



# THE CLASSICAL ACADEMIES

- ESCONDIDO | VISTA | OCEANSIDE | ONLINE -

## Board of Directors Meeting Coastal Academy Charter School, Inc.

Tuesday, July 21, 2020 at 2:00 pm

Meeting Participation:

Google Hangout: <https://meet.google.com/tiy-fivd-bjc?authuser=0>

Telephone: 1-954-666-4605 PIN: 430 744 439#

### AGENDA

1. Open Public Meeting with Pledge of Allegiance
2. Review and Approval of Past Minutes
  - Meeting of May 18, 2020
3. Correspondence
  - Written
  - Oral – 2 minute maximum per speaker
4. Treasurer's Report
  - State Funding Update
  - Financial Update
5. New Business
  - Waiver Application for California Teacher Credentialing (CTC)
  - School Reopening Plan
  - Corporation Bylaws: Review and Approval
  - COVID-19 Operations Written Report
  - Yearend Letter to Oceanside Unified Superintendent
  - Advocacy Letter to State Assembly Members
6. Old Business
  - Enrollment
7. End Public Meeting and Enter Closed Session:
  - Expulsion Case #06152020CAH
8. Report from Closed Session
9. Adjournment - Next meeting Tuesday, September 8, 2020

***“Partnering With Parents For Quality Education”***

***A California Public Charter School Serving North County San Diego Since 1999  
Accredited by the Schools Commission of the Western Association of Schools and Colleges WASC***



# COASTAL ACADEMY

BOARD OF DIRECTORS			
Date	May 18, 2020	Call to Order	10:51 am
Board Members Present via Virtual Call:	Mark Reardon, Paul Donovan, Patty Huerta, Angie Mosteller, Cameron Curry, and Mark Donar		
Board Members Absent:	None		
Speakers Present:	Marcy Cashin, Samantha Bartrom, James Heath, Cori Coffey, Dr. Stacey Perez, Jared Baez, Laura Hughes, and Cameron Curry		
Note taker:	Sonia Ryan		

## Agenda for May 18 , 2020

### 1. Roll Call/Meeting Opening

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Mark Reardon | <input checked="" type="checkbox"/> Angie Mosteller |
| <input checked="" type="checkbox"/> Mark Donar   | <input checked="" type="checkbox"/> Paul Donovan    |
| <input checked="" type="checkbox"/> Patty Huerta | <input checked="" type="checkbox"/> Cameron Curry   |

Mark Reardon, Board President, lead the Board Members and audience with the Pledge of Allegiance.

### 2.-3. Student and Employee Activities

2. Student's Voice: None
3. Principal's Voice:

**Marcy Cashin, Principal for Coastal Academy**, shared 85-90% of students are engaged in Distance Learning. There is a positive attitude and flexibility from the majority of parents and employees, with teachers going above and beyond.

**Samantha Bartrom, Principal for Coastal Academy High (CAH)**, shared 95% of students are engaged in Distance Learning. Currently, CAH is 28 students above budget. School psychologist and counselor are experiencing heightened levels of anxiety and students reporting loneliness. Hosting virtual movie nights, trivia games, and spirit days.

### 4. Correspondence

- Written:       None Presented
- Oral:           None Presented



# COASTAL ACADEMY

## 5. Consent Agenda

- A. Review and Approval of Past Minutes
  - i. Meeting of 2/25/20
- B. School Enrollment
- C. Travel Coast Policy for Leaders
- D. Organizational Leadership Plan

Motion	Moved	Second	Vote	Passed	Denied
Motion to approve contents of <b>A, B, and D</b> of the Consent Agenda and separate out <b>C</b> from the Consent Agenda for discussion.	Angie	Patty	6-0	✓	

- Mark Reardon
- Angie Mosteller
- Mark Donar
- Paul Donovan
- Patty Huerta
- Cameron Curry

Motion	Moved	Second	Vote	Passed	Denied
Motion to approve <b>C. Travel Coast Policy for Leaders</b> in the of the Consent Agenda.	Mark R.	Paul	6-0	✓	

- Mark Reardon
- Angie Mosteller
- Mark Donar
- Paul Donovan
- Patty Huerta
- Cameron Curry

## New Business

## 6. Treasure's Report

James Heath, CFO, provided a financial report for Coastal Academy and Coastal High and the budget for school year 2020/21.

Motion	Moved	Second	Vote	Passed	Denied
Motion to accept the Financial update as presented.	Mark D.	Angie	6-0	✓	

- Mark Reardon
- Angie Mosteller



# COASTAL ACADEMY

- Mark Donar
- Patty Huerta

- Paul Donovan
- Cameron Curry

Motion	Moved	Second	Vote	Passed	Denied
Motion to accept the 2020/21 Budget as presented.	Mark D.	Angie	6-0	✓	

- Mark Reardon
- Mark Donar
- Patty Huerta

- Angie Mosteller
- Paul Donovan
- Cameron Curry

## 7. Special Education – Distance Learning Update

Cori Coffey, Director of Special Education, shared the successes and challenges of moving students with IEPs online. They are currently able to do partial assessments using google tools, along with a thorough review of past student records. Full assessments will be made once the students are able to come back to campuses.

Information only.

