

**FAME Public Charter School  
Board of Directors Regular Meeting  
3300 Kearney St., Fremont CA  
Thursday, November 4, 2010, 7:00 PM**

*Reasonable accommodation for any individual with a disability -- Any individual with a disability who requires reasonable accommodation to participate in a Board meeting may request assistance by contacting us at (510) 687-9111, ext. 104 by 3:00 P.M., Wednesday, November 3, 2010*

<b>Board Members Present</b>	<b>Absent</b>
<b>Dr. Chisholm</b>	<b>X</b>
<b>Mr. Kastriotis</b>	<b>X</b>
<b>Mr. Khattak</b>	<b>X</b>
<b>Ms. Iqbal</b>	<b>X</b>
<b>Mr. Rasheed</b>	<b>X</b>
<b>Mr. Malik</b>	<b>X</b>

**Minutes**

**1. CALL TO ORDER & APPROVAL OF AGENDA**

1.01 Roll Call/Establishment of Quorum

Dr. Robert Chisholm, Board President; called the meeting to order at: 7:06PM

A quorum was present. All members were present.

1.02 Approval of Agenda as Posted or Revised

Motion to approve Agenda with revision to remove item 6.08 from agenda

Moved: Mr. Rasheed Second: Ms. Iqbal

Ayes: Ms. Iqbal, Mr. Kastriotis, Mr. Khattak, Mr. Malik, Dr. Chisholm, Mr. Rasheed

Noes: None

Abst: None

Absent: None

**Motion Carried**

**2. Approval of Minutes**

2.01 Correction of minutes for regular meeting October 7, 2010

Discussion: CEO indicated that her entire report was not indicated in the minutes and she still wanted to make some revisions to that section.

Motion to table the October 7, 2010 minutes until December

Moved: Mr. Rasheed Second: Ms. Iqbal

Ayes: Ms. Iqbal, Mr. Kastriotis, Mr. Khattak, Mr. Malik, Dr. Chisholm, Mr. Rasheed

Noes: None

Abst: None

Absent: None

**Motion Carried**

**3. COMMUNICATION FROM PUBLIC** *(Limited to 3 minutes per person (or as established by the Board President), but there is no limit on the number of members of the public who may speak. At a special board meeting there will be no public comment on matters NOT on the agenda.)*

3.01 Public comment regarding matters ON the agenda

3.02 Public comment regarding matters NOT on the agenda

Maureen Salama; parent: requested information on hot lunches and tutoring for students at the Leslie St. site.

Abby Khan; parent: commented on the upcoming math workshops and tutoring for students.

Linda Mohammed; parent/PTO representative: requested a board meeting to be held in San Leandro and wanted to know about the complaint that she had filed.

Sameera Siddiqui; staff: commented that there is no PE teacher at the Leslie St. campus.

**4. BOARD MEMBER COMMENTS ON ITEMS NOT ON THE AGENDA**

4.01 Board members may make a brief announcement or make a brief report on his or her own activities.

Dr. Chisholm indicated that the investigative report will be completed soon. It will not be sent to individual board members. Legal counsel has indicated that the entire board has to review it at one time during a board meeting. Mr. Rasheed will be on haj and the first time the entire board can be present will be November 30, 2010 and a meeting will be scheduled for that time.

Mr. Khattak stated he had spent time in his children's classrooms. He was proud to see their classes in action. The teachers are doing their job and indicated that together we can fix some the problem that we see. He further commented on the need to ensure that all teachers have the books and supplies; the Arabic classes staffing; and that the board needs to make sure that funding is allocated for basic classroom supplies such as electric pencil sharpeners.

Mr. Malik stated that he was working hard to make sure there was a smooth transition to a new board and that a complaint committee and procedure will be in place so that everyone has a format to provide input.

**5. OFFICER & SCHOOL DIRECTOR REPORTS**

5.01 CEO – Maram Alaiwat

Mr. Khattak asked that Ms. Alaiwat discuss the issue of PE at the Leslie St. school site. He wanted to know why the volunteer PE teacher couldn't be used. She cited liability issues and lack of experience on the part of the volunteer.

