

APPROVED



## Sage Oak Charter Schools

### Minutes

#### Board of Directors Study Session

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**Date and Time**

Thursday November 9, 2023 at 9:35 AM

**Location****Sage Oak Charter Schools**

1473 Ford Street, Suite #105  
Redlands, CA 92373

**Regus- Gateway Chula Vista**

333 H Street, Suite 5000  
Chula Vista, CA 91910

**[Join Zoom Meeting](#)**

ID: 95462529304

Passcode: 026910

**[\(US\) +1 669-900-6833](#)**

Passcode: 026910

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**MISSION STATEMENT**

Educating students through a personalized and collaborative learning approach, empowering them to lead purposeful and productive lives.

**THE ORDER OF BUSINESS MAY BE CHANGED WITHOUT NOTICE**

Notice is hereby given that the order of consideration of matters on this agenda may be changed without prior notice.

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*Steve Fraire*

Signed by Steve Fraire on 1/10/2024

**REASONABLE LIMITATIONS MAY BE PLACED ON PUBLIC TESTIMONY**

The Governing Board's presiding officer reserves the right to impose reasonable time limits on public testimony to ensure that the agenda is completed.

**REASONABLE ACCOMMODATION WILL BE PROVIDED FOR ANY INDIVIDUAL WITH A DISABILITY**

Pursuant to the Rehabilitation Act of 1973 and the Americans with Disabilities Act of 1990, any individual with a disability who requires reasonable accommodation to attend or participate in this meeting of the Governing Board may request assistance by contacting Sage Oak Charter Schools.

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**Directors Present**

M. Humphrey, P. Matz, S. Fraire, S. Houle, W. Hall

**Directors Absent**

*None*

**Guests Present**

E. Horta, K. Woodgrift

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**I. Opening Items**

**A. Call the Meeting to Order**

W. Hall called a meeting of the board of directors of Sage Oak Charter Schools to order on Thursday Nov 9, 2023 at 9:52 AM.

**B. Record Attendance**

**II. Pledge of Allegiance**

**A. Led by Board President or designee**

W. Hall, Board President, led the meeting in the Pledge of Allegiance.

**III. Approve/Adopt Agenda**

**A. November 9, 2023 Board of Directors Study Session**

P. Matz made a motion to W. Hall, Board President, to approve the agenda as presented.

S. Houle seconded the motion.

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

*Steve Fraire*

Signed by Steve Fraire on 1/10/2024

#### **IV. Public Comment - Closed Session**

##### **A. Closed Session**

There was no public comment regarding Closed Session.

#### **V. Adjourn to Closed Session**

##### **A. The Board Will Consider and May Act on Any of the Closed Session matters**

M. Humphrey made a motion to W. Hall, Board President, to adjourn to Closed Session at 9:53 a.m.

S. Houle seconded the motion.

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

#### **VI. Closed Session**

##### **A. Closed Session Agenda**

###### **1. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION**

(Gov. Code section 54956.9)

a. Office of Administrative Hearings Case No. 2023090382

#### **VII. Reconvene Regular Meeting**

##### **A. Report Out Any Action Taken in Closed Session**

The Board of Directors Study Session reconvened at 10:22 a.m.

W. Hall, Board President, reported there was no action taken in Closed Session.

#### **VIII. Public Comments/Recognition/Reports**

##### **A. Public Comment**

There was no request for public comment.

#### **IX. Oral Presentations**

##### **A. Sage Oak Charter Schools Governance Documents**

The Board reviewed Sage Oak Charter Schools' Bylaws sections for electing directors and handling board vacancies. During the discussion, the Board emphasized the unique qualities of their school and Board, highlighting a shared vision and commitment to the best interests of students. In addressing the election of directors, there is a preference for an informal approach to finding new board members and identifying candidates through personal connections, careers, or social affiliations. In addition, as a possible approach to supporting new Board members, the idea of expanding the Board of Directors from 5

*Steve Fraire*

Signed by Steve Fraire on 1/10/2024

to 7 members was noted. The consensus among the Board was that no revisions to the Bylaws for electing directors and addressing board vacancies were necessary, as the current content effectively maintained clarity and provided sufficient direction.

## **B. Superintendent/CEO Succession Planning**

Superintendent Woodgrift outlined a succession plan for short-term absences and permanent vacancies in the Superintendent/CEO role. The plan involves immediate notification, a special board meeting, and appointing an acting superintendent, prioritizing internal pipeline development over external candidates. These procedures aim to provide a foundational guide for the Board to manage the Superintendent/CEO's absence, with the understanding that specific details will be tailored to each unique situation as it arises.

## **X. Calendar**

### **A. Future Meetings**

The next Regular Meeting of the Board of Directors will be held on December 14, 2023.

## **XI. Closing Items**

### **A. Adjourn Meeting**

S. Houle made a motion to W. Hall, Board President, to adjourn the Board of Directors Study Session on November 9, 2023.

S. Fraire seconded the motion.

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

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 11:02 AM.

Respectfully Submitted,  
W. Hall

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## **Documents used during the meeting**

- Sage Oak Charter Schools\_Governance Documents\_Presentation\_11.9.2023.pdf
- Amended Articles of Incorporation\_Filed 6.22.2020.pdf
- Third Amended Bylaws of Sage Oak Charter Schools\_Revised 1.12.2023.pdf
- Sage Oak Charter Schools Board of Directors Manual\_Revised 6.22.2023.pdf
- 9323 Public Participation at Board Meetings\_Revised 1.12.2023.pdf
- Superintendent CEO Succession Planning Presentation\_11.9.2023.pdf

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FOR MORE INFORMATION

*Steve Fraire*

Signed by Steve Fraire on 1/10/2024

For more information concerning this agenda, contact  
Sage Oak Charter Schools.

*Steve Fraire*

Signed by Steve Fraire on 1/10/2024