

EXCEL ACADEMY CHARTER SCHOOLS

Special Meeting of the Board of Directors

Minutes

Monday, September 28, 2020
Special Meeting Begins at 12:00 p.m.



1185 Calle Dulce, Chula Vista, CA 91910
39251 Camino Las Hoya, Indio, CA 92203
16222 Quail Rock Road, Ramona, CA 92065
1160 Cuyamaca Avenue, Chula Vista, CA 91911

Excel Academy Charter Schools
1 Technology Drive, Bldg. I, Suite 811, Irvine, CA 92618

Zoom Meeting Information

Dial In: 1-669-900-9128

Meeting ID: 982 8554 4854

Join URL: <https://zoom.us/j/98285544854>

1. CALL TO ORDER AND ROLL CALL

Time 12:02 p.m.

1.1. Roll Call

William Hall	President - Present
Michael Humphrey	Vice President - Absent
Susan Houle	Clerk - Present
Steve Fraire	Member - Present

2. APPROVE/ADOPT AGENDA

It is recommended the Board of Directors adopt as presented, the agenda for the Special Board meeting of September 28, 2020.

Moved by S HouleSeconded by S Fraire

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

3. PLEDGE OF ALLEGIANCE

Led by: William Hall

4. PUBLIC COMMENTS/RECOGNITION/REPORTS

Please submit a Request to Speak to the Board of Directors using the chat feature on the right hand side of the Zoom platform. Please state the agenda item number that you wish to address prior to the agenda item being called by the Board President. Not more than three (3) minutes are to be allotted to any one (1) speaker, and no more than twenty (20) minutes on the same subject. This portion of the agenda is for comments, recognitions and reports to the Board and is not intended to be a question and answer period. If you have questions for the Board, please provide the Board President with a written statement and an administrator will provide answers at a later date.

5. ORGANIZATIONAL STRUCTURE OF THE BOARD

5.1. (Action) Reappointment of Board of Directors and Terms

It is recommended the Board approve the reappointment of Board of Directors and their relative terms.

The Bylaws of Excel Academy Charter Schools state in Article VII Board of Directors:

“Section 5. DIRECTORS’ TERMS. The initial Board of Directors shall be appointed for five (5) years. At the end of the Board of Directors’ initial term, directors will be appointed to one, two, and three-year staggered terms, as determined by the initial Board of Directors. Thereafter, each director shall hold office unless otherwise removed from office in accordance with these bylaws for three (3) years and until a successor director has been designated and qualified.”

William Hall, President requested a motion to restructure the terms of the Board of Directors. He asked the Board of Directors if they are available to continue to serve, and they all said yes, effective September 28, 2020.

1. *Steve Fraire will serve a 3 year term.*
2. *Susan Houle will serve a 3 year term.*
3. *William Hall will serve a 2 year term.*
4. *Michael Humphrey will serve a 2 year term.*
5. *New Board of Director will serve a 5 year term.*

Moved by SHoule

Seconded by SFraire

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

5.2. (Action) Oath of Office

It is recommended the Board of Directors are presented with the Oath of Office.

Kurt Madden, CEO presented the Oath of Office to the Board of Directors; William Hall, Steve Fraire, Susan Houle. They raised their right, repeated the Oath of Office and fully agreed.

Moved by SFraire

Seconded by SHoule

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

5.3. (Action) Election of Officers

At this time the Board needs to consider the election of officers. A president, vice president, and clerk are to be elected.

The CEO will conduct the election of the president, and then present the new President who will then conduct the elections of the vice president and clerk.

1. Elections

1a. Election of Board President William Hall

Steve Fraire nominated William Hall for President and Susan Houle seconded it. William Hall accepted the position.

Moved by SFraire

Seconded by SHoule

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

1b. Election of Vice President

Michael Humphrey

Steve Fraire nominated Michael Humphrey for Vice President, Susan Houle seconded it, and William Hall wanted to third it. Michael Humphrey was absent.

Moved by SFraire

Seconded by SHoule

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

1c. Election of Clerk

Steve Fraire

Susan Houle nominated Steve Fraire for Clerk and William Hall seconded it. Steve Fraire accepted the position.

Moved by SFraire

Seconded by SHoule

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

6. CALENDAR

The next scheduled meeting will be held virtually on October 8, 2020.

7. BOARD COMMENTS

The Board of Directors said they are really happy to continue working with everyone and thanked Lori for the behind the scenes work, reminders, and thanked Heidi for her leadership. This is really fun and fulfilling work. Thank you everyone.

8. CEO COMMENTS

The CEO echoes everything the Board Members have said. He thanked the Board for all their work they have done. He said we have a good mix and combination of experience on our Board. We will look forward to bringing on the fifth Board member. Thank you.

9. ADJOURNMENT

The special meeting of the Board of Directors adjourned at 12:17 p.m.

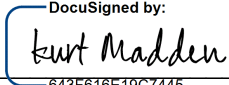
Moved by SFraire

Seconded by SHoule

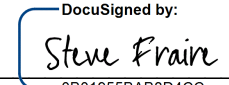
<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
William Hall	X			
Michael Humphrey				X
Susan Houle	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

Signed:

DocuSigned by:

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Kurt Madden
Secretary, Governing Board

Signed:

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Steve Fraire
Clerk, Governing Board