## 8. Local Control Accountability Plan (LCAP) Presentation

Dr. Stacey Perez, Principal, Classical Academy High School Personalized Learning, provided LCAP presentation for approval. A Local Educational Agency’s (LEA) plan to serve students is largely expressed through its LCAP.

Motion	Moved	Second	Vote	Passed	Denied
Motion to accept the LCAPs as presented.	Patty	Mark D.	6-0	✓	

- Mark Reardon
- Mark Donar
- Patty Huerta

- Angie Mosteller
- Paul Donovan
- Cameron Curry

## 9. Sandy Hook Promise Update

Jared Baez, Director of Security, gave an update on the Say Something Anonymous Reporting System (SSARS). The program was launched late October 2019 and included SSARS Teams consisting of principals, counselors, psychologists, administration, and security at Coastal Academy High. When a report is received, an email is sent to the campus teams. A conversation between the “Say Something” operator and the student is initiated to provide immediate assistance and set the stage for school teams or police to take over as necessary. Next steps: establish/reinforce student engagement through



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Save Promise Club, provide “Say Something” Refresher - Remind students of all their resources including the SSARS, and launch for middle schools.

Information only.

## 10. Social and Emotional Counseling Update

Laura Hughes, Lead School Counselor, presented current trends in counseling, which includes disengagement and self-isolation, increased self-reported anxiety, depression, and boredom, an influx of students who have not reached out for counseling before, and more parent/family conflict. Counseling is connecting with students through phone and Google Hangouts. Knowing the return to school will come with fears and anxieties, the Team is brainstorming ways to support the return.

Information only.

## 11. School Reopening Update

Cameron Curry, CEO, shared plans to survey parents and employees on their comfort level with returning to work and if so, having (student/employees) temperature taken at arrival, wearing a mask, and social distancing. The survey results will be shared with the Board of Directors. Plans for a return, along with needed supplies, is in place.

Information only.

## Adjournment

Meeting Adjourned at 11:09 am.

Next regularly scheduled meeting is Tuesday, September 8, 2020, at Classical Academy Vista.

## Report from Closed Session

N/A

### CERTIFICATE OF SECRETARY

I certify that I am the duly elected Secretary of Coastal Academy Charter School, Inc., a California nonprofit public benefit corporation; that these minutes, four (4) pages are the minutes of the meeting of the Board of Directors held on May 18, 2020.

Secretary

Date



# CLASSICAL ACADEMY — OCEANSIDE —

**BYLAWS**

**OF**

**COASTAL ACADEMY CHARTER SCHOOL,**

**INCORPORATED**

A California Nonprofit Public Benefit Corporation

Adopted September 30, 2003

Amended January 25, 2011, June 4, 2013, and July 2020

## ARTICLE 1

### **OFFICES**

The corporation's principal office shall be fixed and located at such place within the attendance boundaries of the Oceanside Unified School District, a public school district defined under Education Code §81 and established pursuant to Article IX, §6 of the California Constitution, in the County of San Diego, California as the Board of Directors ("Board") shall determine. The Board is granted full power and authority to change the principal office from one location to another within such attendance boundaries in the County of San Diego, California.

## ARTICLE 2

### **PURPOSE**

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law (California Corporations Code § 5110, et seq.) for public purposes. The specific purpose of the corporation is to manage, operate, guide, direct, and promote Coastal Academy, a California Public School.

## ARTICLE 3

### **NO MEMBERS**

#### **SECTION 3.1 NO MEMBERS**

The corporation shall have no members. Any action, which would otherwise by law require approval by a majority of all members or approval by the members, shall require only approval of the Board. All which would otherwise by law vest in the members, shall vest in the board.

#### **SECTION 3.2 ASSOCIATES**

Nothing in Article 3 shall be construed to limit the corporation's right to refer to persons associated with it as "members" even though such persons are not members, and no such reference by the corporation shall render anyone a member within the meaning of Section 5056 of the California Nonprofit Corporation Law (California Corporations Code § 5000, et seq.). Such individuals may originate and take part in the discussion on any subject that may properly come before any meeting of the Board, but may not vote. The corporation may confer, by amendment of its Articles of Incorporation or of these Bylaws, some or all of a member's rights, set forth in the California Nonprofit Corporation Law, upon any person who does not have the right to vote for the election of Directors, on a disposition of substantially all of the assets of the corporation, on a merger, on a dissolution, or on changes to the corporation's Articles of Incorporation or Bylaws, but no such person shall be a member within the meaning of said Section 5056. The Board may also, but without establishing memberships, create an advisory council or honorary board or such other auxiliary groups, as it deems appropriate to advise and support the corporation.

## ARTICLE 4

### **DIRECTORS**

#### **SECTION 4.1 GENERAL POWERS**

Subject to the Limitations of the California Nonprofit Public Benefit Corporation Law, the corporations Articles of Incorporation and these Bylaws, the activities and affairs of the corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board. The Board may delegate the management of the corporation's activities to any person(s), Management Company or committees, however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board. No assignment, referral or delegation of authority by the Board or anyone acting under such delegation shall preclude the Board from exercising full authority over the conduct of the corporation's activities, and the Board may rescind any such assignment, referral or delegation at any time.

