

STUDENT SUCCESS PROGRAMS

DBA – AUDEO CHARTER SCHOOL · THE CHARTER SCHOOL OF SAN DIEGO

(A California Non-Profit Public Benefit Corporation)

Len Hering RADM, USN (ret) – Chairman,

Scott Barton – Member, David Crean – Member, Tim Morton – Member, Eric Schweinfurter - Member

SPECIAL BOARD OF DIRECTORS MEETING MINUTES

Thursday, May 18, 2023, 8:00 a.m.

Via Teleconference at

6965 El Camino Real, Suite D 202, Carlsbad, CA 92009, 25104 Creek Hollow Drive, Ramona, CA 92065

1063 Cactus Cut Rd, Middleburg, FL, 32068, 5183 Mercury Pt, San Diego, CA 92111

and at

Clairemont RC 4340 Genesee Avenue, Suite 109, SD 92117, College Avenue RC 4585 College Drive, Suite C, SD, 9211, Downtown RC 1095 K Street Suite A, SD 92101, Euclid RC 220 Euclid Avenue, SD 92114, Lake Murray RC 8776 Lake Murray Blvd., SD 92119, Mira Mesa RC 8290 B, Mira Mesa Blvd., SD 92126, North Park RC 2940 North Park Way, SD 92104, Northgate RC 4125 Alpha Street, Suite C, SD, 92133 Old Town, 2245 San Diego Avenue, Suite 115, SD 92110, Petco RC 1091 K Street, Suite A101, SD 92101, Point Loma RC 3145 Rosecrans Street, Suite D, SD 92110, Scripps Ranch RC 9910 Mira Mesa Blvd, Suite A2, SD 92131, Sorrento Mesa Office 10170 Huennekens Street, SD, 92121, Tierrasanta RC 10425 Tierrasanta Blvd, Suite 101, SD 92124, Woodman RC 2939 Alta View Drive, Suite B/C, SD 92139, and Kearny Mesa RC 7520 Mesa College Drive, SD 92111, K5 Home School Resource Center 10725 Tierrasanta Boulevard, CA 92124, La Jolla RC 7458 Girard Avenue, SD 92037, Mission Valley East RC 3230 Camino Del Rio North, SD 92108

Access to the live video conference will be accessible prior to the start of the meeting at

CSSD: <https://charterschool-sandiego.net/board-governance/>

Audeo: <https://www.audeocharterschool.net/board-of-directors/>

1.0 OPEN SESSION

1.1 Call to Order

Bixby called the meeting to order at 8:00 a.m.

1.2 Roll Call

Members present at the meeting were Scott Barton, Len Hering, Tim Morton, and Eric Schweinfurter.

Absent: David Crean

Also in attendance: Amanda Akle, Lynne Alipio, Mary Bixby, Angela Neri, Tim Tuter, and General Counsel Paul Minney of Young, Minney & Corr, LLC.

1.3 Establishment of Quorum

The following directors, constituting a quorum of the board were present at the meeting:

Scott Barton, Len Hering, Tim Morton, and Eric Schweinfurter.

It was moved by Barton and seconded by Morton to Approve the Establishment of Quorum.

Ayes – 4, Nays- 0, Absent – 1, Abstain – 0, Motioned Approved.

1.4 Pledge of Allegiance

Hering led all in the Pledge of Allegiance.

1.5 Approval of Agenda

It was moved by Schweinfurter and seconded by Barton to Approve the Agenda.

Ayes – 4, Nays- 0, Absent – 1, Abstain – 0, Motioned Approved.

2.0 PUBLIC COMMENT

2.1 Non-Agenda Public Comment

There were no comments from the public.

2.2 Agenda Public Comment

There were no comments from the public.

3.0 CLOSED SESSION

The Closed Session opened at 8:05 a.m.

3.1 Board Chairman Announcement Regarding Closed Session Items

3.2 Public Comment on Closed Session Items

There were no comments from the public.

MOVE TO CLOSED SESSION

- 3.1.1** Conference With Legal Counsel—Anticipated Litigation
Significant Exposure to Litigation Pursuant to Paragraph (2) or (3) of Subdivision (d) of
section 54956.9: (one case)

4.0 RETURN TO OPEN SESSION

The Board returned to open session at 9:14 a.m.

4.1 Report out of action taken in closed session, if any.

No action was taken at Closed Session.

5.0 ADMINISTRATIVE ITEMS

5.1 Approval of Resolution Approving Restated Amended Articles of Incorporation

It was moved by Barton and seconded by Morton Resolution to Approve the Restated Amended
Articles of Incorporation.

Ayes – 4, Nays- 0, Absent – 1, Abstain – 0, Motioned Approved.

5.2 Approval of Resolution Approving Amended Bylaws

It was moved by Barton and seconded by Morton to Approve the Resolution Approving
Amended Bylaws.

Ayes – 4, Nays- 0, Absent – 1, Abstain – 0, Motioned Approved.

6.0 BOARD ANNOUNCEMENTS AND COMMENTS

From time to time, the Board has topics of interest that they would like to share with the community. These are informational in nature and do not require action.

Bixby reminded the Board Members that Graduation is on June 7, 2023.

7.0 ADJOURNMENT

It was moved by Barton and seconded by Morton to Adjourn the Meeting at 9:19 a.m.

Ayes – 4, Nays- 0, Absent – 0, Abstain – 1, Motioned Approved