



CEC Governing Board Meeting

March 9, 2024 @ 8:30 a.m.

Microsoft Teams

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Or call in (audio only)

+1 970-462-9165 Phone Conference ID: 833 522 496#

I. Call to Order – Laura called the meeting to order at 8:35 a.m. with the reading of the Mission Statement.

II. Read Mission Statement

Colorado Early Colleges' mission is to prepare a diverse population of students for life by developing their mind, body and character through rigorous academic studies, and character development activities in cooperation with the community we serve.

All students, regardless of background or skill level, will have the opportunity to pursue a growth mindset that will allow them to achieve mastery and will demonstrate that they can succeed in school, in college, and in their chosen career.

No exceptions. No excuses.

III. Review of Attendees:

- Board of Governors: Laura Calhoun, Terry McDonald, Arthur Cyphers, Jessie Mathis, Larry Mohr, Fish Ahrhaley (Absent), and Roger LaMarca
- Interim Chief Executive Administrator: Tony Fontana
- Attorneys: Amber DeCarli and Dustin Sparks
- Other staff as required: Brenda R., and Alli S.

IV. Approval of Agenda – Terry made a motion to approve the agenda; Art 2nd. Approved.

V. Correspondence/Board Comments

- Welcome- Laura Calhoun
 - Laura welcomed all Board members and Interim CEA Tony Fontana to the Board meeting.
 - Larry commented that the Board needs a unified message about leadership changes, the path moving forward, and guidance on what can be said.
- Document a Board Member's Conflict of Interest—Terry McDonald and Roger LaMarca
 - Terry McDonald read a statement disclosing that a potential conflict of interest existed with Board Director Roger LaMarca and his role on the HR Committee and participating in Board discussions that could be link to decisions regarding the interim CEA role. Roger resigned as a member of the HR committee on February 19, 2024 and did not attend the Board meetings on February 23, 2024 or March

1, 2024 effectively recusing himself from the discussions and actions. The board was able to secure Tony Fontana in the role of interim CEA. Roger was welcomed back to the Board.

- Roger LaMarca read an email he sent to the Board on February 19, 2024 resigning for the HR Committee effective immediately. He also excused himself from additional discussions that will occur later in this board meeting during Executive Session. He confirmed that he did not attend the meeting listed above and did not participate in any decisions.

VI. Public Comment - None

The Board welcomes Public Comment. Please keep comments to 3 minutes or less per person. Should you have a question for the Board that requires a response, please submit your question via email to the CEC Governing Board President, Laura Calhoun, at cecgoverningboard@coloradoearlycolleges.org who will then respond to your question via email.

VII. Administration Report – Tony Fontana

- First Week Updates
 - Tony shared highlights from his first week at CEC.
- Communication, Team Agreements, and Commitments
 - Tony highlighted aspects from his leadership commitments, why trust and verify are important, his shared decision model, and his 3 essential questions: What is best for student? What is best for staff? What is best for schools/Network?
- Dashboard
 - Discussion moved to under VIII. Board Discussion

VIII. Board Discussion

- Board vision for the future
 - Tony asked the Board for input on their vision.
- CEC Universal values
 - Tony shared that he and his Executive Director team are looking at what CEC is doing across departments and schools.
- Keith King (formerly Founder's) and President's Scholarship Awards Process
 - Deadline for Board selections is Monday, April 1, 2024
 - Brenda reminded Board members about the process in reviewing and voting on students to receive the Keith King (formally Founder's) and President's Scholarship awards.
 - Board discussed the possibility of reaching out to the CEA Emeritus and asking if they would take the lead in developing ideas and plans in how each CEC school could involve students in honoring Keith King.
- May Strategic Plan Meeting with CEC Leadership Team and Board
 - Tony shared that he would like to bring the CEC Executive Director Team and the Board together either in May or June for a CEC Strategic Plan work session.
- Strategic Plan
 - Network Initiatives for the 2024-2025 school year
 - See note above as conversation was part of the discussion of the Strategic Plan Meeting.
 - Dashboard plan as presented by the Interim CEA
 - Tony shared his vision of what the Board Dashboard could look like and how he would use the Dashboard as a reporting template for his Administration Reports to the Board. He asked the Board for their feedback on the draft Dashboard. The goal is to have a draft Dashboard up and running in June.
 - Tony will update the Board on the Dashboard at the April Board meeting and ask for feedback.

