



# Navigator Schools

## NS Board Meeting

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### **Date and Time**

Tuesday August 20, 2019 at 6:00 PM PDT

### **Location**

Gilroy Prep School, 277 IOOF Ave, Gilroy, CA 95020

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### Teleconference Locations

- Hollister Prep School, 881 Line Street, Hollister CA 95020
- Watsonville Prep School, 201 Brewington Ave. Watsonville, CA 95076-4022

Individuals requiring a disability-related accommodation, modification, or auxiliary aid/service, should direct their request to Sean Martin, Executive Assistant to the CEO, by phone at (831) 217-4894 or by [email](mailto:smartin@navigatorschools.org) (smartin@navigatorschools.org).

An archive of board meeting minutes is available for public view at the Navigator Schools Support Office, 650 San Benito Street, Suite 230, Hollister CA 95023.

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### **Agenda**

#### **I. Opening Items**

Opening Items

- A.** Record Attendance and Guests
- B.** Call the Meeting to Order

The meeting is called to order with opening remarks.

**C. Approve Minutes from the April 29 Regular Board Meeting**

**D. CEO Report**

K. Sved will provide a report on recent NS activities.

**E. Public Comments**

The agenda provides time for public comments based on the collection of public comment forms.

**II. Topical Items**

**Governance**

**A. Watsonville Prep Opening News**

A. Hernandez will provide an update on the opening Watsonville Prep School.

**B. 2018-19 SBAC Scores**

J. Dent will lead a presentation regarding 2018-19 Smarter Balanced Assessment Consortium (SBAC) assessments and related interventions.

**C. Survey Results**

K. Carr will present analysis and next steps regarding final 2018-19 staff, student, and family survey results.

**D. Board Dashboard**

S. Martin will present the current edition of the Board Dashboard (key organizational data).

**E. Governance Committee Report**

C. Wright will report on the latest activities of the Governance Committee.

**F. Resolution for Approval of Board Officers**

The board will vote on a resolution to approve NS Board officers for FY 2019-20 (BR 2019-01).

**G. Resolution for the Appointment of Board Committee Members**

The board will vote on a resolution to approve members of the finance and governance committees (BR 2019-02).

**H. Board Self-assessment and Goals**

Board members will review the latest board self-assessment and discuss board goals for 2019-20.

**I. Charter School Revolving Loan Fund Agreement Resolution**

The Board will vote on a resolution approving a Charter School Revolving Loan Fund Agreement (BR 2019-03).

**J. Long-Term WPS Facilities**

K. Sved will present an overview of a potential long-term facilities solution for WPS.

**K. Announcement of Reasons for Closed Session**

C. Wright will announce reasons for the closed session (real estate negotiations and Chief Executive Officer (CEO) evaluation).

**L. Closed Session: Real Estate Negotiations for 407 Main Street**

The board will discuss real estate negotiations relating to 407 Main Street, Watsonville, CA 95076.

**M. Closed Session: Chief Executive Officer Evaluation**

The board will discuss the evaluation of the Chief Executive Officer of Navigator Schools.

**N. Report on Closed Session**

C. Wright will report actions taken during the closed session.

**III. Closing Items**

**A. Adjourn Meeting**

Board members will vote on the adjournment of the meeting.

# Coversheet

## Approve Minutes from the April 29 Regular Board Meeting

**Section:** I. Opening Items  
**Item:** C. Approve Minutes from the April 29 Regular Board Meeting  
**Purpose:** Approve Minutes  
**Submitted by:**  
**Related Material:** Minutes for Board Meeting on June 18, 2019

APPROVED



## Navigator Schools

### Minutes

#### Board Meeting

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#### **Date and Time**

Tuesday June 18, 2019 at 6:00 PM

#### **Location**

Gilroy Prep School, 277 IOOF Avenue, Gilroy, CA 95020

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#### Teleconference Locations

- Hollister Prep School, 881 Line Street, Hollister CA 95020
- 377 South 14th Street, San Jose CA 95112

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#### **Directors Present**

Alicia Gallegos Fambrini, JP Anderson, John Flaherty, John Glover (remote), Joyce Montgomery, Nora Crivello, Victor Paredes-Colonia

#### **Directors Absent**

Caitrin Wright, Fiaau Ohmann

#### **Directors who arrived after the meeting opened**

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John Glover

**Guests Present**

Kevin Sved, Sean Martin

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**I. Opening Items**

**A. Record Attendance and Guests**

**B. Call the Meeting to Order**

John Flaherty called a meeting of the board of directors of Navigator Schools to order on Tuesday Jun 18, 2019 at 6:07 PM.

**C. Approve Minutes from the April 29 Regular Board Meeting**

Nora Crivello made a motion to approve minutes from the Board Meeting on 04-29-19 Board Meeting on 04-29-19.

Alicia Gallegos Fambrini seconded the motion.

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

**Roll Call**

John Glover	Absent
JP Anderson	Aye
Alicia Gallegos Fambrini	Aye
John Flaherty	Aye
Joyce Montgomery	Aye
Fiaau Ohmann	Absent
Caitrin Wright	Absent
Nora Crivello	Aye

**D. CEO Report**

K. Sved invited S. Waller to share impressions of the 8th grade graduation.

K. Sved thanked everyone for their work during the last school year, including K. Carr's efforts toward opening Watsonville Prep School (WPS). He summarized lessons learned from the past year and reviewed important grants applied for and won. He shared preliminary SBAC results, initial analysis of them, and related next steps. J. Flaherty summarized the key points of the report. He thanked K. Sved and S. Waller for their good work and the photos of students displayed during the report.

**E. Consent Agenda**

Alicia Gallegos Fambrini made a motion to approve consent agenda without the wellness policy (to be discussed and voted upon separately).

Joyce Montgomery seconded the motion.

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

The board approved the contents of the consent agenda except for the wellness policy. A motion was passed in which the board agreed to discuss the wellness policy separately. The board discussed federal standards and the policy in regards to incentives and celebrations featuring food.

A motion was made by A. Gallegos Fambrini to amend the wellness policy by removing one sentence (the sentence concerning celebrations and rewards on page seven). N. Crivello seconded the motion. All board members voted in favor except J. Montgomery who abstained.

A. Gallegos Fambrini made a motion to approve the amended wellness policy. N. Crivello seconded the motion. All board members voted in favor except J. Montgomery who abstained.

Alicia Gallegos Fambrini made a motion to amend the wellness policy.

Nora Crivello seconded the motion.

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

**Roll Call**

Caitrin Wright	Absent
JP Anderson	Aye
Fiaau Ohmann	Absent
John Glover	Absent
John Flaherty	Aye
Victor Paredes-Colonia	Aye
Nora Crivello	Aye
Alicia Gallegos Fambrini	Aye
Joyce Montgomery	Abstain

Alicia Gallegos Fambrini made a motion to approve the amended wellness policy.

Nora Crivello seconded the motion.

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

**Roll Call**

John Glover	Absent
Nora Crivello	Aye
Fiaau Ohmann	Absent
Victor Paredes-Colonia	Aye
Caitrin Wright	Absent
JP Anderson	Aye
Joyce Montgomery	Abstain
Alicia Gallegos Fambrini	Aye
John Flaherty	Aye

**II. Topical Items**

**A. Governance Committee Report**

A. Gallegos Fambrini reviewed recent committee activities. Members discussed the ideal number of board members. J. Flaherty mentioned that the committee is developing a matrix of qualities and qualifications for new board members.

**B. Watsonville Prep Update**

K. Carr presented the latest WPS enrollment numbers based on applications submitted thus far, reviewed student recruitment efforts, summarized frequent parent questions, reported on recent visitors to Navigator schools from the board of Pajaro Valley Unified School District, and described proposed opening ceremonies for the school. K. Sved shared potential mitigation strategies related to enrollment outcomes. Board members offered suggestions for student recruitment.

**C. Finance Committee Report**

J. Montgomery thanked A. Ortiz for her hard work and V. Paredes-Colonia for attending the last committee meeting. A. Ortiz explained the advantages of the new accounting system. She will work with J. Montgomery to refine the new reports.

**D. Financial Update**

J. Montgomery provided a concise review of current financials.

**E. LCAP and Federal Addendum**

Joyce Montgomery made a motion to approve the LCAP for NS school sites. Alicia Gallegos Fambrini seconded the motion. The board **VOTED** unanimously to approve the motion.

**Roll Call**

John Flaherty	Aye
Victor Paredes-Colonia	Aye
JP Anderson	Aye
Nora Crivello	Aye
Fiaau Ohmann	Absent
Caitrin Wright	Absent
John Glover	Absent
Alicia Gallegos Fambrini	Aye
Joyce Montgomery	Aye

A. Ortiz explained key features of the annual Local Control and Accountability Plan (LCAP). K. Sved shared student, staff, and family survey data. Board members asked clarifying questions about the surveys and expressed interest in reviewing the results in-depth at the next board meeting. A. Ortiz explained the Federal Addendum. The board voted to approve the Federal Addendum included in each school site LCAP.

Joyce Montgomery made a motion to to approve the Federal Addendum for every school site LCAP.

Nora Crivello seconded the motion.

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



**Roll Call**

Caitrin Wright	Absent
Joyce Montgomery	Aye
Alicia Gallegos Fambrini	Aye
John Flaherty	Aye
JP Anderson	Aye
Victor Paredes-Colonia	Aye
John Glover	Absent
Nora Crivello	Aye
Fiaau Ohmann	Absent

**F. 2019-20 Budget Approval**

John Glover arrived.

JP Anderson made a motion to approve the proposed budget.

Alicia Gallegos Fambrini seconded the motion.

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

**Roll Call**

Alicia Gallegos Fambrini	Aye
Joyce Montgomery	Aye
Fiaau Ohmann	Absent
Victor Paredes-Colonia	Aye
Caitrin Wright	Absent
John Glover	Aye
Nora Crivello	Aye
JP Anderson	Aye
John Flaherty	Aye

A. Ortiz explained the alignment between the LCAP and school site budgets. She reviewed the 2019-20 budget assumptions, revenues, expenses, and projected fund balances. N. Crivello sought clarification regarding differences in projected fund balances by school site. K. Sved explained how the balances are calculated. Members inquired about brokers for health care benefits and the potential budgetary impact of rising energy costs. J. Montgomery reported that the finance committee reviewed and approved the proposed budget.

**G. Election of Board Officers**

The board decided to address this topic at a future board meeting.

**H. Dissemination and Growth Update**

K. Sved reviewed and confirmed shared understandings between board and staff as developed during the preceding board meeting. He provided a Powerpoint presentation highlighting activities and results related to Cohort 1 of the dissemination effort. J. Dent expanded upon key points. H. Parsons reported current results for Cohort 2. J. Flaherty shared his impressions of a meeting with the visiting staff of a potential dissemination

partner held at the Navigator Support Office. H. Parsons shared next steps for Cohort 2. Board and staff members discussed merits of potential dissemination candidates in relation to NS growth. J. Glover and J. Flaherty discussed merits and challenges of offering dissemination in certain geographic locations and associated political climates. H. Parsons shared an illustration of the NS model overlay and how it protects the unique identities of partner schools. A. Gallegos Fambrini inquired as to what partners provide to NS at the end of dissemination agreements (she suggested a letter of reference). K. Carr agreed to add this feature to partnership agreements.

**I. Approval of 2019-20 Priorities**

Victor Paredes-Colonia made a motion to approve the 2019-20 priorities.

Nora Crivello seconded the motion.

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

**Roll Call**

Joyce Montgomery	Aye
Caitrin Wright	Absent
JP Anderson	Aye
John Flaherty	Aye
Nora Crivello	Aye
John Glover	Aye
Fiaau Ohmann	Absent
Alicia Gallegos Fambrini	Aye
Victor Paredes-Colonia	Aye

K. Sved presented priorities proposed for 2019-20 and timelines for their key components. J. Glover outlined three essential components of organizational success for Navigator. J. Montgomery offered suggestions concerning dashboard data, including student engagement indicators. A. Gallegos Fambrini discussed the relevance of a particular criterion. J. Glover offered comments on growth and key gateways for decision-making. V. Paredes-Colonia commented on the importance of academic achievement as a foundation for the success of Navigator Schools. J. Flaherty reviewed and summarized the key points of the discussion.

**III. Closing Items**

**A. Adjourn Meeting**

Joyce Montgomery made a motion to adjourn the meeting.

Alicia Gallegos Fambrini seconded the motion.

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

**Roll Call**

JP Anderson	Aye
Alicia Gallegos Fambrini	Aye
Caitrin Wright	Absent
John Glover	Aye

**Roll Call**

Nora Crivello	Aye
Victor Paredes-Colonia	Aye
Joyce Montgomery	Aye
John Flaherty	Aye
Fiaau Ohmann	Absent

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:41 PM.

