

MEETING MINUTES

Name of Foundation: Southwest Charter Foundation, Inc.
Board Meeting: September 30, 2021

School(s):

| | |
|-------------------------------------|-----------------------------|
| Bonita Springs Charter School | Cape Coral Charter School |
| Collier Charter Academy | Gateway Charter School |
| Gateway Intermediate Charter School | Gateway Charter High School |
| Manatee Charter School | Six Mile Charter Academy |

The minutes of Sunshine Law meetings need not be verbatim transcripts of the meeting. These minutes are a brief summary of the events of the meeting.

| Date: | Start | End | Next Meeting: | Next time: | Prepared by: |
|--|--------------|------------|---|-------------------|---------------------|
| September 30, 2021 | 1:30pm | 2:29pm | November 10, 2021 | 12:30pm | R. Weaver |
| Meeting Location: | | | | | |
| Schools listed above | | | | | |
| Attended by: | | | | | |
| Board Members: Ken Haiko, Chairman Dennis Clark, Director Billie Miller, Director Paul Sallarulo, Director Tom Wheeler, Treasurer Pat Smith, Director John O'Brien, Vice-Chair Absent: none | | | Other Attendees: Rita Weaver, Board Governance Manager, CSUSA Levi Williams, Board Attorney Dr. Eddie Ruiz, State Director CSUSA Dr. Patrick Galatowitsch, Area 2 Deputy Director Dr. Sara Capwell, Area 3 Deputy Director Principals and Parent Facilitators at above schools | | |

CALL TO ORDER

Pursuant to public notice, the meeting commenced at 1:30 pm with a Call to Order by Chairman Ken Haiko. Roll call was taken, and quorum established.

The board held a moment of silence for two teachers who recently passed away.

I. PUBLIC COMMENTS

- The board chair called for public comments. Katie Casteel, a parent of a child at Bonita Springs Charter School, gave public comment which is incorporated herein.
- Summer Bell, a parent of a child at Six Mile Charter Academy, had her email read into public comment which is incorporated herein.

II. ADMINISTRATIVE

Meeting Minutes

- The board reviewed the meeting minutes for the August 11, 2021 Southwest Charter Foundation, Inc. board meeting.

MOTION: Motion was made by Dennis Clark and seconded by Billie Miller to approve the August 11, 2021 meeting of the Southwest Charter Foundation, Inc. board, as presented. Motion was approved unanimously. (7-0)

III. CSUSA Reports

State Director Report

- Dr. Christiansen reviewed the state testing data by comparison to districts and the Title I breakdown of data by district.
- Dr. Ruiz reviewed the state assessment data overall, by subject area, and in comparison, to local districts and reviewed the areas that need improvement as well as the areas that the school scored higher than the districts. The Southwest Charter Foundation, Inc. portfolio of schools are outperforming their district counterparts in several areas. The board also reviewed the Tier 1, 2, and 3 schools and that the school strategic goals are due on September 30 and will be presented to the board once those plans are finalized.
- Dr. Ruiz also reviewed the COVID data which has been trending downward as well as reviewing the State of Florida Surgeon General Rule 64DER21-15 and implementing this rule.

IV. FINANCIALS

FY21 Unaudited Financial Review

- Jonmark Williams review the FY21 Unaudited Financials for the Southwest Charter Foundation, Inc. portfolio of schools.

MOTION: A motion was made by Dennis Clark and seconded by Billie Miller to approve the FY21 Unaudited Financials for the Southwest Charter Foundation, Inc. portfolio of schools, as presented. Motion was approved unanimously. (7-0)

Teacher Salary Instructional Allocation

- Dr. Ruiz reviewed the teacher salary instructional allocation plan along with salary ranges by school with the governing board. The board discussed the funding and asked that CSUSA continue to work on being creative with finding additional funding for teacher salaries. Board director, Billie Miller, asked the Finance Committee to focus on instructional compensation and teacher salaries when the time comes to review the FY23 budget with the finance team.