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Ms. Alaiwat provided information on the Prop 39 application that was recently submitted to Fremont Unified School district. Legal counsel, Mr. Paul Minney, indicated that the School would know by February whether it may get a final offer from Fremont for the prop 39 application. Ms. Alaiwat further explained that the district can give the school space anywhere in the district not necessarily at Durham. She said the goal was to stay at Durham. She stated that the new superintendent was reasonable and hopes that they will be able to work together to come up with an agreeable offer. She stated that FAME originally entered into a three year agreement because of legal fees however, typically, districts negotiate each year. She said that it is to the districts best interest to keep FAME in the same spot. She also said that ACOE is willing to withdraw language from the MOU regarding exemption from local zoning which would make it more feasible to secure commercial space in Fremont instead of having to rely on prop 39 agreements.

Ms. Alaiwat gave an update on the school lunch program. She stated that it had been cut from the budget due to the large expense. She explained that originally that it was a parent initiative to offer school lunches. The PTO planned to subsidize the lunches so there would be only a small impact on the school. In effect, the number of students ordering school lunches was much greater than expected and many of the families qualified for free and reduced lunch due to income. The PTO support did not materialize and instead the cost of the program came out of the school budget. Board members asked Ms. Alaiwat to provide another update during the December 9<sup>th</sup> board meeting.

Ms. Alaiwat also discussed some of the issues with the school uniform policy. She stated that this was also a parent sponsored initiative. However, not all parents are on board with the policy and staff was finding it increasingly difficult to enforce particularly in the upper grades. Many students are being allowed by their parents to come to school out of dress code and enforcement has become a burden on administration.

Board members asked Ms. Alaiwat to provide another update during the December 9<sup>th</sup> board meeting.

Ms. Alaiwat informed the board regarding the upcoming Math workshop for parents indicating that she was trying to find a low budget out of the box support to student learning math. She stated that she had hired a permanent sub that, when not subbing, will be able to support the math teachers in the classroom. She stated that Math scores are low in Algebra and Geometry. This is a vendor that we have worked with before and the workshop is directed at the parents being able to help their kids at home. Only FAME parents who attend the workshop on both nights will be given an online tutorial for their kids to work from at home. She stated that said the expenditure will be \$2500.

She stated that Mr. Minney will be representing FAME next Wednesday at the state board meeting regarding an attendance item that dates back to 2007.

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Mr. Rasheed indicated that the board wanted to meet the candidates for the new principal before he/she was hired and asked what had been done thus far. Ms. Alaiwat indicated that nothing has been done as she was told by a Board member that the Board wanted to handle the interviews. Interviews had been set up for last Monday and Tuesday but they had been cancelled because she was told the Board would be handling the interviews.

Break: 8:22 – 8:32

**6. ITEMS FOR BOARD DISCUSSION/APPROVAL**

6.01 Acceptance of Resignation of Board Member or Removal/Dismissal of Board Member

Discussion: Mr. Malik stated that he would like to bring a motion to table both 6.01 and 6.02. Dr. Chisholm concurred stating that the items are related and it was a lot to impose on new board members and the issues could be brought to the board next month.

Ms. Alaiwat objected stating that the concerns with conflict of interest have been coming up every year and the board had not been able to make decisions because of stalemates. School business still needs to get done and an even number of board members causes issues with tie votes.

Mr. Malik said that he was taking a strong role on stopping hiring, and the same way, he didn't want to bring on a new Board member until the Board has defined roles and responsibilities.

Mr. Khattak suggested that any item tabled on an agenda should not be dropped but be on the following regular meeting agenda.

Mr. Malik stated that he would like to have a special closed session meeting to hear the history of the issues from Dr. Chisholm, Ms. Alaiwat and Mr. Kastriotis. He would like to have this meeting before the Board reviewed the investigative report. He said he was interested in hearing about Ms. Alaiwat's complaint from her in a closed session. Mr. Minney commented that the type of session being suggested would not fall under one of the safe harbor criteria for a closed session.

