



SPECIAL MEETING MINUTES OF THE GOVERNING BOARD

520 East Carmel, San Marcos, CA 92078

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We reserve the right to record any/all Board Meetings.

Our mission at Baypoint Preparatory Academy is to educate TK-8 students through a rigorous college prep curriculum in a flexible, student-centered learning environment. Our goal is to actively partner with students, parents, and the community to support students’ academic success and personal goals.

November 10, 2022 at 5:30 P.M.

1. CALL TO ORDER

The meeting is called to order by Nathan Limjoco at 5:33 PM.

2. PUBLIC SESSION

A. Roll Call

<u>Board Member</u>	<u>Present</u>	<u>Absent</u>	<u>Present via Conference Call</u>
Galel Fajardo	x		
Nathan Limjoco	x		
Stephanie Long	x		
Nancy Spencer	x		
Nikki Yargeau	x		

3. PLEDGE OF ALLEGIANCE

4. REVISION/ADOPTION/ORDERING OF AGENDA

#6 Public Comment Information was cut off and needs to be added back in.

Motion:	Galel Fajardo			As Submitted: x
Second:	Nikki Yargeau			As Amended:
Vote:	<u>Yes</u>	<u>No</u>	<u>Absent</u>	
Galel Fajardo	x			
Nathan Limjoco	x			
Stephanie Long	x			
Nancy Spencer	x			
Nikki Yargeau	x			

5. CONSENT AGENDA - N/A

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 as set forth below. Unless specifically requested by a Board member to be set for further discussion or removed from the agenda, there will be no discussion of these items prior to the Board vote. The Executive Director recommends approval of all items set forth under the Consent Agenda.

6. PUBLIC COMMENT -

Each speaker will be allowed a maximum of three minutes to speak. Unless an item has been placed on the published agenda in accordance with the Brown Act, there shall be no action taken. The Board may refer the matter to the next agenda.

(1) acknowledge receipt of the information/report and comment; (2) refer to staff for further study; or (3) refer the matter to the next agenda.

If you would like to address the board, please use the chat box at this time to type in your name, the subject or action item that you would like to address, and your statement and/or comment. The public may not ask questions of the board but may make a public statement.

The Brown Act does not allow for public questions during board meetings. If you have questions, please contact the school.

7. CLOSED SESSION- N/A

8. ACTION ITEMS

A. Revised Site Administrator Job Description.

Sabina discussed the changes with the board. Nikki requested that in the future the board receive a red-lined version to review prior to the board meeting so they know in advance what changes are being made and can review them ahead of the meeting.

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Motion:	Stephanie Long			As Submitted: x
Second:	Galel Fajardo			As Amended:
Vote:	<u>Yes</u>	<u>No</u>	<u>Absent</u>	
Galel Fajardo	x			
Nathan Limjoco	x			
Stephanie Long	x			
Nancy Spencer	x			
Nicole Yargeau	x			

B. CARES ACT Employee Retention Credit (ERC)

Frank discussed the various documents with the board. Shared that everything the board was provided to review is to make the board more aware of where the money is coming from and the related fees from Synergy. Frank shared the thought process behind everything and how the calculations were arrived at. Frank has a meeting with the Synergy team in early December. Nancy asked if we are okay “cash flow” wise in the event that we have to pay the invoice ahead of the funds. Zach confirmed that this is the case. The second portion will not be due until the funds are received. Is this an “agreement” or a “one-time” reimbursement? “One time” dollars so Frank is not concerned about locking this in for two years. Has legal reviewed this? Legal has not reviewed this. Does the board feel that it would be advised to get an opinion from legal? Nathan feels that they should. Frank will check with Greta at legal. Frank requested that we not submit this invoice for payment until Frank has reviewed this with the legal team.

Approved subject to legal review. This was approved as submitted pending legal.

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Motion:	Nancy Spencer			As Submitted: x
Second:	Nikki Yargeau			As Amended:
Vote:	<u>Yes</u>	<u>No</u>	<u>Absent</u>	
Galel Fajardo	x			
Nathan Limjoco	x			
Stephanie Long	x			
Nancy Spencer	x			
Nicole Yargeau	x			

C. Updated Resolution to Authorize Facility Tenant Improvement Agreements (original Resolution approved June 3, 2020).

This is an updated agreement/ Resolution would be the appropriate thing to do per Frank’s discussion with legal. Due to time sensitive matters that do not align with scheduled board meetings. Will red-line the future changes so that the board can see the changes ahead of the meetings. Nancy addressed the changes that were made with the board. Frank clarified that this does not give a blanket ability to make decisions related to timing. Nathan mentioned that he is concerned possibly about the verbiage related to timing and cost restraints. Will we be opting then to use a vendor that charges more due to needing to get the work completed within the time constraints? Frank discussed examples of when this would be needed. Nathan, is there a way that this could be reworded? Time restraints related to city requirements- can this verbiage be added “Due to restraints required by City Ordinance.” “Non negotiable time restraints placed by the City”. Would we be considering any other entities apart from the City? No. Has to be the general contractor of record so the City is tying our hands in relation to the GC of record (Marquez; Ray White, etc...).
“However if timing restraints are imposed by the City of SM, multiple bids will not be required.”

“ CEO Frank Ogwaro and / or its designees.”

Approved as amended with revisions.

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Motion:	Stephanie Long			As Submitted:
Second:	Nathan Limjoco			As Amended: x
Vote:	<u>Yes</u>	<u>No</u>	<u>Absent</u>	
Galel Fajardo	x			
Nathan Limjoco	x			
Stephanie Long	x			
Nancy Spencer	x			
Nicole Yargeau	x			

D. AB361 RESOLUTION FOR VIRTUAL MEETINGS

BPA is recommending that board meetings continue to be held virtually under AB361. A “yes” vote indicates that the board wants to continue to meet virtually at this time. It can be reassessed at the next meeting. Authority to hold virtual meetings within 30 days of this meeting (valid through December 10, 2022). Can be any time after the week of the 28th of November. There is flexibility with this as long as it doesn’t exceed 30 days.

Zach shared that once the “state of emergency” goes away the AB361 will sunset at this time which could possibly move up some of these requirements.

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Motion:	Galel Fajardo			As Submitted: x
Second:	Nancy Spencer			As Amended:
Vote:	<u>Yes</u>	<u>No</u>	<u>Absent</u>	
Galel Fajardo	x			
Nathan Limjoco	x			
Stephanie Long	x			
Nancy Spencer	x			
Nicole Yargeau	x			

9. FUTURE AGENDA/DISCUSSION ITEMS

10. ORGANIZATIONAL MATTERS

The Special meeting of the Governing Board should take place on the week of December 5th-December 9th. **The board decided to meet on December 6th at 5:30 p.m.**

The Annual/Regular meeting of the Governing Board will take place on December 13th at 520 E. Carmel Street, San Marcos, CA 92078, via Zoom, or Call in at 5:30 PM.

11. ADJOURNMENT

Motion:	Galel Fajardo		
Second:	Nathan Limjoco		
Vote:	<u>Yes</u>	<u>No</u>	<u>Absent</u>
Galel Fajardo	x		
Nathan Limjoco	x		
Stephanie Long	x		
Nancy Spencer	x		
Nikki Yargeau	x		

The meeting adjourned at 6:28 PM.