

**FAME Public Charter School
Board of Directors Special Meeting
3300 Kearney St., Fremont CA
Wednesday, September 29, 2010, 6:15 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, September 28, 2010

Board Members Present	Absent	Members of the Community – See Attached
Dr. Chisholm	X	
Mr. Cerny	X	
Mr. Kastriotis	X	
Mr. Khattak	X	
Arju Iqbal	X	
Irshad Rasheed	X	

Minutes and Agenda

1. CALL TO ORDER & APPROVAL OF AGENDA

1.01 Roll Call/Establishment of Quorum/Recital of Mission Statement

Dr. Robert Chisholm, Board President; called the meeting to order at: 6:23

Dr. Chisholm made a brief statement about conduct during the meeting and that issues that have been brought forward will be investigated and reported on. He indicated that FAME needs to allow the investigation process take its course and let the investigator do his work. He offered an apology for how the prior week’s meeting had been conducted and indicated that he hoped this evening’s meeting would go more smoothly. Dr. Chisholm explained what a special meeting is and that the public can only comment on items on the agenda. He indicated that a one minute comment time would be allowed and minutes may not be transferred to someone else.

1.02 Approval of Agenda as Posted or Revised

Discussion: Mr. Kastriotis mentioned that this evenings meeting is posted as a special meeting and didn’t believe there was anything urgent on the agenda. He stated that there is an ongoing investigation into school issues and he recommended that the board take a break and allow the investigation to continue, be finalized and then the board could review the findings and proportion guilt or innocence according to the investigation. He stated that today’s agenda was reviewing the same things as the last meeting and didn’t feel that it was appropriate and recommended to table everything on this agenda and meet after the investigation. Dr. Chisholm polled the other members and received indication that they were ready to approve the agenda.

Dr. Chisholm made the motion to approve agenda as posted

Moved: Mr. Khattak Seconded: Mrs. Iqbal

Ayes: 4 Dr. Chisholm, Mr. Khattak, Mr. Rasheed and Ms. Iqbal

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Nays: Mr. Cerny, Mr. Kastriotis
Motion Carried: 4-2

2. Approval of Minutes

2.01 Approval of Minutes for regular meeting August 20, 2010

Dr. Chisholm made the motion to approve minutes for regular meeting of August 20.

Moved: Dr. Chisholm Seconded: Mr. Kastriotis

Discussion: Mike Cerny commented that he believed that Item 2.01 on the August 20, 2010 agenda, (the closed session item) was never closed. He asked that the minutes be tabled until the board had a chance review the ruling of legal counsel. Dr. Chisholm indicated that the legal opinion wasn't received until after the meeting and that the ruling had been forwarded on to all members of the board at that time. The minutes had reflected the action accordingly. He suggested that if Mr. Cerny was still unclear that the minutes could be tabled for discussion at a later time.

Motion to amend the first motion to table the minutes:

Moved: Mr. Kastriotis Seconded by: Mr. Khattak

Ayes: 4 – Dr. Chisholm, Mr. Khattak, Mr. Kastriotis, Mr. Cerny

Abstentions: 2 – Mr. Rasheed and Ms. Iqbal (Neither were board members at the time)

Motion Carried: 4-0

2.02 Approval of Minutes for regular meeting August 30, 2010

Motion to approve minutes for August 30

Moved Dr. Chisholm Seconded. Mr. Khattak

Discussion: Dimitrios Kastriotis asked for clarification whether action was taken during the meeting. Dr. Chisholm confirmed that none was taken during the meeting.

Ayes: Dr. Chisholm, Mr. Kastriotis, Mr. Khattak

Naves: Mr. Cerny

Abstentions: Mr. Rasheed, Ms. Iqbal (Neither were board members at the time)

Motion Carried: 3-0

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

Sadiya Zubar and Naveen Jibran; senior students: expressed concerned about what was going at the school and indicated that they want to end the year as a fun learning experience.

Dan Couren: Mr. Couren indicated that he felt that there were specific agenda item that were worth tabling until there is a full investigation; specifically items 5.02, 5.05, 5.07 and 5.08. as these items take into matters that may come into fruition after the investigation is completed.

He stated that the board should take into advisory the investigator before taking a final vote on these matters and that it was unreasonable for the board to ask the community to be patient and for the board to not be patient and take action without final information.

Othman Asad; parent of five children at the school: indicated that as parents they had faith in the school even though there was no history or established creditability, that they believed in the people who were running the school and now what is happening in the last week is that there is no principal and that void has an impact on our students and he hopes the board does something about it very quickly.