Dr. Chisholm called for the motion to table the removal of a board member.

Moved: Mr. Malik      Seconded: Mr. Khattak

Ayes: Mr. Kastriotis, Mr. Khattak, Mr. Malik; Dr. Chisholm, Mr. Rasheed

Noes: Ms. Iqbal

Abst: None

Absent: None

**Motion Carried**

6.02 Appointment and seating of new board member

Dr. Chisholm called for a motion to table the appointment and seating of new board member

Moved: Mr. Malik      Seconded: Mr. Khattak

Ayes: Ms. Iqbal, Mr. Kastriotis, Mr. Khattak, Mr. Malik; Dr. Chisholm, Mr. Rasheed

Noes: None

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Abst: None

Absent: None

**Motion Carried**

6.03 Election of board officers

Discussion: Mr. Rasheed stated that “we have been asking him (Dr. Chisholm) to stay on the Board for a long time, he has been very gracious and I wouldn’t have been thinking of attending the Board meetings at this time if I had been in his shoes. I am very appreciative of what he has done thus far for this school but am cognizant of his (personal) issues and I am proposing that Mr. Naeem Malik be the Board President and we let Dr. Chisholm step down”.

Dr. Chisholm called for a motion to appoint Mr. Naeem Malik as President of the FAME Board of Directors

Moved: Mr. Kastriotis            Seconded: Mr. Khattak

Ayes: Ms. Iqbal, Mr. Kastriotis, Mr. Khattak, Mr. Malik, Dr. Chisholm, Mr. Rasheed

Noes: None

Abst: None

Absent: None

**Motion Carried**

6.04 Board report to public on progress of establishing and structuring of Board committees

Discussion:

Mr. Malik reported on the board committees that were being established. He stated that the following committees would be formed and gave a brief description of the function of each.

- Information Technology
- Government Affairs committee
- Student Board Relations
- Organizational Committee
- Strategic and Community Alliances Committee
- Finance committee
- Marketing/Communication Committee
- Education Committee
- Complain Committee
- New Hire/Nomination Committee
- Ethics Committee
- Board of Advisory Committee

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### 6.05 CFO introduction of First Interim report and board approval of report

Discussion: Mr. Mehdi Rizvi, FAME CFO, distributed an excel spreadsheet and indicated that it was not for public view at this time as it is a draft.

He reported as follows: the current bottom line is a 300K negative. We have more than one month to give it to the county and we still have to fine tune all of the details.

As a charter school our chartering authority is ACOE. They want us to present an adopted budget by June 15<sup>th</sup> each year. In May and June we develop the budgets, bring it to the board and then send it to ACOE. Things always change from when then the budgets are adopted and the state budgets are approved. The county then wants us to review the budget based on what happened by the end of October which is the First Interim budget. By January 31st the Second Interim budget is done. In May we provide a final update.

ACOE reviews all of those numbers and they come back to us with any questions they have then they forward to the department of education who reviews it. We are evaluated on our actual numbers. We present these in May and in again in September. They are checked by an external auditor, who conducts an audit at our office in June and again in the fall. For the last three years, FCMAT has also reviewed our books so that has been another layer of accountability for our numbers. They are coming again this Thanksgiving week. The state deferrals have caused us to go to banks to solicit loans. The banks review our financial statements and based on this they approve our loans which become another layer of financial review. Regarding the numbers themselves; 08/09 we had revenue of 11.1 million with an ADA of 1362, 09/10 we had a revenue reduction of 2 million with ADA of 1403. This year we have ADA of 1416 and revenue is 10.3 million. This revenue is based on the state budget the CDE has provided. We have been receiving a facility grant for the past three years but we are still waiting on the decision of whether we will get it again. It is part of our current 10.3 million estimated revenue. If it doesn't materialize we will be in deep trouble. He further stated that in 08/09 FAME had 11.1 million in revenue; 09/10 FAME had 10.2 million in revenue and added four new teachers; 10/11 revenue is expected at 10.3 million and we added another 4 teachers and just recently added three more teachers. Since 09/10 we have added 11 new teacher positions. Typically we have spent 85-90K for books, this year we spent 204K. SB740 says that we should spend our money in specific proportions; 40% of our revenues need to be spent on certificated staff, last year we spend 54% on certificated teachers. Also, they want 80% of total budget spent on instructional activities so this is a threshold we have been meeting every time. It includes the certificated teachers.

