

PATHWAYS ACADEMY ADULT EDUCATION

Board of Directors Study Session



ADULT EDUCATION

Study Session Notes

Tuesday, January 21, 2025

Study Session Begins at 1:30 p.m.

The meeting will be held in person.

Location: 24641 Washington Ave
Murrieta, CA 92562

Telephonic locations:

1430 5th Street, Imperial Beach, CA 91932

The Study Session will be held in person.

Join by telephone or via Zoom conferencing link below:

Dial In: 1-669-444-9171

Meeting ID: 83205496293

Join URL: <https://us06web.zoom.us/j/83205496293>

1. CALL TO ORDER AND ROLL CALL

Time: 1:30pm

1.1. Roll Call

Thomas Schaaf	Chair	<i>Present</i>
Charlie Padilla	Vice Chair	<i>Present</i>
Rudy Kastelic	Chief Financial Officer	<i>Present</i>

2. APPROVE/ADOPT AGENDA

It is recommended the Board of Directors adopt as presented, the agenda for the Board of Directors Study Session meeting of January 21, 2025.

Chair Thomas Schaaf made a motion to reorder item 5.4 to precede item 5.3.

Moved by RKastelic

Seconded by CPadilla

Roll Call Vote: Ayes Nays Abstained Absent

Thomas Schaaf X

Charlie Padilla X

Rudy Kastelic X

3. PLEDGE OF ALLEGIANCE

Led by: Charlie Padilla

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.

There were no public comments.

5. BOARD OF DIRECTORS STUDY SESSION

5.1 CEO Contract Renewal Process

- Who drafted the current contract? Who will draft the renewal? With whom should the board consult?

Notes:

- Procopio drafted the current contract.
- Closed session with Procopio to discuss updates for the CEO contract on March 11, 2025 for approximately 30 minutes.
 - Term of agreement - consider a 3 year agreement
 - Consider adding bonus language if it relates to performance; however, retention bonus language is not required or necessary in contracts. Retention bonus' can be given at any time.
 - Consider paid vacation for the CEO.
 - Consider defining "cause" for termination.

5.2 CEO Compensation Structure

- Pros/Cons of the administrative salary schedule for the CEO. Should bonuses be determined and, if so, how?

Notes:

- Employment and compensation matters can be discussed in general terms during closed session; however, decisions regarding compensation should be discussed and approved in open session.
- Provide the board with the parameters of the CEO compensation study. The CEO will provide this within 2 weeks of this meeting.
- Legal counsel has confirmed that implementing a set salary schedule for the CEO is permissible. The current Administrative Salary Schedule is solidly in place.

5.3 Adding Additional Board Members

- Pros/Cons of increasing the number of board members. If a priority, how is the phase related to finances?

Notes:

- Begin the recruitment process - Earliest start date on April 29, 2025.

5.4 Processes for New and Replacement Board Members

- Processes for new and replacement board members, including the priorities for experience, commitment to the mission, diversity and compensation.

Notes:

Desired Qualifications:

- Skills and experiences:
 - Education: Educators with experience in school management.
 - Governance: Understanding of how to govern a school and ensure accountability.
 - Work experience, specifically with students, homeless, foster, at risk youth, and WIOA or WIOA like experience.
 - School board experience or nonprofit public benefit corporation.
 - School finance: Knowledge of budgeting and how to oversee school finances.
- Board member responsibilities:
 - Attending board meetings and committee meetings.
 - Preparing for meetings by reviewing materials.
 - Supporting board decisions once they are made.
 - Working to improve the school's academic, financial and legal compliance.
- Other Qualifications:
 - A passion for educating adult learners and a commitment to quality education.
 - The ability to communicate effectively and work well with others.
 - The ability to take responsibility and follow through on assignments.
 - A commitment to the school's values, mission, and vision.

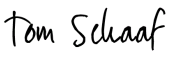
6. **ADJOURNMENT**

The Board of Directors Study Session adjourned at 4:07 p.m.

Moved by RKastelic	Seconded by CPadilla
<u>Roll Call Vote:</u>	<u>Ayes</u> <u>Nays</u> <u>Abstained</u> <u>Absent</u>
Thomas Schaaf	X
Charlie Padilla	X
Rudy Kastelic	X


Motion carried unanimously, 3-0.

Signed:

DocuSigned by:

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Thomas Schaaf

Signed:

DocuSigned by:

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Tabitha Richard