

Minutes of the Regular Meeting of the OTA Board of Directors / OTA Site Council
July 9, 2015
Old Town Academy, 2120 San Diego Avenue, San Diego, CA 92110

Board Members Present in Person: David Cain, Ryan Callan, Chris Celentino, Mirielle DesRosiers-Kutchuk, Dr. Trevor Wayne Garb (arrived 7:20 p.m.), Dr. Kenneth Morris, Kevin Olenick, Anna Sick

A quorum of members physically within the jurisdiction was present.

Absent: Sandra Gartland

The following members of the public were present based upon the sign-in sheet (there may have been other members of the public, present, who did not sign the sign-in sheet):

Monika Hanft, Maya Karram, Bruce Ricker, Jon Centrofranchi, Colleen Cotter, Sonia Mahmud, Chris Cole, Sylvia Butcher, Jian Chan, Heidi Weaver, Gred Lakner, Jeremy Turner, Michael Shinkle, Ernie DeLost, Kate Swanson, Patty Valdivia, Kym Tobias, Samantha Olenick, Maria Araujo, Cathie Berlin, Lynn DiFilippo, Jilie Gabrielli, Eliot Feldstein, Jim Keith, Gail Warrick, Erin Parente

Item 1 – Call to Order – Pledge of Allegiance

The meeting was called to order at 7:07 p.m. by Chair, Chris Celentino. Upon call to order, Board Member David Cain led the community with the pledge of allegiance.

Mr. Celentino, Chair and Presiding Officer, welcomed everyone, and described the responsibility of the Board, the meeting procedures, and provisions of the Brown Act. Mr. Celentino asked everyone to sign in, and to indicate, if a parent, the number of children enrolled at the school. Mr. Celentino requested attendees to submit speaker slips for any item on the Agenda. Only one speaker slips was turned in as noted below.

The Board moved directly to the Special Agenda.

Item 2. Public Comment: Public Comments/Correspondence

No member of the public submitted a Speaker slip, so the Board moved on to the next agenda item.

Item 3. Board Member / Site Council Comments / Correspondence

Board member Anna Sick reported that the meeting with SDUSD went well, and that SDUSD appears to have strong confidence in Board Members and the work being done by the Board.

David Cain acknowledged that TVLC had been very forthcoming and helpful to his Board Election Ad Hoc Subcommittee.

Heidi Weaver submitted a speaker slip and asked about the tension between the Handbook/Uniform policy, and whether TVLC had issues with the fact that the OTA Uniform Policy is more stringent – Ryan Callan and Chris Celentino indicated that the issue would be discussed later in the agenda, but the short answer was that TVLC was in favor of the OTA Uniform policy for OTA.

There being no further comment, the Board moved to the next item on the Agenda.

Item 4. Consent Agenda -- Approval of Minutes -- Special Meeting, June 23, 2015

There being no further public comment, the Chair then asked for Board member comment. There being none, the Chair called the question of the consent agenda, requesting a roll-call vote for approval of the minutes.

Minutes of Special Meeting, June 23, 2015 – Motion to Approve by Chris Celentino, Second by David Cain. Roll-call vote.

Cain	Approve
Callan	Approve
Celentino	Approve
Mireille	Approve
Garb	Absent
Gartland	Absent
Dr. Morris	Abstain
Olenick	Approve
Sick	Approve

The Chair and Presiding Officer declared the motion passed by a 6-0 vote.

The Board moved to the next item on the Agenda.

Item 5. Discussion Items:

a. Teacher Update – Hamm.

Interim Principal Bob Hamm reported that the following returning teachers had been offered and accepted their at-will positions for 2015-2016 school year: K, Lauren Drinkward; 3, Diana Pham; 5, Sarah Rock Cook; 6,

Jennifer Church; 7, Turner Watts. Mr. Hamm reported that interviews were moving forward for other open positions, and that most of the non-salaried support staff would be returning, including Toni Manarino for Special Education.

b. SDUSD Site Visit Report, received June 29, 2015.

Chris Celentino reported that the school had received its Site Visit Report from SDUSD, as anticipated; that there were some errors in the report; Dr. Morris noted, for example, that one error noted included a wrong date for one Board meeting, and a notion that the school had indicated a Board meeting had taken place on March 10, 2015, which was incorrect. Chris indicated that an action item relating to same would be taken up later in the agenda.

The Board moved to the next item on the Agenda.

c. Report on Litigation – Celentino/Lemmo/Austin

Chris Celentino reported that the first lawsuit, commenced by May Harris, had been submitted for dismissal, and that the lawsuit between OTA and Tom Donahue continued because Tom continued to refuse to turnover school property related to the website and student learning journals to the school, and that the lawyers had hoped to work that out in the near future.

**d. Report on response to Notice to Cure re: Alleged Brown Act Violation -
- response due date July 11, 2015 – Celentino/Lemmo**

Chris Celentino reported that the response to the “cure” notice sent by counsel for Mr. Donahue, demanding the Board vote to cure alleged defects in past meetings, would be tendered timely by school counsel, John Lemmo, before the July 11, 2015 deadline.