- Leadership structure
 - Board reporting structure review
 - Current to June 2024
 - Tony shared a rough draft of a proposed timeline for an organizational restructure and Chief Academic Officer position. It was agreed that Tony will bring back recommendations regarding the CAO position to the Board in April.
 - After June 2024
 - Timeline for Chief Executive Administrator Position
- Objectives and Measurements for the Board’s direct reports
 - CEA Emeritus Legacy work
 - Dustin recapped the legacy work that legal is currently working on as well as the work the Board has asked the CEA Emeritus to provide.
- Terry made a motion to amend the Board agenda and remove “Written evaluations for Direct reports” and “Interim CEA” from the agenda, and to add legal advice regarding what can be said regarding personnel matters, discuss contract amendment with CEA Emeritus, and personnel matters regarding contract amendment with CEA Emeritus to C.R.S. §24-6-402(4)(b) conference with CEC’s attorneys to receive legal advice regarding the contract with My Tech High, CDE Audit of My Tech High program, CDE Proposed Finance Rules, amending Multi-District Online School charter contract and CDE certification, sale of Parker building, and review of legal obligations for hiring CEA, and proposed legislation to include personnel matters, contract amendment for CEA Emeritus, and CEA Emeritus roles and responsibilities.
- Terry also made a motion remove Resolution 2024-03-09F contracting for full-time online programming and change the title of Resolution 2024-03-09B regarding amending the Multi-District Online School charter contract and CDE certification to amending the Multi-District Online School charter contract and CDE certification and contracting for full-time online programming. Jessie 2nd. Approved. The meeting minutes reflect the motions noted above.

IX. Executive Session

- C.R.S. §24-6-402(4)(b) conference with CEC’s attorneys to receive legal advice regarding the contract with My Tech High, CDE Audit of My Tech High program, CDE Proposed Finance Rules, amending Multi-District Online School charter contract and CDE certification, sale of Parker building, review of legal obligations for hiring CEA, proposed legislation, what can be said regarding personnel matters, discuss contract amendment with CEA Emeritus, personnel matters regarding contract amendment with CEA Emeritus, and CEA Emeritus roles and responsibilities.
- C.R.S. §24-6-402(4)(e), developing a strategy for negotiations, instructing negotiators, and determining positions relative to matters that may be subject to negotiations, specifically related to CDE Audits, CDE Proposed Finance Rules, My Tech High invoices, My Tech High contract, and potential contract for full-time online programming.
- C.R.S. §24-6-402(4)(f) conference with CEC’s attorneys to receive legal advice for personnel matters, specific employment of Interim CEA beyond June 3, 2024, amendment to CEA Emeritus contract, and CEA Emeritus roles and responsibilities.
 - At 1:35 p.m., Terry made a motion to enter Executive Session pursuant to C.R.S. §24-6-402(4)(b) conference with CEC’s attorneys to receive legal advice regarding the contract with My Tech High, CDE Audit of My Tech High program, CDE Proposed Finance Rules, amending Multi-District Online School charter contract and CDE certification, sale of Parker building, review of legal obligations for hiring CEA, proposed legislation, what can be said regarding personnel matters, discuss contract amendment with CEA Emeritus, personnel matters regarding contract amendment with CEA Emeritus, and CEA Emeritus roles and responsibilities. C.R.S. §24-6-402(4)(e), developing a strategy for negotiations, instructing

negotiators, and determining positions relative to matters that may be subject to negotiations, specifically related to CDE Audits, CDE Proposed Finance Rules, My Tech High invoices, My Tech High contract, and potential contract for full-time online programming. And C.R.S. §24-6-402(4)(f) conference with CEC's attorneys to receive legal advice for personnel matters, specific employment of Interim CEA beyond June 3, 2024, amendment to CEA Emeritus contract, and CEA Emeritus roles and responsibilities. Laura 2nd. Approved.