#### **SECTION 4.2 SPECIFIC POWERS**

Without prejudice to its general powers, but subject to the same limitations set forth above, the Board shall have the following powers in addition to any other powers enumerated in these Bylaws and permitted by law:

- a. To select and remove all of the officers, agents, and employees of the corporation; to prescribe powers and duties for them which are not inconsistent with law, the corporation's Articles of Incorporation or these Bylaws; and to fix their compensation;
- b. To conduct, manage and control the affairs and activities of the corporation and to make such rules and regulations thereof which are not inconsistent with the law, the corporation's Articles of Incorporation or these Bylaws, as deemed suitable;
- c. To adopt, make and use a corporate seal and to alter the form of the seal from time to time, as deemed appropriate;
- d. To borrow money and incur indebtedness for the purpose of the corporation, and to cause to be executed and delivered therein, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities therein;
- e. To carry on a business at a profit and apply any profit that results from the business activity to any activity in which it may lawfully engage;
- f. To act as trustee under any trust incidental to the principal object of the corporation, and receive, hold, administer, exchange and expend funds and property subject to such trust;
- g. To acquire by purchase, exchange, lease, gift, devise, bequest, or otherwise, and to hold, improve, lease, sublease, mortgage, transfer in trust, encumber, convey or otherwise dispose of real and personal property;
- h. To assume any obligations, enter into any contracts or other instruments, and do any and all other things incidental or expedient to the attainment of any corporate purpose;



- i. To carry out such other duties as are described in the Charter.

### **SECTION 4.3 NUMBER, ELECTION AND TERM OF DIRECTORS**

The authorized number of Directors shall be a minimum of Five (5) until changed by amendment of these Bylaws. If a charter authorizer appoints a representative to serve on the Board of Directors pursuant to Education Code Section 47604(c), the Board of Directors may appoint an additional director to ensure an odd number of Board members.

Each of the following persons shall occupy a position with the Board of Directors of the corporation:

At least five (5) Directors from the community at large, which may include but are not limited to: parents of students currently attending any of the Classical Academies schools that have all Board members in common with the Coastal Academy Board; community members; and local business owners.

The Superintendent or his/her designee from the Oceanside Unified School District shall have the unqualified right to attend any Board meeting to represent the interests of the District, consistent with the advisory role described in Section 3.2, but shall not be a Board Member.

The Directors are to be elected by the Board of Directors and serve four-year terms. The Board will annually discuss positions, roles, and member engagement in the work. Having directors with a passion for the priorities of the organization, a strong desire to serve effectively, and to fulfill this leadership role in providing accountability and oversight, is key to organizational success.

### **SECTION 4.4 RESIGNATION AND REMOVAL**

Subject to the provisions of Section 5226 of the California Nonprofit Public Benefit Corporation Law, any Director may resign effective upon giving written notice to the, Chief Executive Officer, the Secretary, or the Board. If the resignation is effective at a future time, a successor may be selected before such time, to take office when the resignation becomes effective. A Director may be removed with or without cause by a majority of the Directors then in office. The representative designated by the charter authorizer may be removed without cause by the charter authorizer or with the written consent of the charter authorizer.

### **SECTION 4.5 VACANCIES**

- a. A Board vacancy or vacancies shall be deemed to exist if any Director dies, resigns, or is removed, or if the authorized number of Directors is increased.
- b. The Board may declare vacant the office of any Director who, during the term of appointment, is convicted of any felony, or has been found to have breached any duty arising under Article 3 of Chapter 2 of the California Nonprofit Public Benefit Corporation Law or to be of unsound mind, by any court of competent jurisdiction, or has failed to attend two (2) or more meetings of the Board of Directors in any calendar year.
- c. A vacancy on the Board shall be filled in the same manner of selection used to select the Director whose office is vacant, provided that vacancies to be filled by election by Directors may be filled by a majority of the remaining Directors, although less

than a quorum. Each Director so elected shall hold office until a successor has been appointed and qualified.

- d. No reduction of the authorized number of Directors shall have the effect of removing any Director prior to the expiration of the Director's term of office.

#### **SECTION 4.6 PLACE OF MEETINGS**

Meetings of the Board may be held at the principal office of the corporation or at any other place within the physical boundaries of San Diego County that has been designated in the notice of the meeting. All meetings of the Board shall be called, held, and conducted in accordance with the terms and provisions of the Brown Act and Education Code Section 47604.1.

#### **SECTION 4.7 ANNUAL MEETINGS**

The Board shall hold an annual meeting for the purposes of organization, selection of Directors and officers, and the transaction of other business. The annual meeting of the Board shall be held in January. The January meeting shall also include the adoption of the annual budget for the charter school.

#### **SECTION 4.8 REGULAR MEETINGS**

Regular meetings of the Board, including the annual meeting, shall be held at such dates and at such times and places as the Board may fix. At least 72 hours before a regular meeting, the Board of Directors, or its designee shall post an agenda at a physical location in its jurisdiction and with a direct link on each charter school's website homepage containing a brief general description of each item of business to be transacted or discussed at the meeting. At the annual meeting in May, a Board meeting calendar will be reviewed and adopted by the Board. At the annual meeting in January, a Board meeting calendar will be reviewed and adopted by the Board.

