



# Scholarship Prep

## Minutes

### Regular Board Meeting

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#### Date and Time

Tuesday January 11, 2022 at 4:30 PM

#### Location

Virtual via Zoom

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#### Zoom Teleconference Information -

**Meeting ID: 856 8293 8827**

**Passcode: 834499**

**Dial-in Number: +1 669 900 6833**

The meeting will be accessible via teleconference using the information listed above. Members of the public may observe the meeting and offer public comment using the dial-in information above.

#### PUBLIC COMMENT:

The public attending the teleconference are invited to address the Board during the meeting using the teleconference information above. Alternatively, public comments can also be submitted via email to [comments@scholarshipschools.org](mailto:comments@scholarshipschools.org) with "Public Comment for Board Meeting (on date of the Board Meeting)" in the subject line. The comment should include the name of the commenter, the Agenda Item number, and the topic that is to be discussed. Comments must be received by 4:30pm of the day before the scheduled Board Meeting and will be read during the meeting based upon time limitations. If the statement is not read online due to time limitations, the comments will be provided to the board members.

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Testimony shall be limited in content to matters pertaining to Scholarship Prep. The Board may not take any action on matters discussed during the public testimony period that are not listed on the agenda.

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#### **Directors Present**

C. Friedrichs (remote), C. Madaule (remote), J. Ing (remote), L. Otero (remote)

#### **Directors Absent**

C. Birchler, J. Weatherall, T. Burgess

#### **Guests Present**

A. Congo (remote)

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### **I. Opening Items**

#### **A. Quorum Check**

#### **B. Call the Meeting to Order**

C. Friedrichs called a meeting of the board of directors of Scholarship Prep to order on Tuesday Jan 11, 2022 at 4:35 PM.

#### **C. Pledge of Allegiance**

#### **D. Reading of the Scholarship Prep Mission Statement**

#### **E. Approval of the Agenda**

J. Ing made a motion to Approve the agenda.

C. Madaule seconded the motion.

The board **VOTED** unanimously to approve the motion.

#### **F. Invitation to Address the Board on Items on the Agenda**

#### **G. Invitation to Address the Board on Items Not on the Agenda**

### **II. Action Item**

#### **A. RESOLUTION OF THE BOARD OF DIRECTORS OF SCHOLARSHIP PREP FOR TELECONFERENCE BOARD MEETINGS PURSUANT TO SPECIAL RULES IN GOVERNMENT CODE SECTION 54953(e)**

L. Otero made a motion to Approve the resolution.

C. Madaule seconded the motion.

The board **VOTED** unanimously to approve the motion.

### **III. Information Section**

#### **A. Brown Act and Conflict of Interest Presentation from Procopio**

Merrick Wadsworth, Attorney from Procopio presented to the board a presentation covering several different topics including, the Brown Act, the Public Records Act, fiduciary duties of the board, and guidance to avoid conflicts of interest.

At the end of the presentation, Board President Charles Friedrichs thanked Mr. Wadsworth for presenting and his time.

Vice President Leandro Otero also thanked Mr. Wadsworth and said these presentations shed light on the importance of the responsibility Board Members have to the organization.

#### **B. Clifton, Larson, Allen Audit Presentation**

Robert Redondo, Associate at Clifton, Larson, Allen (CLA) presented on the overall audit process Scholarship Prep underwent. The audit included an analysis of federal program funding spending by the organization and overall financial management practices within the organization. CLA did not identify any material weaknesses or significant deficiencies, which means that they did not identify any sort of a breakdown of internal controls or lack of internal controls, that might mean that there's a higher chance of misstatement not being identified or detected by the school.

#### **C. Organization Update**

Executive Director Jason Watts presented an update for the organization as a whole. He discussed the challenges the Omnicron variant has presented to campus and how the organization has managed contact tracing and positive tests among students and staff while still ensuring the utmost level of safety for all. He specifically commended the work of Chief Operating Officer Sarah Schoenfeld-Nakamoto and Compliance Coordinator Allie Masse.

Ms. Nakamoto noted that across all schools there were about 180 cases, from the beginning of the pandemic, until winter break. Upon return, there have been about 190 cases in a much shorter period of time. But she stressed how vigilant the sites and home office team has been in contact tracing and providing support where needed.

