



A charter school and an entity managing a charter school are generally subject to the Brown Act (Govt. Code §§ 54950 - 54963), except that a charter school operated by an entity pursuant to Education Code Section 47620 is subject to the Bagley-Keene Open Meeting Act. (Educ. Code § 47604.1.) An entity managing a charter school under Section 47620 means a nonprofit public benefit corporation that operates a charter school consistent with Education Code Section 47604. (Educ. Code § 47604.1.) Sage Oak Charter School is a charter school operated by Community Collaborative Virtual Schools (“CCVS”), a California nonprofit public benefit corporation. (Charter Petition.) Accordingly, CCVS would be deemed an entity managing a charter school.

In the instant matter, the charter school is operated pursuant to Education Code Section 47604, and the Board of Directors meet regularly and in accordance with the Brown Act. (Charter Petition.) Accordingly, the charter school is required to adhere to the Brown Act.

Government Code Section 54953 of the Brown Act requires that a legislative body must orally report a summary of a recommendation for a final action on the salaries, salary schedules, or compensation paid in the form of fringe benefits of a local agency executive, during the open meeting in which the final action is to be taken. (Id.) A local agency executive is defined by Government Code Section 3511.1 as a local agency executive who is not subject to the Meyers-Milias-Brown Act and who is not a classified employee who meets any of the following requirements: is the chief executive officer, a deputy chief executive officer, or an assistant chief executive officer of the local agency; a person who is the head of a department of a local agency; or a person whose position within the local agency is held by an employment contract. (Govt. Code § 3511.1.) As used in the Brown Act, a “local agency” means a county, city, whether general law or chartered, city and county, town, school district, municipal corporation, district, political subdivision, or any board, commission, or agency therefore, or other local public agency. (Govt. Code § 54951.) A charter school is considered a school district or “other local public agency” for purposes of the Brown Act. (101 Ops.Cal.Atty.Gen. 92.)

In the instant matter, the Executive Director/CEO is referred to as the Chief Executive Officer in the Board Bylaws, is the head of the school, and is employed through an employment contract. (Board Bylaws; Employment Agreement.) Accordingly, it is our opinion that Government Code Section 3511.1 would apply to the charter school and that the charter school must orally report a summary of the recommendation for approval of the salary prior to taking action in open session to approve Executive Director/CEO Gasca’s compensation.

It should be noted that the Employment Agreement also ties Executive Director/CEO Gasca’s salary increases to satisfactory evaluation. (Employment Agreement.) Specifically, when the Executive Director/CEO receives a satisfactory evaluation, she is entitled to an additional annual increase in salary as specified in Section 3.1 of the Agreement and to a one-year extension to the



term of the Agreement. (Employment Agreement, § 13.6.) The Employment Agreement further states that both the salary increase and the one year extension of the Term must be approved at a regularly scheduled board meeting with the results of the salary increase and extension being reported in open session so that the public remains informed about the Executive Director/CEO’s current salary and term of the Agreement. (Id.) However, Government Code Section 54957.6(a) states that while a board may meet in closed session to discuss the salaries, salary schedules, or compensation paid in the form of fringe benefits of its represented and unrepresented employees, closed sessions may not include a final action on the proposed compensation of one or more unrepresented employee. Accordingly, the term of the agreement may be discussed and approved in closed session and the compensation increase may be discussed in closed session, but the final action regarding the compensation must take place in open session.

The District may satisfy the requirements of the terms of the Employment Agreement and Government Code regarding the extension by reporting as follows:

It is reported that in Closed Session, the Board of Directors conducted Executive Director/CEO Heidi Gasca’s annual evaluation and approved an amendment to her employment contract as Executive Director/CEO to extend the term of employment from June 30, 2025, to June 30, 2028.

The District may then satisfy the requirements of the terms of the Employment Agreement and the Government Code 54957.6 by formally voting on the step increase in open session:

It is recommended that the Board approve a step increase of the Executive Director/CEO’s salary to **[\$AMOUNT]**.

VOTE: (List Names for No, Abstain and Absent)

Yes	_____
No	_____
Abstain	_____
Absent	_____

A copy of the Employment Agreement should be attached to the agenda. (Id.; See Govt. Code § 54956.)

Finally, it should be noted that any contract approval for salary changes must be taken at a regular meeting only. Government Code Section 54956(b) provides:



Notwithstanding any other law, a legislative body shall not call a special meeting regarding the salaries, salary schedules, or compensation paid in the form of fringe benefits, of a local agency executive, as defined in subdivision (d) of Section 3511.1.

Based on the foregoing, we recommend that the Board meet in a regular open session to approve changes to the Executive Director/CEO's salary and that prior to taking any action in an open meeting, the Board should provide an oral summary of any proposed salary changes, including the specific amount to which the Executive Director/CEO's salary is being increased. (Govt. Code § 54957.)