#### **SECTION 4.9 SPECIAL MEETINGS**

- a. The Chairman of the Board or a majority of the Board may call special meetings of the Board for any purpose(s) at any time. In the absence of a Board Chair, the Secretary may call such meetings.
- b. In accordance with the Brown Act, special meetings of the Board of Directors may be held only after twenty-four (24) hour notice is given to the public through the posting of an agenda at a physical location in the corporation's jurisdiction and with a direct link on the charter school's website homepage.
- c. Special meetings of the Board may be held only after each Director has received four (4) days' notice by first class mail or forty-eight (48) hours' notice given personally or by email, telephone, telegraph, telex or other similar means of communication, except in the event of an emergency.
- c. Any such notice shall be addressed or delivered to each Director at the Director's address as it is shown on the records of the corporation or as may have been given to the corporation by the Director for purposes of notice or, if an address is not shown on the corporation's records or is not readily ascertainable, at the place at which the meetings of the Directors are regularly held.
- d. Notice by mail shall be deemed received at the time a properly addressed written notice is deposited in the United States mail, postage prepaid. Any other written

notice shall be deemed received at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or is actually transmitted by the person giving the notice by electronic means to the recipient. Oral notice shall be deemed received at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient whom the person giving the notice has reason to believe will promptly communicate it to the receiver.

#### **SECTION 4.10 REQUIREMENTS APPLICABLE TO MEETINGS**

Notwithstanding any other requirements contained in these Bylaws, all meetings of the corporation shall be held in compliance with all applicable requirements of the California Ralph M. Brown Act. Notwithstanding any other requirements contained in these bylaws, all meetings of the corporation shall be held in compliance with all applicable laws that govern public charter schools.

#### **SECTION 4.11 QUORUM AND VOTING**

An authorized majority of the Directors shall constitute a quorum. The Board shall attempt to reach a general consensus on all resolutions passed by the Board; provided, however, that every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present and is an act of the Board. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the quorum required for such meeting. Directors may not vote by proxy.

#### **SECTION 4.12 WAIVER OF NOTICE**

Notice of a meeting need not be given to any Director who signs a waiver of notice, a written consent to the holding of the meeting, an approval of the minutes of the meeting, whether before or after the meeting, or who attends the meeting without protesting the lack of notice prior thereto or at its commencement. All such waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

#### **SECTION 4.13 ADJOURNMENT**

A majority of the Directors present, whether or not a quorum is present, may adjourn any Directors' meeting to another time and place. If a meeting is adjourned for more than twenty-four (24) hours, notice of such adjournment to another time or place shall be given, prior to the time scheduled for the continuation of the meeting, to the Directors who were not present at the time of the adjournment.

#### **SECTION 4.14 RIGHTS OF INSPECTION**

Every Director has the absolute right to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the corporation provided such inspection is conducted at a reasonable time after reasonable notice, and provided that such right of inspection and copying is subject to the corporation's obligations to maintain the confidentiality of certain books, records and documents under any applicable federal, state or local law. Directors wishing to exercise their rights of inspection will contact the Chief Executive Officer to schedule an

appropriate time for this inspection to take place.

#### **SECTION 4.15 FEES AND COMPENSATION**

Directors shall not receive any compensation for their services; however, the Board may approve the reimbursement of a Director's actual and necessary expenses incurred in the conduct of the corporation's business. The corporation shall carry liability insurance covering the Directors and officers of the corporation as described in the Charter in the conduct of the corporation's business.

#### **SECTION 4.16 RESTRICTION OF INTERESTED DIRECTORS**

No persons serving on the Board at any time may be interested persons. An interested person is (a) any person compensated by the corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor or otherwise, excluding any reasonable compensation paid to a Director as a Director; and (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law or father-in-law of any such person. However, any violation of the provisions of this Section shall not affect the validity or enforceability of any transaction entered into by the corporation.

#### **SECTION 4.17 STANDARD OF CARE**

- a. A Director shall perform all duties of a Director, including duties as a member of any committee of the Board on which the Director may serve, in good faith, in a manner such Director believes to be in the best interests of the corporation and with such care, including the duty to make reasonable inquiries, as a prudent person would in similar circumstances.
- b. In performing the duties of a Director, a Director may rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:
  - (1) One or more officers or employees of the corporation whom the Director believes to be reliable and competent in the matters presented;
  - (2) Legal counsel, independent accountants or other persons as to matters that the Director believes to be within such person's professional or expert competence; or
  - (3) A committee of the Board upon which the Director does not serve as to matters within its designated authority, provided the Director believes that the committee merits confidence and the Director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances, and without knowledge that would cause such reliance to be unwarranted.
- c. Except with respect to assets that are directly related to the corporation's charitable programs, the Board shall avoid speculation in investing, reinvesting, purchasing, acquiring, exchanging, selling, and managing the corporation's investments. Instead, the Board is to consider the permanent disposition of the funds, the probable income, and the probable safety of the corporation's capital, and is to comply with the express terms of the instrument or agreement, if any, pursuant to

- which the assets were contributed to the corporation.
- d. The Board will work as a group to ensure that the corporation is managed appropriately by appointing a qualified Chief Executive Officer to administer the day-to-day operations of the school. The Board will maintain the position as a policy making board to ensure that all policies and procedures support the operation of the corporation.