Mohamed Shabaan; parent: stated that everyone was here today and last week for the future of the children. What he saw last week was chaos, finger pointing, and no results. We need to put together a goal and work hand in hand to work together. Board members should be asking questions rather than sitting here and finding out what has happened. He would like to know the board's strategy to help his student pass the SAT his child can get into college.

Linda Mohammad; parent: indicated that she had come here today because for the past 10 days we've been in turmoil the school doesn't feel like a school and things need to change. We come here and we don't get help; don't see the budget; we thought this was going to be the best year. We need some kind of answers. She then submitted a petition from parents that indicates the parents want the board and the CEO to be investigated.

Sima; community member: questioned why there was only one minute give for public comments when the meeting agenda states that three minutes would be allowed.

Lisa Corr, legal counsel, indicated that that the Board president, if there are a lot of speakers, may limit time of individual speakers or allow a certain amount of time for all comments to be made in.

4. BOARD MEMBER COMMENTS

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

Mr. Khattak: I started with the board as of August 30th. He let the audience know that there was going to be openings on the board and encouraged anyone interested to apply. He stated: I am a parent and I am here for your students. When I joined the board I am sorry to say this board was a disaster; I'm sorry to say that. We can't go on the way they've been. Let's hold hands all of us and be patient. In the meantime we cannot hold the CEO hostage and have all her powers taken. If a new teacher needs to be hired she needs to be able to do that, and similarly, if there are teachers who are not doing their job there should be some entity that can enforce accountability. As a parent I would like to see that. I want to make sure that I get a 100% return on my tax dollars and have the best teachers possible. I welcome any suggestions; I want to know about it if there are not books or not enough teachers; I am a parent first and a board member second so join me to clean up the mess.

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Mr. Cerny; Counsel please accord me the same privilege as you did Mr. Kastriotis and I last week and serve this complaint to the CEO and the board president. And I request that items 5.02, 5.05, 5.07 and 5.08 be eliminated from the agenda.

Motion to break: 7:03 – 7:13

5. ITEMS FOR BOARD CONSIDERATION/APPROVAL

5.01 Appointment and Seating of New Board Member

Discussion:

Mr. Kastriotis expressed concern about voting in a new member now as the board had just reopened the board candidate application process. He indicated that this item should be tabled until new candidates are interviewed. Mr. Cerny agreed and thought that there were a lot of parents who would like to run for this board. Dr. Chisholm indicated that Mr. Malik's resume had been received some time ago and that the third new position needed to be filled. Lisa Corr advised that the posting had been open for a long time and the board had indicated that three new members would be appointed. The board could appoint now or wait for other applicants either one. Mr. Khattak indicated that it took the board a long time to vote him in and that the process keeps getting delayed and that he felt the position should be filled now. Mr. Kastriotis explained that Mr. Khattak's application was received in November but that the board did not have other applicants at that time and didn't start receiving other applications until February; once an applicant pool was established the board conducted interviews in March and April.

Motion to appoint Mr. Naeem Malik to the FAME Board of Directors

Moved: Mr. Khattak Seconded: Ms. Iqbal

Ayes: Mr. Chisholm, Ms. Iqbal, Mr. Khattak

Abst: Mr. Kastriotis

Nayes: Mr. Cerny

Motion Carried: 3-1 with one abstention

Mr. Malik was not at the meeting and therefore unable to be seated at that time

5.02 Acceptance of Resignation of Board Member or Removal of Board Member

Motion to remove Mr. Cerny from the board

Moved: Dr. Chisholm Seconded: Mr. Khattak

Discussion: Mr. Cerny stated that he had been advised by legal counsel not to resign from the board until all legal investigations have been closed. Mr. Kastriotis reiterated again that the board should wait for the full investigation results before Mr. Cerny is removed.

Ayes: 4 - Mr. Chisholm, Mr. Khattak, Ms. Iqbal, Mr. Rasheed

Nayes: -1 – Mr. Cerny

Abst: – 1 Mr. Kastriotis

Absent: Mr. Malik

Motion Carried: 4-1 with one abstention and one absent

5.03 Approval of Board Code of Ethics Policy

Motion to approve Code of Ethics Policy

Moved: Dr. Chisholm Seconded: Mr. Kastriotis

Discussion: Lisa Corr indicated that a copy of the policy had been distributed at the previous board meeting. Mr. Kastriotis indicated that he had not seen the proposed policy until this evening and I hadn't been able to study it. He recommended that it be put on the next agenda Mr. Rasheed agreed he would have like to have it earlier to review but that he does want to see a clear code of ethics for the board. He believed it should read out loud so the public knows what we are considering. Mr. Rasheed read it for public benefit. (See Attached).

