APPROVED

Magnolia Public Schools

Minutes

Regular Board Meeting

Date and Time
Thursday January 16, 2025 at 6:00 PM

Location
Home Office: 250 E. 1st Street, Suite 1500, Los Angles, CA 90012

Board Members:
Mr. Mekan Muhammedov, Chair
Ms. Sandra Covarrubias, Vice-Chair
Dr. Umit Yapanel
Dr. Salih Dikbas
Ms. Diane Gonzalez

Student Board Member:
Naim Bayraktar

CEO & Superintendent:
Mr. Alfredo Rubalcava

Directors Present
D. Gonzalez, M. Muhammedov, S. Covarrubias, S. Dikbas (remote), U. Yapanel (remote)

Directors Absent
None

Guests Present

J. Lara

I. Opening Items

A. Call the Meeting to Order

M. Muhammedov called a meeting of the board of directors of Magnolia Public Schools to order on Thursday Jan 16, 2025 at 6:33 PM.

B. Pledge of Allegiance

Board, staff and guests conducted the pledge of allegiance.

C. Record Attendance and Guests

Refer to attendance information recorded above.

D. Approval of Agenda

D. Gonzalez made a motion to amend the agenda by having Action Item IV N be the first item for discussion once we move on to the action items agenda.
M. Muhammedov seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call	
D. Gonzalez	Aye
S. Covarrubias	Aye
U. Yapanel	Aye
S. Dikbas	Aye
M. Muhammedov	Aye

E. Public Comments

G. Serce, Chief Academic Officer, provided a comment in terms to N. Bayraktar, Student Board Member's initiative. He added that the initiative was a Magnolia wide Mental Health Week on the week of January 27th. He reported that with the support of M. Wittek, Director of Student Services, they brought the idea to the Principals which was supported. He added that more details would be shared at the next Board Meeting.

F. Announcements - CEO & Superintendent, Board, Student Board Member

A. Rubalcava, CEO & Superintendent, announced that on January 7th, 2025 multiple fires broke out in the Los Angeles County region. Fires spread dramatically due to the wind conditions in the area and smaller fires broke out which impacted the air quality around the county. Pacific Palisades fire, Eaton fire, Kenneth fire and Sepulveda fire impacted all the Los Angeles county schools particularly the valley and west Los Aneles sites. He added that many families stayed home on January 8th due to the poor air quality, power outages and anticipated evacuation orders. He added that as the condition

worsened, MPS closed sites on January 9th and January 10th in line with guidance from MPS partners. He added that what happened was devastating and thanked everyone who worked collectively to support the entire educational partners. He thanked essential employees, front line employees at the school sites and first responders. Additionally, he added that they would continue to support the community and employees through this difficult time.

Additionally MPS will be submitting a J-13 A form to material decrease for Magnolia Science Academy (MSA)-1, 2, 4, 5, 6 and 7 and a form for closures for MSA-1, 2, 3, 4, 5 and 7. D. Yilmaz, Chief Accountability Officer, added that the Board will sign those documents for submission.

G. Approval of Minutes from MPS Regular Board Meeting - December 12, 2024

M. Muhammedov made a motion to approve the minutes from Regular Board Meeting on 12-12-24.
D. Gonzalez seconded the motion.
The board **VOTED** to approve the motion.

Roll Call

D. Gonzalez	Aye
U. Yapanel	Aye
M. Muhammedov	Aye
S. Dikbas	Aye
S. Covarrubias	Aye

II. Consent Items

A. Approval of School Accountability Report Cards (SARC) for All MPS

M. Muhammedov made a motion to approve the School Accountability Report Cards (SARC) for all MPS.
D. Gonzalez seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

M. Muhammedov	Aye
U. Yapanel	Aye
D. Gonzalez	Aye
S. Covarrubias	Aye
S. Dikbas	Aye

III. Closed Session

A. Public Announcement of Closed Session

M. Muhammedov, Board Chair, announced that the Board will be going into closed session to discuss conference with real property negotiations and conference with legal counsel - anticipated litigation.

B. Conference with Real Property Negotiations (§ 54956.8)

Item was discussed in Closed Session.

C. Conference with Legal Counsel – Anticipated Litigation

Item was discussed in Closed Session.

