



Navigator Schools

Minutes

Governance Committee

Date and Time

Tuesday October 18, 2022 at 1:30 PM

This meeting will be held in compliance with modified Brown Act requirements as outlined in Executive Order [N-25-20](#).

Individuals in need of a disability-related accommodation, modification, or auxiliary aid/service, should direct requests [via e-mail](#) to Sean Martin, Executive Assistant to the CEO.

Committee Members Present

I. Connell (remote), J. Anderson (remote), J. Flaherty (remote)

Committee Members Absent

None

Guests Present

K. Carr (remote), K. Sved (remote), S. Martin (remote), T. Peraic (remote)

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

J. Flaherty called a meeting of the Governance Committee of Navigator Schools to order on Tuesday Oct 18, 2022 at 1:37 PM.

C. Committee Chair Update

The chair welcomed participants.

D.

Public Comments

There were no public comments.

E. Approval of Minutes from Previous Committee Meeting

I. Connell made a motion to approve the minutes from Governance Committee on 06-10-22.

J. Anderson seconded the motion.

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

Roll Call

I. Connell Aye

J. Anderson Aye

J. Flaherty Aye

II. Topical Items

A. Board Committees

The committee reviewed the current composition and officers of committees. Members asked questions of the general counsel concerning committee participation.

B. Compliance Review Resolution: Watsonville Prep School

The committee reviewed the status of and next steps for board review of upcoming compliance materials. The committee chair thanked K. Carr for her work in this area.

C. Hayward Collegiate Update

K. Sved shared information concerning culture-building efforts at Hayward Collegiate, including high-impact coaching, formats for feedback, and assistance provided by the support office. Members asked clarifying questions, discussed next steps, and elicited insights from general counsel.

D. CEO Search

The chair listed three potential CEO search firms. K. Sved led a discussion exploring and comparing the merits of each firm. The committee narrowed the search to the two firms with the strongest presence in California. Attendees reviewed fees, best practices, timelines, and next steps, including the scheduling of interviews of the search firms under consideration.

E. CEO Compensation

The committee clarified the status of CEO compensation, specifically a cost of living adjustment (COLA). Members reviewed the unique requirements pertaining to board approval of the COLA for the CEO, and outlined next steps to bring the action before the board for approval.

F. General Counsel Services

The committee explored the topic of contracting general counsel services, including current fees as compared to similar organizations. Members highlighted the beneficial skills and knowledge of the current general counsel, Tom Peraic.

The committee tasked the chair and the CEO to discuss compensation comparables in advance of the board meeting.

G. Study Session Follow-Up

The chair reviewed five major principles that emerged as key areas of board focus as a result of the study session meetings held in September. These principles are documented in a report developed by the Ad Hoc Committee. Members emphasized the importance of parent involvement, communications, and advocacy.

III. Closing Items

A. Adjourn Meeting

J. Anderson made a motion to adjourn.

I. Connell seconded the motion.

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

Roll Call

J. Anderson Aye

I. Connell Aye

J. Flaherty Aye

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 2:40 PM.

Respectfully Submitted,
S. Martin