Respectfully Submitted,  
Sean Martin

# Coversheet

## CEO Report

<b>Section:</b>	I. Opening Items
<b>Item:</b>	D. CEO Report
<b>Purpose:</b>	FYI
<b>Submitted by:</b>	
<b>Related Material:</b>	Dissemination Memo 2019_08_20.pdf CEO Update.pdf Growth Memo 2019_08_20.pdf



Date: 08/13/19

To: Navigator Schools Board of Directors

From: Heather Parsons (DCI)

Subject: Dissemination Update

## Objectives

- 1) The Board will receive a NewSchools Venture Fund grant update
- 2) The Board will review the current partnerships for 2019-20 (Cohort 2)
  - a) Healdsburg Charter School & Healdsburg Elementary School (Healdsburg Unified School District)
  - b) Promise Academy (San Jose Unified School District)
  - c) Cerra Vista School (Hollister School District)
- 3) The board will receive a Core 3 summer workshop update
- 4) The Board will be briefed on next steps for dissemination

## Grant Update

The [NewSchools Venture Fund](#) (NSVF), a nonprofit venture philanthropic fund that has invested over \$260 million in innovative schools over the past twenty years, recently offered the nation's top charter school management organizations and districts the opportunity to become model providers for partner organizations. This new and exciting strategy aims to bring best practices from high-performing charter and district organizations to partners across the K-12 educational sector.

Navigator applied for and was awarded a \$275,000 grant for the NSVF Stage 2 Model Provider grant. The grant agreement outlines the details of this year's funding as well as what would be required to continue another year of funding.

With the award of our grant, we were able to subsidize portions of the following 2019-20 positions.

- Director of Curriculum & Instruction
- Dissemination Lead
- Math Teacher on Special Assignment (TOSA) Middle School Coach/Dissemination Coach
- ELA Teacher on Special Assignment (TOSA) Middle School Coach/Dissemination Coach

This summer we used funding to revise and refine what we are now calling our "Core 3" elements and post the professional development for these elements up on [www.navilearning.org](http://www.navilearning.org) for both Navigator training and partner training. By codifying the Core 3 elements the dissemination team aims to support the development of new and returning Navigator staff as well as support partner schools with systematic implementation of each element.

Our Year 1 goal is to build sustainable buy-in from our partners and a high level of support satisfaction (>80%). We will develop individualized goals for each partner for academic gains based on their rate of implementation.

### **2019-20 Dissemination Partnerships**

#### *Healdsburg Unified School District (HUSD)*

Navigator and Healdsburg have agreed on moving from a “light touch” to a “full partnership” for 2019-20 and their board approved Memorandum of Understanding (MOU) has been signed and received. Norma and Heather delivered their summer leadership workshop for the two site principals on August 5th and the dissemination team delivered their first teacher workshop on August 13th for all 35 educators. Due to HUSD’s limited summer Professional Development (PD) days we will be working on a revised scope and sequence to ensure both their leaders and teachers are able to go through the full array of Core 3 development. Additionally we are working on a plan to help their leadership address teacher concerns around how to implement data driven instruction, as they currently are using varying curricula and there are no common assessments.

#### *Promise Academy*

Promise Academy is a public charter school that was slated to open in San Jose this August. Due to our close proximity, Promise sent their leaders and teachers, which totaled eight on some days, to our Navi 101 trainings. Promise Academy was a valuable addition to our Navigator training and their team was pleased with the preparation they received in our summer sessions (Table 2). Their eight teachers received the full five days of teacher training and their Vice Principal attended all of the leadership trainings. Unfortunately, San Jose Unified withdrew their Prop 39 facility offer four days before Promise Academy was scheduled to start and the school will no longer be able to operate in 2019-20, leaving many families heartbroken.

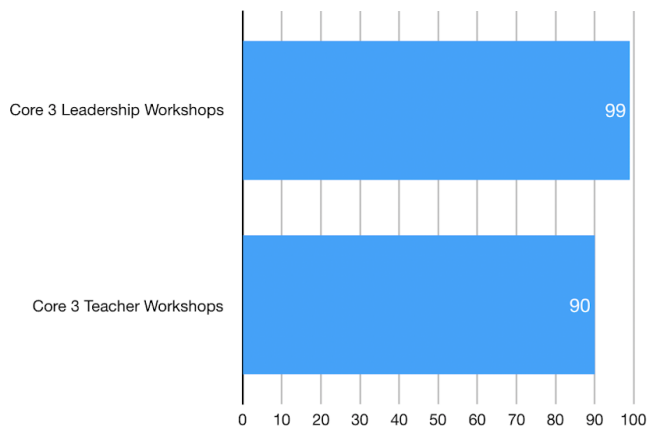
#### *Cerra Vista School (Hollister School District)*

Cerra Vista is a traditional K-5 public school located in Hollister, CA. We approached the school Principal in May to propose a partnership and were ecstatic to hear both the Principal and Vice Principal were on board almost immediately. Shortly thereafter the Superintendent sanctioned the partnership. The Cerra Vista leadership chose to begin implementation by volunteering to participate in our summer leadership training sessions, and together we decided to roll out trainings in phases. The first phase will include intellectual preparation for the entire school during weekly Professional Learning Community (PLC) time. As with HUSD, there will be challenges to meet in the area of data driven instruction, as there are no common short-cycle assessment.

### **Core 3 Summer Workshops**

Navigator leaders, teacher leaders, and the dissemination team rolled out our Core 3 workshops to Leadership and staff from Navigator, Promise Academy, Healdsburg Charter, Healdsburg Elementary and Cerra Vista School. We administered an end-of-session survey each day and the data in Figure 1 shows the average satisfaction of all our participants for the Core 3 Leadership Workshops and the Core 3 Teacher Workshops.

■ Average % of participants who found the summer Core 3 training a valuable part of their professional development.



### Next Steps

The dissemination team will continue to work with current partners to ensure the most effective rate of implementation for each individual context and support their teams through one or more weekly professional development sessions per partner.

If the Navigator board and directors both choose to move forward with scaling dissemination with New School Venture Fund in 2020-21 and possibly receive additional funding, we will need to develop a growth and sustainability plan to:

- Secure additional partner schools for the 2020-2021 academic year by July 2020;
- Map demand and the addressable market for the model;
- Assess partner schools' willingness to increase spending to meet costs
- Secure \$80,000 in new philanthropic, government, or corporate support;
- Create a talent plan for model provider leadership and execution responsibilities;
- Update budget with detailed revenue and cost projections; and develop a multi-year growth plan.

We look forward to continuing to update the Board as we pilot the dissemination work this year, and future dialogue about 2020-21 and beyond.



Date: August 16, 2019

To: Board Members

From: Kevin Sved

Re: CEO Update

Dear Trustees,

We launched Watsonville Prep this week! Thank you so much for your support and partnership in helping to make this a reality for students and families in Watsonville! Overall, things have gone very well, especially considering that we didn't receive the keys until the afternoon of August 1. Our ITOM team worked long hours to get the rooms ready for students, as did our teachers and staff. Andi has provided steady and strong leadership. I am very grateful that we have her as our Founding WPS Principal. It was a big team effort, with many support office staff helping to make sure that operations and academics started strong. We planned WPS to open one day before GPS and HPS to allow a concerted effort, and many staff from GPS and HPS joined to support the students and learn the Navigator way. The energy was extremely positive and we have every reason to believe that a healthy school culture is being born. While our enrollment numbers before the start of school exceeded our target of 180, actual attendance in our first three days of school was about 10% short as we averaged 159. We are working diligently to add families from the waiting list so that we reach our target in the next week or so. Kirsten provides an update in the Growth Priority memo with more details and we look forward to sharing more information about the opening during the Board meeting.

GPS and HPS had smooth opening days on Wednesday, and are both off to strong starts. The main challenge on the first day of school is that most parents want to walk their children in, making a bad parking situation much worse. At HPS, we have mitigated the regular grind of the morning drop off challenges by scheduling school to start at 7:30a this year, which provides a 30 minute cushion before R.O. Hardin starts. Our target enrollment at GPS and HPS is 540, and we started with enrollment of 536 at GPS and 541 at HPS.

While we are starting a new academic year, we are also analyzing the results from 2018-19 and using that information to improve our performance in 2019-20. In the academic priority memo, James and Sharon reflect on the preliminary SBAC results and discuss the work going forward to address the gaps and implement intervention programs. Kirsten provides a report on the 2019 spring survey results, and work underway to improve school and organizational culture. I look forward to discussing my role in these efforts and hearing your feedback on how I can strengthen my performance during the CEO evaluation.



Another item in the packet is Heather's update on the dissemination priority. A key highlight is the receipt of a second grant from NewSchools Venture Fund to support this work. (You'll have to read her report to see how much it is...it's more than double last year's grant of \$78,000.)

We are also excited to share the Board Dashboard. After iterating many times with the Board and Governance Committee last year, this latest version addresses all of the key metrics on one page. We hope to reach consensus on the tool so that we can start providing regular dashboard updates at each meeting.

A major agenda item will be to discuss a potential long-term facilities solution for WPS. It is not typical for a charter school to be able to secure a long-term private facility so early in the school's development because track records have not yet been established. Another challenge is that while the school is small, it is difficult to pay for the limited space it needs while still securing the space it will need over the long-term. With the strong success of GPS and HPS, and support from our partners at Pacific Charter School Development (PCSD) and Charter School Growth Fund, a deal seems within reach on a long-term solution for WPS. I look forward to discussing the opportunity in open session, where we are planning to introduce James Huegas from PCSD and the owners of the building at 407 Main, Neva and William "Bill" Hansen. In closed session, we will discuss the project and potential lease and provide guidance on how to proceed with negotiations.

Lastly, the materials from the Governance Committee propose board goals for 2019-20. I believe these align well with the 2019-20 organizational priorities. These organizational priorities and related criteria for success, as discussed and approved during the June meeting, are on the following page. I look forward to working with you in 2019-20 to win on the Board goals and organizational priorities, and move Navigator further along our mission:

***Navigator Schools equips students to become learners and leaders in high school, college, and beyond. We develop top-tier teams of educators who continuously improve and innovate schools that deliver phenomenal outcomes for all students, regardless of their circumstances.***

## 2019-20 Organizational Priorities

### 1) Implement highly effective academic intervention programs to ensure strong results at WPS and existing schools.

#### Criteria for Success

- A) Intervention programs for math, English Language Arts (ELA), and behavior will be implemented according to the timelines established (in development to be shared during August Board meeting)
- B) At least 50% of students in grades 4-8 at performance levels 1 and 2 in English Language Arts (ELA) will move up at least 1 level on the SBAC.
- C) At least 50% of students in grades 4-8 at performance levels 1 and 2 in mathematics will move up at least 1 level on the SBAC.
- D) Measurable growth targets for students (to be developed) will be reached by at least 50% of students receiving intervention services.

### 2) Establish a viable pathway for continued growth in the changing political climate, while preserving current charters.

#### Criteria for Success

- A. WPS will be instructionally sound and operationally sound by the start of school.
- B. Staff will submit a plan for developing and strengthening relationships in Gilroy, Hollister, and Watsonville to the Board for approval no later than October 2019, with measurable objectives to be delivered during 2019-20 school year
- C. Staff will submit a detailed plan to launch School 4 to the Board for approval during 2019-20. The plan will describe measurable objectives to be achieved over the course of 2019-20. Proposed revisions to the greenlighting process will be shared with the Board in August 2019.
- D. Staff will submit a plan to support long-term facilities for HPS to the Board for approval by June 2020.

### 3) Deliver effective model provision support to partner schools.

#### Criteria for Success

- A. Deliver quality support as evidenced by stakeholder feedback, classroom observation rubrics, and other measures to be determined.
- B. Improved results at partner schools (MAP, SBAC, other interim assessments and data sources.)
- C. All dissemination efforts are fully funded by philanthropy and partner fees.



**Date:** August 15, 2019

**To:** Board of Directors

**Submitted By:** Kirsten Carr

**Subject:** Strategic Impact Growth Priority

**Agenda Item Type:** Informational

### **Background**

One of the three organizational impact statements for the 2019-2020 school year is:

**Establish a viable pathway for continued growth in the changing political climate, while preserving current charters.**

This statement is the driving force for much of what the Engagement and Partnerships team will be focused on this year. As outlined in the organizational priority memo, the criteria for success are listed below with updates on current and future activity.

### Criteria for Success

- A. WPS will be instructionally sound and operationally sound by the start of school.
  - a. WPS had 188 students enrolled (parents completed all enrollment forms) when school started on August 13 in the following grades K: 65, 1st: 68, 2nd: 55 with an additional 4 packets out for 2nd grade. Attendance for the second day of school was K: 53, 1st: 54, 2nd: 51. For any student not in attendance, we contact the families to verify the reason. Unless we confirm the student will not be attending, we hold a student's space for three days before releasing it for another student. The most up to date information will be shared during the Board meeting.
  - b. Summer tutoring has been held 3x/week at 90 minutes each for incoming students
  - c. Orientation for students and families was held August 7-9
  - d. Staff received the keys to the school site on August 1st and the ITOM team has been working countless hours to have it up and ready to go
  - e. The California Department of Education (CDE) facility inspector visited the on site August 7. The CDE Consultant provided verification of site approval on August 9.

