



Five Keys Charter Schools
Education, Employment, Family, Recovery, and Community
Board of Directors Meeting Minutes

Thursday November 16, 2023 at 2:00pm

Hybrid meeting held in person at 70 Oak Grove Street, SF, CA 94107
 and via teleconference

Board Members - Tijanna O. Eaton - Freya Horne - Sunny Schwartz - Delia Ginorio - Paul Miyamoto Staff Members - Steve Good

1. Call Charter School Meeting to Order & Roll Call	Time																														
The meeting was called to order by Tijanna Eaton, Board President.	2:05 pm																														
1a. Roll Call / Attendance & Establishment of Quorum																															
<table border="1"> <thead> <tr> <th>Member</th> <th>Present</th> <th>Absent</th> </tr> </thead> <tbody> <tr> <td>Tijanna O. Eaton</td> <td align="center">✓</td> <td></td> </tr> <tr> <td>Delia Ginorio</td> <td align="center">✓</td> <td></td> </tr> <tr> <td>Sunny Schwartz</td> <td align="center">✓</td> <td></td> </tr> <tr> <td>Freya Horne</td> <td></td> <td align="center">✓</td> </tr> <tr> <td>Paul Miyamoto</td> <td></td> <td align="center">✓</td> </tr> </tbody> </table> <p>Quorum established 2:06pm.</p> <p>Additional Attendees addressing the board: Steve Good (staff), Amy Cullen (staff)</p>	Member	Present	Absent	Tijanna O. Eaton	✓		Delia Ginorio	✓		Sunny Schwartz	✓		Freya Horne		✓	Paul Miyamoto		✓	2:06 pm												
Member	Present	Absent																													
Tijanna O. Eaton	✓																														
Delia Ginorio	✓																														
Sunny Schwartz	✓																														
Freya Horne		✓																													
Paul Miyamoto		✓																													
2. Closed Session: a. Section 54957.6: Conference with Labor Negotiators b. Section 54956.9 Conference with Legal Counsel Regarding existing or anticipated litigation																															
3. Closed session removed from agenda per Steve Good	2:06pm																														
4. Consent Calendar a. Approval of Consent Calendar i. Approve Agenda ii. Approval of Minutes from Public Board Meeting: September 21, 2023 iii. Approve Credit Card Registers - August + September 2023 iv. Approve Certificated ADDPN since Sept 21, 2023																															
<p><u>Approval of Consent Calendar</u> Motion: Delia Ginorio Second: Sunny Schwartz</p> <p>Request for Public Comment: none</p> <p>Vote: 3-0-0-2</p> <table border="1"> <thead> <tr> <th>Member</th> <th>Yay</th> <th>Nay</th> <th>Abstain</th> <th>Absent</th> </tr> </thead> <tbody> <tr> <td>Tijanna O. Eaton</td> <td align="center">✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Delia Ginorio</td> <td align="center">✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Sunny Schwartz</td> <td align="center">✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Freya Horne</td> <td></td> <td></td> <td></td> <td align="center">✓</td> </tr> <tr> <td>Paul Miyamoto</td> <td></td> <td></td> <td></td> <td align="center">✓</td> </tr> </tbody> </table> <p>Consent calendar approved at 2:09pm.</p>	Member	Yay	Nay	Abstain	Absent	Tijanna O. Eaton	✓				Delia Ginorio	✓				Sunny Schwartz	✓				Freya Horne				✓	Paul Miyamoto				✓	2:09pm
Member	Yay	Nay	Abstain	Absent																											
Tijanna O. Eaton	✓																														
Delia Ginorio	✓																														
Sunny Schwartz	✓																														
Freya Horne				✓																											
Paul Miyamoto				✓																											
5. Approval of Check Register: August + September 2023																															

