

ALTUS SCHOOLS SAN DIEGO

DBA – ALTUS SCHOOLS AUDEO · ALTUS SCHOOLS CHARTER SCHOOL OF SAN DIEGO

(A California Non-Profit Public Benefit Corporation)

Tim Morton – Chairman,

Scott Barton – Member, David Crean – Member, Len Hering RADM, USN (ret) – Member, Eric Schweinfurter - Member

REGULAR BOARD OF DIRECTORS MEETING MINUTES

Thursday, December 5, 2024, 8:30 a.m.

Via Teleconference at

6965 El Camino Real, Suite D202, Carlsbad, CA 92009, 10945 Vista Sorrento Parkway, Suite 100, San Diego, CA 92130

1063 Cactus Cut Rd, Middleburg, FL, 32068, 5183 Mercury Pt, San Diego, CA 92111

and at

Clairemont RC 4340 Genesee Avenue, Suite 109, SD 92117, College Avenue RC 4585 College Drive, Suite C, SD, 92115,

Downtown RC 1095 K Street Suite A, SD 92101, Euclid RC 220 Euclid Avenue, Suite 80, SD 92114, Lake Murray RC 8776 Lake Murray Blvd., SD, 92119, Mira Mesa RC 8290 B, Mira Mesa Blvd., SD 92126, North Park RC 2940 North Park Way, SD 92104, Northgate RC 4125 Alpha Street, Suite C, SD, 92113, Old Town Office , 2245 San Diego Avenue, Suite 115, SD 92110, Petco RC 1091 K Street, Suite A101, SD 92101, Point Loma RC 3145 Rosecrans Street, Suite D, SD 92110, Scripps Ranch RC 9910 Mira Mesa Blvd, Suite A2, SD 92131, Sorrento Mesa Resource Center 10170 Huennekens Street, SD, 92121, Tierrasanta RC 10425 Tierrasanta Blvd, Suite 101, SD 92124, Woodman RC 2939 Alta View Drive, Suite B/C, SD 92139, and Kearny Mesa RC 7520 Mesa College Drive, SD 92111, La Jolla RC 7458 Girard Avenue, SD 92037, Mission Valley RC 3430 Camino Del Rio North, SD 92108, Pacific Beach RC 959 Hornblend Street, SD 92109, Tierrasanta K5 Home School Resource Center 10725 Tierrasanta Boulevard, CA 92124

Access to the live video conference was accessible prior to the start of the meeting at

Audeo: <https://www.audeocharterschool.net/board-of-directors/>

CSSD: <https://charterschool-sandiego.net/board-governance/>

1.0 OPEN SESSION

1.1 Call to Order

Superintendent Bixby called the meeting to order at 8:30 a.m.

Pursuant to Section 5.7 of the Bylaws, in the absence of the Chair of the Board, the Superintendent School Services and Founder shall preside over the Board Meeting.

1.2 Roll Call

Members present at the meeting were Scott Barton, Len Hering, and Eric Schweinfurter.

Absent: David Crean and Tim Morton.

Also in attendance: Lynne Alipio, Mary Bixby, Veneeta Chan, Alaura Dorociak, Allison Fleck, Jay Garrity, Angela Neri, Elizabeth Orona, Cathryn Rambo, Tim Tuter, and Tiffany Yandell.

1.3 Establishment of Quorum

It was moved by Board member Hering and seconded by Board member Schweinfurter that the following Directors, constituting a quorum of the board were present at the meeting: Scott Barton, Len Hering, and Eric Schweinfurter.

Ayes – 3, Nays- 0, Absent – 2, Abstain – 0, Motioned Approved.

1.4 Pledge of Allegiance

Superintendent Bixby led all in the Pledge of Allegiance.

1.5 Approval of Agenda

It was moved by Board member Hering and seconded by Board member Barton to Approve the Agenda.

Ayes – 3, Nays- 0, Absent – 2, Abstain – 0, Motioned Approved.