#### **SECTION 4.18 TELECONFERENCE MEETINGS**

Members of the Board of Directors may participate in teleconference meetings so long as all of the following requirements in the Brown Act are complied with:

- a. At a minimum, a quorum of the members of the Board of Directors shall participate in the teleconference meeting from locations within the boundaries of San Diego County;
- b. All votes taken during a teleconference meeting shall be by roll call;
- c. If the Board of Directors elects to use teleconferencing, it shall post agendas at all teleconference locations with each teleconference location being identified in the notice and agenda of the meeting;
- d. All locations where a member of the Board of Directors participates in a meeting via teleconference must be fully accessible to members of the public and shall be listed on the agenda;
- e. Members of the public must be able to hear what is said during the meeting and shall be provided with an opportunity to address the Board of Directors directly at each teleconference location; and
- f. Members of the public attending a meeting conducted via teleconference need not give their name when entering the conference call.

### ARTICLE 5

#### **OFFICERS OF CORPORATION and BOARD OF DIRECTORS**

##### **SECTION 5.1 OFFICERS**

The officers of the corporation shall be a Chairman, Vice Chairman, President (Chief Executive Officer), Secretary, and a Treasurer. The corporation may also have, at the discretion of the Board, one or more Vice Chairmen, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as may be elected or appointed in accordance with the provisions of Section 5.3. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the President (Chief Executive Officer) or Chairman of the Board.

##### **SECTION 5.2 ELECTION**

The officers of the corporation/Board of Directors shall be elected at the annual meeting of the Board. Election of an officer is conducted after the candidate completes a Board Application and is interviewed by the Board of Directors. Following the candidate's interview, the Board has the right to appoint the candidate after a majority vote has been taken and the officer shall serve at the pleasure of the Board, subject to the rights of any officer under any employment contract.

### **SECTION 5.3 SUBORDINATE OFFICERS**

The Board may elect, and may empower the Chairman to appoint such other officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these Bylaws or as the Board may from time to time determine.

### **SECTION 5.4 REMOVAL**

Without prejudice to the rights of any officer under an employment contract, the Board may remove any officer, either with or without cause, at any time.

### **SECTION 5.5 RESIGNATION**

Any officer may resign at any time. Such resignation may not prejudice any contract to which the officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any specified later time. The acceptance of such resignation shall not be necessary to make it effective. The letter of resignation or stated resignation will become part of the minutes that pertain to that particular board meeting.

### **SECTION 5.6 VACANCIES**

A vacancy in any office shall be filled in the manner prescribed in these Bylaws for regular election or appointment to such office. Such vacancies shall be filled as they occur. The Chairman of the Board may create a subcommittee to assign particular board members the task of identifying candidates to fill the vacant position(s) on the Board (See Article 6). This subcommittee will report at a later date their recommendations for filling the vacant position(s) on the Board.

### **SECTION 5.7 CHAIRMAN**

The Chairman shall preside over the meetings of the Board. The Chairman shall have such other powers and perform such other duties as the Board may prescribe from time to time.

### **SECTION 5.8 PRESIDENT (CHIEF EXECUTIVE OFFICER)**

The President (Chief Executive Officer) is the general manager of the corporation and has, subject to the control of the Board, general supervision, direction and control of the business and officers of the corporation. In the absence of the Chairman of the Board, the President (Chief Executive Officer) shall preside at all meetings of the Board unless the Board Chairman assigns another member to do so. The President (Chief Executive Officer) has the general management powers and duties usually vested in the office of President and general manager of a corporation as well as such other powers and duties as may be prescribed from time to time by the board and as are described in the Charter.

### **SECTION 5.9 VICE CHAIRMAN**

In the absence or disability of both the Chairman and President (Chief Executive Officer), the Vice Chairman designated by the Board, shall perform all the duties of the Chairman and President

(Chief Executive Officer) and, when so acting, shall have all the powers of, and be subject to all the restrictions upon, the Chairman and President (Chief Executive Officer). The Vice Chairman shall have such other powers and perform such other duties as the Board may prescribe from time to time.

## **SECTION 5.10 SECRETARY**

- a. The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board may order, a book of minutes of all meetings of the Board and its committees, including the following information for all such meetings: the time and place of holding; whether regular or special; if special, how authorized; the notice thereof given; the names of those present and absent, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of California, the original or a copy of the corporation's Articles of Incorporation and Bylaws, as amended to date, and a register showing the names of all directors and their respective addresses. The Secretary shall keep the seal of the corporation and shall affix the same on such papers and instruments as may be required in the regular course of business, but failure to affix it shall not affect the validity of any instrument.
- b. The Secretary shall give, or cause to be given, notice of all meetings of the Board and any committees thereof required by these Bylaws or by law to be given, and shall distribute the minutes of meetings of the Board to all its members promptly after the meetings; shall keep the seal of the corporation in safe custody, shall see that all reports, statements and other documents required by law are properly kept or filed, except to the extent the same are to be kept or filed by the Treasurer; and shall have such other powers and perform such other duties as may be prescribed from time to time by the Board.

## **SECTION 5.11 TREASURER**

- a. The Treasurer of the corporation shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts and disbursements. The book of accounts shall at all times be open to inspection by any Board Member.
- b. The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as may be designated from time to time by the Board. The Treasurer shall disburse the funds of the corporation as may be ordered by the Board, and shall render to the Chairman and President (Chief Executive Officer), upon request, an account of all transactions as the Treasurer and of the financial condition of the corporation. The Treasurer shall present an operating statement and report, since the last preceding regular Board meeting, to the Board at all regular meetings. The Treasurer shall have such other powers and perform such other duties as may be assigned from time to time by the Board.