- Executive Session began at 1:39 p.m. for legal advice. Invited into Executive Session were all present Board members, Dustin Sparks, Amber DeCarli, Tony Fontana and Brenda Rhodes. The meeting recording stopped at 1:41 p.m.
- At 3:26 p.m. Brenda exited Executive Session.
- At 3:42 p.m. the meeting recording stopped, and Roger exited Executive Session.
- At 5:36 p.m. the meeting recording started.
- At 5:49 p.m. the meeting recording stopped.
- At 6:15 p.m. meeting recording started, and Roger was invited back into Executive Session.
- At 6:43 p.m. meeting recording stopped.
- At 6:43 p.m. meeting recording started.
- At 6:44 p.m. the meeting recording stopped.
- At 7:02 p.m. the meeting recording started, and Laura made a motion to exit Executive Session. Jessie 2nd. Approved.
- At 7:03 p.m. the recording stopped, and all Executive Session participants returned to the public meeting.

X. Board Discussion and Action Items

- Approve February 23, 2024, CEC Governing Board Meeting Minutes
 - Larry made a motion to approve the February 23, 2024 CEC Governing Board Meeting Minutes; Jessie 2nd. Approved
- Approve CEC Nondiscrimination/Harassment/Equal Opportunity policy
 - This was the first reading of the revised policy. The Board agreed that they were not ready to vote on the revised policy and agreed to table the vote to the April 19, 2024 CEC Governing Board meeting. (April Board meeting date changed to April 18, 2024.)
- Resolution 2024-03-09A regarding My Tech High Program-A
 - Terry made a motion to approve Resolution 2024-03-09 regarding My Tech High Program-A. Jessie 2nd. Roll call vote as follows:
 - Laura – Yes
 - Terry – Yes
 - Art – Yes
 - Jessie – Yes
 - Larry – Yes
 - Fish – Absent
 - Roger - Abstained
- Resolution 2024-03-09B regarding amending the Multi-District Online School charter contract and CDE certification to amending the Multi-District Online School charter contract and CDE certification and contracting for full-time online programming
 - Larry made a motion to approve Resolution 2024-03-09B regarding amending the Multi-District Online School charter contract and CDE certification to amending the Multi-District Online School

charter contract and CDE certification and contracting for full-time online programming as presented. Jessie 2nd. During the Board's discussion of the resolution, Matt Bowman and Roger LaMarca were invited to present to the Board. After the presentations, a roll call vote on the resolution was taken as follows:

- Laura – Yes
 - Terry – Yes
 - Art – Yes
 - Jessie – Yes
 - Larry – Yes
 - Fish – Absent
 - Roger - Abstained
- Resolution 2024-03-09C establishing the process for hiring the Chief Executive Administrator
 - Terry made a motion to approve Resolution 2024-03-09C establishing the process for hiring the Chief Executive Administrator. Art 2nd. Roll call vote as follows:
 - Laura – Yes
 - Terry – Yes
 - Art – Yes
 - Jessie – Yes
 - Larry – Yes
 - Fish – Absent
 - Roger - Abstained
 - Resolution 2024-03-09D regarding proposed legislation
 - Jessie made a motion to approve Resolution 2024-03-09D regarding proposed legislation. Art 2nd. Roll call vote as follows:
 - Laura – Yes
 - Terry – Yes
 - Art – Yes
 - Jessie – Yes
 - Larry – Yes
 - Fish – Absent
 - Roger - Yes
 - Resolution 2024-03-09E location of posting meeting notices
 - Art made a motion to approve Resolution 2024-03-09D regarding proposed legislation. Jessie 2nd. Roll call vote as follows:
 - Laura – Abstained - Not present in the room
 - Terry – Yes
 - Art – Yes
 - Jessie – Yes
 - Larry – Yes
 - Fish – Absent
 - Roger - Yes

XI. Future Meetings of the Governing Board

- April 19, 2024 @ 3:30 p.m.
- May 10, 2024 @ 3:30 p.m.
- Discuss if a June meeting is needed
- July 19, 2024 @ 3:30 p.m.

Adjourned - Laura adjourned the meeting at 8:03 p.m.

Respectfully submitted by Brenda Rhodes, CEC Executive Office Administrator

Signed

A handwritten signature in blue ink, appearing to read "Laura Calhoun", with a long horizontal flourish extending to the right.

Laura Calhoun, CEC Governing Board President