D. Report Out of Closed Session

M. Muhammedov announced in Open Session at 8:03pm that the Board discussed conference with real property negotiations in which the Board directed staff to take necessary actions. Board also discussed conference with legal counsel on anticipated litigation and Board directed staff to make necessary steps.

IV. Action Items

A. Approval of MPS School Sponsored Field Trips and Cultural Excursions Policy

M. Wittek, Director of Student Services, stated that the purpose of the policy is to ensure MPS provides opportunities to students to enhance their learning experience by providing opportunities to them to engage with the broader community outside of the school site and be able to bring extracurricular activities to them. She stated that the development stemmed from ensuring there were consistent and clear guidance for all schools to follow regarding field trips. She added that forms and guidance were already in place that met the state requirements and added to the Student/Parent Handbook, but staff determined that a formalized policy was needed. Legal counsel supported in the development. Board Members questions were addressed by staff. The Board requested for staff to continue a review of the policy to also align with the Volunteer Policy and to ensure consistency and clear language. Board will not adopt the policy as is at this time and will revisit at a future Board Meeting.

S. Dikbas made a motion to amend the existing motion and instead to table the item to a later Board Meeting to address the Board's recommendations and feedback.

M. Muhammedov seconded the motion.

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

Roll Call

M. Muhammedov	Aye
U. Yapanel	Aye
D. Gonzalez	Aye
S. Covarrubias	Aye

Roll Call

S. Dikbas	Aye

B. Approval of Updated 2024-25 MPS Employee Handbook

F. Del Carpio, Chief People Officer, reported on the updates made to the Employee Handbook. Centered around AB 2534 are updates made to the criminal background checks, employment verifications in which schools must disclose when an employee has been dismissed for misconduct and/or reported to the CTC. Other updates also include professional boundaries with social media and student conduct, Title IX Coordinator as M. Wittek, Director of Student Services, conflict of interest protocol and expectations, Artificial Intelligence (AI) policy for responsible use of AI in the workplace, and replacing the 401k retirement plan with 403b which is available for all staff. She also discussed further language of prohibited conduct. Board Members questions were addressed by staff.

D. Gonzalez made a motion to approve the 2024-25 Employee Handbook as presented with an effective date of January 1, 2025.

M. Muhammedov seconded the motion.

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

Roll Call

U. Yapanel	Aye
D. Gonzalez	Aye
S. Covarrubias	Aye
S. Dikbas	Aye
M. Muhammedov	Aye

C. Approval of Board Resolution for Creation of Position(s) for Magnolia Science Academy-4

F. Del Carpio, Chief People Officer, reported on the importance to enhance the school's momentum for continued success especially leading up to their renewal. She added that they have seen promising indicators such as an increase in enrollment from last year and staff retention meeting LCAP goals. She detailed that the creation of the Dean of Students position would help build the program and focus on enhancing support systems and creating a safe and inclusive environment freeing teachers to focus on instruction. She added that they will also prepare students for success and expand academic support such as dual enrollment programs and college readiness initiatives. They will also be working collaboratively with the SPED Coordinator to support special needs students. E. Rizzuto, Principal at Magnolia Science Academy (MSA)-4, added to the need of the position at the school site to support the school's current needs and responsibilities to student achievement. Board Members questions were addressed by staff.

S. Covarrubias made a motion to approve board resolution #20250116-01 for the creation of a Dean of Students position at Magnolia Science Academy-4 to enhance the school’s educational programs and support services for students.

D. Gonzalez seconded the motion.

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

Roll Call	
D. Gonzalez	Aye
U. Yapanel	Aye
S. Covarrubias	Aye
S. Dikbas	Aye
M. Muhammedov	Aye

D. Approval of Magnolia Science Academy-3 Action Plan for Success

G. Serce, Chief Academic Officer, presented the updated action plan for success for Magnolia Science Academy (MSA)-3. He stated that the previous action plan was shared with educational partners and after receiving feedback they made adjustments. Those updates include data to reflect the latest dashboard data that became available and included all the research and evidence based references on the action plan. He reported that the actions did not change. This was in collaboration with school site leaders, staff from the Academic Department and C. Ravare, Chief Schools Officer. He added that the updated version would be updated to the petition for MSA-3 to the Los Angeles County Office of Education (LACOE). Board Members questions were addressed by staff.
M. Muhammedov made a motion to approve the updated Magnolia Science Academy-3 Action Plan for Success for the 2024-25 school year and beyond. Incorporating new data, interventions, and research-based practices to ensure continuous improvement in academic performance, attendance, and student well-being.
U. Yapanel seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call	
S. Covarrubias	Aye
U. Yapanel	Aye
M. Muhammedov	Aye
S. Dikbas	Aye
D. Gonzalez	Aye