- B. Staff will submit a plan for developing and strengthening relationships in Gilroy, Hollister, and Watsonville to the Board for approval no later than October 2019, with measurable objectives to be delivered during 2019-20 school year.
  - a. Although a formal plan will be delivered to the board in the next couple of months, the Engagement and Partnerships Team has an activity calendar for the school year that includes annual reports to the school districts, occasional public comment appearances at board meetings, inclusion in all appropriate school activities, stakeholder meetings for family involvement in the larger charter landscape, and community service activities
- C. Staff will submit a detailed plan to launch School 4 to the Board for approval during 2019-20. The plan will describe measurable objectives to be achieved over the course of 2019-20
  - a. Staff will be providing an update to the board in future meetings.
- D. Staff will submit a plan to support long-term facilities for HPS to the Board for approval by June 2020

# Coversheet

## 2018-19 SBAC Scores

**Section:** II. Topical Items  
**Item:** B. 2018-19 SBAC Scores  
**Purpose:** Discuss  
**Submitted by:**  
**Related Material:** SBAC and Interventions Memo 2019\_08\_20.pdf



Date: August 13, 2019

To: NS Board of Trustees

From: James Dent and Sharon Waller

Subject: Smarter Balanced Assessment (SBA) and Interventions Priority Update

### **Overview**

Gilroy Prep and Hollister Prep continue to provide an excellent, well-rounded education for their students. The 2019 SBA results demonstrate that our current fourth through eighth grade students continue to significantly outperform the academic achievement of students within authorizing districts and throughout California. Nonetheless, in the constant pursuit of improvement, Navigator staff has identified the need to improve the academic interventions for students not yet achieving standard on SBA.

In addition to the SBA data, which represents our current fourth through eighth graders' academic performance, we have also analyzed end of year benchmark data (STAR Reading and STAR Math assessments) for last year's first and second graders in order to identify students needing early academic intervention. Lastly, social emotional learning (SEL) student surveys and behavioral data from each school was reviewed. This overall analysis has led the Directors and Chiefs to adopt interventions targeting math, reading and student behavior as an organizational priority for the 2019/2020 school year.

### **Background**

Navigator has adopted California's new nomenclature, Distance from Standard (DFS), for measuring student and school performance. DFS measures the distance each student is from the lowest possible scale score within the "Standard Met" performance band (Level 3) on the Smarter Balanced Assessment. The Smarter Balanced Assessment Consortium has identified Level 3 as demonstrating the knowledge and skills necessary for students to be on track for college and career readiness at their grade level (see Table 3 at the end of this memo for scaled score ranges).

### **2018-19 SBA Outcomes**

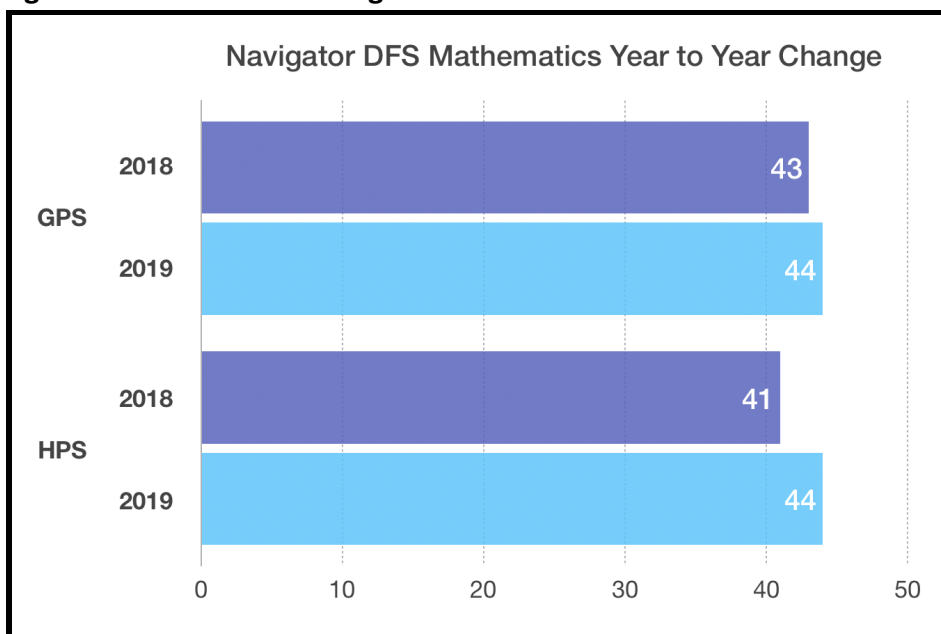
The 2019 SBA proficiency scores for English language arts and mathematics were analyzed and disaggregated using Distance From Standard (DFS) for the following criteria: schoolwide year to year change and significant subgroups including English learners (EL), socioeconomically disadvantaged students (SED), and Hispanic/Latino students.



*Mathematics*

Overall, math scores improved year to year with a one point gain at GPS and a three point gain at HPS (Figure 1). Our focus this year on the concrete to abstract continuum in mathematics has helped both teachers and students to truly understand the meaning behind the math.

**Figure 1: Mathematics change in DFS YTY**



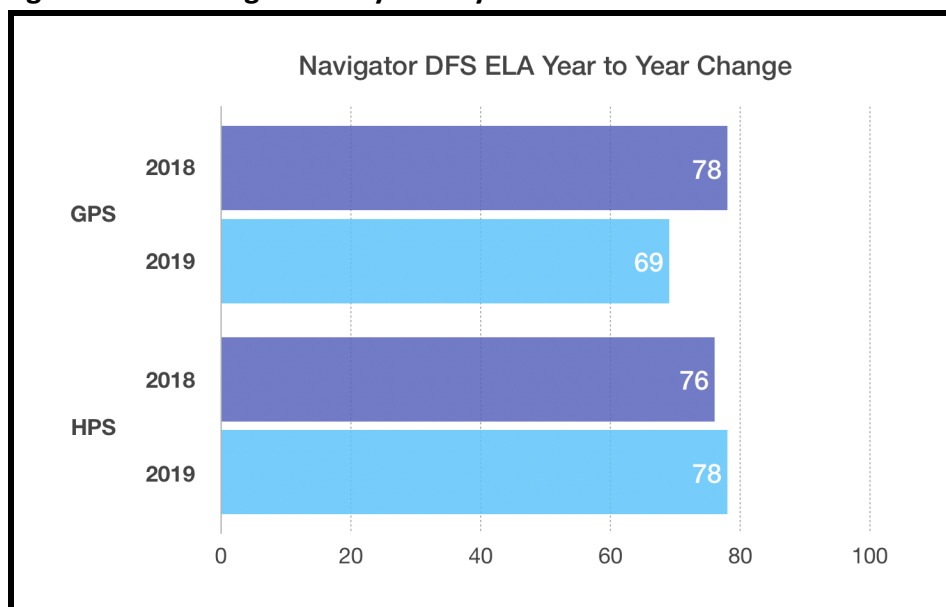
Of special note, the fifth grade math scores at both schools were significantly lower than other grades and we saw many students at both sites experience a drop in DFS. This large drop in student performance impacted the average. Site coaches and principals are aware of this trend at fifth grade and will be providing additional support to this subject and grade level including weekly curriculum and quiz data review with the teachers and small group instructors in these grades.

*English Language Arts*

In English language arts, GPS had an overall drop in DFS of nine points and HPS gained two points (Figure 2). Upon closer inspection at GPS, three groups of cohorts had gains in DFS and two cohorts had large drops which pulled the overall school average down in ELA. GPS leadership is aware and will be working alongside the new middle school subject area coaches to address the areas of need.



**Figure 2: ELA change in DFS year to year**



A complete review of DFS change by subgroup is included at the end of this memo.

**Improvement and intervention plan for 2019-20**

HPS and GPS have adopted the following academic goal for 2019-20: *50% of students scoring “Standard Nearly Met” (2) or “Standard Not Met” (1) will increase to the next band of performance on SBA.*

While Navigator has always had a strong intervention program, it has never risen to the level of an organizational priority. After several years of flat or slight drops in SBA performance, we are renewing our focus on interventions by making it an organizational priority.

At each site, there will be a hyper-focus on the students that did not achieve Level 3 on SBA last year. As such, each site will be implementing a comprehensive intervention program this year for all students in performance bands 1 and 2. Table 1 depicts the number of students needing intervention in grades 4-8.





**Table 1: Current numbers of students scoring at 1 or 2 on SBA**

			Standard Nearly Met (2)	Standard Not Met (1)	
<b>GPS</b>	Grade 4	ELA	9	1	
		Math	8	3	
	Grade 5	ELA	8	5	
		Math	15	2	
	Grade 6	ELA	7	7	
		Math	20	9	
	Grade 7	ELA	8	5	
		Math	16	6	
	Grade 8	ELA	4	3	
		Math	10	5	
			<b>Total ELA</b>	<b>36</b>	<b>21</b>
			<b>Total Math</b>	<b>69</b>	<b>25</b>
			Standard Nearly Met (2)	Standard Not Met (1)	
<b>HPS</b>	Grade 4	ELA	3	4	
		Math	11	3	
	Grade 5	ELA	6	2	
		Math	8	0	
	Grade 6	ELA	5	2	
		Math	25	5	
	Grade 7	ELA	5	5	
		Math	6	6	
	Grade 8	ELA	6	0	
		Math	13	5	
			<b>Total ELA</b>	<b>25</b>	<b>13</b>
			<b>Total Math</b>	<b>63</b>	<b>19</b>

The Tier 2 intervention plan (Table 2) was designed for 2019-20 as a key component of Navigator Schools overall multi-tiered systems of support (MTSS) framework. This framework, which is composed of three levels or tiers, was adopted by the California Department of Education to ensure all students can become college and career ready. Tier one is the rigorous educational model that includes social emotional learning and enrichment and is for all students. Tier two is additional intervention for students who are close to grade level standards in academics, social emotional skills and/or behavior. Tier three provides even greater levels of support for students who are further from proficiency and is a high intensity, targeted intervention. We are currently working to develop an in-school Tier 3 intervention plan.

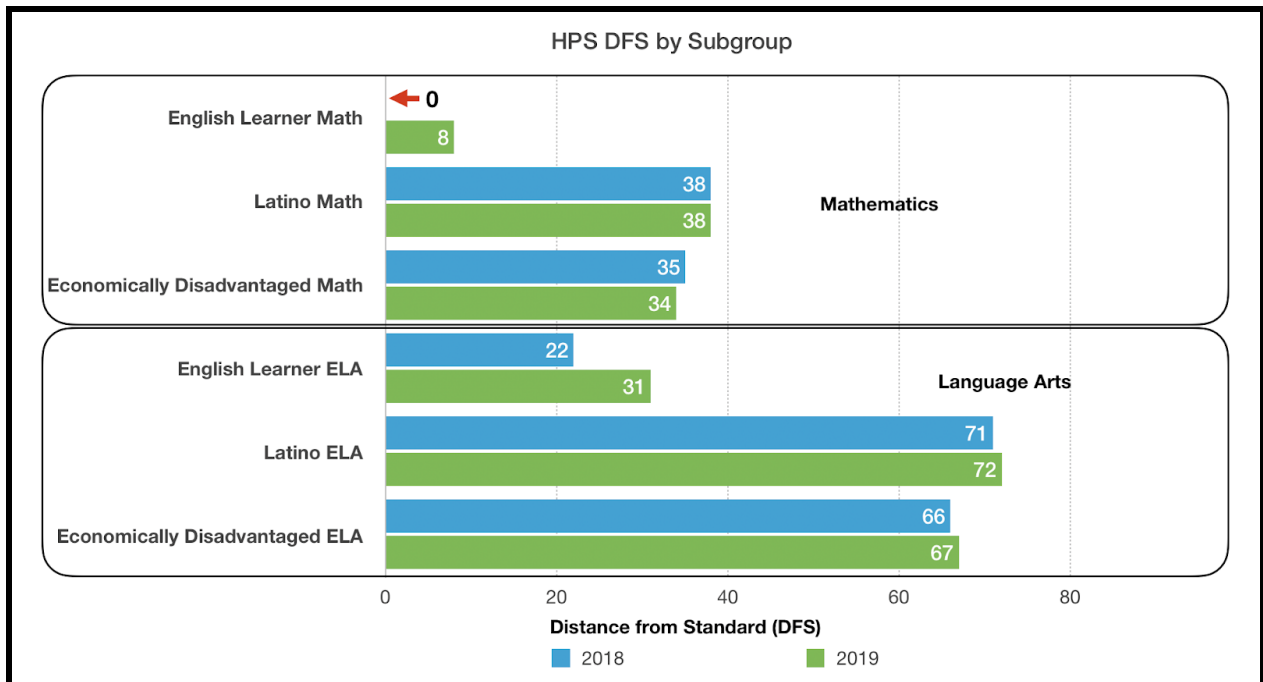
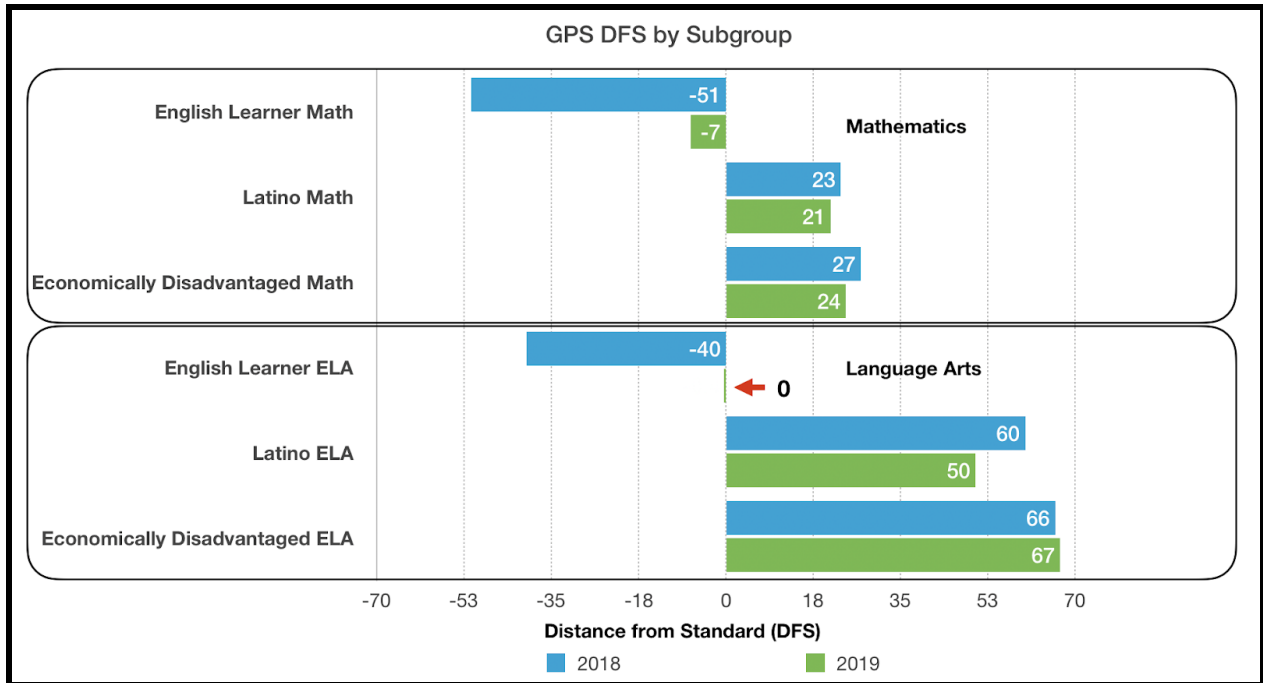


