



MAGNOLIA PUBLIC SCHOOLS

Board Of Directors

Board Agenda Item	10
Date:	08.13.2015
To:	Magnolia Board of Directors
From:	Caprice Young, Ed.D. CEO & Superintendent
Staff Lead:	Caprice Young
RE:	Board Member Nomination

Proposed Board Recommendation

Information Only

Background

In the settlement with LAUSD, the board agreed to add three new board members, two of whom would be added within 90 days. Remzi Oten and Nguyen Huynh agreed to serve well within that time frame. The agreement set a limit of 180 days for the length of time within which all three would be added. The language from the agreement is quoted below:

MERF agrees to add three (3) additional Board members to its governing board, two (2) of whom should be appointed within 90 days of the effective date of this Agreement. The parties agree that should MERF require more time, the parties will meet and confer to determine what amount of additional time would be appropriate, but in no event shall the three board members be seated in excess of 180 days from the date of execution of this Agreement.

Magnolia's September board meeting marks the end of that 180 day period since the March adoption of the settlement agreement. Magnolia's bylaws require only that new board members be appointed by a majority vote with a quorum present. The language from the bylaws is below:

Section 12. VACANCIES FILLED BY BOARD. Vacancies on the Board of Directors may be filled by approval of the Board of Directors or, if the number of directors then in office is less than a quorum, by (a) the unanimous consent of the directors then in office, (b) the affirmative vote of a majority of the directors then in office at a meeting held according to notice or waivers of notice complying with Corporations Code Section 5211, or (c) a sole remaining director.

Because our board has a vacancy right now, and because our number of members currently seated is well below the number allowed by the bylaws, no one needs to resign for this action to take place. During the settlement discussions, LAUSD raised concerns regarding



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the breadth of diversity represented on the Magnolia board as well as the level of prior board experience. Diversity in this context is not just about ethnicity and gender, but also professional experience, geography, nationality, and skill sets. Commitment to providing a high quality science education to students, and specifically to Magnolia students, is of course the most important quality for board service.

The Nominating/Governance Committee will be meeting prior to the September board meeting and consists of Mustafa Kaynak, Umit Yapanel and Diane Gonzalez. This is an opportunity for the full board to weigh in prior to that meeting with potential candidates or qualities for considerations. Names and other input are also welcome by the committee members on an informal basis.