E. Approval of 2023-24 Annual Audit Report for all Magnolia Science Academy Schools and the Home Office

S. Budhraja, Chief Financial Officer, presented the 2023-24 fiscal year annual audit report. He reported a clean audit, compliance with all instructional minutes, no adjustments or restatements to the fund balance from the unaudited actuals, good cash position, no material weakness, and no findings for the current year. He added that they worked with the auditors to adjust practices based on the prior year finding related to ASES/ELOP funds which was implemented and the corrective action was made.
S. Dikbas made a motion to approve the 2023-24 Annual Audit Report for all Magnolia Science Academy (MSA) schools and the Home Office (MERF).
S. Covarrubias seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Covarrubias	Aye
M. Muhammedov	Aye
U. Yapanel	Aye
D. Gonzalez	Aye
S. Dikbas	Aye

F. Resolution Approving Charter Material Revision of Magnolia Science Academy-Orange County

M. Rowell, Founding Principal at Magnolia Science Academy (MSA)-Orange County, reported that through connecting with families they found that a large majority reside in the city of Anaheim. She reported that the request is for approval to seek a Material Revision with the Orange County Department of Education and include Anaheim as a potential site. F. Adame, Senior Project Director of Growth & Expansion, added that two districts are named in Anaheim because they have an Elementary School District and High School District. She added that because the petition is K-12 the Material Revision would include both of those districts.
M. Muhammedov made a motion to approve Resolution #20250116-02 that authorizes the material revision submission of Magnolia Science Academy-Orange County's Charter Petition to the Orange County Department of Education and authorize the MPS CEO and Superintendent to take the necessary actions needed to complete the revision process.
U. Yapanel seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

U. Yapanel	Aye
S. Covarrubias	Aye
M. Muhammedov	Aye
S. Dikbas	Aye
D. Gonzalez	Aye

G. Approval of Revisions to the Employee Evaluation Protocols

D. Yilmaz, Chief Accountability Officer, provided background on the process of revamping the employee evaluation protocols. In an effort to have evaluations better aligned with job descriptions and provide more targeted support and professional development opportunities to staff. He added that in collaboration with the People & Culture Department who lead pay scales and job descriptions, these improvements will come in phases. He explained the current evaluation protocols for teaching staff, school leaders and all other remaining staff which include classified/home office/non-teaching staff and revision. F. Del Carpio, Chief People Officer, shared that their goal is to move in a direction of clarity for staff to see how their performance connects to the job description. She added that they have been working with EdFuel. Board Members questions were addressed by staff.

U. Yapanel made a motion to approve the revisions to the Employee Evaluation Protocols.
S. Covarrubias seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Dikbas	Aye
S. Covarrubias	Aye
U. Yapanel	Aye
D. Gonzalez	Aye
M. Muhammedov	Aye

