

**CALIFORNIA PACIFIC CHARTER SCHOOLS
SPECIAL BOARD MEETING**

MINUTES



CALIFORNIA
PACIFIC CHARTER
SONOMA

The meeting was held virtually and called to order at 1:02 p.m.

DATE: April 30, 2020

TIME: 1:00 p.m.

Zoom Meeting Information

Dial In: 1-669-900-9128

Meeting ID: 921 7705 2118

Join URL: <https://zoom.us/j/92177052118>

39251 Camino Las Hoyas, Indio, CA 92203 619-733-8615
277 Boyd Road, Pleasant Hill, CA 94523 619-871-1771
1850 Peary Way, Livermore, CA 94550 805-657-0606

North Vallejo Community Center - Craft Room
1121 Whitney Avenue, Vallejo, CA 94589

Guerneville School District
14630 Armstrong Woods Road, Guerneville, CA 95446

1. PUBLIC COMMENT

There were no public comments.

2. CALL TO ORDER AND ROLL CALL

Time 1:02 p.m.

2.1. Roll Call

David Franklin	President - Present
Kelly Wylie	Vice President - Present
Steve Fraire	Clerk - Present

3. CLOSED SESSION

Time: 1:04 p.m.

Conference with Legal Counsel regarding Potential Litigation: 1 matter

There is significant exposure to litigation against the Agency pursuant to Government Code Section 54956.9(d)(2)

Moved by SFraire Seconded by KWylie

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
David Franklin	X			
Kelly Wylie	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

4. REPORT OUT OF CLOSED SESSION

David Franklin, President reported “no action was taken during closed session.”

5. RECONVENE SPECIAL MEETING

Time: 1:15 p.m.

6. POLICY DEVELOPMENT

6.1. Restated Articles of Incorporation

Consideration and approval of the amended name change for Restated Articles of Incorporation.

Moved by KWylie Seconded by SFraire

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
David Franklin	X			
Kelly Wylie	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

6.2. Corporate Bylaws

Consideration and approval of the amended name change for Corporate Bylaws.

Moved by SFraire Seconded by KWylie

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
David Franklin	X			
Kelly Wylie	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

6.3. Conflict of Interest Code

Consideration and approval of the amended name change for Conflict of Interest Code.

Moved by KWylie Seconded by SFraire

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
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David Franklin	X
Kelly Wylie	X
Steve Fraire	X

Motion carried unanimously, 3-0.

7. ORGANIZATIONAL STRUCTURE OF THE BOARD

7.1. Appointment of New Board Members

Rickey Trombetta has been appointed as a Board Member to the CPCS Board of Directors, effective 7/1/2020.

Moved by SFraire Seconded by KWylie

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
David Franklin	X			
Kelly Wylie	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

7.2. Acceptance of Resignations

Board President, David Franklin resigned from his position on the CPCS Board of Directors, effective May 14, 2020. He has an incredible opportunity to head the CSO as the CEO.

Board Member, Steve Fraire resigned from his position on the CPCS Board of Directors, effective May 14, 2020.

Moved by SFraire Seconded by KWylie

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
David Franklin	X			
Kelly Wylie	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

7.3. 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 Vice President 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, and conduct the remainder of the meeting.

1. Elections

1a. Election of Board President _____

1b. Election of Vice President _____

1c. Election of Clerk _____

Item 7.3 Election of Officers was Tabled to the next Board meeting scheduled, May 14, 2020.

8. ADJOURNMENT

The Special Board Meeting adjourned at 1:28 p.m. The next regularly scheduled Board meeting will be held virtually on **Thursday, May 14, 2020**.

Moved by SFraire

Seconded by KWylie

<u>Roll Call Vote:</u>	<u>Ayes</u>	<u>Nays</u>	<u>Abstained</u>	<u>Absent</u>
David Franklin	X			
Kelly Wylie	X			
Steve Fraire	X			

Motion carried unanimously, 3-0.

Signed:

Signed:

Kurt Madden
Secretary, Governing Board

Steve Fraire
Clerk, Governing Board