



APPROVED MINUTES
MEETING OF THE BOARD OF DIRECTORS
Greater LA Education Foundation

Wednesday, April 28, 2021

A meeting of the Board of Directors of the Greater Los Angeles Education Foundation was held on Wednesday, April 28, 2021 via Zoom video conference.

Present: Debra Duardo, Monte Perez, Gloria Rogers, Candace Bond McKeever, Capri Maddox, Elizabeth Graswich, Cord Jefferson, David Sanford

Others Present: John Garcia, Daisy Esqueda, Matthew Jaffke, Michele Biagioni, Steve Purcell, Kristina Romero, Sam Gelin, Kim Traynor, Armen Grigorian

CALL TO ORDER

Dr. Duardo called the meeting to order at 1:04 p.m.

COMMUNICATIONS (PUBLIC COMMENTS)

NONE

APPROVAL OF MINUTES

The Board reviewed the meeting minutes for the meeting on January 28, 2020.

It was MOVED to approve the meeting minutes by Mr. Chris Steinhauser; SECONDED by Ms. Gloria Rogers. All approved; none opposed.

PRESIDENT'S REPORT

Dr. Garcia provided the following highlights for the board.

Summer Learning Network

- The foundation is partnering with the Partnership for Children and Youth and LACOE to launch The Greater LA Summer Planning Network
- Participating districts will gain intimate access to statewide leaders in expanded learning and summer enrichment. They will also have dedicated time for collaborative planning with their internal team and colleagues from neighboring districts, access to original planning tools, budgeting resources, and roadmaps, and hands-on guidance and implementation support through the summer and transitions into the new school year.
- The Network will engage key representatives from districts and school site implementation teams beginning in May.

Best Buy Partnership

- GLA is serving as the fiscal sponsor for the Best Buy Impact Hubs and will have the opportunity to strategize how best to structure and manage investment in the initiative.



The Hubs will provide youth development opportunities, digital equity and workforce pathways into technology and entertainment across LA County.

- GLA is co-hosting a launch event for the LA Community Impact Hubs with Best Buy and Annenberg Foundation on May 19.

Original Research

- In March, GLA released its second publication, “Rising to the Challenge: Districts Innovating to Address Equity Across Los Angeles County,” which highlights a small collection of innovative strategies being implemented by districts across Los Angeles County to support students, families, and teachers.
- GLA partnered with Educators for Excellence and Education Trust-West to host a webinar to share key learnings from their educator and parent survey responses and highlight some promising approaches adopted by educators during distance learning. The event offered a preview of our report and spotlighted teacher-led projects that we funded through our Teachers of the Year Equitable Innovation Grant Program
- GLA partnered with Ed Trust-West to explore the implementation of LA County’s English Learner Roadmap, which will inform the regional agenda around English Learners.

Other Upcoming Events

- GLA is holding a special event with board member Cord Jefferson who will help spotlight one of our Teacher of the Year Equitable Innovation Grant recipients, Deanna Tayag, a teacher in Huntington Park, who is using her grant to start a journalism club for her students. Cord enlisted Paloma Esquivel of the LA Times for a facilitated conversation led by Deanna.
- GLA is partnering with LACOE to hold a second Community Schools Convening on June 4th that will build off of our January convening and will highlight how community schools are positioned to address sustainability and the re-opening of schools. Dr. Duardo will kick-off the event with Superintendent Martinez from Pomona Unified.

FINANCE

Ms. Gloria Rogers reviewed the Financial Statements included in the Board packet.

First, Ms. Rogers reviewed the Budget vs. Actuals for July 2020 through March 2021. Ms. Rogers shared that the report shows items that were not previously budgeted or anticipated because it is the organization’s first budget. She noted that adjustments will be made in the future. Ms. Rogers shared the total revenue for year-to-date actual is \$2.662 million, and \$1.192 was budgeted. The foundation had large donors make contributions which led to the increase in revenue. With the increase in revenue, the foundation had some unexpected expenses attributed to COVID-19. The foundation purchased items like, MiFi devices and headphones to help bridge the digital divide, which overall created a net budget. Pass-through grants were used to purchase Chromebooks and Mifi devices. Other expenditures included LACOE legacy programs (Academic Decathlon, scholarships, and awards).



Ms. Rogers moved on to review the Projected Cash Flow for April through June. Dr. Steve Purcell explained why the June projection is large. He shared that it is due to the foundation spending down the Ballmer grant for Community Schools, which a large majority will go to professional services.

Mr. Chris Steinhauser asked if the related expenses under salaries is for benefits. It was confirmed that related expenses cover benefits and payroll taxes.

Ms. Rogers moved on to review the projected Profit & Loss. She explained that the P&L covers April through June.

