



Navigator Schools

Governance Committee Meeting

Date and Time

Thursday January 9, 2025 at 3:30 PM PST

Location

Governance Committee Meeting

Time: Jan 9, 2025 03:30 PM Pacific Time (US and Canada)

Join Zoom Meeting

<https://navigatorschools.zoom.us/j/93273522184?pwd=jlMDAFCOoyRyEp98fMIWQK4L2i9uXi.1>

Meeting ID: 932 7352 2184

Passcode: 681758

One tap mobile

+13092053325,,93273522184#,,,,*681758# US

+13126266799,,93273522184#,,,,*681758# US (Chicago)

Dial by your location

- +1 312 626 6799 US (Chicago)
- +1 646 876 9923 US (New York)
- +1 301 715 8592 US (Washington DC)
- +1 669 900 6833 US (San Jose)
- +1 253 215 8782 US (Tacoma)
- +1 346 248 7799 US (Houston)

Meeting ID: 932 7352 2184

Passcode: 681758

Find your local number: <https://navigatorschools.zoom.us/u/abzxva3jhE>

This meeting will be held in compliance with the Brown Act.

Individuals in need of a disability-related accommodation, modification, or auxiliary aid/service, should direct requests [via e-mail](#) to Ami Ortiz, Director of Compliance & Operations.

Agenda

	Purpose	Presenter	Time
I. Opening Items			3:30 PM
Opening Items			
A. Call the Meeting to Order		Nora Crivello	1 m
Nora Crivello, Committee Chair, will call the meeting to order.			
B. Record Attendance and Guests		Nora Crivello	1 m
The Committee Chair will identify guests, take attendance via roll-call, and establish a quorum.			
C. Approve Minutes from Previous Meeting	Approve Minutes	Nora Crivello	1 m
Members will vote on the approval of minutes from the previous meeting held on October 14, 2024			
Approve minutes for Governance Committee Meeting on November 21, 2024			
D. Opening Comments from Committee Chair		Nora Crivello	5 m
Nora Crivello, Committee Chair, will provide opening remarks.			
E. Opening Comments from CEO & Superintendent		Caprice Young	5 m
The CEO & Superintendent will provide opening comments, if any.			
F. Public Comment		Nora Crivello	3 m
The Committee Chair will listen to public comments, if any.			
II. Topical			3:46 PM

	Purpose	Presenter	Time
A. First Amendment to Master Lease for 18 West Beach Street, Watsonville CA Tom Peraic, General Counsel, will present the proposed amendment for consideration and ratification.	Vote	Tom Peraic	5 m
B. Preparation for Board Retreat Nora Crivello, Committee Chair, will lead a discussion in preparation for the Board Retreat.	Discuss	Nora Crivello	65 m
III. Closing Items			4:56 PM
A. Schedule Next Committee Meeting The Committee will discuss the date and time of its next meeting.	Discuss	Nora Crivello	3 m
B. Adjourn Meeting The Committee will hold a roll call vote on the adjournment of the meeting. Proposed Motion: Adjourn	Vote	Nora Crivello	1 m

Coversheet

Approve Minutes from Previous Meeting

Section: I. Opening Items
Item: C. Approve Minutes from Previous Meeting
Purpose: Approve Minutes
Submitted by:
Related Material: Minutes for Governance Committee Meeting on November 21, 2024

DRAFT



Navigator Schools

Minutes

Governance Committee Meeting

Date and Time

Thursday November 21, 2024 at 3:30 PM

Location

[Join Zoom Meeting](#)

ID: 93426544212

Passcode: 987458

[\(US\) +1 646-931-3860](#)

Passcode: 987458

Meeting host: ami.ortiz@navigatorschools.org

Join Zoom Meeting:

<https://navigatorschools.zoom.us/j/93426544212?pwd=3KaHqYuk23rxvpBp8lJFTjcwo4prqC.1>

This meeting will be held in compliance with the Brown Act.

Individuals in need of a disability-related accommodation, modification, or auxiliary aid/service, should direct requests [via e-mail](#) to Ami Ortiz, Director of Compliance & Operations.

Committee Members Present

Ian Connell (remote), Nora Crivello (remote), Shara Hegde (remote)

Committee Members Absent

None

Guests Present

Anthony Di Vittorio (remote), Caprice Young (remote), Tom Peraic (remote)

I. Opening Items

A. Call the Meeting to Order

Nora Crivello called a meeting of the Governance Committee of Navigator Schools to order on Thursday Nov 21, 2024 at 3:30 PM.

B. Record Attendance and Guests

C. Approve Minutes from Previous Meeting

Shara Hegde made a motion to approve the minutes from Governance Committee Meeting on 10-14-24.

Nora Crivello seconded the motion.

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

D. Opening Comments from Committee Chair

Nora Crivello, Committee Chair, made brief introductory comments.

E. Opening Comments from CEO & Superintendent

Dr. Caprice Young, Chief Executive Officer & Superintendent, made brief introductory comments.

F. Public Comment

There was no public comment.

II. Topical

A. Selection of Gilroy Prep Parent Representative on the Navigator Schools Board

Nora Crivello made a motion to recommend to the Board that it elect Anthony Di Vittorio to the Navigator School Board of Directors.