MOTION: A motion was made by Dennis Clark and seconded by John O'Brien to approve the Teacher Salary Instructional Allocation plan for the Southwest Charter Foundation, Inc. portfolio of schools, as presented. Motion was approved unanimously. (7-0)

V. OLD BUSINESS

ESSER II Grants

- The board reviewed the Purchase Orders over \$50,000 that align with previously approved budgets.

MOTION: A motion was made by Billie Miller and seconded by Paul Sallarulo to approve the ESSER II Grants Purchase Orders over \$50,000, as presented. Motion was approved unanimously. (7-0)

Gateway Charter School High Performing Status

- The board reviewed that they opted into Gateway Charter School's grade fr the FY21 FSA Assessment results of an "A".

MOTION: Motion was made by Tom Wheeler and seconded by Dennis Clark to request to obtain high-performing status for Gateway Charter School, as presented. Motion was approved unanimously. (7-0)

Teacher Certification

- The board reviewed the teacher certification expiration extensions provided in the packet.

MOTION: A motion was made by Billie Miller and seconded by John O'Brien to approve the teacher certification extension, as presented. Motion was approved unanimously. (7-0)

Instructional Continuity Plan

- The board reviewed the Instructional Continuity Plan ("ICP") for their portfolio of schools on the template provided by the Florida Department of Education which outlined the plan should the schools need to swith to remote only learning.

MOTION: A motion was made by Dennis Clark and seconded by Pat Smith to approve the ICP for the Southwest Charter Foundation, Inc. portfolio of schools, as presented. Motion was approved unanimously. (7-0)

Manatee Calendar Adjustment

- The board reviewed the Manatee Calendar.

MOTION: A motion was made by Tom Wheeler and seconded by Billie Miller to amend the Manatee Charter School calendar, as presented. Motion was approved unanimously. (7-0)

October Meeting

MOTION: A motion was made by Tom Wheeler and seconded by Dennis Clark to cancel the October board meeting. Motion was approved unanimously. (7-0)

VI. NEW BUSINESS

Out of Field Waivers

- The board reviewed the Out of Field Waivers and discussed the process of completing the waivers.

MOTION: A motion was made by John O'Brien and seconded by Pat Smith to approve the Out of Field Waivers, as presented. Motion was approved unanimously. (7-0)

Board Meeting Software

- The board discussed the potential use of a board meeting software.

Board Director Paul Sallarulo complimented and thanked Collier Charter Academy for hosting the board members. Board Director Sallarulo thanked the students who escorted the board members to the meeting rooms.

VII. ADJOURMENT

MOTION: Chair Haiko adjourned the September 30, 2021 Southwest Charter Foundation, Inc. meeting at 2:29pm.



Ken Haiko, Chairman

Date: 11-10-21

Good Afternoon,

My name is Katie Casteel and I am a resident of Lee County, Educator of 14 years, Community Member and Parent to two students at BSCS.

Like many people, I was drawn to know more about the Southwest Charter Foundation Board when COVID protocols and mask mandates (or lack thereof) were issued at the start of this school year. My son made it through FIVE days of Kindergarten before contracting COVID and it is nothing I would wish upon another family.

I have had the opportunity to speak with Patrick Galatowitsch and Rita Weaver of CSUSA about some of my concerns. I am here today to ask questions of you, The Board.

First, the by-laws shared with me consists of 75 pages; 32 of them are blank and 43 have text-many of which are repeated. This sent me to the Florida Division of Corporations to find out more. On file with the State is a six page "Articles of Incorporation". Can anyone explain the blank pages or the difference in documentation?

While the frequency of meetings was listed in the by-law the time was not. As a corporation whose purpose is promoting education, meeting times that are NOT in the middle of the work day make it more accessible to all stakeholders.

The core of my questions with Patrick and Rita focused around Board Member qualifications and term length. This was the beginning of me being told many times that Board Members are volunteers, which brings me to Section 4.3 of the Articles of Incorporation or Section 4.7 of the amended by-laws.

Section 4.3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 4.7. Compensation of Directors. Directors will not receive compensation for services rendered in their capacities as Directors. However, nothing herein contained shall be construed to preclude any Director from receiving compensation from the Corporation for other services actually rendered or for expenses incurred for serving the Corporation as a Director or in any other capacity.

