

## **Special Called Board Meeting Minutes**

June 1, 2023

**Board Members Present:** Ed Rivera, Anthony Ryan Vaughan, Collin Sewell, Reba C. McNair, Theresa Barrera-Shaw, Dr. Nanette Cocero

Michael Adams joined at 5:16 pm CST.

**Board Members Not Present:** David Earl, Erich Holmsten, Gary Lindgren

**Legal Counsel, Staff, and Consultants Present:** Dr. David Lee, Jessica Hess, Dr. Jeffrey Cottrill, Martin Winchester, Mike Higgins, Joe Hoffer, Jennifer White, Fidel Ozuna

**Audience Present:** None

The meeting was called to order by presiding officer, Collin Sewell, at 5:05 PM CST.

### **Welcome and Call to Order**

Collin Sewell, Board Chair, welcomed the Board Members to the June 1, 2023, Special Called Board of Directors' meeting and confirmed quorum was present for the meeting in addition to members of the management team. Mr. Sewell, as presiding officer, conducted the meeting in Odessa, Texas, as duly posted.

### **Executive Session**

Mr. Sewell called for a motion to move to Executive Session pursuant to Tex. Govt. Code 551.071 Consultation with Legal Counsel regarding pending legal matters, Tex. Govt. Code 551.074 Personnel Matters, and Tex. Govt. Code 551.082 School Children, School District Employees, Disciplinary matter, or complaint.

### **Executive Session**

The Board passed a motion to move to Executive Session.

Motion by: Dr. Nanette Cocero

Second by: Ryan Vaughn

All in favor: All

All opposed: None

*Motion passed unanimously.*

The Board moved into Executive Session at 5:07 pm CST.

**Open Session**

Mr. Sewell called for a motion to reconvene in Open Session.

**Open Session**

The Board passed a motion to reconvene in Open Session.

Motion by: Dr. Nanette Cocero

Second by: Ryan Vaughn

All in favor: All

All opposed None

*Motion passed unanimously.*

The Board reconvened in Open Session at 6:58 pm CST. No action was taken during Executive Session.

**Grievance Hearing: M. W.**

Mr. Sewell asked the board to consider and take action regarding the grievance presented by Mr. Williams. Ms. McNair motioned to uphold the decision.

**Grievance Hearing: M. W.**

The Board passed a motion to uphold the decision regarding grievance by M. Williams.

Motion by: Reba C. McNair

Second by: Ryan Vaughn

All in favor: All

All opposed None

*Motion passed unanimously.*

**Nepotism Policy Exceptions**

Mr. Sewell asked the board to consider and take action on the nepotism policy exceptions as presented and discussed in Executive Session.

**Nepotism Policy Exceptions**

The Board passed a motion to approve the nepotism policy exceptions and presented.

Motion by: Dr. Nanette Cocero

Second by: Theresa Barrera-Shaw

All in favor: All

All opposed None

*Motion passed unanimously.*

**Compensation for Chief Schools Officer and President**

Mr. Sewell called for a motion to approve the Mercer Executive Compensation Analysis in relation to the Chief Schools Officer and President roles and compensation for CSO and President. Mr. Sewell stated that the board would need to adopt the following findings:

1. The Board obtained and relied on appropriate comparability data in making its determination, specifically the Mercer Executive Compensation Analysis;
2. The total compensation package is now being approved in advance by the Board, and no individuals who had an actual or potential conflict of interest with respect to the compensation arrangement participated in deliberations; and
3. The Board is herein adequately and contemporaneously documented the basis for its determination.

Mr. Sewell called for a motion that the compensation provided to the CSO and the President is fair, reasonable, and not excessive and appropriately in line with the individual’s education, experience, prior salary history, the job duties actually performed, and what a typical person with similar skills, experience, and job duties would earn.

**Compensation for Chief Schools Officer and President**

In one motion, the Board adopted the findings in relation to the Mercer Executive Compensation Analysis regarding the Chief Schools Officer and President roles and compensation as well as approved that the compensation provided to the CSO and the President is fair, reasonable, and not excessive and appropriately in line with the individual’s education, experience, prior salary history, the job duties actually performed, and what a typical person with similar skills, experience, and job duties would earn.

Motion by: Dr. Nanette Cocero  
Second by: Ryan Vaughn  
All in favor: All  
All opposed: None  
*Motion passed unanimously.*

Michael Adams left the meeting. Ed Rivera also left the meeting due to technical difficulties, resulting in a lack of quorum at approximately 7:02 pm CST. The Board paused the meeting until quorum was re-established.

Ed Rivera re-joined the meeting at approximately 7:03 pm CST and quorum was re-established. The meeting proceeded with the rest of the agenda.

**Compensation for Area Superintendent Role**

Mr. Sewell called for a motion to approve the compensation decision for the Area Superintendent role as presented and discussed in Executive Session.

**Compensation for Area Superintendent Role**

The Board approved the compensation decision for the Area Superintendent role.

Motion by: Dr. Nanette Cocero  
Second by: Ed Rivera  
All in favor: All

All opposed          None  
*Motion passed unanimously.*

**Grievance Hearing: T. R.**

The grievance of T.R. was not heard in this meeting and will be rescheduled for a later meeting.

**Organizational Chart Update**

No action taken on an organizational chart update as there have been no changes since the last meeting.

**Adjourn**

The Board passed a motion to adjourn the meeting at 7:05 PM CST.

Motion by:          Ryan Vaughn  
Second by:        Dr. Nanette Cocero  
All in favor:        All  
All opposed        None  
*Motion passed unanimously.*

I certify that the foregoing are the true and correct minutes of the Special Called meeting of the Board Meeting of IDEA Public Schools held on June 1, 2023.

  
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Anthony Ryan Vaughan, Board Secretary  
  
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Date