

# Orange County Workforce Innovation High School

## Minutes

Operated by Western Educational Corporation

A California Non-Profit Public Benefit Corporation

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### Date and Time

Thursday February 27, 2020 at 4:00 PM

### Location

8073 Broadway, Lemon Grove, CA 91945

Conference Line: (661) 249-6805 Code: 525676

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### Directors Present

Claudette Beck, Frank Lukacs, Michael R Adams

### Directors Absent

None

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## I. Opening Items

### A. Call the Meeting to Order

Michael R Adams called a meeting of the board of directors of Orange County Workforce Innovation High School to order on Thursday Feb 27, 2020 @ 4:00 PM at 8073 Broadway, Lemon Grove, CA 91945  
Conference Line: (661) 249-6805 Code: 525676

### B. Record Attendance and Guests

Board President Adams asked for a roll call of the school's operating learning centers confirming a two-way teleconference line was established at each location as listed below.

Meeting Location: 8073 Broadway, Lemon Grove, CA 91945

Remote Location: 505 N. Euclid St, Suite 100, Anaheim, CA 92805

### C. Pledge of Allegiance

Board Lukacs led the pledge of allegiance.

### D. Staff Introductions

Jeff Brown, CEO  
Jeri Vincent, Corporate Secretary  
Julie Parra, Area Superintendent  
Liliana Gutierrez, Principal  
Gregory Bordo, Legal Counsel

Bill Thompson, Legal Counsel  
Guita Sharifi, CFO, LLAC  
Claudio Wohl, Sr. V.P. of Finance, LLAC  
Michelle Lopez, Legal Counsel, LLAC  
Aracely Mayoral, Sr. Director of Finance, LLAC

**E. Approve Agenda for the February 27, 2020, Regular Public Meeting of the Board of Directors.**

Claudette Beck made a motion to Approve Agenda for the February 27, 2020, Regular Public Meeting of the Board of Directors.

Frank Lukacs seconded the motion.

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

**F. Approve Minutes of the November 18, 2019, Special Public Meeting of the Board of Directors.**

Claudette Beck made a motion to approve the minutes of the November 18, 2019, Special Public Meeting of the Board of Directors. Operated by Western Educational Corporation Special Board Meeting on 11-18-19

Frank Lukacs seconded the motion.

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

**G. Approve Minutes of the December 4, 2019, Regular Public Meeting of the Board of Directors.**

Claudette Beck made a motion to approve the minutes of the December 4, 2019, Regular Public Meeting of the Board of Directors. Operated by Western Educational Corporation on 12-04-19

Frank Lukacs seconded the motion.

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

**II. Consent Agenda**

**A. Consent Agenda**

President Adams asked if anyone would like to discuss any of the items on the consent agenda. Hearing none, Board President Adams asked for a motion.

Claudette Beck made a motion to approve the consent agenda items.

Frank Lukacs seconded the motion.

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

**III. Public Comment**

**A. Public Comment**

Board President Adams read the following announcement for members of the public:

At this time, members of the public may address the Board on any item within the subject matter jurisdiction of the Board, whether or not the item is on the agenda. If you would like to participate in public comment, you must have signed in before the commencement of the meeting. Also, our teleconference line is open to members of the public who wish to participate in public comment. The time allotted per presentation will not exceed three (3) minutes, except in the case where a member of the public utilizes a translator, in which case the time allotted will not exceed six (6) minutes. The total time allotted for public comments will not exceed eighteen (18) minutes per agenda item, or ten (10) minutes for non-agenda items. In accordance with the Brown Act, no action may occur at this time but it is the Board's prerogative to hold a brief discussion, provide information to the public, provide direction to staff, or schedule the matter for a future meeting.

Board President Adams asked if there were any members of the public attending the meeting who wished to offer public comment. There were no members of the public in attendance.

#### **IV. Schools Reports and Information**

##### **A. Principal's Update**

Liliana Gutierrez updated the board of the school's academic, graduation and community events. Ms. Gutierrez stated the school has remained focused on retention and growth, starting the second semester with 269 students and continuously enrolling. The school has introduced a mentoring program, "One caring adult," targeting students with low attendance, low credit completion and lack of motivation to reengage them. For semester 1, the school has an average of 90% utilization with a 3.4 overall credit completion, while remaining focused on instruction, feedback and student data. As of semester 2, NWEA round 2 testing has begun for eligible students to gauge student learning outcomes, provide student interventions and reassess academic plans. Small group instruction has continued in algebra, geometry, literacy and media arts.

Ms. Gutierrez stated the school's graduation is scheduled for June 2 at the La Mirada Performing Arts Theatre. This academic year the school has had 18 graduates and have 39 students on track to graduate. The school's senior squad is composed of a staff member within the school learning center who provides monthly encouragement, mentoring and academic support to ensure students are progressing and graduating.

