

**BOARD OF DIRECTORS  
EL CAMINO REAL ALLIANCE**

**RESOLUTION  
RE: CHIEF COMPLIANCE OFFICER**

The Board of Directors (“Board”) of El Camino Real Alliance (“ECRA”), a tax exempt, California nonprofit public benefit corporation operating a public charter school, does hereby adopt the following resolution pursuant to the provisions of the California Nonprofit Integrity Act, and as also required by the Internal Revenue Service requirements for tax exempt 501(c)(3) entities:

WHEREAS, when ECRA considers renewing or extending a contract term or modifying total compensation (separate from organization wide increases) to be paid to the ECRA Chief Compliance Officer, the Board must ensure that such compensation is reasonable; and

WHEREAS, the Board must determine the compensation of the ECRA Chief Compliance Officer within the confines of legal requirements and best practices for tax exempt, nonprofit corporations; and

WHEREAS, the Board must ensure the Chief Compliance Officer compensation is within the range of similar organizations across the region, also taking into account other factors the Board believes pertinent to the setting of its Chief Compliance Officer’s compensation; and

WHEREAS, the Board desires to take all recommended steps to ensure the compensation paid to the Chief Compliance Officer is reasonable, and that the Board has followed legally required procedures, as detailed below:

1. Approval of Compensation. The Board must evaluate the compensation of the ECRA’s Chief Compliance Officer and approve in advance any change to the compensation for the Chief Compliance Officer.
2. Definitions. For purposes of this resolution, the ECRA’s executive officer is the Chief Compliance Officer, and the total compensation paid to the Chief Compliance Officer is understood to include a base salary, any bonuses, retirement benefits, fringe benefits, liability insurance premiums, and other monetary or non-monetary benefits provided.
3. Recusal. Any Board members related to the Chief Compliance Officer, any employee Board members reporting to the Chief Compliance Officer or under his/her supervision, or any other individual having a personal interest in the compensation paid to the Chief Compliance Officer, and the Chief Compliance Officer himself/herself have been excluded from the Board’s discussion and determination of reasonable compensation.

4. Determining Compensation. The Board’s review of compensation data will guide the Board prior to its making any decisions to alter the Chief Compliance Officer’s compensation to ensure the compensation to be paid is reasonable. When determining whether the compensation or any change to compensation is reasonable, the Board:
- a. Has been presented with and considered comparability data and compared the compensation to be paid to the Chief Compliance Officer with the compensation paid to the equivalent senior officers from at least three (3) similar organizations operating in metropolitan areas that have comparable revenues, employees, service populations and skills.
  - b. Recognizes the unique benefits provided by the Chief Compliance Officer to ECRA, including the following: (1) knowledge of the ECRA educational program; (2) fidelity to the job description and position requirements as articulated in the charter petitions; and (3) the special knowledge, experience, and relationships with community members possessed by the Chief Compliance Officer, which would be difficult to replace.
5. Source of Comparability Data. The Board has reviewed comparability data by documenting the compensation paid to officers holding similar positions in similar organizations. (See attached documentation at **Exhibit A**, Chief Compliance Officer Reasonable Compensation Comparability Data, attached here and incorporated by reference.) Specifically, the compensation paid to school leaders at similar nonprofits operating public charter schools, this information obtained by contact with conversion charter schools in the area.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby adopts the foregoing resolution.

BE IT FURTHER RESOLVED, that the Secretary of the Board hereby is authorized to certify this resolution.

\* \* \*

IN WITNESS WHEREOF, the Board of Directors has adopted the above resolution by the following vote at a regular Board meeting this 28<sup>th</sup> day of May, 2020.

By: \_\_\_\_\_  
Beatriz Chen, Secretary

# **EXHIBIT A**

**Chief Compliance Officer Reasonable Compensation Comparability Data**

School Name	Enrollment 2019-2020	Title	Salary Range	Current Salary / Step	Benefits	Total Compensation
Birmingham	3,165	Human Resources Director	\$118,320.00 - \$144,054.86	N/A (Currently open)	\$33,000.00 Health	\$151,320.00 (Based on Step 1)
El Camino Real	3,562	Chief Compliance Officer	\$121,000.00 - \$130,872.00	\$135,839.00* Step 3	\$36,588.00 Health \$50/mo. cell phone	\$172,427.00
Granada Hills	4,698	Human Resources Manager / Chief of Staff	\$105,000.00 - \$155,004.00	\$145,000.00 N/A	\$22,500.00 Health \$60/mo. cell phone	\$167,500.00
Palisades	2,964	Human Resources Director	\$87,443.54 - \$121,327.91	\$121,327.91 Step 8	\$16,788.00 Health	\$138,115.91

\* Includes \$10,000/yr differential for JD

Additional Comparables (Salary Only)

LAUSD Assistant General Counsel I	\$89,691.36 - \$119,862.00
LAUSD Assistant General Counsel II	\$167,774.88 – 181,223.52
Green Dot Public Schools General Counsel	\$140,000.00 - \$160,000.00