H. Approval of Resolutions Related to the Acquisition and Lease of 18120 Sherman Way (including Acquisition Loan)

P. Ontiveros, General Counsel & Director of Facilities, reported on the proposed authorization to close escrow on the purchase of the property at 18120 Sherman Way (Bank of America Building). In addition, approval of staff authorization to get an acquisition loan for the purchase and to adopt reimbursement resolutions for future long term financing. He provided background of the property and reported on the due diligence that has been done. Board Members questions were addressed by staff.
M. Muhammedov made a motion to approve the following actions: (1) closing of the escrow for the purchase of the property located at 18120 Sherman Way (APN: 2125-036-083) (the “Sherman Way Property”) for a purchase price of Seven Million Six Hundred Thousand Dollars ($7,600,000); (2) obtaining an acquisition loan in an amount equal to the purchase price plus closing costs or such other amount as MPS Staff may deem appropriate (the “Loan”) from CLI Capital (the “Lender”) for the purchase of the Sherman Way Property pursuant to the terms and conditions set forth in the term sheet attached as Exhibit A, provided that MERF will deposit into an escrow account for the benefit of CLI cash in an amount equal to the excess of the loan amount over the $5,825,000 appraised value of the Sherman Way Property, such deposit to be funded by an Intra Company loan to MERF central office from MSA-Bell cash reserves; (3) execution by the MPS CEO, CFO or their designees, of such documents and instruments as may be necessary for MPS to close the Loan, including but not limited to a Loan Agreement, Deed of Trust, Security Agreement, Escrow Agreement, and such other documents as shall be necessary to secure the Loan (the “Loan Documents”); (4) adoption of the reimbursement resolution attached as Exhibit B; and (5) the execution by the MPS CEO and Superintendent, CFO, or their designees, of such documents and instruments as may be necessary to undertake and complete the foregoing actions.
D. Gonzalez seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

D. Gonzalez	Aye
S. Covarrubias	Aye
M. Muhammedov	Aye

Roll Call	
U. Yapanel	Aye
S. Dikbas	Aye

I. Approval of Intracompany Loan Between Magnolia Science Academy-8 to Magnolia Educational & Research Foundation

S. Budhraja, Chief Financial Officer, reported that this item is related to the purchase and acquisition of 18120 Sherman Way. He reported that there was a gap between the purchase price versus the appraisal value and so in an effort to secure financing and close at a timely manner they are seeking to utilize funds from Magnolia Science Academy (MSA)-8 which the school has approximately $4 million in excess reserves not being put to work in operating costs or any other personnel expenditures in an effort to help support the acquisition of the property. He added that the transaction would allow for MERF to utilize up $2.5 million in order to secure the acquisition of Sherman Way property and provide funds for the loan deposit. Additionally, he reported that the Intra Company Loan will bear interest at the rate of 4% per annum, and that the Intra Company Loan will be repayable with interest on any refinancing of the loan. Board Members questions were addressed by staff.
M. Muhammedov made a motion to approve the Resolution for Intra Company Loans between Magnolia Science Academy Bell & Magnolia Educational & Research Foundation.
D. Gonzalez seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call	
D. Gonzalez	Aye
S. Covarrubias	Aye
U. Yapanel	Aye
S. Dikbas	Aye
M. Muhammedov	Aye

J. Approval of Inspector of Record for Magnolia Science Academy-5 Project at 7111 Winnetka Ave

P. Ontiveros, General Counsel & Director of Facilities, reported on the need of an Inspector of Record for the Magnolia Science Academy (MSA)- 5 project. He provided background of the project and detailed the request for proposal (RFP) process and bids received. Board Members questions were addressed by staff.
M. Muhammedov made a motion to approve the appointment of Knowland Construction Services (KCS) as the Inspector of Record (IOR) for the Magnolia Science Academy-5 construction project at 7111 Winnetka Avenue for a total cost of not to exceed $310,800, with American Engineering Laboratories (AEL) as a secondary option should Magnolia Public Schools be unable to finalize the contract with KCS.
D. Gonzalez seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

M. Muhammedov	Aye
U. Yapanel	Aye
S. Covarrubias	Aye
D. Gonzalez	Aye
S. Dikbas	Aye

K. Approval of Inspector for Specialty Inspections for Magnolia Science Academy-5 Project at 7111 Winnetka Ave

P. Ontiveros, General Counsel & Director of Facilities, reported on the request of an Inspector of Specialty Inspections which he added was part of the DSA approval process. He explained the request for proposal (RFP) process and the bids that were received. Board Members questions were addressed by staff.
D. Gonzalez made a motion to approve the contract with Twining for Special Inspection and Testing Services for the Magnolia Science Academy-5 construction project for a total cost of not to exceed $323,770.
M. Muhammedov seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