2.0 PUBLIC COMMENT

Public comment for items of interest to the public and within the scope of Altus Schools San Diego Board (non-agenda) shall be no longer than two (2) minutes. Public comment for agenda items shall be no longer than three (3) minutes. Speakers may not yield their time. In meetings held over Zoom, any person who wishes to make a comment on either non-agenda or agenda items shall use the “Raise Hand” feature of Zoom to notify the Board. In accordance with the Brown Act, no discussion or action may occur at this time, but it is the Board’s prerogative to respond or give directions to staff. All public comments will be heard at this point in the agenda as ordered below. Each agenda item being commented on will have a maximum of 20 minutes allotted and each non-agenda item will have a maximum of 10 minutes allotted. If necessary, the Board Chair may equivalently decrease the time for each speaker in order to stay within the allotted maximum.

2.1 Non-Agenda Public Comment

There were no comments from the public.

2.2 Agenda Public Comment

There were no comments from the public.

3.0 CORPORATION ACTION ITEM

3.1 The Board will consider the appointment of a Vice Chair of the Board pursuant to Section 5.1 of the Bylaws. The Vice Chair will take on the duties of the Board Chair if he is absent for any reason. It was moved by Board Member Barton and seconded by Board Member Schweinfurter to nominate and appoint Board Member Len Hering as Vice Chair.

Ayes – 2, Nays – 0, Absent – 2, Abstain – 1, Motion Approved.

Abstain- Board Member Hering

4.0 CLOSED SESSION

4.1 Board Chairman Announcement Regarding Closed Session Items

Vice Chair Hering announced Closed Session Items.

4.1.1 Conference With Legal Counsel—Anticipated Litigation

Significant Exposure to Litigation Pursuant to Paragraph (2) or (3) of Subdivision (d) of section 54956.9: (one case)

4.1.2 Conference with Labor Negotiators

Agency Designated Representative: Board Chair

Unrepresented Employee: Superintendent Schools Services and Founder

4.2 Public Comment on Closed Session Items

There were no comments from the public.

MOVE TO CLOSED SESSION

Closed Session convened at 8:40 a.m.

5.0 RETURN TO OPEN SESSION

Open Session resumed at 9:31 a.m.

5.1 Report out of action taken in closed session, if any.

There was no action taken at Closed Session.

6.0 ADMINISTRATIVE ITEMS

6.1 Approval of Board Resolution No. 20241205E, Establishing Alternative Retirement Plan for Superintendent School Services and Founder

Vice Chair Hering reported that Altus Schools has contributed to the retirement of our Superintendent School Services for decades. The establishment of this alternative retirement plan is based on the intention to provide the Superintendent School Services and Founder the value of any lost financial benefits resulting from a failure to receive her retirement benefits under the current retirement plan. The alternative retirement plan will

provide the Superintendent School Services and Founder with the same level of benefits she would have received from the current plan.

It was moved by Board Member Barton and seconded by Board Member Schweinfurter to Approve the Board Resolution No. 20241205E, Establishing Alternative Retirement Plan for Superintendent School Services and Founder.

Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

6.2 Review and Approval of the Alternative Retirement Plan Documents

Vice Chair Hering reported that agenda item 6.2 has been tabled.

6.3 Board Chairperson Oral Report Regarding Amendment to the Superintendent School Services and Founder’s Employment Agreement

Vice Chair Hering read out loud that regarding approval of the Superintendent School Services and Founder’s employment agreement amendment, it is required by law to indicate, prior to any vote on the employment agreement amendment, that the amendment provides for an alternative retirement plan that shall provide the Superintendent School Services and Founder with a level of retirement benefits equivalent to which she would have received but that are not paid to her by the current retirement plan. The alternative retirement plan will be provided so as not to duplicate any benefits the Superintendent School Services and Founder would actually receive from the current plan.

All other terms in the Superintendent School Services and Founder’s employment agreement remain unchanged.

6.4 Approval of the Amendment to the Employment Agreement of Superintendent School Services and Founder

Vice Chair Hering noted that the approval of the amendment to the employment agreement of the Superintendent School Services and Founder, are solely limited to updating the employment agreement to provide the Superintendent School Services and Founder with an alternative retirement plan as outlined in Resolution No. 20241205E approved by the Board. All other terms and conditions of this position’s employment agreement would remain the same.