## ARTICLE 6

### **COMMITTEES**

#### **SECTION 6.1 BOARD COMMITTEES**

The Board may, by resolution adopted by a majority of the Directors then in office, provided that a quorum is present, create one or more standing or ad hoc committees, each consisting of at least two (2) members of the Board, to serve at the request of the Board. Appointments to such Board committees shall be by majority vote of the Directors then in office, and the chairperson of such Board committees shall be appointed by Chairman of the Board, if there is such an officer, or the President (Chief Executive Officer). Unless otherwise provided in these Bylaws or by the laws of the State of California, each Committee shall have all of the authority of the board to the extent delegated by the Board; except that no committee, regardless of Board resolution, may:

- a. Fill vacancies on the Board or on any committee, which has the authority of the Board;
- b. Fix compensation of Directors for serving on the Board or any committee;
- c. Amend or repeal Bylaws or adopt new Bylaws;
- d. Amend or repeal any resolution of the Board, which by its express terms is not so amendable or repealable;
- e. Appoint committees of the Board or the members thereof;
- f. Spend corporate funds to support a nominee or applicant for Director after there are more people nominated for Director than can be elected;
- g. Approve any self-dealing transaction, except as provided in Section 5233(d)(3) of the California Nonprofit Public Benefit Corporation Law; or
- h. Approve any action for which the California Nonprofit Public Benefit Corporation Law requires the approval of the Board.

#### **SECTION 6.2 MEETINGS AND ACTION OF BOARD COMMITTEES**

The Board shall have the power to prescribe the manner in which proceedings of any such board committee shall be conducted in the absence of any such prescription, the committee shall have the power to prescribe the manner in which its proceedings shall be conducted. Unless the board or such committee shall otherwise provide, meetings and actions of Board committees shall be governed by, held and taken in accordance with, the provisions of Article 4 of these Bylaws which concern meetings of the Board, with such changes in those provisions as required by this Article 6 and as necessary to substitute the committee and its members for the Board and its members, except that the time of regular meetings of the committees may be determined either by resolution of the Board or by resolution of the committee. Special meetings of committees may also be called by resolution of the Board. Notice of special meetings of Board committees shall be given to any and all alternate members who shall have the right to attend all meetings of the committee. The Board may adopt rules for the government of any Board committee not inconsistent with the provisions of these Bylaws.

#### **SECTION 6.3 OTHER COMMITTEES**

- a. The Chairman, President (Chief Executive Officer), or the Board, subject to the limitations imposed by the Board, may create other committees, either standing or



special, to serve the Board that does not have the powers of the Board. The Chairman or President (Chief Executive Officer) shall appoint members to serve on such committees and shall designate the committee chairperson.

- b. The Chairman, President (Chief Executive Officer), the chairperson of the committee, or a majority of the committee's voting members may call meetings of a committee. Each committee shall meet as often as is necessary to perform its duties. Notice of a meeting of a committee may be given at any time and in any manner reasonably designed to inform the committee members of the time and place of the meeting. A majority of the voting members of a committee shall constitute a quorum for the transaction of business at any meeting of the committee. Each committee may keep minutes of its proceedings and shall submit them to the Board Chair before each scheduled Board meeting.
- c. Any member of a committee may resign at any time by giving written notice to the chairperson of the committee or to the Chairman or the President (Chief Executive Officer). Such resignation, which may or may not be made contingent upon formal acceptance, shall take effect upon the date of receipt or at any later time specified in the notice. The Chairman or President (Chief Executive Officer) may, with prior approval of the Board, remove any appointed member of a committee. The Chairman or President (Chief Executive Officer), with the Board's approval, shall appoint a member to fill a vacancy in any committee.

## ARTICLE 7

### **CONTRACTS WITH DIRECTORS**

#### **SECTION 7.1 CONTRACTS OR TRANSACTIONS**

The Corporation shall not enter into a contract or transaction in which a director directly or indirectly has a material financial interest (nor shall the Corporation enter into any contract or transaction with any other corporation, firm, association, or other entity in which one or more of the Corporation's directors are directors and have a material financial interest).

#### **SECTION 7.2 CORPORATE LOANS AND ADVANCES**

The corporation shall not make any loan of money or property to or guarantee the obligation of any Director or officer, provided, however, the corporation may advance money to a Director or officer of the corporation for expenses reasonably anticipated to be incurred in the performance of the duties of such officer or Director such Director or officer would be entitled to be reimbursed for such expenses by the corporation.

## ARTICLE 8

### **OTHER PROVISIONS**

#### **SECTION 8.1 VALIDITY OF INSTRUMENT**

Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance or other written instrument and any assignment or endorsement thereof executed or entered into between the corporation and any other person, shall be valid and binding

on the corporation when signed by the Chairman, President (Chief Executive Officer) or any Vice Chairman and the Secretary or Treasurer of the corporation, unless the other person has actual knowledge that the signing officers had no authority to execute the same. Any such instruments may be signed by any other person(s) and in such manner and from time to time shall be determined by the Board and, unless so authorized by the Board, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement, to pledge its credit, or to render it liable for any purpose or amount.