**Table 2: The NS Tier Two After School Intervention Plan**

Subject Area	Target Group	Launch Date	Description
<b>Reading Comprehension</b>	- Level 2 SBA - 25th-50th% on the STAR Reading	9-9-19	- 10:1 Ratio, 45 mins, 4x per week  - Monthly progress monitoring assessment
<b>Reading Fluency</b>	-Reading fluency between 25-50th percentile		
<b>Math</b>	- Level 2 SBA - 25th-50th% on the STAR Math		
<b>Behavior</b>	-Students who have at least three behavior referrals	11-1-19	One or more of four key strategies will be implemented for a four to six week cycle. The strategies include:  <b>-Strategy One</b> Positive behavior plans created by the teacher, the student and the coach to implement daily for four weeks <b>-Strategy Two</b> Social skills groups of five to eight students taught by a trained adult for at least two days a week for four to six weeks, <b>-Strategy Three</b> Live coaching provided to the teacher two to three days a week, for four weeks to help support positive behavior and de-escalation strategies in the classroom <b>-Strategy Four</b> Individualized or group counseling for four to six weeks to address behavior



**SBA Results by Subgroup**



**Table 3: Scale Score Ranges for ELA and Math**



### English Language Arts/Literacy Scale Score Ranges

Grade	Min Scale Score	Max Scale Score	Achievement Level Scale Score Range for Standard Not Met	Achievement Level Scale Score Range for Standard Nearly Met	Achievement Level Scale Score Range for Standard Met	Achievement Level Scale Score Range for Standard Exceeded
3	2114	2623	2114–2366	2367–2431	2432–2489	2490–2623
4	2131	2663	2131–2415	2416–2472	2473–2532	2533–2663
5	2201	2701	2201–2441	2442–2501	2502–2581	2582–2701
6	2210	2724	2210–2456	2457–2530	2531–2617	2618–2724
7	2258	2745	2258–2478	2479–2551	2552–2648	2649–2745
8	2288	2769	2288–2486	2487–2566	2567–2667	2668–2769
11	2299	2795	2299–2492	2493–2582	2583–2681	2682–2795

### Mathematics Scale Score Ranges

Grade	Min Scale Score	Max Scale Score	Achievement Level Scale Score Range for Standard Not Met	Achievement Level Scale Score Range for Standard Nearly Met	Achievement Level Scale Score Range for Standard Met	Achievement Level Scale Score Range for Standard Exceeded
3	2189	2621	2189–2380	2381–2435	2436–2500	2501–2621
4	2204	2659	2204–2410	2411–2484	2485–2548	2549–2659
5	2219	2700	2219–2454	2455–2527	2528–2578	2579–2700
6	2235	2748	2235–2472	2473–2551	2552–2609	2610–2748
7	2250	2778	2250–2483	2484–2566	2567–2634	2635–2778
8	2265	2802	2265–2503	2504–2585	2586–2652	2653–2802
11	2280	2862	2280–2542	2543–2627	2628–2717	2718–2862

# Coversheet

## Survey Results

**Section:** II. Topical Items  
**Item:** C. Survey Results  
**Purpose:** FYI  
**Submitted by:**  
**Related Material:** Surveys Memo 2019\_08\_20.pdf



**Date:** August 7, 2019

**To:** Board of Directors

**Submitted By:** Kirsten Carr

**Subject:** Organizational Health Survey Report

**Agenda Item Type:** Informational

### Background

As part of the Local Control Accountability Plan (LCAP) update, we shared with you the survey results from the end of year student, family, and staff surveys. We do these surveys not just because we highlight goals in the LCAP but because the questions and their responses help us stay focused on our organizational health. We also include the metrics in our greenlighting process for growth.

As discussed at the meeting, several of the student and staff results were troubling to staff and required more in-depth analysis and proposed action steps. Below are the questions with more context and steps being taken to address these needs in the 2019/2020 school year.

- Student Surveys
  - How often do you feel proud of your school
    - GPS
      - 3rd - 5th grade: All or most of the time - 60%
      - 6th-8th grade: All or most of the time - 50%
    - HPS
      - 3rd - 5th grade: All or most of the time - 82%
      - 6th-8th grade: All or most of the time - 59%
  - These questions are asked with no explanation or discussion of what “proud” means or how it is illustrated in daily life. In addition to reframing the question to better assess the true feelings of the students, the Multi-Tiered Systems of Support Coordinator, in conjunction with the Director of Student Services, will be rolling out a more robust Social Emotional Learning (SEL) focus at each site. Several members of the Navigator Leadership Team attended conferences over the summer which identified the need to ensure character components are just as prevalent as academic components.
  - How often do you feel safe at school?
    - GPS
      - 3rd - 5th grade: All or most of the time - 65%
      - 6th-8th grade: All or most of the time - 65%
    - HPS
      - 3rd - 5th grade: All or most of the time - 76%
      - 6th-8th grade: All or most of the time - 74%

- These numbers include a variety of different components, including but not limited to, safety from outside violence (as seen on the news), other students picking on them on the playground, or students bothering them in the classroom. The SEL team is working with the Vice Principal of Culture and Operations at each site as well as the classroom staff members and the yard duty staff members to provide all with a collection of tools to use with students to help them identify their fears and act accordingly. Classroom and community meetings will continue to focus on how we talk with one another, the importance of school culture, and how we work together to make our schools safe and joyful places to learn.
- Do the teachers and other adults at school care about you?
  - GPS
    - 3rd - 5th grade: All or most of the time - 65%
    - 6th-8th grade: All or most of the time - 62%
  - HPS
    - 3rd - 5th grade: All or most of the time - 76%
    - 6th-8th grade: All or most of the time - 64%
- These numbers were incredibly troubling to all staff and the team has spent the summer working on solutions including extended community meetings, Support Office Leadership Team activity on sites, addition of a school psychologist, behavior support provided by middle school coaching team, and the team is implementing Tier Two behavior strategies, as part of the MTSS framework and identified through the MTSS weekly team meetings. These strategies include counseling groups, social skills groups, high intensity coaching of teachers and use of positive behavior plans for students. Finally, the Student Services team, in conjunction with the school administration teams are improving the way in which teachers can request help for students who are in need of academic, behavior, or emotional support to ensure students and staff receive help as quickly as possible. Finally, all site leadership teams will be equipped with the tools needed to support coaching for teachers, SGIs, athletic teams, and yard duties to enhance the current PBIS program which will help build stronger relationships between staff and students and help to incorporate positive language, self advocacy, and social emotional competencies into daily interactions.

Although these surveys were taken months before the tragedy that befell the community of Gilroy last month, the Student Services Team has been vigilant about offering counseling services to all students since the incident occurred on the Sunday of the Gilroy Garlic Festival. Students have been taking advantage of the opportunities and staff will continue to be available for this purpose at the start of the school year and throughout. Staff will also be participating in a Trauma-Informed workshop as part of Navi 201.

- Staff Surveys
  - While the vast majority of staff members responded they would be proud to tell people where they worked, the response to whether or not they'd recommend working at Navigator to a good friend would not meet the greenlighting threshold of 80% (currently at 77%). To address the culture needs at all sites, the

leadership teams have been working on individual site plans as well as an overall organizational plan being led by the Support Office. Activities include:

- Culture & Communication Workshop Navi 101
- Navigator Schools Mission & Culture Workshop Navi 201
- Support Office Staff Master Schedule for site visits and involvement
- Quarterly stakeholder discussion groups on topics of importance to the staff
- Metrics of Success designed by staff during Navi 201 with clear action steps for all involved
- Creation of a compensation subcommittee to review Navigator's compensation packages and how they are relayed to staff

The Support Office Leadership team is highly aware of the need to align culture across the organization for long-term success of all three sites as well as any potential growth. This will continue to remain a focus of weekly director meetings as well as more in-depth strategic and tactical meetings to provide concrete steps and activities to address the needs of students and staff.



# Coversheet

## Board Dashboard

**Section:** II. Topical Items  
**Item:** D. Board Dashboard  
**Purpose:** Discuss  
**Submitted by:**  
**Related Material:** Dashboard Memo 2019\_08\_20.pdf  
Draft Board Dashboard 2019\_08\_20.pdf



Date: August 20, 2019

To: Navigator Schools Board of Directors

From: Sean Martin

Subject: Board Dashboard

After developing iterations of the proposed board dashboard over the course over several months, all of the key elements have been arranged in two formats: Google Sheets (interchangeable with Excel) and Tableau. Each format has its strengths, but the traditional spreadsheet is immediately accessible to all without further explanation. With this fact in mind, initial distribution of the dashboard at the board level will be in the static Google Sheets format. Technically speaking, due to its lack of automation and dynamic features, the Google Sheets version is not a dashboard, but the use of this term works in a practical sense at this stage.

As use of the dashboard becomes standardized in the future, the board will have opportunities to explore the information in a more dynamic form if they so choose. The current version from Google Sheets includes an accompanying chart titled "Notes for Targets." This page includes a list of all targets with additional details to support increased understanding of the various numbers and percentages.

Data presented in the prototype dashboard is sample information unless stated otherwise. The purpose of the prototype is to provide the board with a visual model upon which to base feedback. The dashboard, in this advanced draft stage, unites academic, cultural, and compliance data in an effort to promote transparency, communication, strategic planning, and accountability.

