



Board Meeting Minutes

December 10, 2021

Board Members Present: Al Lopez, Collin Sewell, Reba C. McNair, Erich Holmsten, Xenia Garza, David Earl, Michael Adams, Ed Rivera, Gary Lindgren, Dr. Saam Zarrabi

Board Members Not Present: Ryan Vaughan

Staff and Consultants Present: Joseph Hoffer, Tom Sage, Lisa Garza, Dolores Gonzalez, Martin Winchester, Phillip Garza, Samuel Goessling, Leanne Hernandez, Cody Grindle, Candice Burns, Jessica Hess, Layne Fisher, Massie Ritsch, Ashley Wheeler, Jennifer Meer, Daniel Fishman, Carlo Hershberger, Jazmin Leon-Wing, Javier Campos, Perkins, Alejandra Loya, Belinda Garcia, Fidel Ozuna, Amy Loibl, Sandra Aguilar, Kerry Villarreal, Marco Carbajal, Tita Teran, Coach Alaniz, Coach Morgan, Marisa Garza, Coach Natalie Flores, Coach Eduardo Menchaca

Audience and Students Present: Anne Marie Donnelly, Dave Hendricks, Arthur Reyna, Jonathan Aceves, Carlos Zavala, Jose Blanco, Alejandro Maldonado, Jose Medina, Juan Jimenez, Aaron Aguirre, Edgar, Alejandra Rodriguez, Mr. and Mrs. Rodriguez, Jose Saucedo

Meeting was called to order by Chair, Al Lopez, at 9:36 AM CST

Summary of Motions and Approvals

1. The Board passed a motion to approve the employee pay scales compensation related to the 22-23 budget cycle as presented.

Motion by: Collin Sewell

Second by: Xenia Garza

Motion passed unanimously.

2. The Board passed a motion to approve the resolution authorizing the borrowing from Clifton 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 associated with this transaction.

Motion by: Erich Holmsten

Second by: David Earl



Motion passed unanimously.

3. The Board passed a motion to approve the all the policies listed with the exception of the Nepotism in Hiring policy in one board action.

Motion by: Reba C. McNair

Second by: Xenia Garza

Motion passed unanimously.

4. The Board passed a motion to approve the resolution to the opt out of TRS Care.

Motion by: Reba C. Mc Nair

Second by: Ed Rivera

Motion passed unanimously.

5. The Board passed a motion to approve the to ratify the submission of TEA forms and TEA governance submittals as presented.

Motion by: Reba C. McNair

Second by: Erich Holmsten

Motion passed unanimously.

6. The Board passed a motion to approve the transition into Executive Session to discuss matters pursuant to Govt. Code 551.071 (consultation with Legal Counsel regarding pending legal issues and matters), 551.074 (personnel) at 11:55 AM CST. The Board invited the management to join the closed Session.

Motion by: Reba C. McNair

Second by: David Earl

Motion passed unanimously.

7. The Board passed a motion to reconvene in Open Session at 1:00 PM CST.

Motion by: David Earl

Second by: Reba C. McNair

Motion passed unanimously.



8. The Board passed a motion to approve the grant agreements as discussed in closed session.

Motion by: David Earl
Second by: Reba C. McNair
Motion passed unanimously.

9. The Board passed a motion to approve the 2021-22 performance incentive plan related to the Chief Operations Officer goals.

Motion by: Reba C. McNair
Second by: Xenia Garza
Motion passed unanimously.

10. The Board passed a motion to approve the org wide goals discussed in closed session.

Motion by: Reba C. McNair
Second by: Xenia Garza
Motion passed unanimously.

11. The Board passed a motion to approve the consent agenda in one board action.

- a. Contracts
 - (1) Construction & Improvements
 - (2) Non-Construction
 - (a) Copier Agreements
 - (b) Interlocal Agreements
 - (c) Postal Service Agreement
 - (d) Contracted services
 - (e) Equipment installation
 - (f) Data sharing services
 - (3) Contract Ratifications
 - (4) Grant Agreements
- b. Approving Participation in Special Events and Sponsorships
- c. ~~November 12, 2021 Board Meeting Minutes~~ - PULLED
- d. November 18, 2021 Board Workshop Minutes
- e. ~~November 19, 2021 Special Called Board Meeting Minutes~~ - PULLED
- f. November Committee Meeting Minutes



- g. September Financial Statements – Reviewed by the Finance Committee
- h. October Financial Statements – Reviewed by the Finance Committee
- i. Budget Amendments and Reports – Reviewed by the Finance Committee
- j. Quarter 2 Public Funds Investment Act Report – Reviewed by the Finance Committee
- k. Insurance Policy extension and employed lawyer liability coverage – Reviewed by the Finance Committee
- l. Travel Policy exception transaction requests – Reviewed by the Finance Committee
- m. IDEA Rundberg Academy – Campus Improvement Plan
- n. Recommendation for External Auditor Engagement
- o. Internal Audit Plan Amendment

Motion by: Michael Adams

Second by: Ed Rivera

Motion passed unanimously.

