

APPROVED



Ceiba College Preparatory Academy

Minutes

Regular Meeting of the Ceiba Board of Directors (agenda revised:
12/8/17 at 9:05am)

Date and Time

Tuesday December 12, 2017 at 5:00 PM

Location

260 W. Riverside, Watsonville, Conference Room 211

Directors Present

D. Maldonado, G. Davis, L. Gamboa (remote), M. Wall (remote), Y. Parra

Directors Absent

C. Bolling

Ex Officio Members Present

A. Millar

Non Voting Members Present

A. Millar

Guests Present

D. Ornelas, J. Ripp

I. Opening Items

A.

Record Attendance and Guests

B. Call the Meeting to Order

D. Maldonado called a meeting of the board of directors of Ceiba College Preparatory Academy to order on Tuesday Dec 12, 2017 at 5:00 PM.

C. Approval of the Agenda

II. Closed Session

A. Public Comment on Closed Session

There was no public comment on Closed Session.

B. Adjourn to Closed Session

C. Conference with Legal Counsel

III. Reconvene to Open Session

A. Report out from Closed Session

No action was taken during Closed Session.

B. Public Comment

C. Approval of Board Minutes

G. Davis made a motion to approve minutes from the Regular Meeting of the Ceiba Board of Directors on 11-14-17 Regular Meeting of the Ceiba Board of Directors on 11-14-17.

Y. Parra seconded the motion.

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

D. Consent Items

Y. Parra made a motion to Approve consent agenda.

G. Davis seconded the motion.

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

IV. Action Items

A. First Interim Budget Report for 17/18

Presentation from Karl Yoder (CFO) of Delta Managed Solutions

- Staff should follow up to confirm that salaries were accurately projected in original approved budget.
- Otherwise, school is on track with what was initially projected in June.
- Board Member questions/interest: Would like to see a 'true cash flow' that ties to debt covenant to show where we are really at; whether we are generating or not generating cash at the end of a school year
 - Can be reviewed by Finance Committee through the Monthly Updates
 - Karl: The presentation of the First Interim is shown in generally accepted accounting principles (GAAP) for non-profits; the extra cash outlook could be added at the end of the report for the Board

Y. Parra made a motion to approve First Interim budget for SY 2017-2018.

G. Davis seconded the motion.

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

B. 17/18 Enrollment Decision

Ceiba currently not meeting ADA target. In interest of increasing ADA and also serving the community, Ceiba proposes bringing in 12 middle schoolers to start Quarter 3.

Students would be provided with an orientation to get them up to speed, give them a look at the program and take the MAP test to establish baseline achievement data.

Board member questions/interests: What is Ceiba going to do to address the attrition going on? Concerns over bringing in MS students-only; HS students are part of the community as well. Recommend a policy that the Board takes a global outlook on how the school is serving the community as a whole. Committees to take a more detailed look at the specific actions that support the overall mission.

G. Davis made a motion to school recruits 12 students from waiting list to enroll.

M. Wall seconded the motion.

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

C. 16/17 Audit

Audit came back without findings.

Finance Committee to use this for discussion for future budget planning

Y. Parra made a motion to approve the audit report for SY2016-2017.

G. Davis seconded the motion.

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

D. Board Organization

Board considering revised by-laws

- last reviewed changes 3 years ago
- Proposal to remove the 'term limits' in by-laws
- Instead include 3-year terms

Y. Parra made a motion to approve bylaws with recommended changes with added 3-year terms.

G. Davis seconded the motion.

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

M. Wall made a motion to approve Greg Davis an extension of 3-years as Board Member.

Y. Parra seconded the motion.

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

G. Davis made a motion to nominate Yesenia Parra as Board President.

L. Gamboa seconded the motion.

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

G. Davis made a motion to nominate Meredith Wall as Board Secretary.

Y. Parra seconded the motion.

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

Y. Parra made a motion to nominate Greg Davis as CFO of Board.

G. Davis seconded the motion.

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

Y. Parra made a motion to approve Board Calendar for 2018 with change from 1/16/18 meeting to 1/23/18 date. Additionally to reschedule Board Retreat date 1/27/18.

G. Davis seconded the motion.

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

G. Davis made a motion to approve resolution to change signing authority to add Meredith Wall (Secretary) on contracts and with Santa Cruz County Bank.

Y. Parra seconded the motion.

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

Damian Maldonado was thanked by the Board and staff for his service to Ceiba Public Schools. He was given a framed photo display of the 2017 Graduation in appreciation.

E. Operations / Facilities Contracts

Will Selden to oversee building issues related to the loss including winterization and the repair.

- Local contractor who has the knowledge to review these things
- Ceiba hoping to add price of this contractor to settlement

Second resolution to add Selden as project manager for Science Classroom Project

- Cost covered by science classroom donations

G. Davis made a motion to approve Selden and Sons as Construction Management advisor.

L. Gamboa seconded the motion.

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

G. Davis made a motion to approve Selden and Sons to be project managers for Science Classroom projects.

Y. Parra seconded the motion.

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

Y. Parra made a motion to approve the Wald, Runke, & Dost contract with expected changes on language that will come from Berding & Weil.

G. Davis seconded the motion.

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

V. Closing Items

A. Items for 1/16/18 Regular Board Meeting

Meeting to be moved to 1/23/18

Board size conversation

Enrollment projections for 18/19

Board evaluation of Executive Director with plan for the position

B. Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:28 PM.

Respectfully Submitted,

D. Maldonado