Shara Hegde seconded the motion.

Anthony Di Vittorio appeared and discussed his goals, qualifications, and desire to represent Gilroy Prep School as its parent representative on the Board. The Committee appreciated his appearance, engaged in a general discussion with him, and warmly recommended his election to the full Board.

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

B.

Growth Governance Structure

Tom Peraic, General Counsel, made a presentation regarding Growth Governance Structure and led a discussion concerning the issues.

C. Disolution of Development Committee

Nora Crivello made a motion to recommend to the Board that the Development Committee be dissolved.

Ian Connell seconded the motion.

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

D. Reimbursement Resolution

Shara Hegde made a motion to recommend to the Board that it approve the resolution with a revision to the range of sums to state \$18,000,000 to \$35,000,000.

Nora Crivello seconded the motion.

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

E. Artik Proposal for Architectural Work for the Hollister CUP Approval

Shara Hegde made a motion to approve the proposal with up to \$80,000 of authority granted to the CEO & Superintendent if necessary for additional related services.

Nora Crivello seconded the motion.

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

F. WPS Proposal for Limited Architectural Services

Nora Crivello made a motion to approve the proposal as stated.

Shara Hegde seconded the motion.

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

III. Closed Session

A. Announcement of and Vote to Enter Closed Session

This item was removed from the agenda.

B. Closed Session

This item was removed from the agenda.

C. Announcement of Actions Taken During Closed Session

This item was removed from the agenda.

IV. Closing Items

A. Schedule Next Committee Meeting

The Committee discussed scheduling the next committee meeting tentatively set the date and time for January 9, 2025 at 3:30pm.

B. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 5:00 PM.

Respectfully Submitted,
Nora Crivello

C. Adjournment

Tom Peraic, General Counsel, announced that the meeting was adjourned.

Documents used during the meeting

- Anthony Di Vittorio - Board of Directors Application and Resume (11.15.24).pdf
- Navigator Governance Discussion and Recommendation (11.15.2024).pdf
- Reimbursement Resolution - DRAFT (11.15.24).pdf
- Navigator at 491 Tres Pinos Hollister Planning Approval.pdf
- Navigator at 12-18 Beach St Watsonville.pdf

Coversheet

First Amendment to Master Lease for 18 West Beach Street, Watsonville CA

Section: II. Topical
Item: A. First Amendment to Master Lease for 18 West Beach Street,
Watsonville CA
Purpose: Vote
Submitted by:
Related Material:
THIS FIRST AMENDMENT TO MASTER LEASE_HANSON FAMILY TRUST_1_06_2025.pdf

FIRST AMENDMENT TO MASTER LEASE

THIS FIRST AMENDMENT TO MASTER LEASE (this “**Amendment**”), dated as of December 23, 2024 (“**Effective Date**”), is entered into by and between **HANSON FAMILY TRUST** (“**Landlord**”), and **NAVIGATOR SCHOOLS**, a California non-profit public benefit corporation (“**Tenant**”).

RECITALS

A. Landlord and Tenant are parties to that certain Master Lease dated August 1, 2024 (“**Lease**”) for the lease of certain premises commonly known as 18 West Beach Street, Watsonville, California, and as more particularly described in the Lease.

B. The parties hereto desire to modify the Lease in certain respects to expand and clarify Tenant’s removals of contingencies, as provided for in this Amendment.

NOW, THEREFORE, in consideration of the covenants contained herein and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto agree as follows:

AGREEMENT

- 1.** Amendments to Lease
 - (a) In Section 15.1 of the Lease on page 18, the words “December 31, 2024” are hereby removed and replaced with the words “March 31, 2025”; and,
 - (b) In Paragraph 9 of the *Basic Lease Information* on page (i), the three (3) appearances of the words “December 31, 2024” are hereby removed and replaced with the words “March 31, 2025”.
- 2.** Full Force and Effect. Except as amended hereby, the Lease remains unmodified and in full force and effect. From and after the date hereof, all references in the Lease to the Lease shall be to the Lease as amended hereby.
- 3.** Counterparts. This Amendment may be executed in one or more counterparts, each of which shall constitute an original and all of which shall be one and the same agreement.
- 4.** Signatures. The parties agree that electronic signatures, including those delivered by PDF or signed through the electronic signature system known as "DocuSign", shall have the same effect as originals. All parties to this Amendment waive any and all rights to object to the enforceability of this Amendment based on the form or delivery of signature. Landlord and Tenant agree to accept a digital image of this Amendment, as executed in counterparts, as a true and correct original.

[Signatures on Following Page]

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the date and year first hereinabove provided.

Date: December 23, 2024

HANSON FAMILY TRUST
"LANDLORD"

Signed by:
William J. Hansen
3F30AF88F836484...

By: William Hansen
Its: Co-Trustee

Date: December 23, 2024

NAVIGATOR SCHOOLS
"TENANT"

DocuSigned by:
Caprice Young
4EF3ADE44CE7467...

By: Caprice Young, Ed.D.
Its: CEO & Superintendent