Ms. Gutierrez stated she is continuously inviting community members to provide post-secondary support to students and on February 18, Schools First presented to students on "How Credit Affects Your Life." In addition, on a monthly basis, the school's WIOA partners are present to support students in resume building and job applications.

##### **B. WIOA Update**

Julie Parra updated the board on recent student support programs and events which included ongoing support for students post-graduation, financial literacy event, college and career fair with vocational programs for students, THINK together program for student internships, and Sharp Dressed Man field trip.

##### **C. School Accountability Report Card (SARC) Update**

Julie Parra explained the purpose of the SARC report, the information provided in the report and informed the board of new sections within the SARC report including the California Science Test results, and the one year graduation rate and the dropout rate instead of the 4 year cohort rate.

Ms. Parra complimented Ms. Gutierrez on the school's graduation rate of 89% and discussed with the board the school's CAASPP and EL students data, and zero missed assignments for teachers noted in the report.

##### **D. Board Meetings and Graduation Dates Notice**

Board President Adams updated the board on upcoming board meetings and graduation dates.

#### **V. Action Items**

##### **A. The Board will be asked to approve the 2019/2020 Second Interim Report for the school.**

Aracely Mayoral directed the board to the 2nd interim report and revised budget for the 2019-20 school year. The report categories include prior board approved budget, actuals

year-to-date and projected totals. Ms. Mayoral discussed the ADA, expenditures and revenue and the ending fund balance stated on the 2nd interim report and the difference between the original budget. Ms. Mayoral discussed the changes by revenue and expenditure categories, the projected ending fund balance and outstanding loan balances primarily to assist with short-term cash flow needs.

Board President Adams was surprised by the student growth and asked Julie Parra if she knew why the school was increasing in enrollment. Ms. Parra stated she believes that it is directly related to the efforts of the school staff working with students and also involving the local community to increase the awareness of the program.

Claudette Beck made a motion to approve the 2019/2020 Second Interim Report for the school.

Frank Lukacs seconded the motion.

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

**B. The Board will be asked to approve the revised Charter School Accounting Manual.**

Guita Sharifi reminded the board the accounting manual is a fluid document that will be an ongoing board item and will be presented to the board for approval as changes are needed. Ms. Sharifi stated no significant changes and mostly grammatical changes were made. Ms. Sharifi directed the board to one specific change within the manual under "Monitoring Performance" regarding the fund balance which has been updated to benefit the school and tighten controls for the school's ending fund balance. Ms. Sharifi stated FCMAT's recommendation of a healthy reserve between 3-20% and once the school has a reserve over 20%, the board and school officials should discuss and develop a plan on how to use the excess funds for instructional purposes.

Claudette Beck made a motion to approve the revised Charter School Accounting Manual.

Frank Lukacs seconded the motion.

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

**C. The Board will be asked to approve using the auditing firm Wilkinson, Hadley & King for the 2020 audit.**

Claudio Wohl directed the board members to the engagement letter in their board package. He informed the board the CPA firm of Wilkinson, Hadley & King is listed on the state approved auditor list and if approved by the board the firm will provide the audit report for the school which is then sent to the CDE and the County.

Claudette Beck made a motion to approve using the auditing firm Wilkinson, Hadley & King for the 2020 audit.

Frank Lukacs seconded the motion.

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

**D. The Board will be asked to approve using Burkey, Cox, Evans & Bradford, Accountancy Corporation for the preparation for filing of the 2018 Form 990 Federal Return of Organization Exempt from Income Tax.**

Claudio Wohl directed the board to the engagement letter for Burkey, Cox, Evan & Bradford, Accountancy Corporation. Mr. Wohl stated the firm provides accounting and income tax services and is recommending the board approve the firm to prepare the 990 corporation tax returns for filing of the 2018 Form 990 Federal Return of Organization Exempt from Income Tax. Mr. Wohl informed the board the engagement letter included in the board package has a typographical error on page one under the "Engagement Objective and Scope" which reflects the 2019 tax year and should state "2018 tax year" as the tax returns will follow the fiscal year of July 1, 2018 – June 30, 2019. The updated engagement letter will be provided to all of the board members for their reference in the next few days.

Claudette Beck made a motion to approve using Burkey, Cox, Evans & Bradford, Accountancy Corporation for the preparation for filing of the 2018 Form 990 Federal Return of Organization Exempt from Income Tax.

Frank Lukacs seconded the motion.

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

**E. The Board will be asked to accept Bill Toomey's resignation as Chief Executive Officer of Western Educational Corporation.**

Bill Thompson informed the board that William ("Bill") Toomey has resigned as Chief Executive Officer. On behalf of the school, Mr. Thompson thanked Mr. Toomey for his service.

Claudette Beck made a motion to approve the acceptance of Bill Toomey's resignation as Chief Executive Officer of Western Educational Corporation.