<p><u>Approval of Check Register</u> Motion: Delia Ginorio Second: Tijanna Eaton</p> <p>Request for Public Comment: none</p> <p>Vote: 2-0-1-2</p> <table border="1" data-bbox="155 464 824 693"> <thead> <tr> <th>Member</th> <th>Yay</th> <th>Nay</th> <th>Abstain</th> <th>Absent</th> </tr> </thead> <tbody> <tr> <td>Tijanna O. Eaton</td> <td>✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Delia Ginorio</td> <td>✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Sunny Schwartz</td> <td></td> <td></td> <td>✓</td> <td></td> </tr> <tr> <td>Freya Horne</td> <td></td> <td></td> <td></td> <td>✓</td> </tr> <tr> <td>Paul Miyamoto</td> <td></td> <td></td> <td></td> <td>✓</td> </tr> </tbody> </table> <p>Motion did not receive majority vote of board, will be added to December 2023 meeting for approval.</p>	Member	Yay	Nay	Abstain	Absent	Tijanna O. Eaton	✓				Delia Ginorio	✓				Sunny Schwartz			✓		Freya Horne				✓	Paul Miyamoto				✓	2:10pm
Member	Yay	Nay	Abstain	Absent																											
Tijanna O. Eaton	✓																														
Delia Ginorio	✓																														
Sunny Schwartz			✓																												
Freya Horne				✓																											
Paul Miyamoto				✓																											
6. UESF Updates to the Five Keys Board of Directors																															
- Matt Milton encouraged the board to ratify the contract coming up for a vote this meeting.	2:12pm																														
7. Public Comment																															
<ul style="list-style-type: none"> there was no request for General Public Comment 	n/a																														
8. Director's Report																															
Steve Good did not present a director's report, instead, asked to move forward to action items.	2:13pm																														
9. Discussion/Informational Items																															
none	n/a																														
10. Action Items																															
<p>a. <u>Approve Ratification of Certificated CBA Agreement with UESF through June 2025</u></p> <p>Motion: Sunny Schwartz Second: Delia Ginorio</p> <p>-Steve Good summarized the points agreed upon in the proposed Certificated CBA up for ratification</p> <p>Request for Public Comment:</p> <ul style="list-style-type: none"> there is no request for public comment <p>Vote: 3-0-0-2</p> <table border="1" data-bbox="155 1497 824 1726"> <thead> <tr> <th>Member</th> <th>Yay</th> <th>Nay</th> <th>Abstain</th> <th>Absent</th> </tr> </thead> <tbody> <tr> <td>Tijanna O. Eaton</td> <td>✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Delia Ginorio</td> <td>✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Sunny Schwartz</td> <td>✓</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Freya Horne</td> <td></td> <td></td> <td></td> <td>✓</td> </tr> <tr> <td>Paul Miyamoto</td> <td></td> <td></td> <td></td> <td>✓</td> </tr> </tbody> </table> <p>Ratification of contract passed at 2:21pm.</p> <p>b. <u>Approve 60-day extension of \$12M First Republic Line of Credit (Loan No. 02169-0034) and renewal of FRB line of credit at \$5M.</u></p>	Member	Yay	Nay	Abstain	Absent	Tijanna O. Eaton	✓				Delia Ginorio	✓				Sunny Schwartz	✓				Freya Horne				✓	Paul Miyamoto				✓	2:21pm
Member	Yay	Nay	Abstain	Absent																											
Tijanna O. Eaton	✓																														
Delia Ginorio	✓																														
Sunny Schwartz	✓																														
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Paul Miyamoto				✓																											

Steve Good updated the action item to not only approve the original request to approve a 60-day extension of the First Republic Line of Credit, but in addition, request the board approve a 1-year \$5M line of credit at the rate of prime + 1.25%, with 15 basis points per 1M if accessed to be in effect once the current \$12M line sunsets..

Motion to put amended Action Item to a vote: Sunny Schwartz
 Second to put amended Action Item to a vote: Delia Ginorio

Request for Public Comment:

- there is no request for public comment

Vote: 3-0-0-2

Member	Yay	Nay	Abstain	Absent
Tijanna O. Eaton	✓			
Delia Ginorio	✓			
Sunny Schwartz	✓			
Freya Horne				✓
Paul Miyamoto				✓

60-day extension for \$12M FRB line of credit and 1-year renewal of FRB credit line at \$5M approved at 2:26pm.

2:26pm

11. Adjournment of Charter School Meeting

Motion: Delia Ginorio
 Second: Sunny Schwartz

Request for Public Comment: none

Vote: 3-0-0-2

Member	Yay	Nay	Abstain	Absent
Tijanna O. Eaton	✓			
Delia Ginorio	✓			
Sunny Schwartz	✓			
Freya Horne				✓
Paul Miyamoto				✓

Meeting adjourned at 2:27pm.

2:27pm