

APPROVED



## Health Sciences High and Middle College

### Minutes

November 27, 2023 Board Meeting

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#### **Date and Time**

Monday November 27, 2023 at 8:00 AM

#### **Location**

Sharp Prebys Innovation and Education Center  
8695 Spectrum Center Blvd. CONFERENCE ROOM 212  
San Diego, CA 92123

Join Zoom Meeting

<https://hshmc.zoom.us/j/3720403229>

Meeting ID: 372 040 3229

Passcode: Board

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#### **Directors Present**

D. Gross, D. White, F. Johnson, F. McFarlane, M. Hayden-Cook, S. Evans

#### **Directors Absent**

J. Kramer

#### **Ex Officio Members Present**

I. Pumpian, N. Esmailpour, S. Johnson

#### **Non Voting Members Present**

I. Pumpian, N. Esmailpour, S. Johnson

#### **Guests Present**

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Brian Ruff, J. Vaca, Michael Berg

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## I. Opening Items

### A. Record Attendance

### B. Call the Meeting to Order

F. Johnson called a meeting of the board of directors of Health Sciences High and Middle College to order on Monday Nov 27, 2023 at 8:00 AM.

### C. Approve Minutes

D. Gross made a motion to approve the minutes from August 30, 2023 Board Meeting on 08-30-23.

D. White seconded the motion.

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

#### Roll Call

F. McFarlane	Aye
F. Johnson	Aye
D. Gross	Aye
S. Evans	Aye
D. White	Aye
J. Kramer	Absent
M. Hayden-Cook	Aye

### D. Approve Minutes

D. Gross made a motion to approve the minutes from HSHMC Emergency Board Meeting on 08-31-23.

D. White seconded the motion.

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

#### Roll Call

F. McFarlane	Aye
S. Evans	Aye
F. Johnson	Aye
D. Gross	Aye
J. Kramer	Absent
M. Hayden-Cook	Aye
D. White	Aye

## II. Information Items

### A. HSHMC Student Representative

Noor Esmailpour shared student activities with the board including the student led tutoring program, a new music club on campus, Homecoming held at "Kippys," winter formal coming up in December, and a community leadership conference attended by many members of our ASB.

#### **B. District Site Visit Update from November 16 and CEO Comments**

Dan Gross and Ian Pumpian shared highlights of our District site visit held on November 16. The District noted many strengths in compliance detail and leadership. Dan met with the District team during their visit and noted that they are looking for the following:

- Bylaws to be reviewed and approved annually
- The trends around staff tuition reimbursement should be brought to the board
- Clarification of Ian and Doug's roles as independent contractors/volunteers with the recommendation that they become employees given the level of authority they each hold.

Ian Pumpian informed the board that HSHMC has purchased a school bus to transport students to their internships and activities through Grossmont Unified District for \$5,000.

Ian informed the board that Sheri Johnson will be retiring on February 5, 2024. The board expressed their appreciation and well wishes.

#### **C. Brown Act Information**

Ian Pumpian reviewed the protocols for board meetings should a quorum not be present at any future meeting. It was noted that if there is no quorum, the only action the board may take is to close the meeting. Once the meeting is closed, the board may still hold a public informational, non-action, board meeting.

### **III. Closed Session**

#### **A. Independent Auditor Report**

Brian Ruff from the firm of Eide Bailey reviewed the 2022-2023 independent audit in closed session.

#### **B. Board Personnel**

Closed session discussion on Board Personnel.

### **IV. OPEN SESSION: Action Items - Consent Agenda**

#### **A. 2023-2024 First Interim**

Ian Pumpian noted that the 2023-2024 First Interim financials were on target with an increase in both expenses and revenues and recommended approval from the board.

#### **B.**

## 2022-2023 Consolidated Independent Audit of HSHMC

Ian Pumpian recommended approval of the Consolidated Independent Audit of HSHMC

### C. Consent Agenda Vote

D. Gross made a motion to approve the consent agenda Items A and B.

M. Hayden-Cook seconded the motion.

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

#### Roll Call

F. McFarlane Aye

M. Hayden-Cook Aye

F. Johnson Aye

D. Gross Aye

S. Evans Aye

J. Kramer Absent

D. White Aye

## V. OPEN SESSEION

### A. Additional Information

Ian Pumpian reported that the Board, in closed session, had taken up the matter of Board development including current board nominations. The discussion included a need to more overtly develop a board nomination and vetting process, a review/possible update of board bylaws and a strategic development of the board and its' members. Moving forward, an advisory group was formed to include, members Gross and MacFarlane and Ian Pumpian and Sheri Johnson who will meet prior to next Board meeting to design a matrix of desired qualifications, characteristics and roles of the board members that would be aligned more specifically to HSHMC and its mission. That matrix would also identify how current members, their terms and their roles fill those needs and what implications that analysis might have for recruiting/nominating new board members. Also prior to the next meeting, Fred Johnson and Ian Pumpian will meet with prospective nominated potential members who might fill those needs. The Board should expect to discuss the progress of these activities at the next meeting with the possibility of considering board actions.

## 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 9:00 AM.

Respectfully Submitted,

S. Johnson

### **Documents used during the meeting**

- 37683380114462 Health Sciences High and Middle.xlsx
- 2022-2023 Independent Auditor Report.pdf