## **SECTION 8.2 CONSTRUCTION AND DEFINITIONS**

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the General Provisions of the California Nonprofit Corporation Law and in the California Nonprofit Public Benefit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the foregoing, words in these Bylaws shall be read as the masculine or feminine gender, and as the singular or plural, as the context requires, and the word "person" includes both the corporation.

### ARTICLE 9

## **INDEMNIFICATION OF AGENTS OF CORPORATION; PURCHASE OF LIABILITY INSURANCE**

### **SECTION 9.1 DEFINITIONS**

For the purpose of this Article, "agent" means any person who is or was a Director, officer, employee or other agent of this corporation, or is or was serving at the request of this corporation as a Director, officer, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, or was a Director, officer, employee or agent of a foreign or domestic corporation which was a predecessor or corporation "proceeding" means any threatened, pending or completed action or proceeding, whether civil, criminal, administrative or investigative; and "expenses" includes without limitation, attorneys' fees and any expenses of establishing a right to indemnification under Section 9.2 c. or Section 9.2 d. (2) of this Article.

### **SECTION 9.2 INDEMNIFICATION OF AGENTS**

To the fullest extent permitted by law, the Corporation shall indemnify its directors, officers, employees, and other persons described in Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the Corporation by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

"On written request to the Board of Directors by any person seeking indemnification under Corporations Code Section 5238 (b) or Section 5238 (c) the Board of Directors shall promptly decide under Corporations Code Section 5238 (e) whether the applicable standard of conduct set forth in Corporations Code Section 5238 (b) or Section 5238 (c) has been met and, if so, the Board of Directors shall authorize indemnification.

## **SECTION 9.3 PURCHASE OF LIABILITY INSURANCE**

Upon and in the event of a determination by the Board to purchase such insurance, this corporation may purchase and maintain insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such whether or not this corporation would have the power to indemnify the agent against such liability under the provisions of this Article provided, however, that this corporation shall have no power to purchase and maintain such insurance to indemnify any agent of this corporation for violation of Section 5233 of the California Nonprofit Public Benefit Corporation Law.

## **SECTION 9.4 NONAPPLICABILITY TO FIDUCIARIES OF EMPLOYEE BENEFIT PLANS**

This Article 9 does not apply to any proceeding against any trustee, investment manager or other fiduciary of an employee benefit plan in such person's capacity as such, even though such person may also be an agent, as defined in Section 9.1, of the employer corporation. The corporation shall only have the power to indemnify such trustee, investment manager or other fiduciary to the extent permitted by Section 207(f) of the California General Corporation Law.

## ARTICLE 10

### **AMENDMENTS**

#### **SECTION 10.1 BYLAWS**

These Bylaws will be reviewed at least once every four (4) years and shall be documented as to the date of such review. New Bylaws may be adopted or these Bylaws maybe amended or repealed by a majority vote of the Board.

#### **CERTIFICATE OF ADOPTION OF BYLAWS**

I certify that I am the elected and acting Secretary of Coastal Academy Charter School, Incorporated, a California nonprofit public benefit corporation, and that the foregoing Bylaws, constitute the Bylaws of such corporation as adopted at a meeting of the Board of Directors held on Tuesday, September 30, 2003, and amended on January 25, 2011, June 4, 2013, and July \_\_\_\_, 2020

IN WITNESS WHEREOF, I have signed my name and affixed the seal of the corporation to this certificate on July \_\_\_\_, 2020.

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Mark Donar  
Board Secretary

# COVID-19 Operations Written Report

Local Educational Agency (LEA) Name	Contact Name and Title	Email and Phone	Date of Adoption
Coastal Academy	Cameron Curry, CEO	<a href="mailto:ccurry@classicalacademy.com">ccurry@classicalacademy.com</a> 760-520-6687	May 18, 2020

**Descriptions provided should include sufficient detail yet be sufficiently succinct to promote a broader understanding of the changes your LEA has put in place. LEAs are strongly encouraged to provide descriptions that do not exceed 300 words.**

Provide an overview explaining the changes to program offerings that the LEA has made in response to school closures to address the COVID-19 emergency and the major impacts of the closures on students and families.

The organization moved from offering optional workshops, classes, labs, electives on campus to a robust distance learning program offering new content and grading. This pivot was easy as an independent study program as content is assigned, and students have to complete whether on a campus or not.

Provide a description of how the LEA is meeting the needs of its English learners, foster youth and low-income students.

We have contacted, supported, and individualized our support for all students with our distance learning program. Students have been supported individually with great care from our credentialed team of educators. As always, assignments are individualized for students to promote personalized academic success.

Provide a description of the steps that have been taken by the LEA to continue delivering high-quality distance learning opportunities.

We did not change, decrease, or slow in our content delivery to students. Each was provided instruction daily, interaction with a credentialed teacher, and support from parents to engage with in the completion of assignments that we recorded and graded.

Provide a description of the steps that have been taken by the LEA to provide school meals while maintaining social distancing practices.

We provided information to families regarding local resources for free food distribution.

Provide a description of the steps that have been taken by the LEA to arrange for supervision of students during ordinary school hours.

As an independent study program this is not a responsibility of our program and parents, being the primary educator, covered the needs for their families as the campus was closed and learning continued uninterrupted.