Mr. Kastriotis questioned about the item on page two stating that the board would "avoid activities that the board has designated to the CEO". Lisa Corr clarified that once the board had delegated a matter that a board member as an individual cannot involve themselves. A discussion then ensued about how the board should monitor tasks delegated to the CEO. Lisa Corr indicated that if a task that has been delegated is not being conducted the way the board has delegated, that should come back to the board and the board can remove the delegation. Mr. Kastriotis asked how the board would know if delegated tasks are being completed properly if any board member does not involve themselves in monitoring. Lisa Corr indicated that in the past this board has not had a set of rules in place to evaluate their administration so the manner in which the board holds delegation accountable, is to 1) set goals, and 2) have clear evaluation process so the board can hold administration accountable. She further stated that all of the board has to get involved unless a board member is tasked with administrative oversight.

Mr. Kastriotis thanked Ms. Corr for the clarification and indicated that for two years the board had never had this kind of debate on any item that we've had to approve. He stated that often circumstances dictated that the board vote on items that were placed in front of them during a meeting and sometime there was urgency. He suggested that the board not rush and finalize a document that they can be proud of and suggested that they form a committee language for the board. Mr. Rasheed indicated that he would like to be on the committee as well as Mr. Khattak.

Motion to amend original and to table the policy for further development:

Moved: Dr. Chisholm Seconded: Mr. Rasheed

Ayes – 5

Absent – Naeem Malik

Motion Carried: 5-0

5.04 Approval of Board Meeting Agenda and Supporting Information Policy

Discussion: Lisa Corr indicated that this document was a starting point for how the agenda gets created. It memorializes the Brown act Requirements, that the CEO should make sure that items are included that are necessary for school operation and that typically, the board

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president and CEO meet to finalize agenda; any board members can ask for an item to be included on an agenda and it includes a provision for citizen requests to be put on the agenda. Simple policy but important for the board about how the agenda gets created. Mr. Rasheed indicated that a board member should take charge of finalizing the policy and and solicit public input on how to include the public in adding items to the agenda. Dr. Chisholm indicated that he would take charge of this and get community feedback with the goal of getting it on the November agenda.

Motion to table the policy for further development

Moved: Mr. Kastriotis Seconded: Mr. Khattak

Ayes - 5

Absent – Naeem Malik

Motion Carried: 5-0

5.05 Ratify CEO Personnel Authority

Motion to ratify CEO Personnel

Moved: Dr. Chisholm Seconded: Mr. Khattak

Discussion: Mr. Kastiotis indicated that in view of what had been heard tonight that this item should be tabled. Mr. Khattak thought that the board should go ahead with it now so that the CEO can fill any vacant position. Mr. Rasheed indicated that his recommendation was that the school needs to fill open positions and the CEO should be able to do that and but he did not have enough information regarding the firing practices and would have to abstain. Mr. Kastriotis indicated that a lack of a resolution would not hinder management from filling positions; the CEO may select applicants and then bring to the board for final approval; the same applies to dismissal of any employee. Mr. Rasheed stated that in his view as board members they are responsible for the governance not day to day operations; either we have confidence in our administration or we don't.

Ayes – 3: Dr. Chisholm, Mr. Khattak, Ms. Iqbal

Abst. – Mr. Rasheed, Mr. Kastriotis

Absent – Naeem Malik

Motion Carried: 3-0 with two abstentions and one absent

5.06 Schedule Strategic Planning

Motion to discuss scheduling strategic planning

Moved: Dr. Chisholm Seconded: Mr. Khattak

Discussion: Lisa Corr explained what strategic planning is done to sets core values, mission and vision, and to plan for the future. The plan becomes plan the foundation for evaluating the school's administrative staff. She suggested that the school have a professional facilitate the process. Mr. Rasheed indicated that his company conducted bi-annual strategic planning; key stake holders are involved and the board should get input from the community so they can

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participate in goal setting as well as help make the board effective. Planning is an opportunity to listen to key stakeholders who will make the school better; the community should help the board set the long term goals. Lisa Corr concurred that planning often includes the PTO president, teachers, and administration and usually starts with a couple months of surveys to gather stakeholder input. Mr. Rasheed indicated that he would take the lead on the strategic planning committee and would have first report on November.

5.07 Ratify Board Fiscal Policy #2800.01– CEO expenditures dated January 2010.

Motion to ratify Fiscal Policy for \$5,000.