Mr. Rasheed questioned if the budget was based on actual expenditures for the first three months.

Mr. Rizvi indicated that it was but for the first interim four months need to be presented so one month is estimated.

A discussion ensued about how SB740 allocations work, how the budget is developed, where the revenue projections come from, and whether we had a three year projection.

Ms. Alaiwat indicated that we could cut 300k out of budget and be in compliance with 740. She stated that FAME does have a reserve but we do not want to touch it. When the budget was developed we did not know what student enrollment would be and we did not have a state budget until October 8 so we hired based on knowledge that we had at the time. She stated that she would like to consult with

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the board where she would like to make cuts and that the board needed to decide how they wanted to communicate with her and Mr. Rizvi on this topic.

Mr. Malik asked what the school's position was on raising funds.

Mr. Rizvi stated that there was no resource generating committee proposed and he believed that was one of the most important areas that the Board should cover.

Ms. Iqbal suggested that the Board hold a workshop with Ms. Alaiwat to educate members on the budgetary process.

Mr. Malik stated that the finance committee needed to spend two hours every day to understand the budget and Ms. Alaiwat could communicate with them via email.

Mr. Rasheed questioned whether or not the finance committee will have understood the requirements and would be making recommendations to the full board by December 9th. He reiterated the Finance committee members to be Mr. Malik, Mr. Khattak and Mr. Kastriotis.

Ms. Alaiwat stated the makeup of the committee was a problem because Mr. Kastriotis has children who work for the school and cannot discuss personnel issues without conflict. Mr. Kastriotis was on the board when these negative decisions were made. She again asked the Board what they would like her to do about making the budget cuts.

Mr. Malik indicated that he and Mr. Khattak would work with Mr. Rizvi and for the time being Mr. Kastriotis would not be involved and that they would report their findings to the rest of the members before the next meeting.

Mr. Malik questioned whether there was an issue regarding fundraising. A discussion ensued about possible fundraising for the school.

Mr. Rasheed asked if the money allocated in the budget for textbooks was sufficient to meet the school's needs.

Ms. Alaiwat indicated that it was sufficient and elaborated on some of the issues regarding textbooks orders in the past that had affected the school's budget such as mis-ordering, changes in enrollment, new textbook adoptions, etc.

Mr. Rasheed questioned about the line item for contracted services.

Mr. Rizvi explained that the number reflected the cost of vendors we use for Special Education, payroll and purchasing, county oversight, and the contracted services for the Independent Study students.

Members agreed that the final report would be brought to the board at the December 9<sup>th</sup> meeting for final approval.

No motion was made on the item.

### 6.06 Approval of additional signers to school bank account (CEO to introduce item)

Discussion: Ms. Alaiwat indicated that traditionally the school has had two signers for checks: the CEO and the Board President. Ms. Julie Mattoon has been added as an authorized person to sign checks but she is not allowed to extract any funds. Both she and Dr. Chisholm are able to extract funds. The board had voted to approve Mr. Kastriotis as a signee on the checks; however, he had not completed all of the paperwork. She stated that she usually signed checks and if she was gone Dr. Chisholm would

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sign them and currently Ms. Mattoon was the only other back-up. Given the pending resignation of Dr. Chisholm, she proposed that additional signers be identified.

Mr. Malik indicated that he would like more information on how the entire system worked so that appropriate checks and balances were in place. He stated for now that we should keep things as they stand and the Finance committee would figure it out.