12. The Board passed a motion to adjourn the meeting at 1:09 PM CST.

Motion by: Reba C. McNair

Second by: Xenia Garza

Motion passed unanimously.

Welcome and Call to Order

Al Lopez, Board Chair, welcomed the Board Members to the December 10, 2021, Board of Directors' meeting and confirmed quorum was present for the meeting in addition to members of the management team. Mr. Lopez, as presiding officer, conducted the meeting in the headquarters offices in Weslaco, Texas, as posted. He further indicated some members joined via videoconference and a phone line was available for members of the public to join in the meeting if they wish to do so.

Public Comment

Jessica Hess, Chief Compliance and Administrative Officer, confirmed no requests for comments were received.

Employee and Staff Comment

Jessica Hess, Chief Compliance and Administrative Officer, confirmed there were no requests for employee and staff comments.

Presentation of Scholars

A group of students from IDEA Thrive, IDEA Frontier Varsity Cross Country team, IDEA Lake Houston,



and IDEA South Flores.

Public Hearing, Charter FIRST

Carlo Hershberger, Sr. VP of Finance/Comptroller, presented the 2020-21 Charter FIRST rating and financial management report. He also mentioned the projection seems to indicate that IDEA should be achieve a superior rating.

Organizational Update

Al Lopez, Acting CEO/Superintendent assisted by Lisa Garza, Chief Schools Officer; Dolores Gonzalez, Chief Program Officer; Cody Grindle, Chief Information Office; and Martin Winchester, Chief Human Assets provided the organizational update related to staff retention, attendance, and academics.

Lisa Garza provided an update on the academic outcomes. Mrs. Garza shared the five top achievement goals being tracked and indicated that they are working hard to achieve the goal of an “A” rating.

Martin Winchester presented he attrition data. He indicated there is a slight fall and indicate an impact on meeting the needs of students while also trying to maintain the retention numbers.

Cody Grindle presented the average daily attendance (ADA) data and indicated that they have implemented a new campaign called “Mondays Matter”, which emphasizes on the importance of attendance on Mondays. Layne Fisher, Chief Operating Officer, provided an update on the COVID case rates and how it continues to affect the average daily attendance.

Committee Reports:

Finance Committee by Erich Holmsten

The Finance Committee met on December 3rd and reviewed the financial results for the month of September and October 2021, budget variance report, the budget amendments for November 2021. The Committee was also presented with a Child Nutrition Program update regarding the 21-22 meal participation and the projected revenues and expenses. A compliance update was provided on the 20-21 audit, the Charter FIRST public hearing, the FSP reporting, the 990 form and the Q1 Public Funds Investment Act report. The Committee reviewed and approved the DNO insurance policy extensions and employee liability coverage, The Committee reviewed the grant applications proposals and grants awarded. The Committee was presented a modification to the Donor Cultivation and Stewardship policy. The Committee discussed the plan of finance bond structures and proposed timeline. The next Finance Committee meeting is January 28, 2021.

Governance Committee by Collin Sewell



The Governance Committee met on December 7, 2021. The Committee received a presentation regarding the Board Giving Campaign and board recruitment efforts. The Committee reviewed the Public Information Request policy and performance incentives goals. The next governance committee meeting is January 11, 2021 at 8:30 am.

Audit Committee by Ed Rivera

The Audit Committee met on December 8, 2021 and reviewed a proposal to reengage with Blazek and Vetterling for the annual audit for the year ending in 2022. The Committee was presented the monthly reporting update related to expenditures for senior regarding meals and travel expenses for the September and October 2021. The committee was presented an update Whistleblower report and was briefed on the whistleblower hotline and procedures. The Committee was also presented with a proposal to approve changes to the audit plan. Lastly, the Committee was presented with the College Matriculation audit findings and corrective actions plans. The next Audit Committee meeting is February 4, 2022 at 10:00 am.

Finance Update and 22-23 Budget Review

Leanne Hernandez, Chief Financial Officer, presented the finance update and indicated that the preliminary budget is based on an assumed projection of 94% average daily attendance. She further indicated that the main focus for today's approval is regarding compensation adjustments to ensure that staff is being adequately compensated. Jennifer Meer, Sr. VP of Compensation and Benefits, added that they are requesting the adjustment in order to continue to be competitive.

The Board passed a motion to approve the employee pay scales compensation related to the 22-23 budget cycle as presented.

Motion by: Collin Sewell
 Second by: Xenia Garza
 All in favor: All
 All opposed: None

Motion passed unanimously.

Resolution Related to Bonds

Jazmine Leon-Wing, VP of Treasury, introduces Tom Sage, Bond Counsel, who presented the resolution related to bonds. He indicated the resolution seeks for authorization to issue up to 120 million dollars in bonds. The money will be used for existing campuses and to bring older campuses up to current programmatic standards.



The Board passed a motion to approve the resolution authorizing the borrowing from Clifton 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 associated with this transaction.