BOARD DASHBOARD (Draft: 08/15/2019) <span style="color: red;">Sample Data</span>											
Component	Topic	Cycle	Span	#	Subtopic	Unit	Target	GPS	HPS	WPS	NS
<b>Alumni Engagement</b>	Alumni	Annual	9+	1	Alumni Cohort Contact Rate	%	0.8	—	—	—	0.81
				2	Alumni Cohort HS Graduation Rate	%	0.95	—	—	—	0.98
<b>Business and Finance</b>	Budget	Monthly	K-8	3	Cash on Hand	Months	2	—	—	—	3
<b>Human Resources</b>	Retention	Monthly	K-8	4	Instructional Staff Retention Rate	%	0.75	—	—	—	0.83
<b>Coaching</b>	Sessions Year-to-Date	Monthly	K-8	5	Staff On-track for 20 Sessions	%	0.8	0.97	0.96	0.9	0.94
				6	Staff Nearly On-track for 20 Sessions	%	1	0.98	1	1	0.99
<b>Local Indicators</b>	Parent Survey	Annual	K-8	7	Survey Participation Rate	%	0.7	0.44	0.38	—	0.41 *
				8	Satisfied with Academic Results	%	0.75	0.92	0.92	—	0.92 *
				9	Child is Safe and Supported	%	0.75	0.82	0.86	—	0.84 *
	Staff Survey	Biannual	K-8	10	Survey Participation Rate	%	0.75	0.45	0.55	—	0.50 *
				11	Pride in Place of Work	%	0.75	1	0.97	—	0.99 *
				12	Recommend to a Friend	%	0.75	0.68	0.82	—	0.75 *
	Student Survey	Triannual	3-8	13	Survey Participation Rate	%	0.95	0.97	0.94	—	0.96 *
				14	Caring Adults	%	0.75	0.64	0.71	—	0.68 *
				15	Proud to Belong	%	0.75	0.56	0.75	—	0.66 *
16				I Feel Safe at School	%	0.9	0.63	0.75	—	0.69 *	
<b>Student Achievement</b>	English Language Proficiency (ELPAC)	Biannual	K-8	17	English Learner Level Progress Rate	%	TBD				
				18	6-Year Redesignation Rate	%	1				
	Measures of Academic Progress (MAP)	Triannual	K-2	19	Students Met Growth Target	%	TBD				
				20	Students with Valid Score	%	TBD				
	Smarter Balanced (SBAC): ELA	Annual	3-8	21	Achievement Level 3-4: All Students	%	0.7	0.85	0.86	—	0.86
				22	Distance from Standard: All Students	Points	2	1.8	1.9	—	1.85
				23	Distance from Standard: Socioeconomic	Points	2	-3	-3	—	-3.00
				24	Distance from Standard: English Learner	Points	2	-2.6	-3.9	—	-3.25
				25	Distance from Standard: Hispanic	Points	2	2.5	2.8	—	2.65
	Smarter Balanced (SBAC): Math	Annual	3-8	26	Achievement Level 3-4: All Students	%	0.7	0.86	0.85	—	0.86
27				Distance from Standard: All Students	Points	2	1.9	1.8	—	1.85	
28				Distance from Standard: Socioeconomic	Points	2	-3	-3	—	-3.00	
29				Distance from Standard: English Learner	Points	2	-3.9	-2.6	—	-3.25	
30				Distance from Standard: Hispanic	Points	2	2.8	2.5	—	2.65	
<b>Student Engagement</b>	Attendance and Enrollment	Monthly	K-8	31	Average Daily Attendance (ADA)	%	0.96	0.97	0.98	0.97	0.97
				32	Average Enrollment	%	1	1.00	0.99	1.00	1.00
	CA Schools Dashboard	Monthly	K-8	33	Chronic Absenteeism	%	0.05	0.07	0.08	0.09	0.08
				34	Expulsions	%	0	0	0	0	0.00 *
				35	Suspensions	%	0.015	0.017	0.018	0.019	0.02
<b>Student Services</b>	CA Schools Dashboard	Annual	3-8	36	Special Ed SBAC Participation Rate	%	0.95	0.92	0.91	—	0.92 *
	Multi-tiered Systems of Support (MTSS)	Monthly	K-8	37	Percent of Students in Tier II	%	.10 to .15	0.15	0.15	0.11	0.14
				38	Percent of Students in Tier III	%	<=.05	0.03	0.02	0.04	0.03

NOTES FOR TARGETS				
<i>Component</i>	<i>#</i>	<i>Subtopic</i>	<i>Target</i>	<i>Note</i>
<b>Alumni Engagement</b>	1	Alumni Cohort Contact Rate	0.8	Percent of alumni successfully engaged per year by cohort
	2	Alumni Cohort HS Graduation Rate	0.96	Percent of alumni who graduate from high school by cohort
<b>Business and Finance</b>	3	Cash on Hand	2	Number of months
<b>Human Resources</b>	4	Instructional Staff Retention Rate	0.75	Percent of instructional staff retained
<b>Coaching</b>	5	Staff On-track for 20 Sessions	0.8	Percent of staff on-track to complete 20 sessions
	6	Staff Nearly On-track for 20 Sessions	1	Percent staff nearly on-track to complete 20 sessions
<b>Local Indicators</b>	7	Parent Survey Participation Rate	0.7	Percent of parents who participated in the survey
	10	Staff	0.75	Percent of staff who participated in the survey
	13	Student	0.95	Percent of students who participated in the survey
	8-9, 11-12, 14-16	Survey Questions	0.75	Percent of respondents who agree or strongly agree
<b>Student Achievement</b>	17	English Learner Level Progress Rate	TBD	Percent of English Learners who rise one ELP level per school year
	18	6-Year Redesignation Rate	1	Percent of students redesignated Fluent English Proficient in six years
MAP	19	Students Met Growth Target	TBD	Percent of students who achieved individual growth target
	20	Students with Valid Score	TBD	Percent of students who have consecutive triannual scores
SBAC	21, 26	Achievement Level 3-4: All Students	0.7	Percent of students who met or exceeded standard
	22, 27	Distance from Standard: All Students	2	Distance in points from "met standard"; LCAP target is +2 points from previous year
	23, 28	Distance from Standard: Socioeconomic	2	Distance in points from "met standard"; LCAP target is +2 points from previous year
	24, 29	Distance from Standard: English Learner	2	Distance in points from "met standard"; LCAP target is +2 points from previous year
	25, 30	Distance from Standard: Hispanic	2	Distance in points from "met standard"; LCAP target is +2 points from previous year
<b>Student Engagement</b>	31	Average Daily Attendance (ADA)	0.96	Percent based on total site enrollment
	32	Average Enrollment	0.98	Average enrollment is equal to or greater than 98% of total target enrollment
	33	Chronic Absenteeism	0.05	Not to exceed .5%
	34	Expulsions	0	Not to exceed .0%
	35	Suspensions	0.015	Not to exceed 1.5%
<b>Student Services</b>	36	Special Ed SBAC Participation Rate	0.95	95% of Special Ed students are expected to participate in testing per CA Dashboard
	37	Percent of Students in Tier I	>=.8	No less than 80% of students should be designated Tier I
	38	Percent of Students in Tier II	.10 to .15	10-15% of students should be designated Tier II
	39	Percent of Students in Tier III	<=.05	No more than 5% of students should be designated Tier III

# Coversheet

## Governance Committee Report

**Section:** II. Topical Items  
**Item:** E. Governance Committee Report  
**Purpose:** FYI  
**Submitted by:**  
**Related Material:** 2019\_07\_18 Governance Committee Minutes.pdf

DRAFT



## Navigator Schools

### Minutes

#### NS Governance Committee

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**Date and Time**

Thursday July 18, 2019 at 11:00 AM

**Location**

Navigator Schools, Support Office, 650 San Benito Street, Suite 230, Hollister CA 95023

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Teleconference Locations

- 827 Broadway, Suite 300, Oakland, CA 94607
- 1065 Byers Street, Gilroy, CA 95020
- 1827 Clifford Street, Santa Clara, CA 95050

Individuals in need of a disability-related accommodation, modification, or auxiliary aid/service, should direct requests to Sean Martin, Executive Assistant to the CEO. Phone: (831) 217-4894 [Email: smartin@navigatorschools.org](mailto:smartin@navigatorschools.org)

An archive of board meeting agendas and minutes is available for public view at the Navigator Schools Support Office, 650 San Benito Street, Suite 230, Hollister CA 95023.

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**Committee Members Present**

A. Gallegos Fambrini (remote), C. Wright (remote)

**Committee Members Absent**

J. Anderson

**Committee Members Left Early**

A. Gallegos Fambrini

**Guests Present**

J. Flaherty (remote), K. Sved (remote), S. Martin

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## I. Opening Items

### A. Record Attendance and Guests

### B. Call the Meeting to Order

C. Wright called a meeting of the Governance committee of Navigator Schools to order on Thursday Jul 18, 2019 @ 11:10 AM at Navigator Schools, Support Office, 650 San Benito Street, Suite 230, Hollister CA 95023.

### C. Approve Minutes

A. Gallegos Fambrini made a motion to approve minutes from the NS Governance Committee on 05-28-19.

C. Wright seconded the motion.

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

#### Roll Call

C. Wright	Aye
A. Gallegos Fambrini	Aye
J. Flaherty	Abstain
J. Anderson	Absent

## II. Topical Items

### A. Review Board Member Self-Assessment Results

Members discussed insights garnered from a recent board self-assessment completed on Board On Track (BOT), our online board management system. Areas of interest for future development included funding, policy development, committee roles, and member commitment, including number of hours dedicated to board work per week. J. Flaherty mentioned board member onboarding as an area of growth. C. Wright suggested that some elements of board training could be obtained from external sources. K. Sved emphasized the importance of funding as an area of growth. He also suggested that the BOT self-assessment could serve as a roadmap for guiding board operations and development. Members discussed the role, composition, and focus of the Academic Success Committee.

### B. 2019-20 Potential Board and Governance Committee Goals

The committee did not discuss this item.

### C. Board Member Recruitment Update

This item was discussed after item 2A. Members discussed board transition and considered several individuals as potential new board members.

A. Gallegos Fambrini left early.

### D. 2019-20 Board Dashboard Review

The committee did not discuss this item.

### E. Recommendations for Board Officers

This item was discussed after 2B. C. Wright ascertained J. Flaherty's interest in becoming Board Vice Chair. J. Flaherty confirmed that he would be happy to serve in that capacity. The governance committee will recommend that he be elected to the position during the upcoming regular board meeting on August 20. Other officer positions will remain the same assuming members accept the nominations.

### F. February Board Meeting/Retreat Date

The committee considered the date and duration of a proposed board meeting in February, 2020. dates were identified and the final date will be determined based on board member feedback to be collected prior to the August 20 regular board meeting. Members also established potential dates for an additional governance committee meeting to be held in August (to further discuss board goals and the BOT self-assessment).

### III. Closing Items

#### A. Schedule Next Governance Committee Meeting

Members discussed this topic as part of the meeting planning discussion in agenda item 2F.

#### B. Adjourn Meeting

J. Flaherty made a motion to adjourn the meeting.

C. Wright seconded the motion.

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

##### Roll Call

C. Wright                   Aye

A. Gallegos Fambrini Absent

J. Flaherty                Aye

J. Anderson               Absent

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 11:52 AM.

Respectfully Submitted,  
S. Martin



# Coversheet

## Resolution for Approval of Board Officers

**Section:** II. Topical Items  
**Item:** F. Resolution for Approval of Board Officers  
**Purpose:** Vote  
**Submitted by:**  
**Related Material:** BR 201901 Officers Resolution Final Draft.pdf

## BOARD RESOLUTION 2019-01

*August 20, 2019*

### APPOINTING OFFICERS

A RESOLUTION OF THE BOARD OF DIRECTORS of Navigator Schools regarding the appointment of board officers:

WHEREAS the Navigator Schools Board of Directors Bylaws call for annual election of Board Officers, and

WHEREAS the Governance Committee discussed and recommended a slate of Board Officers for service for the 2019-20 school year,

RESOLVED, that the following persons are elected to the office indicated next to their names to serve until their successor shall be duly elected, unless he or she resigns, is removed from office or is otherwise disqualified from serving as an officer of this corporation, to take their respective office immediately upon such appointment:

Office	Name	Office	Name
Chair		Secretary	
Vice Chair		Treasurer	

The officers of this corporation are authorized to perform the acts to carry out this resolution. This resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the Board of Directors of Navigator Schools at its regular meeting held on August 20, 2019 at Gilroy Prep School in Gilroy, California.

\_\_\_\_\_  
 Caitrin Wright  
 Board Chair  
 Navigator Schools, a California Nonprofit Public Benefit Corporation

The Secretary of the Corporation certifies that the above is true and copy of the resolution that was duly adopted at the dated meeting of the board of directors.

\_\_\_\_\_  
 Signature of Secretary

\_\_\_\_\_  
 Date

\_\_\_\_\_  
 Printed name of Secretary

# Coversheet

## Resolution for the Appointment of Board Committee Members

**Section:** II. Topical Items  
**Item:** G. Resolution for the Appointment of Board Committee Members  
**Purpose:** Vote  
**Submitted by:**  
**Related Material:** BR 201902 Committee Members Resolution Final Draft.pdf

## BOARD RESOLUTION 2019-02

*August 20, 2019*

### BOARD COMMITTEE MEMBERS

A RESOLUTION OF THE BOARD OF DIRECTORS of Navigator Schools regarding the appointment of Board members to Board committees:

WHEREAS the Navigator Schools Board of Directors Bylaws call for appointment of committee members by a majority vote of the Board, and

WHEREAS the Governance Committee discussed and recommended Board members for committee membership,

RESOLVED, that the following persons are appointed members of committees as indicated:

<b>Finance Committee</b>	<b>Governance Committee</b>
Joyce Montgomery, chair	Caitrin Wright, chair
Nora Crivello	JP Anderson
Victor Paredes-Colonia	Alicia Gallegos Fambrini
Caitrin Wright	John Flaherty

This resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the Board of Directors of Navigator Schools at its regular meeting held on August 20, 2019 at Gilroy Prep School in Gilroy, California.

\_\_\_\_\_  
 Caitrin Wright  
 Board Chair  
 Navigator Schools, a California Nonprofit Public Benefit Corporation

The Secretary of the Corporation certifies that the above is true and copy of the resolution that was duly adopted at the dated meeting of the board of directors.

\_\_\_\_\_  
 Signature of Secretary

\_\_\_\_\_  
 Date

\_\_\_\_\_  
 Printed name of Secretary

# Coversheet

## Board Self-assessment and Goals

<b>Section:</b>	II. Topical Items
<b>Item:</b>	H. Board Self-assessment and Goals
<b>Purpose:</b>	Discuss
<b>Submitted by:</b>	
<b>Related Material:</b>	Proposed Board Goals 2019_20.pdf

# Discussing Navigator Board's 2019-2020 goals

August 20, 2019

# Process for developing 2019-2020 board goals

June

- Governance committee launches self-assessment and goal-setting process
- Board takes self-assessment after board meeting as input into our understanding of where we are as a board
- Board reviews and approves organizational priorities

July

Governance committee meeting (7/18). Discussion topics:

- Results of board assessment(to be scheduled)
- Draft board goals given board assessment input, Kevin's input and the organization-wide priorities and CEO's development priorities
- Begin to discuss what the related governance committee goals might be. Gov committee goals an example for other committee goals in future years

August

Governance meeting (8/15). Discussion topics:

- Draft board goals – discussion and recommendation to Board

Board meeting (August 20<sup>th</sup>)

- Governance committee recommends board goals in August
- Potential for conversation and not approval, then come back in Oct.