Ms. Alaiwat suggested that the item be put on the next agenda.

No motion was made on the item.

### 6.07 Approval of revised agenda policy

Discussion: Ms. Alaiwat indicated that the last time the Board reviewed this item they had asked Lisa Coor, legal counsel, to revise the policy to make it more user friendly. Ms. Alaiwat indicated that the corrections had been made the version being considered reflected the modifications requested.

Mr. Rasheed stated that there needed to be a process for how a person requests an item be placed on the agenda and feedback on why or why not the item was added. Mr. Minney, legal counsel, indicated that all requests should go through CEO, the CEO and the Board President determine what goes on agenda, and the CEO would notify the person making the request why or why not it was added. Mr. Rasheed agreed with the process but stated that the action taken on their request should be made evident to all of the other members. Mr. Minney suggested that the CEO could copy the Board members on a response to a request.

Mr. Rasheed also stated that the policy allows for board members to place an item on the agenda and wanted to know what was the recourse if a requested item was not on the agenda.

Mr. Minney indicated that if an item doesn't get on the agenda that a member thinks should be, the member could use the Board comment time to address the issue. He further stated that the way the policy was structured was not his recommended best practice. Currently any member has a right to add something to agenda without input which can cause really long agendas. Usually the board president decides what goes on the agenda given the overall meeting.

Mr. Rasheed stated that he was only asking for transparency not that everything requested had to go on every agenda.

Mr. Minney stated that citizen requests have to be reviewed by the board president and the CEO; from the policy it appears that requests can only be rejected if they are repetitive. The CEO and Board President should have discretion in when/what gets placed on the agenda. My concern is that there may be other reasons other than repetitiveness why you wouldn't want something on the agenda. Ultimately you want policy decisions coming to the board not minutia coming to the board. If an item is rejected the CEO/President must respond in writing if, when, and why it is not going. That is a public record so the board can get copies of every email. You will have a complaint process so if someone doesn't like what is on the agenda.

Mr. Khattak stated that if something is a serious concern he'd rather see stakeholders bring it up during public comment time. If it something that should be agendized then we should discuss it as a board and decide whether or not to put it on the next board meeting.

Dr. Chisholm called for a motion to approve the revised Board Agenda Policy:

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Moved: Mr. Rasheed Seconded: Mr. Khattak

Ayes: Ms. Iqbal, Mr. Kastriotis, Mr. Khattak, Mr. Malik, Dr. Chisholm, Mr. Rasheed

Noes: None

Abst: None

Absent: None

**Motion Carried**

6.08 Approval of "sick leave" for CEO

Discussion: Mr. Minney indicated that this item should be a closed session item.

Dr. Chisholm made the motion to table the item and re-agendize it at the next meeting as a closed session item.

Moved: Ms. Iqbal Seconded: Mr. Khattak

Ayes: Ms. Iqbal, Mr. Kastriotis, Mr. Khattak, Mr. Malik, Dr. Chisholm, Mr. Rasheed

Noes: None

Abst: None

Absent: None

**Motion Carried**

Dr. Chisholm read the closed session item into the minutes. Moved to closed session at 10:54 pm

## **7. ADJOURNMENT TO CLOSED SESSION POSTED PURSUANT TO THE RALPH M. BROWN ACT CALIFORNIA GOVERNMENT CODE SECTION 54957**

7.01 Public Employee Discipline/Dismissal/Release – Title: Teacher

## **8. REOPENING IN OPEN SESSION**

Announcement of action taken in closed session (if any).

Dr. Chisholm reported that no action was taken during the closed session.

## **9. MEETING ADJOURNMENT**

The meeting adjourned at 12:05 AM on 11.5.2010.

*As required by the Brown Act, in CA Government Code Section 54969, notice of this regular meeting was posted, delivered, and received at least 24 hours before the time of the meeting. None of the agenda items will begin earlier than the posted opening meeting time. The Board may alter the sequence of the agenda items at the meeting.*