports
- b. Javier Campos presented activity for November 2020
- c. Next meeting January 22, 2021 at 9:30 a.m.

The Board Chair preceded to thank the board members for their participation, staying on course and potentially joining additional committees.

Consent Agenda

The Board reviewed all consent agenda items listed:

- a. Contracts
 - 1) Construction & Improvements
 - 2) Non-Construction
 - a) Operations: Lease Agreements for Temporary Office Spaces; Transportation
 - b) Academic Services: NIFDI
 - c) Human Assets: Reporting Services
 - 3) Contract Ratification
 - 4) Contract and procurement approvals (License agreement extension)
- b. Philanthropic Report and Approvals
- c. Paid Family Leave Policy

The Board passed a motion to approve all items on the consent agenda in one Board action.

Motion by: Bill Martin (all consent agenda items as stated)
Second by: David Handley
All in favor: All
All opposed: None
Vote passes unanimously

Adjourn

The Board passed a motion to adjourn the meeting at 3:15 p.m.

Motion by: Xenia Garza
Second by: Bill Martin
All in favor: All
All opposed: None
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 January 15, 2021.

DocuSigned by:

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Ryan Vaughan, Board Secretary