



Executive and Compensation Committee Meeting

Thursday, January 11, 2018

Location 1: 1001 22nd Ave., Oakland, CA 94606

Meeting Conference Line:1-415-655-0381 Passcode:366-576-658#

I.	<p>Public Business Meeting Board Members Present: Jonathan Garfinkel, Beth Hunkapiller and Warren Felson were present in Location 1 in Oakland. Staff Present: Carolyn Hack, Delphine Sherman, Alejandra Chavez, Mary Cha-Caswell, Kara Maguire, Mala Batra and Anupam Mishra were present in Location 1 in Oakland, CA; Kate Ford and Stephanie Vaughn were present via Vidy. Call to Order: The meeting was called to order by Jonathan Garfinkel at 8:34 am. Quorum for the meeting was confirmed.</p>
II.	<p>Changes to the Agenda: There were no changes to the agenda.</p>
III.	<p>Public Comments Not on the Agenda: There were no comments from the public.</p>
IV.	<p>Chairperson and CEO Comments: There were no comments.</p>
V.	<p>Consent Agenda: The following consent agenda items A-B were moved by Beth and seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p>
A.	<p>Approval of December 14, 2017 Executive and Compensation Committee Minutes</p>
B.	<p>School Accountability Report Card (SARC) Approvals – California Aspire Schools</p>
VI.	<p>Discussion, Action Items and Reports</p>
A.	<p>Delphine Sherman, CFO, asked the Committee to approve the current Fiscal Control Policy and Procedures, outlining authority limits and specific policies and procedures to follow when employees incur business expenses on behalf of Aspire. Warren moved to approve the current Fiscal Control Policy and Procedures, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p>
B.	<p>Delphine asked the Board to approve forms of contract for previously approved Aspire ERES' facility project: 1) Purchase and Sale Agreement, 2) Construction Manager Agreement, 3) Construction Manager at Risk Agreement and the delegation of authority to CFO to enter into contracts so long as terms are consistent with drafts included and amounts fall within approved project budget. Warren moved to approve the Purchase and Sale Agreement, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0 Beth moved to approve the Construction Manager Agreement, seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0 Warren moved to approve the Construction Manager at Risk Agreement, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0 Warren moved to approve the delegation of authority to CFO to enter into contracts so long as terms are consistent with drafts included and amounts fall within approved project budget, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p>



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	<p>Kate Ford, Los Angeles Area Superintendent, shared LAUSD's annual oversight process. At the completion of their review, LAUSD provides the school with an Annual Performance-Based Oversight Visit report summarizing the performance results. As required by LAUSD, Aspire's Board of Directors must confirm receipt, review, and discussion of the most current Annual Performance-Based Oversight Visit reports. The Board was asked to approved the 2016-2017 Annual Performance-Based Oversight Reports for the nine Aspire schools authorized by LAUSD.</p> <p>Warren moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Junior Collegiate Academy, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Beth moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Titan Academy, seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Warren moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Pacific Academy, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Beth moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Firestone Academy, seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Warren moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Gateway Academy, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Beth moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Tate Academy, seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Warren moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Inskeep Academy, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Beth moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Slauson Academy, seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p> <p>Warren moved to approve the 2016-2017 Annual Performance-Based Oversight report for Aspire Centennial College Preparatory Academy, seconded by Beth; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p>
<p>D.</p>	<p>Delphine Sherman shared the Alder Graduate School of Education (GSE) MOU 2017/18 with the Committee and discussed that Aspire contracts with Alder GSE to train its residents. Alder offers a master's degree and teaching credential for Aspire's residents while receiving a full year of experience in Aspire's classrooms under the supervision of a master teacher. Delphine explained that the Executive and Compensation Committee does not typically approve these MOUs under \$250,000. However, given the new relationship with Alder GSE as its own stand-alone entity, it is prudent to have the Executive and Compensation Committee review and approve the agreement. She also shared that the MOU has been reviewed by legal, talent and finance and that there will be a separate MOU for the 2018/19 school year. Delphine asked the Committee to review and approve the Alder Graduate School of Education MOU 2017/18. Beth moved to approve the Alder Graduate School of Education MOU 2017/18, seconded by Warren; unanimously approved. Approval: Yes: 3 Jonathan, Beth, Warren; No: 0; Abstain: 0</p>
<p>VII.</p>	<p>Closed Session The meeting adjourned to closed session at 9:09 am.</p>



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A.	The Executive and Compensation Committee, Carolyn Hack, CEO, and legal conferred to discuss student matter #1718-305-001.
VIII.	Reconvene to Public Meeting The meeting reconvened to public meeting at 9:33 am.
A.	Jonathan Garfinkel, Chairperson, reported that the Executive and Compensation Committee decided to uphold the decision that had been made previously for student matter #1718-305-001.
IX.	Adjournment Meeting adjourned at 9:33 am.

Approved this 8th Day of February, 2018 in Oakland, CA.



Mala Batra, Board Secretary