### **IV. Consent Calendar**

#### **A. December 14th, 2021 Regular Board Meeting Minutes**

L. Otero made a motion to approve the minutes from Regular Board Meeting on 12-14-21.

C. Madaule seconded the motion.

The board **VOTED** unanimously to approve the motion.

- B. December 2021 Check Register - Oceanside**
- C. December 2021 Check Register - Santa Ana**
- D. December 2021 Check Register - South Bay**
- E. Interschool Loan Extension for Scholarship Prep South Bay**
- F. Declaration of the Chief Executive Officer of Scholarship Prep Regarding Adoption of an Amended Conflict of Interest Code**
- G. CalSHAPE Plumbing Program Notice of Proposed Award for Scholarship Prep in the Amount of \$106,120.00**
- H. 2020-2021 Audit Report from Clifton, Larson, Allen**
- I. Scholarship Prep Student Search Policy**
- J. Revised Scholarship Prep Hiring Policy**
- K. Security Deposit for Lease Agreement between Scholarship Prep and Red Hook Capital Partners IV LLC for Property at 2419 S. Avalon Blvd., Los Angeles, CA 90011**
- L. 2020-2021 School Accountability Report Card (SARC) - Oceanside**
- M. 2020-2021 School Accountability Report Card (SARC) - Santa Ana**
- N. 2020-2021 School Accountability Report Card (SARC) - South Bay**
- O. Approval of Consent Calendar**

President Friedrichs brought up an item on the check registers which was paid out to the old building owner of the campus. Chief Growth Officer Marisa Quintanar addressed the issue saying it was being remedied and it was a mix-up in the transaction upon the transfer of building owners to Red Hook Capital Partners.

At approximately 5:41pm Board President Friedrichs lost internet connection to the meeting and the Board entered a short recess upon losing quorum.

Board President Friedrichs reconnected to the meeting at 5:42pm and business resumed.

L. Otero made a motion to Approve the consent calendar.

C. Madaule seconded the motion.

The board **VOTED** unanimously to approve the motion.

## **V. Closing Items**

### **A. Board Comments and Future Agenda Items**

### **B. Adjourn Meeting**

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 5:46 PM.

Respectfully Submitted,  
C. Friedrichs

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### **THE ORDER OF BUSINESS MAY BE CHANGED WITHOUT NOTICE**

Notice is hereby given that the order of consideration of matters on this agenda may be changed without prior notice.

### **REASONABLE LIMITATIONS MAY BE PLACED ON PUBLIC TESTIMONY**

The Governing Board's presiding officer reserves the right to impose reasonable time limits on public testimony to ensure that the agenda is completed.

### **SPECIAL PRESENTATION MAY BE MADE**

Notice is hereby given that, consistent with the requirements of the Brown Act, special presentations not mentioned in the agenda may be made at this meeting.

However, any such presentation will be for information only.

### **REASONABLE ACCOMMODATION WILL BE PROVIDED FOR ANY INDIVIDUAL WITH DISABILITY**

Pursuant to the Rehabilitation Act of 1973 and the Americans with Disabilities Act of any individual with a disability who requires reasonable accommodation to attend or participate in this meeting of the Governing Board may request assistance by contacting Arthur Congo.

Email: [acongo@scholarshipschools.org](mailto:acongo@scholarshipschools.org)

### **BOARD DOCUMENTS**

Agenda documents that have been distributed to members of the Board and are available for inspection online by requesting from Arthur Congo at [acongo@scholarshipschools.org](mailto:acongo@scholarshipschools.org) "during normal school business hours Mon- Friday" or at any of the Scholarship Prep School Offices during regular business hours.

Scholarship Prep Santa Ana - 1010 West 17th Street, Santa Ana, CA 92706

7:30 a.m. to 4:00 p.m. Monday through Friday

Scholarship Prep Oceanside - 4070 Mission Avenue, Oceanside, CA 92057  
7:30 a.m. to 4:30 p.m. Monday through Friday

Scholarship Prep South Bay- 24910 S. Avalon Blvd., Wilmington, CA 90744  
7:30 a.m. to 4:00 p.m. Monday through Friday

### **FOR MORE INFORMATION**

For more information concerning this agenda, please contact Arthur Congo at:  
**[acongo@scholarshipschools.org](mailto:acongo@scholarshipschools.org)**