Dr. Garcia provided context to help explain why projections may appear off. He shared that when the organization was first started, the group had to do their best to figure out what they thought would be a projected budget based off of ideas only. In addition, a lot of extra money was raised because of the pandemic. In the second year, the team now has a better understanding and can adjust projections.

Ms. Rogers transitioned to review the Acceptance of Funds from July 1, 2021 through March 31, 2021. The Acceptance of Funds shows large contributions, PPP loan, in-kind contributions from LACOE, and others.

Dr. Duardo asked for a motion to approve the acceptance of funds. It was MOVED to approve the Acceptance of Funds by Mr. Steinhauser; SECONDED by Ms. Rogers. All in favor; none opposed.

Audit Report

Mr. Armen Gregorian of Quigley & Miron was invited to review the foundation's audited financial statements and answer questions.

Mr. Gregorian shared that the beginning of the financial statement is the independent auditors report which states that the financial statements are management's responsibility and his responsibility is to determine whether or not they are fairly stated based on different thresholds.

The first report is the balance sheet which shows the assets, liabilities, and the net assets. The foundation's balance sheet shows it is in a strong financial position with very little debt as of the end of the year, June 30. The assets are primarily in cash and receivables. There are some grants receivables from Mountain Philanthropies and LACOE for in-kind. The next item, liabilities, there are not a lot. The foundation did make a significant purchase close to the end of the year for the MiFi's, which is actually a fiscal 2021 activity that is not being related to this fiscal year end. Lastly, is the net assets. A lot of the contributions received are for specific activities so it is important to keep track and spend down to satisfy donor restrictions.



Mr. Gregorian moved on to review the statement of activities, which includes revenues and expenses. The vast majority of revenues are contributions from foundations and corporations and the majority of them are also restricted for specific purposes. The statement also includes the releases from restriction which represents the satisfaction of the donor requirements. The statement also shows some in-kind contributions, including a computer, supplies, and services. Functional expenses are broken down by functional category: programs, general and admin, and fundraising.

One important thing to note this year is that the foundation has undone the deficit in the unrestricted column. The foundation started the year with a deficit, this year we had enough income to surpass it and eliminate the deficit. Mr. Gregorian shared that for nonprofits, one of the challenges is that the likelihood of having a deficit in the unrestricted category is much higher because it is harder to control when donors will decide to give unrestricted money. A lot of times nonprofits will have these situations where their restricted category keeps increasing but their unrestricted category stays stagnant or stays in a deficit. GLA was in a similar situation for a brief moment but pulled itself out of it. Mr. Gregorian anticipates the same pattern in the upcoming fiscal year and the excess will continue to rise steadily. He reiterated that the organization's financial position is solid.

The next statement reviewed was a blown up version of the functional expenses, breaking down the expenses by expense category and the specific programs and activities.

Mr. Gregorian shared that the statement of cash flows bridges the gap between the income for the year and any increase or decrease in cash for the year. In this case the foundation had an increase in cash. The income is not the increase in cash. The ending cash balance ties back to the balance sheet. The footnotes that follow are simply about the organization and its background and accounting policies.

Mr. Gregorian shared that at the end of every audit, they issue a letter called "Communication with Those Charged with Governance" which closes the gap between the beginning of the audit, highlights any issues that may have come up, describes accounting policies, and identifies difficulties or fraud (which there were none).

One other closing letter provided, "Letter of Representation", is from Greater LA to Quigley & Miron. The letter states that the foundation provided all the information that was asked for and answered all questions truthfully, was not aware of any issues or fraud, and concludes with the signatures from governance.

Lastly, Mr. Gregorian reviewed the form 990 tax filing, the California form 199, and the California Attorney General form RRF-1. The form 990 is solely an information return because the foundation is exempt from income taxes. The 990 is a summary of what the audited



financial statements say but in a different format and provides additional disclosures that are not on the audit report. For example, on the 990, those charged with governance are described in greater detail and the nonprofit type is identified. A public disclosure copy will be printed that suppresses the donor names and addresses for privacy.

Mr. Gregorian shared that the 990 is due to be scheduled in a few weeks and he doesn't anticipate the foundation missing the deadline.

Mr. Steve Purcell will work with Mr. Gregorian to determine which documents need to be signed and who needs to sign them, which will most likely be through DocuSign.

EXECUTIVE COMMITTEE UPDATE

Tax Status

Dr. Duardo shared an update from the Executive Committee meeting held on April 8, 2021. She shared that the Executive Committee convened to discuss several items including the organization's tax status and audit, modifying the board's bylaws, and creating opportunities for board member engagement

The Greater LA team shared with the Executive Committee that they have secured the services of the law firm Donahue and Fitzgerald to assist with the organization's tax status change. In the next few weeks, the team will complete the required documentation and file to change the foundation's tax status. The team estimates the entire process can take anywhere between 3 to 6 months once the required documents are filed. The team will continue to keep the board informed on this process over the next several months.