Frank Lukacs seconded the motion.

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

**F. The Board will be asked to appoint a new Chief Executive Officer.**

Jeff Brown left the meeting room. The Board then considered the appointment of Mr. Brown as the new Chief Executive Officer.

Claudette Beck made a motion to approve the appointment of Jeff Brown as new Chief Executive Officer.

Frank Lukacs seconded the motion.

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

**G. The Board will be asked to approve compensation for the Chief Executive officer.**

The board was presented with proposed compensation for Jeff Brown, CEO for the 2019-2020 year. In connection therewith, the Board was provided with an executive compensation analysis and report prepared by Blank Rome, LLP. Legal counsel reviewed for the board its obligations when considering executive compensation, the laws applicable to compensation for executives of non-profit entities and other pertinent legal considerations, including the manner in which the compensation study was prepared to determine the reasonableness of Mr. Brown's proposed compensation for 2019-2020. The board then discussed the report and the recommended salary and benefits. With this understanding, after review and discussion, the following action was taken:

Claudette Beck made a motion to approve compensation for the Chief Executive officer.

Frank Lukacs seconded the motion.

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

Board President Adams invited Jeff Brown to rejoin the meeting.

**H. The Board will be asked to approve the opening and use of Hanmi checking accounts.**

Claudio Wohl reminded the board of the school's current line of credit approved by Hanmi Bank and part of the process requires checking accounts. Mr. Wohl recommended the board approve the opening of the accounts which will be used for school expenditure payments.

Claudette Beck made a motion to approve the opening and use of Hanmi checking accounts.

Frank Lukacs seconded the motion.

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

**I. The Board will be asked to approve the Hanmi Bank shared use agreements.**

Claudio Wohl directed the board to the Hanmi shared use agreement. Mr. Wohl explained the shared use agreement authorizes the establishment of a common login portal to allow the school and LLAC administrator access to school's account through one portal. This access allows LLAC to provide the support services as outlined in the services agreement between LLAC and the school.

Board Member Lukacs asked for clarification regarding the shared access. Mr. Wohl explained the secure user login and Ms. Mayoral stated it is a two-step verification login security system.

Claudette Beck made a motion to approve the Hanmi Bank shared use agreements.

Frank Lukacs seconded the motion.

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

**J. The Board will be asked to approve the updated signers for all bank accounts.**

Claudio Wohl recommended the board approve the removal of William ("Bill") Toomey as an authorized bank signer and add Jeff Martineau as an authorized signer and re-confirm the additional authorized bank signers: Jeff Brown, Jeri Vincent, Julie Parra, Patrick Hill, and Caprice Young.

Claudette Beck made a motion to approve the updated signers for all bank accounts.

Frank Lukacs seconded the motion.

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

**K. The Board will be asked to approve the Charter School's renewal application and re-certification under the Dashboard Alternative School Status ("DASS").**

Julie Parra directed the board to the DASS letter and explained the school is in the process of applying for re-certification under the Dashboard Alternative Schools Status ("DASS") program. The DASS application process requires action by the Charter School Board. To qualify as a DASS school, the California Department of Education requires charter schools to complete an application and re-certify its DASS status every three years. To be eligible for DASS, charter schools must have an unduplicated count of at least 70 percent of their total enrollment comprised of high-risk students; the school has meet the threshold at 87.1%.

Claudette Beck made a motion to approve the Charter School's renewal application and re-certification under the Dashboard Alternative School Status ("DASS").

Frank Lukacs seconded the motion.

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

## **VI. Closing Items**

**A. Adjourn Meeting**

Jeff Brown thanked the school staff and complimented their student growth.

Jeri Vincent reminded the board of the upcoming annual Form 700 filing due date and to please reach out for any support.

Claudette Beck made a motion to Adjourn the meeting.

Frank Lukacs 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 4:42 PM.

Respectfully Submitted,

Claudette Beck

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**Accommodations.** Requests for disability-related modifications or accommodations, or translation services, in order to enable all individuals to participate in the Charter School's open and public meetings shall be made by contacting Soliman Villapando at (661) 272-1225 at least twenty four (24) hours before the scheduled meeting.

**Non-Discrimination.** The Charter School prohibits discrimination, harassment, intimidation, and bullying based on the actual or perceived characteristics of disability, gender, gender identity, gender expression, nationality, national origin, ancestry, race or ethnicity, color, religion, sex, sexual orientation, immigration status, potential or actual parental, family or marital status, age, or association with an individual who has any of the aforementioned characteristics, or any other basis protected by federal, state or local law.

**Public Documents.** Documents provided to a majority of the governing board regarding an open session item on this agenda will be made available for public inspection at Charter School offices located at 8073 Broadway, Lemon Grove, CA 91945 during normal business hours.