# Proposed 2019-20 Board Goals

- Grow the board to ten and replace departing members; with focus on competencies needed and succession planning for officer roles
- Launch the academic committee officially
  - Add at least one non-board member to the committee
  - Develop a board leader for the committee
- Develop and execute a more comprehensive board orientation and ongoing training approach
- Agree on the board's role in development and external affairs with the launch of the new approach planned for the 2020-21 year



# Proposed 2019-20 Board Goals and Measures

- Grow the board to ten and replace departing members; with focus on competencies needed and succession planning for officer roles
  - # of members = 10
  - Education/CEO experience, Finance, facilities
- 
- Launch the academic committee officially
    - Add at least one non-board member to the committee
    - Develop a board leader for the committee
  - 4 mtngs in 2019-2020 year
  - 1 non-board member
  - 1 board lead
- 
- Develop and execute a more comprehensive board orientation and ongoing training approach
  - 2 board education sessions offered over the course of the year
- 
- Agree on the board's role in development and external affairs with the launch of the new approach planned for the 2020-21 year
  - Expectations of board members' captured and agreed to

# Coversheet

## Charter School Revolving Loan Fund Agreement Resolution

**Section:** II. Topical Items  
**Item:** I. Charter School Revolving Loan Fund Agreement Resolution  
**Purpose:** Vote  
**Submitted by:**  
**Related Material:** Charter School Revolving Loan Memo.pdf



**Date: August 20, 2019**

**To: Navigator Schools Board of Directors**

**From: Ami Ortiz**

**Subject: Execution of Charter School Revolving Loan Fund Resolution**

The Charter School Revolving Loan Fund is a program that provides low-interest loans of up to \$250,000 to new charter schools to assist them with meeting the purposes of the school's approved charter. The program is available to any charter school that is not a conversion of an existing public school and that has not yet completed the full term of its initial charter. With our Board's approval, Watsonville Prep School applied for the loan. The proceeds from the loan will be used to open Watsonville Prep School.

On June 12, 2019, The California School Finance Authority's Board conditionally approved a loan of \$250,000 for a term of four (4) years to Watsonville Prep School under the State Charter School Revolving Loan Fund Program. One of the conditions of the loan is to have the Navigator Schools Board of Directors pass a resolution to approve the execution of the loan agreement. Once the loan agreement is executed, the first disbursement is scheduled for September 2019.

Attached is the Board resolution and the loan agreement that was sent to the Support Office on June 23, 2019. I am requesting that the Navigator Schools Board approve the execution of the Charter School Revolving Loan Fund loan agreement.

**Governing Board Resolution**

**RESOLUTION OF CHARTER SCHOOL REVOLVING LOAN FUND PROGRAM APPLICANT'S GOVERNING BOARD TO APPROVE THE EXECUTION OF THE LOAN AGREEMENT WITH THE CALIFORNIA SCHOOL FINANCE AUTHORITY**

**RESOLUTION NO.**\_\_\_\_\_

**WHEREAS, California State Board of Education** authorized the charter for **Watsonville Prep School (WPS), 44-77248-0138909**, on **January 9, 2019**; and,

**WHEREAS**, the charter school will need funds to **operate WPS year 1** ; and,

**WHEREAS, Navigator Schools** applied for a Charter School Revolving Loan Fund Program loan from the California School Finance Authority during the 2018-19 funding round; and,

**WHEREAS**, Execution of the loan agreement and disbursement of loan funds is contingent on the California School Finance Authority board approving the charter school's application; and,

**WHEREAS, Navigator Schools** governing board has reviewed the loan agreement forwarded by the California School Finance Authority; and,

**WHEREAS, Navigator Schools** governing board agrees to meet all terms and conditions for the receipt of a revolving loan pursuant to Education Code sections 41365 through 41367; and,

**WHEREAS**, upon approval of the loan by the California School Finance Authority and execution of the loan agreement, the California School Finance Authority will request that the State Controller offset apportionment payments to the **Watsonville Prep School** in equal amounts for **five** successive fiscal years commencing with the first fiscal year following the fiscal year in which loan proceeds are disbursed to the charter school.

**NOW, THEREFORE BE IT RESOLVED** that **Navigator Schools** governing board on behalf of the **Watsonville Prep School** hereby approves the execution of a loan agreement with the California School Finance Authority in the amount of **\$250,000** as provided by the provisions of Education Code sections 41365 through 41367.

**PASSED AND ADOPTED** by the **Navigator Schools** governing board at a meeting held on **August 20, 2019**.

\_\_\_\_\_  
Name and Title of the Authorized Representative

\_\_\_\_\_  
Signature      Date

**CALIFORNIA SCHOOL FINANCE AUTHORITY  
CHARTER SCHOOL REVOLVING LOAN FUND PROGRAM  
LOAN AGREEMENT NUMBER 19-05**

Navigator Schools ON BEHALF OF  
Watsonville Prep School  
CDS: 44-77248-0138909  
Charter Number: 2032  
Address: 201 Brewington Ave., Watsonville, CA 95076

This loan agreement is made the Twelfth day of June 2019, between Navigator Schools on behalf of Watsonville Prep School (Loan Recipient) and the California School Finance Authority (Authority).

**RECITALS**

- A. The Loan Recipient has applied to the Authority for a reservation of funds under the Charter School Revolving Loan Fund Program (Program) and the Loan Recipient's application, which is attached hereto as Exhibit A, has been determined by the Authority to meet Program eligibility requirements,
- B. The Loan Recipient has applied for and been approved by the Authority pursuant to Authority Resolution 19-17 for the issuance of a loan to support the operations of the Charter School consistent with the terms of the Charter School's charter.
- C. The Authority proposes to reserve \$250,000 from the Charter School Revolving Loan Fund for the purposes described herein.
- D. The term of this Loan Agreement shall be from the date of this Loan Agreement, hereinabove, through the term of the loan, unless at the Authority's discretion the time period is amended in writing. In no circumstance may the term of this Loan Agreement exceed the period of five years.
- E. This award to the Loan Recipient is contingent upon the availability of funds under the Program.
- F. The purpose of this Loan Agreement is to set forth the terms and conditions upon which the Authority will provide the funds to the Loan Recipient.

NOW, THEREFORE, the Authority and the Loan Recipient agree as follows:

**ARTICLE I – DEFINITIONS**

Section 1.1– ELIGIBLE USE means the use of Program funds for the purposes of supporting the operations or financing of the Charter School consistent with the Charter School's charter.

Section 1.2 – EXECUTIVE DIRECTOR means the Executive Director authorized to act on behalf of the Authority.

Section 1.3 – PROGRAM means the Charter School Revolving Loan Fund Program.

Section 1.4 – PROGRAM DOCUMENTS means this Loan Agreement, Program Regulations, Loan Recipient's Application, and Authority Resolution 19-17, including any and all exhibits or attachments to such documents.

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Section 1.5 – LOAN TERM means the Four (4) year period commencing from the first payment date, unless the loan amount has been paid in full or at the Authority's discretion the time period is amended.

Section 1.6 – LOAN RECIPIENT means Watsonville Prep School, CDS: 44-77248-0138909, 201 Brewington Ave., Watsonville, CA 95076.

Section 1.7 – REGULATIONS OR PROGRAM REGULATIONS means the California Code of Regulations, Title 4, Division 15, Article 1.6 (commencing with section 10170.24), as may be amended from time to time.

Section 1.8 – AUTHORITY means the California School Finance Authority.

Section 1.9 – APPLICANT OR CHARTER SCHOOL means Chartering Authority or Charter School.

Section 1.10 – FUND means the Charter School Revolving Loan Fund established pursuant to Education Code section 41365(a).

**ARTICLE II – DELEGATION OF AUTHORITY**

Section 2.1 – Pursuant to Authority Resolution 19-17, the Executive Director is authorized to take actions for, and on behalf, and in the name of the Authority, including, but not limited to:

- (a) Taking all steps necessary with respect to the Loan Recipient including notifying the Loan Recipient whether its Application has been approved for funding, preparing and executing the final form of Loan Agreement and disbursing Program funds pursuant to the Loan Agreement and the Authority's Regulations;
- (b) Drawing money from the Fund, not to exceed the amount approved by the Authority for the Loan Recipient.
- (c) Executing and delivering to the Loan Recipient any and all documents necessary to complete the transfer of Program funds; and
- (d) Undertaking any and all actions and to execute and deliver any and all documents that the Executive Director deems necessary or advisable in order to effectuate the purposes of the Authority Resolution 19-17 approved by the Authority.

**ARTICLE III – REPRESENTATIONS AND WARRANTIES**

The Loan Recipient makes the following representations and warranties to the Authority:

Section 3.1 – LEGAL STATUS. The Loan Recipient represents and warrants that for the Charter School for which funds have been awarded:

- (a) The charter school is established pursuant to Education Code section 47600 et seq.
- (b) An approved charter has been awarded and is in place and current at the time this Loan Agreement is executed and throughout the Loan Term.
- (c) The charter school is in good standing with its chartering authority and is in compliance with the terms of its charter at the time this Loan Agreement is executed. The Authority will rely on information from the chartering authority regarding the charter school's good standing and compliance with the terms of its charter.

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- (d) The charter school has a County-District-School (CDS) Code and charter number issued by the California Department of Education.

**ARTICLE IV – CONDITIONS PRECEDENT TO DISBURSEMENT OF PROGRAM FUNDS**

The obligation of the Authority to make any disbursements under this Loan Agreement is subject to all of the following conditions:

Section 4.1 – EVENT OF DEFAULT. There shall not exist an Event of Default, as defined in this Loan Agreement, and there shall exist no event, omission or failure of condition, which, after notice of lapse of time, would constitute an Event of Default, as defined in this Loan Agreement.

Section 4.2 – DOCUMENTATION. The Loan Recipient shall deliver to the Authority in form and substance satisfactory to the Authority this Loan Agreement and any other documents required by the Authority.

Section 4.3 – CERTIFIED RESOLUTION. This Loan Agreement and any amendments hereto shall be accompanied by a certified resolution from the Loan Recipient's governing body authorizing its execution.

Section 4.4 – FUNDING CONDITIONS. The Loan Recipient has met all terms and conditions of funding in accordance with the Regulations and the Authority's Resolution Number 19-17.

Section 4.5 – FINANCING APPROVAL. The Loan Recipient has received approval from the Authority for the issuance of Program funds; provided that such approval includes the requirement for repayment through an intercept of funds pursuant to Education Code section 17199.4.

Section 4.6 – TERMS OF COMMITMENT. In the event the Loan Recipient has not fulfilled all terms and conditions precedent as set forth in this Article IV, the Authority's obligation under this Loan Agreement shall automatically terminate, unless at the Authority's discretion, compliance by the Loan Recipient has been waived by the Authority in writing.

**ARTICLE V – PROGRAM DISBURSEMENT PROCEDURES**

Section 5.1 – DISBURSEMENT PROCEDURES. Disbursement of the Program funds shall occur once the Authority makes the loan award determination; provided however that no Program funds shall be disbursed until this Loan Agreement is executed by all parties.

Section 5.2 – DISBURSEMENT PROCESS. Program funds shall be disbursed directly to the Loan Recipient.

Section 5.3 – AMOUNT OF DISBURSEMENT. Program funds shall be disbursed up to the amount authorized pursuant to this Loan Agreement.

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**ARTICLE VI – REPAYMENT PROVISIONS**

**Section 6.1 – LOAN REPAYMENT.** Loan repayment shall begin the fiscal year after the Loan Recipient receives Program funds. Loan Recipient shall be obligated to repay the Program in Four (4) years, with each annual payment representing the initial principal amount of the loan, plus interest based on the rate described in section 6.2. For purposes of determining the year in which the Loan Recipient begins repayment, the Authority shall consider receipt of Program funds to occur on the date that the Accounting Division of the State Treasurer's Office processes the payment for the Loan Recipient. The repayment schedule, once completed by the Authority, will be submitted to the Loan Recipient and attached as EXHIBIT B. If a Charter School fails to open within the next fiscal year after receiving their loan disbursement, the Charter School will be invoiced for the full loan amount, which must be repaid within 60 days, unless granted an extension.

**Section 6.2 – INTEREST RATE.** Interest on the loan shall be based on an interest rate equal to the rate earned by money in the Pooled Money Investment Account as of the date of disbursement of the funds to the charter school, per section 6.1.

**Section 6.3 – INTERCEPT OF LOAN PAYMENTS.** Loan payments shall be made by intercepting the Charter School's state revenue. Payment amounts reflected in the loan repayment schedule, or partial payments depending on the availability of revenue, shall be intercepted until the loan is paid in full. If the annual payment obligation cannot be made through the intercept process, the Authority may invoice the Loan Recipient directly for payment of any outstanding amounts.

**Section 6.4 – ACCOUNTS RECEIVABLE.** The Authority shall set up accounts receivable for any Charter School that is past due on loan repayment or that has defaulted on repayment of a Loan.

