

Lewis Center for Educational Research Board
Regular Meeting Minutes
December 14, 2020

1. **CALL TO ORDER AND PLEDGE OF ALLEGIENCE:** Chairman Porter called the meeting to order at 4:02 p.m.
2. **ROLL CALL:** LCER Board Members Pat Caldwell (arrived at 4:08), Torii Gray, Jim Morris (arrived at 4:15), Omari Onyango, Sharon Page, Kevin Porter, David Rib, Jessica Rodriguez and Rick Wolf were in attendance.

No LCER Board members were absent.

LCER Staff members Valli Andreasen, Fausto Barragan, Marcelo Congo, Jisela Corona, Ryan Dorcey, Teresa Dowd, David Gruber, Lisa Lamb and Stacy Newman were also in attendance.

3. **PUBLIC COMMENTS:** None.
4. **SPECIAL PRESENTATIONS:**
 - .01 Presentation of Certificate and Plaque to Retiree Darren Dowd – Kevin Porter virtually recognized Darren Dowd for 19 years of service to the Lewis Center.
 - .02 Lewis Center 2020 Employee Milestone Anniversary Recognition – Kevin Porter virtually recognized Lewis Center employees that reached a milestone anniversary in 2020. This is anticipated to be an annual recognition ceremony, but was not able to be in person this year. The Lewis Center Foundation is supporting bonuses, gifts and awards.
5. **DISCUSSION ITEMS:**
 - .01 AAE and NSLA Phase 2 School Reopening Update – Lisa Lamb reported that local COVID conditions are not improving. We are authorizing staff to work remotely if possible due to the surge in COVID cases. We will continue to monitor the situation and monitor hospital capacity. The earliest anticipated return to in person instruction will be the end of January or beginning of February. At AAE we will not phase back in when we are able to return, but at NSLA we will as they have not had any in person instruction practice at all.
 - .02 AAE and NSLA Construction Projects Update – David Gruber reported that construction is going well. The full pad for AAE MPR should be completed by Thursday. We can do a walk through on Friday to do a visual. NSLA's construction is going vertical and they are on target. Pat asked for a walk through of the projects after the holidays.
 - .03 Discuss 2019-20 Annual Audit – David Gruber reported that normally December 15 is the due date for the audit, but it was extended to March 31, 2021. He is in close contact with our authorizers so they are aware. He is hoping to have a draft at the February Board meeting. The auditors haven't received the guidelines from the federal government as of yet, but hope that it will be released soon.
 - .04 Discuss 2020-21 AAE and NSLA 1st Interim Reports – David Gruber reported that we're using our most restricted money first. We have been working hard on cash flow and we will be able to sustain upcoming cash deferrals. We will be able to meet our obligations to our investors as well as have reserves. Jim asked about the end of the year increase in June. The increase in June is because we do not pull the LCER management fees until the end of the year, after all other obligations are met. The Lewis Center is a separate fund from each school. We make bond payments monthly for AAE, and for NSLA we capitalized this year and will not be making a payment until July 2021. The

second interim reports will be brought to the Board in March or April. John Phan will be leading our NSLA investor call tomorrow morning. We will have the call with our AAE investor in January.

- .05 Discuss AAE MPR Naming and Plaque – David Rib reported that we are still trying to get a quote on the plaque and signs. We are waiting to hear back from a new vendor.
- .06 Discuss California Charter School Assoc. Conference March 15-19, 2021 – Lisa Lamb reported that we have 3 registrations for the CCSA conference. We hope the Board is able to join us for some of the sessions. The team is going through the session list and highlighting the topics we will be attending. A link regarding the conference was sent to the Board.
- .07 Lewis Center Foundation Update – Jessica Rodriguez reported that the Foundation met on Monday. The main focus has been the \$30 for 30 Campaign. Please continue to share with your contacts. We have been able to reach out and renew older contacts. We are also looking to recruit new members. Please let us know of anyone.

6. CONSENT AGENDA:

- .01 Approve Minutes of November 9, 2020 Regular Meeting
- .02 Approve Minutes of November 13, 2020 Special Meeting – Pat Caldwell would like to add “and develop objectives” to item 4.09 of the minutes.
- .03 Approve San Bernardino Valley College MOU with NSLA – Jim Morris asked where the classes will be located – they can be at either location.

On a motion by Jim Morris, seconded by Omari Onyango, vote 9-0, the LCER Board of Directors approved Consent Agenda Items 6.01 – 6.03 with the addition to the November 13, 2020 minutes.

7. ACTION ITEMS:

- .01 Approve Tokio Marine Agreement of Indemnity and Resolution 2020-05 Tokio Marine HCC SURETY GROUP Certification of Authorization of Execution of Agreement of Indemnity by a Corporation – This is the bond for offsite improvements for the NSLA project, and guarantees that all improvements will get done regardless of school construction completion. The offsite improvements are items such as road repairs on all 3 sides of the campus, traffic light, updates to power lines, etc. This is a form type agreement that has been reviewed by our construction management company. On a motion by Sharon Page, seconded by Jessica Rodriguez, vote 9-0, the LCER Board of Directors approved the Tokio Marine Agreement of Indemnity and Resolution 2020-05 Tokio Marine HCC SURETY GROUP Certification of Authorization of Execution of Agreement of Indemnity by a Corporation.
- .02 Approve Nominating Committee Recommendation of Term Renewal of Jim Morris as a member of the LCER Board of Directors – On a motion by Pat Caldwell, seconded by David Rib, vote 9-0, the LCER Board of Directors approved the Nominating Committee Recommendation of Term Renewal of Jim Morris as a member of the LCER Board of Directors
- .03 Approve Nominating Committee Recommendation of Slate of LCER Board Officers for 2021 – Kevin Porter
 - Chairman – David Rib
 - Vice Chairman – Jessica Rodriguez
 - Secretary – Torii Gray
 - Treasurer – Kevin Porter

Jim Morris asked if Jessica Rodriguez would automatically become the chair for 2021. This is not an automatic nomination, but we hope that it is a training position and will be a best practice to do so. On a motion by Omari Onyango, seconded by Rick Wolf, vote 9-0, the LCER Board of Directors approved the Nominating Committee Recommendation of Slate of LCER Board Officers for 2021.

8. INFORMATION INCLUDED IN PACKET:

- .01 President/CEO Report
- .02 LCER Financial Reports
 - Checks Over \$10K – Sharon asked about the fees for the AAE permits being higher than expected. We had hoped to discuss the impact fees with them, but have not been able to at this time.
 - Budget Comparisons
- .03 Lewis Center Foundation Financial Report
 - October 2020
- .04 LCER Grant Tracking Sheet
- .05 AAE and NSLA Enrollment Numbers
- .06 LCER Board Attendance Log
- .07 LCER Board Give and Get – Teresa will send the donation list to the Board to see if any donations are a “get” for them.

9. BOARD/STAFF COMMENTS:

- .01 Ask a question for clarification
- .02 Make a brief announcement – Lisa Lamb reported that CCSA profiled Dr. Barragan on leadership. She will send distribute it. Lisa also recognized that this is not a typical year, and we are trying to bring joy in any way we can, but know it is a tough year for our Lewis Center family. Lisa also thanked Kevin Porter for being a great Board Chair this year and Kevin thanked everyone for their work.
- .03 Make a brief report on his or her own activities – Jim Morris reported that his 16 year old, who had participated in NSLA’s holiday programs when he was younger, started signing Frosty the Snowman in Spanish when it came on overhead while shopping.
- .04 Future agenda items

10. ADJOURNMENT: Chairman Porter adjourned the meeting at 5:29 p.m.