Dr. Purcell added that the attorney mentioned she wanted the board to have a discussion around Article 3 of the Article of Incorporation which states the foundation's purpose. Dr. Purcell shared the current statement in Article 3 and noted that the organization has evolved since the statement was first developed and doesn't encompass the full scope of what Greater LA does. He provided some suggested language. The board briefly discussed the suggestions.

Dr. Garcia shared that the original statement says the foundation is only in existence to support LACOE as a supporting organization, but since the foundation is moving away from that designation, the statement should mention supporting LACOE and a broader message like supporting equity.

Ms. Rogers agreed with Mr. Garcia and asked if the statement should mention "greater LA County".

Ms. Elizabeth Graswich mentioned that the wording of the statement will be determined by how much LACOE needs to be emphasized.



Dr. Duardo shared that it is important to make clear that the foundation's focus is primarily supporting LACOE and the schools that it serves. In the past, this was a concern and brought up during previous discussions about changing the bylaws. There was a previous experience where LACOE was associated with a nonprofit that sort of moved away from LACOE. It is critical to make sure that there isn't a separation.

Dr. Garcia shared that the statement should reflect its support of LACOE and all the things that LACOE does, even if it's not direct money going to LACOE. He suggests talking about educational equity efforts, which is broad enough to include partnerships with districts, teachers, nonprofits, while also emphasizing LACOE.

The board agreed to allow Ms. Graswich to edit the statement and provide a suggestion for the board to vote on at a later time.

Bylaws Modifications

The Executive Committee also discussed modifying the bylaws so that the board is no longer subject to the Brown Act, which has been a topic of discussion at several past meetings.

As stated in previous meetings, Greater LA must comply with the Brown Act because it "receives funds from a local agency and the membership of whose governing body includes a member of the legislative body of the local agency appointed to that governing body as a full voting member by the legislative body of the local agency."

Dr. Duardo shared that the board previously invited Mr. Patrick Saldana, Deputy General Counsel at LACOE, to a meeting and he explained that Dr. Perez's appointed Board position and the in-kind contributions from LACOE are reasons why the Foundation must comply with the Brown Act.

Changing the organization tax status has been an initial step in moving away from the Brown Act as the change in status opens up the organization to additional funding opportunities that would not have been available if the organization remained a supporting organization. This will ultimately allow Greater LA to rely less on in-kind support from LACOE.

Over the next few meetings, the board will begin modifying the bylaws and move away from the Brown Act requirements.

Dr. Garcia gave examples of how the Brown Act will make it difficult for the board to meet in-person at certain locations without making it open to the public. He also shared that it will be difficult to have future meetings in a virtual setting. He also shared that the board can still have a LACOE board member on the board of the foundation, as well the Superintendent, but it will need to be edited in the bylaws in a way that releases the organization from the Brown Act.



Board Chair and Chair-elect

The Executive Committee discussion also touched on the idea of rotating board leadership. As the Board Chair, Dr. Duardo's two-year term ends in August. The board had a discussion about electing a Chair and Chair-elect at the next meeting in July.

Dr. Duardo shared that the Chair-elect would prepare to assume the role of Board Chair, would fill the Board Chair position should it become vacant, and would preside over meetings in the absence of the acting Chair.

Mr. Steinhauser shared that rotating board leadership and electing a chair-elect is a great idea and important for board leadership development.

Dr. Garcia added that while the board would love to keep Dr. Duardo in the chair position, it would open up her schedule which is extremely impacted, and open up the opportunity for other members to expand their role.

Dr. Duardo added that it's always nice to distribute leadership and a wonderful opportunity to open up to other members.

Board Member Engagement/Retreat

The last item of discussion during the Executive Committee meeting was board member engagement. Dr. Duardo shared that it has been exciting that the foundation has significantly grown the board since it officially transitioned from Friends of LACOE. The Committee discussed finding ways to get board members involved in the work of the organization, creating a healthy board culture, orienting new board members, and also creating opportunities for members to interact with each other.

In addition to Board Members connecting through one-on-one meetings, a board retreat can also help to develop connections and engagement in a meaningful way. Over the next couple of months, the Greater LA team will begin planning for a board retreat and with two to three board members of a board retreat planning committee. The committee will work closely with the Greater LA team to plan the retreat, craft the agenda, and also making some logistical decisions.

Dr. Garcia shared that the group will have to determine if the retreat will be in-person or virtual. He invited the board to share topical items they'd like to discuss during the retreat.