**Section 6.5 – COLLECTION OF LOAN PAYMENTS.** If loan payments are not made using the intercept process, the Authority may invoice the Charter School. In the event the Charter School is unable to repay the loan and the Charter School is operated by an affiliated organization or chartering authority, the Authority shall require the affiliated organization or chartering authority to make annual payments or repay the total outstanding loan amount.

**ARTICLE VII – AFFIRMATIVE COVENANTS**

**Section 7.1 – LEGAL COMPLIANCE.** The Loan Recipient shall:

- (a) Comply with the Program statute and regulations, as such may be amended from time to time, throughout the Program Period.
- (b) Ensure that the expenditure of all loan funds is consistent with the intent of the Program and solely for the purpose of supporting the operations and financing of the Charter School.

Continued and uninterrupted compliance with all Program requirements is the Loan Recipient's responsibility.

**Section 7.2 – ACCOUNTING RECORDS.** The Loan Recipient shall maintain an accounting system that accurately reflects fiscal transactions, with necessary controls and



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safeguards. This system shall provide an audit trail, including original source documents such as teacher salaries, lease agreements, contracts, receipts, progress payments, invoices, etc. These records shall be retained for the full period of the loan. Such books and accounts shall be available for audit and/or review upon request by the Authority and the Bureau of State Audits.

**Section 7.3 – LITIGATION.** The Loan Recipient shall promptly notify the Authority in writing of any administrative action or litigation, pending or threatened, by or against the Loan Recipient or otherwise related to the Loan Recipient. For purposes of this item, the term “Loan Recipient” shall include the charter school, the parent company of the charter school, and any subsidiary of the charter school if the subsidiary is involved in or will be benefited by the Program. In addition to each of these entities themselves, the term “Loan Recipient” shall also include the direct and indirect holders of more than ten percent (10%) of the ownership interests in the entity, as well as the officers, directors, principals and senior executives of the entity if the entity is a corporation, the general and limited partners of the entity if the entity is a partnership, and the members or managers of the entity if the entity is a limited liability company.

**Section 7.4 – NOTICE TO AUTHORITY.** The Loan Recipient shall:

- (a) Notify the Authority, within thirty (30) days, of a Loan Recipient’s determination to deferr opening until the next fiscal year OR close operation altogether and provide clarification to the Authority on how the the loan balance will be repaid.
- (b) Notify the Authority if a charter school’s charter is not renewed or is revoked at any time during the Loan Term, within thirty (30) days of receipt of notification of such action, including providing the Authority with a copy of the document provided by the chartering entity notifying the charter school of such action and provide clarification to the Authority on how the the remaining loan balance will be repaid.
- (c) Notify the Authority, within thirty (30) days, of any material changes to the facilities, enrollment, charter, nonprofit status, or financial condition.
- (d) Notify the Authority, within thirty (30) days, of a Loan Recipient’s determination that all or a portion of loan funds are no longer needed for their intended use, as identified in the Application, and provide clarification to the Authority on how the remaining loan balance will be repaid .

**Section 7.5 – RELEASE.** The Loan Recipient hereby waives all claims and recourse against the Authority including but not limited to the right to contribution for loss or damage to persons or property arising from, growing out of, or in any way connected with or incident to, this Loan Agreement, the Loan Recipient’s use of the Program proceeds or the Loan Recipient’s business operations. The provisions of this section shall survive the termination of this Loan Agreement.

**Section 7.6 – INDEMNIFICATION.** The Loan Recipient shall defend, indemnify, and hold harmless the Authority, and the State, and all officers, trustees, agents and employees of the same, from and against any and all claims, losses, costs, damages, or liabilities of any kind or nature, whether direct or indirect, arising from or relating to the Program or the Authority. The provisions of this section shall survive termination of this Loan Agreement.

**Section 7.7 – AUDITS.** The Loan Recipient shall comply with any audit provisions as may be required bit the Authority, State Controller, or the Bureau of State Audits.

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Section 7.8 – SUBORDINATION OF NEW DEBT. The Loan Recipient will ensure that any loans, debts, or agreements involving factoring of apportionments entered into after this loan agreement is executed shall be subordinated to this Loan.

**ARTICLE VIII – DEFAULT AND REMEDIES**

Section 8.1 – EVENTS OF DEFAULT. Each of the following shall constitute an Event of Default under this Loan Agreement:

- (a) Any representation or warranty made by the Loan Recipient or anyone acting on its behalf, hereunder or under any of the Program Documents, is incorrect in any material respect.
- (b) The Loan Recipient's failure to perform or abide by any term or condition of this Loan Agreement (including all requirements and covenants in Articles III through VII herein) or other Program Documents or comply with any other agreements between the Loan Recipient and the Authority relating to the Program.
- (c) Any substantial or continuous breach by the Loan Recipient of any material obligations of the Loan Recipient imposed by any agreements other than the Program Documents with respect to the Program.
- (d) The Loan Recipient's failure to generate sufficient revenue available for intercept or to pay an invoice to meet its repayment obligations in accordance with their loan repayment schedule.
- (e) The Loan Recipient's failure to repay the loan in any instance.
- (f) The Loan Recipient's failure to remain in good standing with its chartering authority or in compliance with its charter during the term of the loan.
- (g) The Loan Recipient's failure to notify the Authority if there are any material changes to the school and/or its charter.

Section 8.2 – NOTICE OF LOAN RECIPIENT'S DEFAULT AND OPPORTUNITY TO CURE. The Authority shall give written notice to the Loan Recipient of any Event of Default by specifying: (a) the nature of the event or deficiency giving rise to the Event of Default; (b) the action required to cure the Event of Default, if an action to cure is possible; and (c) a date, which shall not be less than thirty (30) calendar days from the mailing of the notice, by which such action to cure must be taken, if an action to cure is possible, provided, however, except with respect to a monetary Event of Default, so long as the Loan Recipient has commenced to cure within such time, then the Loan Recipient shall have a reasonable period, as determined by the Authority, thereafter within which to fully cure the Event of Default.

Section 8.3 – REMEDIES. In an Event of Default, the Authority may pursue any remedy available to it in law or in equity, including, but not limited to, forfeiture and return of all Program funds and any accrued interests.

**ARTICLE IX – MISCELLANEOUS**

Section 9.1 – AMENDMENTS. This Loan Agreement may only be amended, changed or modified in writing signed by the Loan Recipient and the Authority.

Section 9.2 – ASSIGNMENT. This Loan Agreement may not be assigned or transferred in any way by the Loan Recipient without the written consent of the Authority, such consent to

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be granted only if the assignee or transferee is a charter school meeting all of the requirements of this Loan Agreement and the Program Regulations, and which has agreed in writing to accept the terms of this Program Loan Agreement.

**Section 9.3 – ENTIRE LOAN AGREEMENT.** This Loan Agreement, together with all agreements and documents incorporated by reference herein, constitutes the entire Loan Agreement of the parties and is not subject to modification, amendment, qualification or limitation except as expressly provided herein.

**Section 9.4 – NOTICES.** Unless otherwise expressly specified or permitted by the terms hereof, all notices, consents or other communications required or permitted hereunder shall be deemed sufficiently given or served if given in writing, mailed by first-class mail, postage prepaid and addressed as follows:

- (i) If to the Loan Recipient:  
Attn: Andrea Hernandez, Principal  
650 San Benito St., Ste. 230, Hollister, CA 95023
- (ii) If to the Affiliated Organization, if applicable:  
Attn: Kevin Sved, CEO Navigator Schools  
650 San Benito St., Ste. 230, Hollister, CA 95023
- (iii) If to the Authority:  
Attn: Katrina Johantgen, Executive Director  
California School Finance Authority  
300 S. Spring Street, Suite 8500  
Los Angeles, CA 90013

**Section 9.5 – COUNTERPARTS.** This Loan Agreement may be executed in several counterparts, each of which shall be an original and all of which shall constitute one instrument.

**Section 9.6 – GOVERNING LAW, VENUE.** This Loan Agreement shall be construed in accordance with and governed by the Constitution and laws of the State of California applicable to contracts made and performed in the State of California. This Loan Agreement shall be enforceable in the State of California and any action arising hereunder shall (unless waived in writing by the Authority) be filed and maintained in Sacramento, Sacramento County, California.

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IN WITNESS WHEREOF, the parties hereto have caused this Loan Agreement to be executed in day and year first hereinabove written.

Watsonville Prep School:

By: \_\_\_\_\_  
Andrea Hernandez, Principal

Date: \_\_\_\_\_

Navigator Schools:

By: \_\_\_\_\_  
Kevin Sved, CEO Navigator Schools

Date: \_\_\_\_\_

and

CALIFORNIA SCHOOL FINANCE AUTHORITY:

By: \_\_\_\_\_  
Audrey Noda, Deputy Treasurer, Health and Education

Date: \_\_\_\_\_

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**EXHIBIT A  
APPLICATION**

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**EXHIBIT B**

**LOAN REPAYMENT SCHEDULE**

# Coversheet

## Long-Term WPS Facilities

**Section:** II. Topical Items  
**Item:** J. Long-Term WPS Facilities  
**Purpose:** Discuss  
**Submitted by:**  
**Related Material:** WPS Facilities.pdf



Date: August 16, 2019

To: Board Members

From: Kevin Sved, CEO

Subject: WPS Long-Term Facilities, 407 Main Street

### **Recommendation**

It is recommended that the Board consider delegating authority to the CEO to negotiate lease terms with the owner of 407 Main Street within the parameters set by the Board and the final lease subject to Board approval.

### **Background**

The Pajaro Valley Unified School District (PVUSD) is providing Watsonville Prep School seven portable classrooms on the campus of E.A. Hall Middle School in the 2019-20 school year. Due to anticipated challenges with PVUSD providing appropriate facilities in the future, staff has been working with Pacific Charter School Development (PCSD) to identify a viable long-term solution. Efforts have been focused on vetting the potential of 407 Main Street, a two-story former department store building. The plan would be for Watsonville Prep to lease the entire second story of approximately 37,500 square feet to serve the full TK-8 program.

PCSD has supported Navigator with feasibility analyses and provided project management support. PCSD helped bring on an experienced architectural firm, ARTIK, to support the site feasibility process. The support from PCSD has been provided without fees, thanks to philanthropic support PCSD receives. ARTIK has created proposed floor plans and related specifications for building out the space. Additionally, structural analysis work has been completed to determine the modifications necessary to bring the building into compliance with educational occupancy requirements. PCSD has also assisted in developing a financing structure that could complete the transaction.

### **Feasibility Analysis**

*Location feasibility.* The location is feasible. It is less than one-mile from E.A. Hall, so it should be accessible for most WPS families. The lot has sufficient parking and street access. The City is amenable to a conditional use permit. There are community resources nearby, including the Watsonville Library (0.2 mile), Watsonville Youth Center (0.2 mile), and YMCA (0.5 mile).

*Structural feasibility.* The building was evaluated by Duquette Engineering for structural integrity. The building is in good condition and will require minimal structural modifications to be in compliance with educational occupancy. Specifically, the addition of three brace frames will be necessary, with an estimated cost of less than \$100,000.

*Space feasibility.* The floor plans indicate that the space is sufficient to operate a full TK-8 grade program that includes the following:



1. Two classrooms per grade level, K-8, and one TK classroom; classroom size ranges from 820 to 990 square feet
2. A multi-purpose room of 4,980 square feet that will provide indoor playspace, cafeteria space, and full group meeting area
3. A 270 square-foot servery for food refrigeration and warming
4. A 910 square-foot library
5. Administrative space including rooms for special education, counseling and speech
6. First floor secure access points for students and families

*Cost feasibility.* The deal structure proposed has the owner as the developer of the project. Navigator's Director of Business and Finance, working with the CEO and PCSD, has developed a budget scenario that allocates \$1,000 per average daily attendance (ADA) from general operating revenues and \$1,000 per ADA from projected SB 740 revenues (SB740 refers to California Senate Bill 740 which provides reimbursement to eligible facilities expenses). This budget scenario is attached.

Watsonville Prep's funding from Local Control Funding Formula (LCFF), the primary state funding allocation for California public schools, is projected to be at approximately \$11,000 per student, as compared to approximately \$9,800 for HPS and \$9,200 for GPS. These differences are based on the percentages of students who qualify for free or reduced price meals or are designated as English learners. Based on the higher LCFF revenue, WPS would be able to spend approximately \$1,000 per student on long-term facilities and still afford staffing structures that are more robust than HPS or GPS, a necessity to serve a higher-needs population. The attached five-year budget projections show year-end fund balances based on the rent and debt service annual allocation of \$2,000 per ADA.

The cost structure is significantly less than a ground-up construction project analyzed at a vacant lot. Refurbishing existing space can be much more cost effective than new construction as current costs for materials and labor are significantly higher today than 20 years ago when this building was originally built.

### **Background of Owner / Developer**

The owners of the building are William (Bill) and Neva Hansen. Bill serves as chairman of Santa Cruz County Bank. He also owns an insurance company in Watsonville and several office, retail, and high-end housing developments in downtown Watsonville.

### **Further Analysis**

*Outdoor playspace.* The location currently does not have a dedicated outdoor playspace. The space can be programmed to not require outdoor playspace but it is not optimal. One-half block away there is an outdoor field that was used by another charter school several years ago. This field is currently available for lease.

