

**IDEA Public Schools
Board of Directors' Retreat, Workshop & Special Called Meeting
Minutes
May 24-26, 2021**

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

Others Present: Joseph Hoffer, Board Counsel

Call to Order & Establishment of Quorum

The Workshop was called to order at 9:08 a.m. by Al Lopez and a quorum was confirmed.

Mr. Lopez made introductory remarks and explained the objectives for the day. Mr. Lopez explained that the focus will be on academic and operational goals.

Executive Session

1. The Board passed a motion to move into Executive Session under Government Codes § 551.071 (Consultation with Legal Counsel) and § 551.074 (Personnel) and to receive Board training and advice from legal counsel as well:

Motion by: Reba Cardenas
Second by: Ed Rivera
All in favor: Vote passes unanimously

The Board went into Executive Session at 9:08 a.m.

2. The Board passed a motion to reconvene into Open Session at 7:05 p.m.:

Motion by: David Handley
Second by: Ryan Vaughan
All in favor: Vote passes unanimously

No action took place during Executive Session.

Open Session

3. The Board passed a motion as discussed in Executive Session regarding separating from employment with the CEO/superintendent Jo Ann Gama and COO Irma Munoz, and to appoint Al Lopez as Acting CEO/superintendent on a volunteer basis and Collin Sewell as Acting COO on a volunteer basis. In its motion the Board also directed the Acting CEO to review and take appropriate action on

other positions as discussed during Executive Session and under the duties of a CEO/superintendent:

Motion by: Reba Cardenas
Second by: Ed Rivera
All in favor: Vote passes unanimously

4. The Board passed a motion to authorize legal counsel to act as discussed during Executive Session:

Motion by: Ryan Vaughan
Second by: Eric Holmsten
All in favor: Vote passes unanimously

Executive Session

5. The Board passed a motion to move back into Executive Session to consult with legal counsel on other personnel matters and pending legal issues at 7:07 p.m.:

Motion by: Collin Sewell
Second by: Ed Rivera
All in favor: Vote passes unanimously

Open Session

6. The Board passed a motion to move back into Open Session at 9:11 p.m.:

Motion by: David Hampton
Second by: Xenia Garza
All in favor: Vote passes unanimously

No action took place during Executive Session.

7. The Board passed a motion to recess the meeting at 9:12 p.m. to the next business day:

Motion by: Collin Sewell
Second by: Eric Holmsten
All in favor: Vote passes unanimously

8. The Board passed a motion to resume the meeting at 10:00 a.m. on May 25, 2021:

Motion by: David Handley
Second by: Xenia Garza
All in favor: Vote passes unanimously

May 25, 2021 (Board Meeting Continued)

Open Session

9. The Board passed a motion to reconvene the meeting in Open Session at 11:33 a.m.:

Motion by: Reba Cardenas
Second by: Xenia Garza
All in favor: Vote passes unanimously

Executive Session

10. The Board passed a motion to move into Executive Session at 11:34 a.m. to discuss personnel items with legal counsel:

Motion by: Collin Sewell
Second by: Ed Rivera
All in favor: Vote passes unanimously

Open Session

11. The Board passed a motion to move back into Open Session at 8:45 p.m.:

Motion by: Reba Cardenas
Second by: Xenia Garza
All in favor: Vote passes unanimously

No action took place during Executive Session.

12. The Board passed a motion to recess the meeting at 8:46 p.m. the next business day:

Motion by: Collin Sewell
Second by: David Handley
All in favor: Vote passes unanimously

May 26, 2021 (Board Meeting Continued)

Open Session

13. The Board passed a motion to resume Open Session:

Motion by: Eric Holmsten

Second by: David Handley
All in favor: Vote passes unanimously

14. The Board passed a motion to approve the resolution updating the financial account's signature cards and authorized users:

Motion by: David Handley
Second by: Ryan Vaughan
All in favor: Vote passes unanimously

Executive Session

15. The Board passed a motion to move into Executive Session at 8:49 a.m.:

Motion by: Ed Rivera
Second by: Eric Holmsten
All in favor: Vote passes unanimously

Open Session

16. The Board passed a motion to resume Open Session at 5:52 p.m.:

Motion by: David Earl
Second by: Ryan Vaughan
All in favor: Vote passes unanimously

No action took place during Executive Session.

17. The Board passed a motion to direct legal counsel to work with forensic auditor on continuing audit and accounting support as discussed in closed session:

Motion by: David Earl
Second by: Ed Rivera
All in favor: Vote passes unanimously

18. The Board passed a motion to direct legal counsel to defend against any employment legal claims as discussed during Executive Session:

Motion by: David Earl
Second by: Reva Cardenas
All in favor: Vote passes unanimously


Adjournment

The Board passed a motion to Adjourn the Workshop and meeting at 5:54 p.m.:

Motion by: Ed Rivera
Second by: Xenia Garza

All in favor: Vote passes unanimously

I certify that the foregoing is the true and correct summary of the Workshop of the Board of Directors of IDEA Public Schools held on May 24-26, 2021.

DocuSigned by:

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Ryan Vaughan, Board Secretary