Section 5.12. Salaries. Officers will not receive compensation for services rendered as officers of the Corporation. **However, nothing herein contained shall be construed to preclude any officer from receiving compensation from the Corporation for other services actually rendered** or for expenses incurred for serving the Corporation as an officer or in any other capacity.

According to those sections the Board Directors cannot “benefit from net earnings”. However it lists the vague exception that “reasonable compensation may be paid for services rendered”. I would like clarification of what those services rendered could be. For instance Jonathan Hage founded The Charter Foundation Inc. in 1996 and lists Board Members Ken Haiko, Thomas Wheeler and Dennis Clark as Directors. Did you receive compensation for your work in that capacity? Would that be an exception?

Contributions Query Results
[About the Campaign Finance Data Base](#)

Search Criteria:
 Detail of Candidates
 Election Year: All
 Office: All
 Party: All
 With Payee Last Name Starts With: Haiko
 Sort Contributions By: Contributor Name
 And Then Sort By: Candidate/Committee Name
 Limit Number Of Records Returned To: 500

| Candidate/Committee | Date | Amount | Typ | Contributor Name | Address | City State Zip |
|--------------------------------|------------|----------|-----|------------------|---------------------------------|-------------------------|
| Atwater, Jeff (REP)(CFO) | 02/23/2010 | 500.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH COURT, #505 | POMPANO BEACH, FL 33069 |
| Atwater, Jeff (REP)(STS) | 06/04/2008 | 500.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH CT APT 505 | POMPANO BEACH, FL 33069 |
| Atwater, Jeff (REP)(STS) | 05/21/2004 | 100.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH COURT #505 | POMPANO BEACH, FL 33069 |
| Bogdanoff, Elynn (REP)(STR) | 06/30/2004 | 100.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH CT., APT 505 | POMPANO BEACH, FL 33069 |
| Bogdanoff, Elynn (REP)(STS) | 02/25/2010 | 200.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH CT., APT 505 | POMPANO BEACH, FL 33069 |
| Bogdanoff, Elynn (REP)(STR) | 09/22/2008 | 200.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH CT. #505 | POMPANO BEACH, FL 33069 |
| Bush, Jeb (REP)(GOV) | 06/24/2002 | 500.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH COURT #505 | POMPANO BEACH, FL 33069 |
| Crist, Charlie (REP)(GOV) | 09/29/2006 | 500.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH CT APT 505 | POMPANO BEACH, FL 33069 |
| DeSantis, Ron (REP)(GOV) | 09/07/2018 | 1,000.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH COURT, #505 | POMPANO BEACH, FL 33069 |
| Goldstein, Susan K. (REP)(STR) | 10/11/2004 | 250.00 | CHE | HAIKO KENNETH | 4145 CYPRESS REACH CT APT. 505 | POMPANO BEACH, FL 33069 |

According to Florida’s Division of Corporations, Board Chairman Ken Haiko is listed as the Registered Officer or Agent for FIVE Charter School Boards in the State of Florida. FOUR of those are currently listed as Active, totaling 57 schools. THREE of those FOUR active Boards list the exact same Ft Lauderdale address as their principal address with the State. Would that be an exception?

Section 4.4 **No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office.**

Also in Section 4 (specifically 4.4) of the Articles of Incorporation it states that there will be “no part in attempting to influence legislation”. However on September 7, 2018 Board Chairman Ken

Haiko contributed \$1000 to the campaign of then Gubernatorial candidate Ron DeSantis. How does this reflect upon Section 4.4's standing on attempting to influence legislation, as Gov. Desantis's view of Charters Schools is well documented.

The Board of Directors may be expanded from time to time by a vote of the Board of Directors in accordance with the Bylaws of the Corporation, provided however the Board of Directors shall not exceed five (5) members.

Section 4.2. Number of Directors. The initial Board shall consist of the Directors named in the Articles of Incorporation. **The number of Directors may at any time be increased or decreased to no more than five (5) and no fewer than three (3) by a majority vote of the Board.** In the event of an increase in the number of Directors, the additional directorships created shall be filled in a manner prescribed herein for the Election of Directors in accordance with Section 4.4.