Motion by:	Erich Holmsten
Second by:	David Earl
All in favor:	All
All opposed	None

Policy Updates

The Board tabled the Nepotism in Hiring Policy. Jessica Hess, Chief Compliance and Administrative Officer, presented the PIR Policy. She indicated that the revisions are for updates as suggested by legal counsel as part of the changes to the legislative session. Belinda Garcia, Director of Special Program Compliance, presented the special education policies and indicated that legal counsel had reviewed the policies and made the necessary changes to testing requirements and eligibility identifications. Leanne Hernandez, Chief Financial Officer, presented the proposed changes to the Disaster Relief Policy to expand and include eligible family members of students and the cap not to exceed five hundred and ninety-nine dollars. Leanne Hernandez also presented the proposed changes to the Donor Cultivation and Stewardship Policy to adjust the listing to include IDEA branded apparel and to include small items not to exceed twenty-five dollars. Items must be purchased from philanthropic funds that has been approved for that specific use. The second proposed changes is to acknowledge the definition of any disqualified persons and board members.

The Board passed a motion to approve all the policies listed with the exception of the Nepotism in Hiring policy in one board action.

Motion by:	Reba C. McNair
Second by:	Xenia Garza
All in favor:	All
All opposed	None

Motion passed unanimously.

TRS Care Optout

Jennifer Meer, Sr. VP of Compensation and Benefits, presented the recommendation to opt out of TRS



Care. The organization has become more sustainable and in looking over the current plans, the coverage is very specific and limited to only certain regions and the network is not strong in some regions. Multiple complaints have been received and an analysis was made to the last three years, and it is believed that opting out of TRS Care is a better option for the organization. She further detailed the timeline and indicated that a form must be submitted by December 31, 2021. Joseph Hoffer, Legal Counsel, indicated that advisement has been given for a safe and sound decision. Jennifer Meer indicated that the approval for today is to only opt out.

The Board passed a motion to approve the resolution to the opt out of TRS Care.

Motion by: Reba C. McNair
 Second by: Ed Rivera
 All in favor: All
 All opposed: None
Motion passed unanimously.

Board Governance Reporting

Jessica Hess, Chief Compliance and Administrative Officer, presented an update on the governance form submission. She further indicated that the deadline to submit the annual governance report to the Texas Education Agency is December 1st and need an approval to ratify the report and submit on a timely manner.

The Board passed a motion to ratify the submission of TEA forms and TEA governance submittals as presented.

Motion by: Reba C. McNair
 Second by: Erich Holmsten
 All in favor: All
 All opposed: None
Motion passed unanimously.

Fundraising Initiatives and Board and Advisory Recruitment

Lindsey Schaefer, Sr. VP of National Development, presented a proposal to start an annual national giving campaign that would have a national reach to sponsor students get through college.

Samuel Goessling, Chief Advancement Officer, presented an update on the Board and Advisory recruitment efforts and presented a potential candidate.



Executive Session

The Board passed a motion to approve the transition into Executive Session to discuss matters pursuant to Govt. Code 551.071 (consultation with Legal Counsel regarding pending legal issues and matters), 551.074 (personnel) at 11:55 AM CST. The Board invited the management to join the closed Session.

Motion by: Reba C. McNair
Second by: David Earl
All in favor: All
All opposed: None
Motion passed unanimously.

The Board passed a motion to reconvene in Open Session at 1:00 PM CST.

Motion by: David Earl
Second by: Reba C. McNair
All in favor: All
All opposed: None
Motion passed unanimously.

The Board Chair announced that no action occurred in Executive Session.

Grant Agreements

The Board passed a motion to approve the grant agreements that were discussed in closed session.

Motion by: David Earl
Second by: Reba C. McNair
All in favor: All
All opposed: None
Motion passed unanimously.

Performance Incentive Goals - COO

The Board passed a motion to approve the 2021-22 performance incentive plan related to the Chief Operations Officer goals.

Motion by: Reba C. McNair



Second by: Xenia Garza
All in favor: All
All opposed None
Motion passed unanimously.

Org Wide Goals

The Board passed a motion to approve the org wide goals discussed in closed session.

Motion by: Reba C. McNair
Second by: Xenia Garza
All in favor: All
All opposed None
Motion passed unanimously.

Health Aide Agreement

The Health Aide Agreement was tabled.

Consent Agenda

The board passed a motion to approve the consent agenda in one board action:

- b. Contracts
 - (1) Construction & Improvements
 - (2) Non-Construction
 - (a) Copier Agreements
 - (b) Interlocal Agreements
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- m. IDEA Rundberg Academy – Campus Improvement Plan
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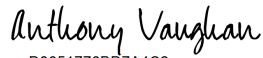
Motion by: Michael Adams
Second by: Ed Rivera
All in favor: All
All opposed: None
Motion passed unanimously.

Adjourn

The Board passed a motion to adjourn the meeting at 1:09 PM CST.

Motion by: Reba C. McNair
Second by: Xenia Garza
All in favor: All
All opposed: None
Motion passed unanimously.

I certify that the foregoing are the true and correct minutes of the meeting of the Board Meeting of IDEA Public Schools held on December 10, 2021.

DocuSigned by:

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Anthony Ryan Vaughan, Board Secretary

1/23/2022

Date