M. Muhammedov	Aye
D. Gonzalez	Aye
S. Covarrubias	Aye
U. Yapanel	Aye
S. Dikbas	Aye

L. Approval of Surveyor for Magnolia Science Academy-5 Project at 7111 Winnetka Ave

P. Ontiveros, General Counsel & Director of Facilities, reported that a request for proposal (RFP) process was done in collaboration with the Construction Manger, Gateway. He reported that through extensive review they viewed IMEG as the most appropriate to conduct the needed services for surveyor for the Magnolia Science Academy (MSA)-5 project. He reported this approval is also a project requirement. Representatives from Gateway added that IMEG's proposal was comprehensive which addressed all the requirements listed on the RFP. Board Members questions were addressed by staff.
M. Muhammedov made a motion to approve contracting with IMEG as the surveyor for staking and surveying services related to the Magnolia Science Academy-5 construction project at 7111 Winnetka Avenue for a total cost of not to exceed $46,450.
S. Dikbas seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

D. Gonzalez	Aye
U. Yapanel	Aye

Roll Call

M. Muhammedov	Aye
S. Dikbas	Aye
S. Covarrubias	Aye

M. Approval of General Contractor for Magnolia Science Academy-5 Project Increment Number 1 Scope of Work

P. Ontiveros, General Counsel & Director of Facilities, reported that the selection of Pro-Craft Construction as General Contractor would be for the increment 1 scope of work for the Magnolia Science Academy (MSA)-5 project. He provided background in regards to the 3 increments. He reported that increment 1 relates to work such as demolition, foundational site work, utilities and items like site logistics. Increment 2 is the construction of the academic building and increment 3 is the construction of the gymnasium. He added that this was a public bid process adhering to the public contract code. He reported on the bids received and the process. Board Members questions were addressed by staff.
M. Muhammedov made a motion to accept the bid received from and approve the selection of Pro-Craft Construction as the General Contractor for the Increment Number 1 Scope of Work for Magnolia Science Academy-5 for a bid of Three Million Nine Hundred Sixty Thousand Dollars ($3,960,000) and an owner's contingency of Two Hundred Thousand Dollars ($200,000) for a total of Four Million One Hundred Sixty Thousand ($4,160,000).
D. Gonzalez seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call

S. Covarrubias	Aye
U. Yapanel	Aye
S. Dikbas	Aye
M. Muhammedov	Aye
D. Gonzalez	Aye

N. Approval of Underwriter for Refinancing of 2014 and 2017 Bonds

As per the approval of agenda, this item was discussed first on the action items agenda.

S. Budhraja, Chief Financial Officer, reported that the item is in relations to the outstanding debt MPS has for the schools specifically the 2014 and 2017 bonds. He added that the purpose is to refinance the bonds and take advantage of better interest rates. He reported that they issued a request for proposal (RFP) to identify potential companies to help in this process. He explained the RFP process and the bids collected. He added that they have done an extensive review of the proposals with other administrators. John Buck, Financial Advisor, spoke upon the marketing purposes of the bonds and the rating process adding that Stifel would aid in telling the story of MPS. John Kim, Stifel representative, provided more detail of the firm and what they can bring to MPS. Board Members questions were addressed by staff.

M. Muhammedov made a motion to approve the authorization of Stifel Public Finance as the chosen underwriter for the refinancing of Magnolia Public Schools' 2014 and 2017 bonds.
D. Gonzalez seconded the motion.
The board **VOTED** unanimously to approve the motion.

Roll Call	
S. Covarrubias	Aye
S. Dikbas	Aye
U. Yapanel	Aye
D. Gonzalez	Aye
M. Muhammedov	Aye

V. Information/Discussion Items

A. Data Presentation: 2024-25 MPS Demographics

L. Woods, Director of School Office Data & Accountability, went over the results of the CALPADS Fall 1 submission to the California Department of Education (CDE). She added that before certification, they go through multiple audits and approvals from school leadership and home office staff, looking at the elements before certifying the data. She added Fall 1 reports capture student data elements and enrollments annually on census day. She presented various data from enrollment as an organization and by school site, historical trends, enrollment by grade span, enrollment by ethnicity, enrollment by gender, students with English Learners code, students with EL and disability rates, free and reduced meal rates, unduplicated pupil count, students with GATE rates, foster youth rates and counts, students with disabilities, students experiencing homelessness, immigrant student rates, and CALPADS census demographic dates for 2023-24 and 2024-25. Board Members questions were addressed by staff.

VI. Closing Items

A. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 11:54 PM.

Respectfully Submitted,
M. Muhammedov