In both the Section 6 of the Articles of Incorporation (Section 6.2) and Section 4 of the Amended By-Laws (Section 4.2) it states the Board Directors shall not exceed 5 members. There are currently 7 people listed on the Board of Directors.

Section 4.3. Nomination of Directors. Not less than one month prior to a regular meeting, the **Board may appoint a nomination committee to consist of no fewer than two (2) Board members.** The **nomination committee will compile and submit to the Board a slate of candidates for the directorships and offices to be filled at the upcoming meeting. These submissions shall be deemed to be nominations of each person named.**

Section 4.4. Election of Directors. **Directors shall be elected by the Board at any meeting when there is an expiring term from a slate of nominees, constituting of at least two (2) nominees for each position open.**

Section 4.5. Vacancies. Vacancies occurring in an elected Directorship, however caused, shall be filled as soon as practicable by election in accordance with Section 4.4 hereinabove. Except for a Director elected due to the natural expiration of his predecessor's one-year term, a Director so elected to fill a vacancy shall hold office of the remainder of his predecessor's term.

Section 4.6. Resignation or Removal of Directors. A Director of the Corporation may resign at any time by tendering his resignation in writing to the Corporation, which resignation shall become effective upon the date specified therein, or if no date is specified, upon receipt by the Corporation at its principal place of business. **Any elected Director may be removed at any time, with or without cause, by a majority vote of the other Directors.**

Lastly Section 4.3 and 4.4 of the by-laws explain the nomination and election process of new Board Members. It is controlled 100% by the current standing Board. How is this an effective strategy for growth and inclusion?

I look forward to you addressing my questions and can also provide them in writing if needed.

Thank you

Hi Ms. Fields,

Thank you for your response. I appreciate your time. I have been amazed at the dedication of SMCA staff to keeping our students safe in car line every day. I reiterate the information in my e-mail below. Except, I would like to change my request. I am asking for the option for my daughter to attend school online -until her safety can be assured at school in person. By taking the precautions I outlined below, we kept our family safe for 16 months. Now within the first few weeks of school, we have both tested positive for COVID. I am now struggling to be well & care for my daughter. We want to maintain our connection to SMCA but I am petrified to return to school where there is not enough space to social distance & we are forced to sit next to students who are not wearing a mask/taking precautions. School is the only environment we cannot avoid as with other social situations.

Dr. Galatowitsch offered you are able to forward the Zoom link for the Board meeting on 9/8/21. I would like to attend the meeting.

Dr. Galatowitsch, I'm not sure I will feel well enough to speak at the meeting. I need to keep my stress down so that I can recover. I would like to enter the two most recent e-mails as my written statement. Is that possible?

I would like to be clear on my request. I am asking for the opportunity for my daughter to attend school online until she can attend school in person safely. I am aware of the legal challenge & also of the Courts recent verbal ruling. The Governor & the governing board of Charter Schools USA/SMCA are culpable for the recent & significant illness of my daughter & I. Please apply common sense & the opportunity for all students to be equally represented and safe.

Thank you all.

Summer A. Bell

School Name: Six Mile Charter Academy

ESOL AND OUT OF FIELD WAIVERS

| | <u>TEACHERS' NAME</u> | | <u>ESOL</u> | <u>Reading</u> | <u>Gifted</u> | <u>OOF WAIVER Subject</u> |
|---|------------------------------|--------------------|--------------------|-----------------------|----------------------|----------------------------------|
| | <u>FIRST</u> | <u>LAST</u> | | | | |
| 1 | | | | | | |
| 2 | Kristina | Bryant | | X | | |
| 3 | Tiffany | Dimaio | X | | | |
| 4 | Sari | Welch | X | | | |
| 5 | Robin | Michael | X | | | |
| 6 | Roy | Stabler | | | | 6-12 Math |
| 7 | Gretchen | Colon Miranda | X | | | 6-12 ELA |
| 8 | Jeanne | Starkey | | X | | |
| 9 | | | | | | |