### **Timeline**

The timeline is very tight to have the building ready to occupy in time for the start of the 2019-20 school year. Assuming that we contract with our architects to being developing

construction documents by September 1, at an estimated cost of \$100,000, and we finalize the lease by October 8, occupying the completed building by August 1, 2020 is feasible if permitting is achieved in eight weeks and construction is completed in six-seven months.

**Risk Analysis**

One major risk of the project is SB 740 revenues are not guaranteed and future funding may be unpredictable. Relatedly, the maximum reimbursement for SB 740 is based on the appraised value of the space to be leased and determining appraised values of private school buildings can be challenging. Other risks and ways to mitigate those risks are discussed below.

Risk Factor	Mitigation of Risk Factor
SB 740 funding not guaranteed	While SB 740 has not always fully funded, risk is mitigated in that the projection of \$1,000/year is approximately 85% of funding level.
The long-term budget projections are based on 79% of students qualifying for free or reduced price lunch or English learner status. If these numbers go down, projected revenues will be reduced, making the lease more difficult to afford.	The charter prioritizes enrollment for residents of Watsonville, where the schools average 85%+ FRL. Continuing to push recruitment in the local area would help mitigate this risk.
Owner/developer does not meet the tight construction timeline	WPS would still apply for 2020-21 Prop 39 facilities as a backup plan. The facilities fees from PVUSD for 2019-20 are approximately \$30,000 so paying a similar amount in 2020-21 for a backup plan would be affordable.
Not meeting enrollment targets	GPS and HPS both have extensive waiting lists and we anticipate the same will develop for WPS.
City Planning Commission or City Council will not approve project plans	Navigator and developer will continue to cultivate relationships with local leaders to mitigate political opposition.
Limited play space	Creating a partnership with the city to access the Youth Center across the street that is underutilized during school days would mitigate this risk. Leasing the outdoor place space across the street should also be explored.

### **Summary**

While the deal to create a permanent solution for WPS is complicated, the benefit of long-term stability afforded by a permanent facility solution for WPS could outweigh the risks. Therefore, it is recommended that the Board discuss a long-term lease for 407 Main Street that includes the necessary capital improvements and direct the CEO to negotiate terms within parameters set by the board and with the final lease subject to board approval.

### **Attachments:**

- Timeline
- Five-Year Budget Projections
- Floorplans

**407 Main Preliminary Project Timeline as of August 16, 2019**

<b>Milestone</b>	<b>Date</b>
<i>Update Navigator Finance Committee on proposed deal structure</i>	<i>August 14</i>
<i>PCSD to provide details on investment.</i>	<i>August 20</i>
<i>Artik to provide final floor plans and specifications</i>	<i>August 20</i>
<i>Update Navigator Board on deal structure (greenlight to move forward on negotiations and funding for studies and construction documents development as appropriate)</i>	<i>August 20</i>
<i>Provide initial plans and design specifications to the owner with proposed deal terms</i>	<i>August 21</i>
<i>Meet with City of Watsonville to understand path to submitting for the Conditional Use Permit and studies required</i>	<i>August 28</i>
<i>Finalize negotiation with Owner / Developer</i>	<i>August 30</i>
<i>Secure financing from Partners</i>	<i>August 30</i>
<i>Authorize Architects to Begin Construction Documents</i>	<i>August 30</i>
<i>Legal agreements are drafted</i>	<i>September 9</i>
<i>Final board approval for lease and financing</i>	<i>October 8</i>
<i>Execute lease</i>	<i>October 9</i>
<i>Owner/developer to submit for planning approval</i>	<i>October 10</i>
<i>Owner/developer to submit for building approval</i>	<i>November 1</i>
<i>Planning approval eight weeks</i>	<i>December 4</i>
<i>Permit approval eight weeks</i>	<i>January 1, 2020</i>
<i>Construction in six months</i>	<i>June 30, 2020</i>

Watsonville Prep School - Projection  
Five Year Projection  
2019-20 to 2023-24

	Year 1 2019-20	Year 2 2020-21	Year 3 2021-22	Year 4 2022-23	Year 5 2023-24
Enrollment	180	240	300	360	420
ADA	169.20	225.60	282.00	338.40	394.80
% Students Unduplicated	78.75	78.75	78.75	78.75	78.75
<b>REVENUE:</b>					
<b>8000 · Gnl Purpose Entitlement LCFF</b>					
8011 · Charter Schools General Purpose	1,161,863	1,592,593	1,995,967	2,420,158	2,735,514
8012 · Education Protection Account	33,840	45,120	56,400	67,680	78,960
8096 · Charter Schools in Lieu of Prop	674,940	926,918	1,193,406	1,475,050	1,772,519
<b>Total 8000 · Gnl Purpose Entitlement LCFF</b>	<b>1,870,643</b>	<b>2,564,631</b>	<b>3,245,773</b>	<b>3,962,888</b>	<b>4,586,993</b>
<b>Total 8100 · 8299 Federal Revenue</b>	<b>198,442</b>	<b>298,533</b>	<b>380,628</b>	<b>465,889</b>	<b>554,409</b>
<b>8300 · 8599 State Revenues</b>					
8570 SB740 Revenue	0	225,600	282,000	338,400	394,800
<b>Total 8300 · 8599 State Revenues</b>	<b>142,464</b>	<b>419,352</b>	<b>529,034</b>	<b>640,768</b>	<b>754,618</b>
<b>Total 8600 · 8699 Other Local Revenue</b>	<b>6,428</b>	<b>8,742</b>	<b>11,146</b>	<b>13,642</b>	<b>16,234</b>
<b>8800-89 · Donations</b>					
8802 · Donations	425,000	290,000	125,000	25,000	
<b>Total 8800-89 · Donations</b>	<b>425,000</b>	<b>290,000</b>	<b>125,000</b>	<b>25,000</b>	<b>0</b>
<b>Total Revenue</b>	<b>2,642,977</b>	<b>3,581,258</b>	<b>4,291,581</b>	<b>5,108,187</b>	<b>5,912,254</b>
<b>EXPENSES:</b>					
Certificated Salaries	801,997	930,788	1,117,894	1,319,839	1,528,311
Classified Salaries	331,252	554,016	656,387	763,621	839,765
<b>Salaries</b>	<b>1,143,249</b>	<b>1,506,803</b>	<b>1,799,281</b>	<b>2,110,460</b>	<b>2,398,077</b>
<b>Total Taxes &amp; benefits</b>	<b>321,200</b>	<b>420,150</b>	<b>520,104</b>	<b>620,345</b>	<b>732,583</b>
<b>Total 4000 · 4999 Books &amp; Supplies</b>	<b>478,421</b>	<b>309,267</b>	<b>384,660</b>	<b>462,744</b>	<b>543,153</b>
5611 Rent - Facilities (debt service)	23,781	451,200	564,000	676,800	789,600
<b>Total 5000 · 5999 Services &amp; Other Oper. Exp</b>	<b>668,807</b>	<b>1,175,623</b>	<b>1,431,647</b>	<b>1,700,389</b>	<b>1,969,468</b>
<b>Total Expenses</b>	<b>2,611,676</b>	<b>3,412,453</b>	<b>4,136,167</b>	<b>4,894,280</b>	<b>5,643,489</b>
<b>Net Income - Accrual Basis</b>	<b>31,300</b>	<b>168,805</b>	<b>155,414</b>	<b>213,907</b>	<b>268,765</b>
Beginning of Year Fund Balance	51,673	82,973	251,778	407,192	621,099
<b>End of Year Fund Balance</b>	<b>82,973</b>	<b>251,778</b>	<b>407,192</b>	<b>621,099</b>	<b>889,864</b>
Fund Balance as a Percentage of Expenses	3.18%	7.38%	9.84%	12.69%	15.77%
<b>Cash Flow:</b>					
Net Income - Accrual Basis	31,300	168,805	155,414	213,907	268,765
Proceeds from Revolving Loan	250,000	0	0	0	0
Repayments of Revolving Loan		(49,732)	(49,866)	(50,000)	(50,134)
Increase in Accounts Receivable	(245,546)	(137,710)	(97,852)	(101,210)	(104,688)
Increase in Accounts Payable	24,978	293	5,567	5,557	5,723
Change in Cash	60,732	(18,343)	13,263	68,254	119,666
Beginning Cash	51,673	112,405	94,062	107,325	175,579
Ending Cash	112,405	94,062	107,325	175,579	295,245
<b>Facility Calculations</b>					
Difference (Rent - SB 740)		225,600	282,000	338,400	394,800
Difference (Rent - SB 740) as Percent of LCFF		8.8%	8.7%	8.5%	8.6%
Percent Rent/Debt Service of Total State Revenues		15.1%	14.9%	14.7%	14.8%
Bldg SF		30,500	32,500	34,500	37,500
Cost/SF/Month		\$ 1.23	\$ 1.45	\$ 1.63	\$ 1.75
Days of Cash in Ending Fund Balance	16	10	9	13	19

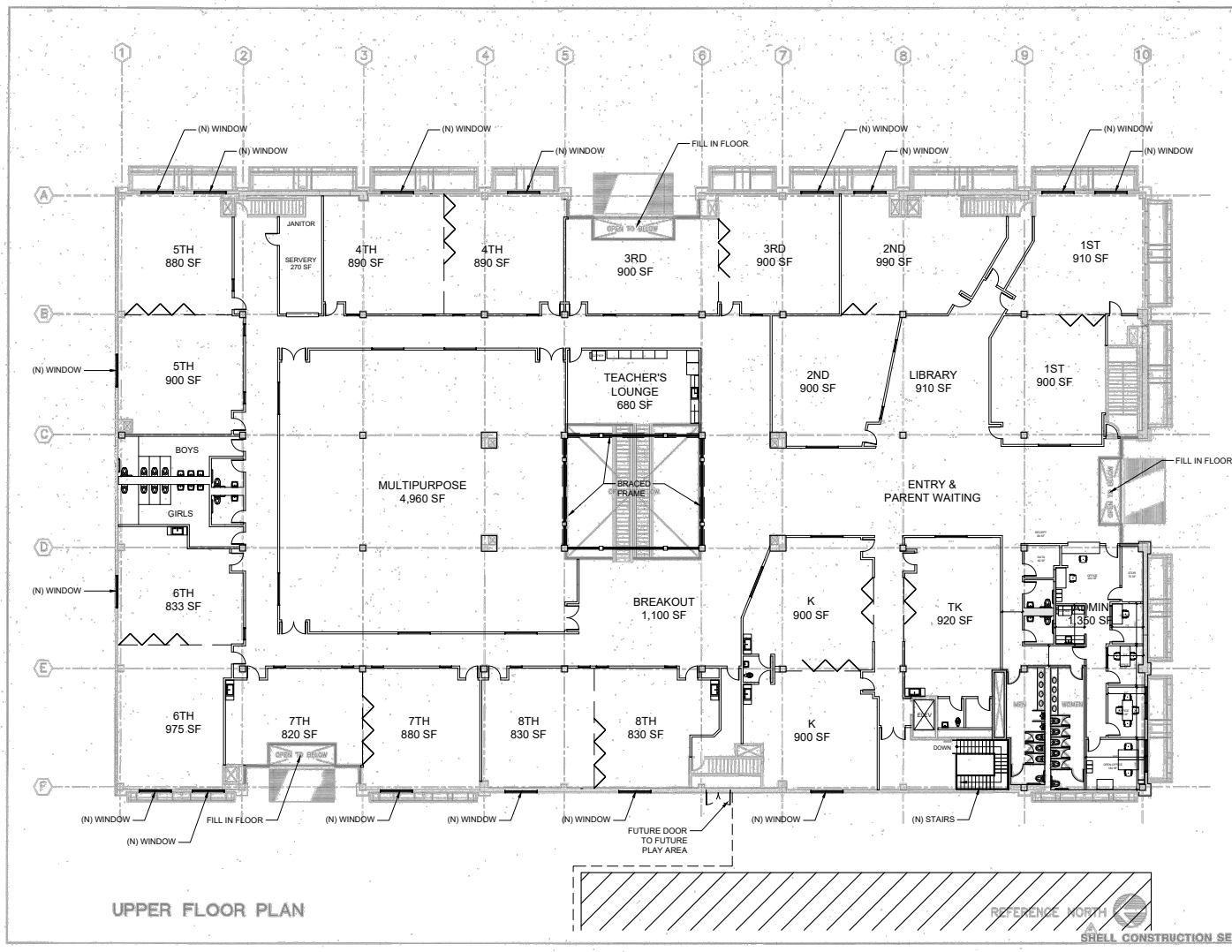


394-A Umbarger Rd  
San Jose, CA 95111  
Phone 408.224.9890  
Fax 408.224.9891  
www.ArtikA3.com

STANTON & ASSOCIATES  
1000 FREDERICK BLVD #100  
SAN FRANCISCO, CA 94101  
PH: 415-398-1282

Torib  
WATSONVILLE

UPPER FLOOR PLAN



UPPER FLOOR PLAN

Project Title  
**NAVIGATOR SCHOOL  
AT 407 MAIN ST**  
407 MAIN STREET  
WATSONVILLE CA  
NAVIGATOR SCHOOLS

No.	Revisions/Submissions	Date

Drawing Title  
**SECOND  
FLOOR  
PLAN**

Drawing No.  
**A3.02**

Project No. XXXXXX

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