It was moved by Board Member Barton and seconded by Board Member Schweinfurter to Approve the Amendment to the Employment Agreement of Superintendent School Services and Founder.

Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

6.5 Acceptance of Board Member David Crean’s Resignation effective December 31, 2024

It was moved by Board Member Barton and seconded by Board Member Schweinfurter to Accept Board Member David Crean’s Resignation effective December 31, 2024

Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

6.6 Superintendent School Services and Founder’s Report

6.6.1 Early College Credit Presentation by Allison Fleck and Alaura Dorociak

The Board Members thanked Allison Fleck and Alaura Dorociak for the informative presentation.

6.7 Strategic Plan Update

6.7.1 Audeo Charter School

6.7.1.1 School Participation Report for the Period of 2024-2025
Months 1-3: 07/01/2024 – 09/20/2024

6.7.2 The Charter School of San Diego

6.7.2.1 School Participation Report for the Period of 2024-2025
Months 1-3: 07/01/2024 – 09/20/2024

Tim Tuter reviewed the School Productivity Indicators with the Board.

7.0 CONSENT AGENDA

All matters listed under the consent agenda are considered by the Board to be routine and will be approved/enacted by the Board in one motion in the form listed below. Unless specifically requested by a Board member for further discussion or removed from the agenda, there will be no discussion of these items prior to the Board votes on them. The Superintendent School Services and Founder recommends approval of all consent agenda items.

7.1 Consent Action Items for Altus Schools Audeo and Altus Schools Charter School of San Diego for Each School

- 7.1.1 Approval of Board Meeting Minutes for November 14, 2024, November 6, 2024, and September 5, 2024
- 7.1.2 Acceptance of the Audit Report Financial Statements and Supplemental Information for Year Ended June 30, 2024

It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Approve the Consent Action Items 7.1.1 – 7.1.2.
Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

8.0 ACTION ITEMS

8.1 Actions Items for Altus Schools Audeo

- 8.1.1 Approval of the First Interim Report 2024-2025
It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Approve the First Interim Report 2024-2025.
Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.
- 8.1.2 Review the Revised Preliminary Operational Budget Assumptions FY 2024-2025 and Approval of Revised Preliminary Operational Budget FY 2024-2025
The Board Reviewed the Revised Preliminary Operational Budget Assumptions FY 2024-2025.
It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Approve Revised Preliminary Operational Budget FY 2024-2025.
Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.
- 8.1.3 Approval of Audeo Charter School Resolution to Close 57935 Oracle Fund
- 8.1.4 Approval of Altus Schools Audeo Resolution to Establish a Charter School Enterprise Fund (62-00)
It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Combine and Approve Agenda Items 8.1.3 and 8.1.4.
Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

8.2 Actions Items for Altus Schools Charter School of San Diego

- 8.2.1 Approval of the First Interim Report 2024-2025
It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Approve the First Interim Report 2024-2025.
Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved
- 8.2.2 Review the Revised Preliminary Operational Budget Assumptions FY 2024-2025 and Approval of Revised Preliminary Operational Budget FY 2024-2025
The Board Reviewed the Revised Preliminary Operational Budget Assumptions FY 2024-2025.
It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Approve Revised Preliminary Operational Budget FY 2024-2025.
Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

- 8.2.3 Approval of The Charter School Resolution to Close 57860 Oracle Fund
- 8.2.4 Approval of Altus Schools Charter School of San Diego Resolution to Establish a Charter School Enterprise Fund (62-00)
- It was moved by Board Member Schweinfurter and seconded by Board Member Barton to Combine and Approve Agenda Items 8.2.3 and 8.2.4.
- Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.

9.0 BOARD ANNOUNCEMENTS AND COMMENTS

From time to time, the Board has topics of interest that they would like to share with the community. These are informational in nature and do not require action.

The Board Members wished everyone Happy Holiday's.

10.0 ADJOURNMENT

It was moved by Board Member Barton and seconded by Board Member Schweinfurter to adjourn the meeting at 10:18 a.m.

Ayes – 3, Nays – 0, Absent – 2, Abstain – 0, Motion Approved.