Moved: Mr. Khattak Seconded: Ms. Iqbal

Discussion: Mr. Khattak indicate that \$5000 seemed like a lot of money but in reality operations cost a lot. Dr. Chisholm indicated that the CEO has to report back to the board on what was spent. Mr. Kastriotis that this item was allowing the CEO to enter into a contract that binds the school, it is not an emergency and not an expenditure with reimbursement. He suggested limiting the amount to \$2500. Dr. Chisholm asked FAME CFO Mr. Mehdi Rizvi about the amount and he indicated that most of day to day activities are less than \$2500 only something new or unusual goes beyond \$2500 and that years the auditors suggested that FAME use \$5000. Mr. Rasheed indicated that the CEO needs the ability to expense a need for the current calendar year and his vote would be for \$5000.

Ayes: 4 - Dr. Chisholm, Mr. Rasheed, Mr. Khattak and Ms. Iqbal

Abst: 1 – Mr. Kastriotis

Absent – Naeem Malik

Motion Carried: 4-0 with one abstention and one absent

5.08 Reauthorization of CEO to spend up to \$5000 consistent with fiscal policy dated January 2010

Motion to strike as the item as it is redundant to the one above

Moved: Dr. Chisholm Seconded: Mr. Khattak

Ayes: 4 – Dr. Chisholm, Mr. Rasheed, Mr. Khattak and Ms. Iqbal

Abst: 1 – Mr. Kastriotis

Absent – Naeem Malik

Motion Carried: 4-0 with one abstention and one absent

5.09 Approval of Facilities Systems Expansion/Upgrade

Discussion: Ms. Alaiwat, CEO explained FAME current security system at the Fremont Kearney St. campus. She described its limitations as limited access by administrators, short time span to retrieve footage, limited parking lot coverage. She described the updates being proposed to correct the limitation as that the cost would be \$14,000. Questions from the board ensued regarding privacy concerns and authorized users, signage around the building regarding cameras, whether the funds would be better spent on student instruction and where the funds

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would come from. Ms. Alaiwat indicated that funding would be used from a pool of funds set aside for a resource center that is not being opened.

Motion to approve expenditure to update Fremont Kearney St. security system

Moved: Ms. Iqbal Seconded: Dr. Chisholm

Ayes: 4 – Dr. Chisholm, Mr. Rasheed, Mr. Khattak and Ms. Iqbal

Abst: 1 – Mr. Kastriotis

Absent – Naeem Malik

Motion Carried: 4-0 with one abstention and one absent

RC; read the closed session items into the minutes. Adjourned to closed session at: 8:22 pm

6. ADJOURNMENT TO CLOSED SESSION POSTED PURSUANT TO THE RALPH M. BROWN ACT CALIFORNIA GOVERNMENT CODE SECTION 54954.5

6.01 Public Employee Appointment – Title: Teacher

6.02 Public Employee Appointment – Title: Special Education Director

6.03 Public Employee Performance Evaluation – Title: Chief Executive Officer

6.04 Conference with legal counsel – Significant exposure to litigation pursuant to subdivision (b) Section 54956.9 (multiple cases)

10. REOPENING IN OPEN SESSION

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

Dr. Chisholm reconvened the meeting in open session at: 11:18PM

Dr. Chisholm reported that item 6.01 was tabled and no action was taken on the other items.

11. MEETING ADJOURNMENT

Motion to Adjourn: Moved: Dr. Chisholm closed the meeting at 11:20PM

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.

Members of the Community Present at 9.27.2010 Board Meeting

Karim Serageldin

Jennifer Liu

Danie Corren

Sunny Choi

Othman Asad

Christopher Tang

Cristina Mann

Andrea Tsang

Mehdi Rizvi

Krista Kastiotis

Leslie Nilson

Rose Mohiuddin

Cari Glass

Navreen Jibran

Sadiya Zubair

Nabila Mojadidi

Masood Mojadidi

Aliah Al-Khalidi

Farah Pachakhail

Jessica Moncaleama

Shafah Arsala

Eman Mohamad

Sameera Siddiqui

Saira Siddiqui

Najla Al-Khalidi

Aishan Lu

Ayaz ...

Syed Ahmad

Colleen Lee

Omar Mojaddedi

Sandra Madonna

Rama Ghazi

Kibbula Abdelkmain

Tahini xxx

Waleed Abdel Khaliq

Ronda Darghous

Mohamad Shabaan

Ken Berrick

Greta Heintz

Zahir ...

Leslie Nilson

Julie Mattoon

Maram Alaiwat

Lisa Corr

Paul Minney

Eileen McDonald

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Babaluwa ...