Mr. David Sanford and Mr. Steinhauser agreed that a retreat would be a great idea especially in-person.

BOARD MEMBER NOMINATIONS



Ms. Gloria Rogers' board term is set to expire in June of 2021. Ms. Rogers also currently serves as our Board Secretary and Treasurer. Dr. Duardo shared that the board is so grateful for all that Gloria has contributed to the board and the organization.

Dr. Duardo asked Ms. Rogers if she is willing to seek re-election.

Ms. Rogers shared that she is happy to serve and appreciates the support. She shared that she would gladly serve again unless there are other people that would like to want to take on a role.

Dr. Garcia and Mr. Sanford acknowledged Ms. Rogers contributions and support to the foundation.

Dr. Duardo opened the floor for nominations.

Ms. Rogers was NOMINATED by Mr. Steinhauser; the nomination was SECONDED by Mr. Sanford. All Directors in attendance voted in favor of re-electing Ms. Rogers to the board. None opposed.

OTHER BUSINESS

LACOE UPDATE

Dr. Duardo shared the following highlights:

- She visited Long Beach Unified and was so impressed by how prepared they were to keep everyone safe when the schools reopened. She is going around the county to different districts to learn about some of the challenges they faced when reopening, what is working well, and how LACOE can best support them.
- Last week, LACOE wrapped up their last meeting with the student advisory council. It is the first time that LACOE has had a student advisory council for the superintendent. Dr. Duardo shared that the student leaders shared so much helpful information, drafted a letter to President Biden to advocate for what they want to see in education, and uplifted the need for mental health support for students. The student advisory council will continue through next year with new students coming on board.
- The unaccompanied youth coming across the border has also been a focus of LACOE. LACOE is coordinating a lot of the support and resources to best serve the children. LACOE along with other county departments have offered to support with instructional programs and other resources. In Pomona, LACOE has been working closely with Pomona Unified to make sure there is an instructional program in place for the children with a focus on English language and emotional/mental health.
- LACOE continues to support districts with COVID response around reopening and COVID testing in schools. LACOE is working with the LA County Department of Public Health to serve as a pass through for money for districts that are interested in providing COVID testing.



- LACOE is also focusing on graduations. Last year, a lot seniors missed out on in-person graduation ceremonies. LACOE is hoping that this year there is more clarity and opportunities for in-person graduations.
- LACOE is focused on learning recovery and acceleration, including summer school, tutoring, extended school year, peer support, and making sure funding is being used in a way that is really going to make a difference.
- LACOE recently had visits with the state legislatures. The visits gave an opportunity for LACOE to share which bills it is in support of. Legislative visits with federal representatives will follow.

Ms. Rogers applauded LACOE's efforts and asked if students will return to in-person full time in the next school year.

Dr. Duardo shared that everything is still fluid and LACOE still follows the health guidelines but more and more districts are reopening and feel that they are ready to reopen. The issue is that there are still many families that are not comfortable with sending their children to school yet. There is also a discrepancy in terms of which families are comfortable with sending their children back and which aren't, and the families that aren't are the poorest families and the families that live in the hardest hit communities. LACOE is looking at ways to make sure there are still options in place for those families that would prefer distance learning. LACOE also wants to make sure that it is being innovative and using technology in a way that will accelerate learning, whether it's a hybrid program or a supplemental program supporting traditional instruction.

Mr. Steinhauser asked if Dr. Duardo can use her political influence in support of the hybrid model. He shared that the hybrid model is truly the way of the future and Long Beach will have an online academy. A lot of kids that are participating in an online program want to go back to school for extracurricular activities so we need to make it easier for families to be able to do that and eliminate the bureaucratic red tape.

Dr. Duardo shared that during the legislative visits they talked about having hybrid options available for students. She stated that we must make sure that we do not get stuck in thinking it has to be the way it has always been done.

Member Updates

Dr. Garcia shared that LACOE and Greater LA recently partnered with the LA Mayor's Office to bridge county and city in support of students and summer learning. They created an initiative to provide access to summer opportunities for students. The Earn, Lear, Play website provides a one-stop shop for families to find summer enrichment opportunities for youth.



Lastly, he shared that Greater LA recently received some funding from California Community Foundation and Gates Foundation for an LA County dual enrollment network, which will launch in the summer.

BOARD MEETING CALENDAR

Dr. Duardo shared that the next scheduled meeting is Monday, April 28th at 9:30 a.m. The location of the meeting will be determined as the date approaches and in accordance with LA County's COVID-19 regulations, but will most likely be remote.

ADJOURNMENT

It was MOVED to adjourn at 2:35 p.m. by Ms. Rogers; SECONDED by Mr. Steinhauser. All in favor; none opposed.