**e. Report on SDUSD Meeting on July 8, 2015, attended by Anna Sick and
Chris Celentino on behalf of OTA Board of Directors – Sick**

Board Members Anna Sick and Chris Celentino reported that at the meeting with SDUSD on July 8, 2015, SDUSD had indicated – in writing – that OTA could open in the fall without submitting any Charter Revision to address the TVLC / OTA transaction, and that SDUSD welcomed an early submission of OTA’s Charter Renewal Petition, in the hopes that the petition could be finalized and approved early in the school year. Chris noted that a September 30, 2015 target date was set for such submission.

f. Report on SB277 signed into law June 30th by Governor Brown regarding mandatory school vaccinations going into effect July 1, 2016 – Dr. Morris

Dr. Morris reported about the new law for mandatory vaccinations for all public school children which would affect OTA in fall 2016, and indicated he would assist the school in its preparation for the new law.

g. OTA Foundation Update – Legal – Celentino

Chris reported that counsel had been retained to develop Articles of Incorporation for the Foundation, that it would have its own Bylaws, and that we would develop a fiscal sponsor agreement with TVLC to allow the Foundation to have 501-C-3 status until its own 501-C-3 petition could be submitted.

h. OTA “Fund and Item” and “Matching Grant” Review – proposal by Celentino

Chris reported that there remained outstanding questions about both a “matching grant” proposal announced by the former Executive Director at the 2013 Gala, and a promise by the former Executive Director to use funds raised at that event for a “iPad for every student” campaign. Chris indicated that an accounting was being conducted, and that the alleged matching donor was being interviewed. In short, Chris recommended that a Committee be formed by the Board in the fall to formalize these investigations and make a recommendation for action.

i. Initial Ad Hoc Sub-committee Reports

i. OTA/TVLC Task Force – Dr. Garb

Dr. Garb reported that the Task Force activity was dying down, that almost all questions had been answered, that chatter had been significantly reduced, and that the Facebook site would likely be shut down soon. Dr. Garb was thanked for his effort.

ii. PSC – Gartland/Callan

Ryan Callan reported that the PSC had conducted interviews, had a second slate of interviews set for July 15, 2015, expected follow-up interviews on July 16, 2015 for finalists, and hoped to make a recommendation before August 1, 2015 for a new Principal for OTA.

iii. Board Composition/Election – Cain

David Cain reported that his committee had lengthy meetings and open and forthcoming participation from TVLC, and that the committee had been aided in its work by significant research performed by Jeremy Turner and Jian Chen.

iv. Bylaws – Celentino

Chris Celentino reported that OTA’s counsel would circulate a sample “model” bylaws for the school to consider, and that the report would be on time for approval for the August 11, 2015 Board meeting.

v. Parent Handbook – Celentino/Dr. Morris

Dr. Morris reported that the committee had circulated the OTA handbook, the TVLC handbook, and that the committee was working on a merger of the two. Chris Celentino reported that the Uniform Policy would be updated to reflect a renewed commitment to uniforms at OTA.

vi. Teacher Handbook – Sick

Anna Sick reported that the committee had circulated the TVLC handbook, and that edits and recommendations would be made in time for approval for the new school year.

vii. Policies and Procedures – Hamm/Callan

Bob Hamm reported that he had located certain accounting policies from the OTA office, and that the committee had downloaded and was reviewing those policies, and all of the many TVLC policies and procedures, and that edits and recommendations would be made in time for approval for the new school year.

There being no further public comment, and no further Board Member comment, the Board moved to the next item on the Agenda.

Item 6. Action Items:

- a. Action Item: Motion to approve 2015-2016 regular OTA Board meeting schedule of third Tuesday of every month, except August, 2015 – Motion to approve proposed dates: 2015: August 11, September 15, October 20, November 17, December 15; 2016: January 19, February 16, March 15, April 19, May 17, June 21; All Meetings to begin at 7 p.m. except August 11, 2015 meeting to begin at 6 p.m.**

Chris Celentino moved for the approval of motion as noted above; second by David Cain, there being no further public comment, and no further Board Member comment, the question was called by roll call vote:

Cain	Approve
Callan	Approve
Celentino	Approve
Mireille	Approve
Garb	Approve
Gartland	Absent
Dr. Morris	Approve
Olenick	Approve
Sick	Approve

The Chair and Presiding Officer declared the motion passed by an 8-0 vote.

- b. Action Item: Authorize preparation of Draft response to SDUSD June 29, 2015 Site Visit Report, consult with counsel re same, for circulation at next meeting on August 11, 2015.**

Chris Celentino moved for the approval of motion as noted above; second by Ryan Callan, David Cain, and Anna Sick; there being no further public comment, and no further Board Member comment, the question was called by roll call vote:

Cain	Approve
Callan	Approve
Celentino	Approve
Mireille	Approve
Garb	Approve
Gartland	Absent
Dr. Morris	Approve
Olenick	Approve
Sick	Approve

The Chair and Presiding Officer declared the motion passed by an 8-0 vote.

c. Approve Warrant listing 4-23-15 to 7-5-15

Chris Celentino moved for the approval of motion as noted above; second by David Cain, there being no further public comment, and no further Board Member comment, the question was called by roll call vote:

Cain	Approve
Callan	Approve
Celentino	Approve
Mireille	Approve
Garb	Approve
Gartland	Absent
Dr. Morris	Approve
Olenick	Approve
Sick	Approve

The Chair and Presiding Officer declared the motion passed by an 8-0 vote.

7. Adjournment. There being no further business, the meeting was adjourned at 8:26 p.m.