June 16, 2020

Dr. Julie Vitale, Superintendent  
Oceanside Unified School District  
2111 Mission Avenue  
Oceanside, California 92058

Dear Dr. Vitale:

As we close another great school year at Coastal Academy, I just wanted to share a few highlights and thank you for your leadership. Your Board of Trustees has allowed us to continue to operate, and I sincerely appreciate that decision daily.

To highlight, here are some key areas of the organization we are celebrating.

- Traveled to Washington D.C. to be awarded the **National School of Character Award**, as well as recognition for Promising Practices for our TK-8<sup>th</sup> grade program, which was a first for a school in California.
- Continued growth with positively impacting student learning through the **Professional Learning Communities (PLC)** process, advancement in **Multi-Tiered Systems of Support (MTSS)**, and **Social-Emotional interventions** including Restorative Practices and the 8 Keys of Excellence.
- Minimal disruption to student learning during two emergency situations; an accidental flood in the fall at the TK-8 grade campus and COVID: 19. Our team swiftly shifted to distance learning by providing technology, lessons, grading, and support.
- **Our high schools academic focus was on improving school wide proficiency in mathematics by 5%.** The math department shifted mid-year to *Illustrative Mathematics (IM)* curriculum. At its core, the IM math framework focuses on the development of comprehensive student proficiency with functions, algebra, geometry, modeling, statistics, and it also includes materials for students who need extra support.
- **High School student participation in extra and co-curricular activities was at an all time high!** The CAH Varsity Girls Soccer team made CAH history in becoming the 2020 *Patriot League Champions!* CAH launched the first ever CAH Boys & Girls Wrestling team and made it to the CIF San Diego Section Championship and State Qualifiers! The CAH Mock Trial Team was competitive at the annual competition at the San Diego Courthouse and left with a top award!

We continue to see a high level of interest in our programs. I served on the *Distance Learning Task Force* with the *San Diego County Office of Education* and know that one of their



observations is being seen with our organization. Parents are seeking out programs that have a track record of success with distance learning and are leaving traditional schools to locate support for their students. We are expecting an increase next year with enrollment and we will be cautious in the steps we take with our growth knowing the importance of serving everyone well. With the strength of charter public schools in the sector, the number of quality programs statewide, and last year's legislative push to limit options for parents, *Coastal Academy* continues to be a place where student learning is happening.

The *State Board of Education* appointed me last November to serve on the *Advisory Commission on Charter Schools*. This commission seat has allowed me the opportunity to harness my collective knowledge to provide feedback on school funding and charter school appeal conversations. I want more great schools, like *Coastal Academy*, to be elevated and leading what's possible knowing the challenges presented by a national pandemic that disrupted public education.

I am pleased that my team rose to the challenge, quickly adapted to changing student and parent expectations, and the 2019/2020 school year will not be soon forgotten. I know that we asked so much of the team, they were taxed in new ways as a result, and students didn't miss a beat in their learning. We were one of the few educational organizations that committed to offering new content, while honoring grading and individual student success. We hosted festive drive thru promotion and graduation ceremonies to honor 223 students.

Thank you again for your leadership to Oceanside Unified School District. I am hopeful that July provides you a much needed break and that the challenges ahead inspire and encourage you as a leader. Have a great summer!

Kind regards!

  
Cameron Curry  
Chief Executive Officer

CC: Coastal Academy Board of Directors  
Oceanside Board of Trustees  
Marcy Cashin, Principal  
Samantha Bartrom, Principal  
File



July 13, 2020

Dear Assembly members Horvath, Waldron, and Maienschein:

I wanted to share with you the great news that *The Classical Academies* continue to see a surge in new families choosing our schools across North San Diego County. As we all know, most school districts across the state are seeing a decline, and with COVID 19 being a huge factor, parents are turning to programs that have a successful track record with distance learning.

I was greatly concerned with the passage of trailer bill AB77 that capped funding as of February 2020 for all public schools. Traditional public schools would be receiving millions for students no longer in their care and charter public schools would be required to serve new students with no educational funding. When looking at our increase so far for the 2020/2021 school year, we have enrolled 520 new students over whom we served as of February 2020. On average, that will be a loss of \$8,493.25 per student. **That equates to a loss of \$4,416,490.00 in funding for *The Classical Academies*.**

Due to the fact we have been in operation for more than two decades, have access to small reserves, and have developed great banking relationships in the community, we are one of the few schools that can successfully weather this storm in the short term. We have to our credit been fiscally responsible since our inception in 1999 and make sound financial decisions that support the students, parents, and our team members. Even in the financial crash of 2008, we had to borrow money as the state deferred our payments. We know our local and regional obligations had to be met and we knew that we would have costs to carry that would not be reimbursed by the state.

What I cannot foresee as fair or equitable is to be handed the obligation of new students without the revenue to ensure that we can provide the best resources for their education. It is my privilege to be heading an educational organization that is growing based on our past success. Families have come to trust us in helping their children become better thinkers, communicators, and achievers. Can I truly maintain our reputation for excellence to personalize the academic program for all students if we are literally shortchanged by the State?

You just need to be keenly aware of our challenges as our representative at the State Capitol knowing local students will be personally impacted at *The Classical Academies* this school year.

Sincerely,

Cameron Curry  
Chief Executive Officer