

APPENDIX B

REQUIRED

DOCUMENTATION

LEAD Charter Corporate Board
(LEAD Charter and Leading Edge Academy Queen Creek Charter)

633 E. Ray Road, Ste 132, Gilbert, AZ 85296

MINUTES
September 20, 2018

All items on this Agenda were open for discussion and possible action, including reports and action items.

CALL TO ORDER: 1:00 PM

ROLL CALL: Delmer Geesey, Dan Sleezer, Jeremiah Womack, Vicky Schildgen, Rick Howard

PRESENT: Delmer Geesey, Jeremiah Womack, Vicky Schildgen, Rick Howard

ABSENT: Dan Sleezer

Also Present: Lori Anderson (Executive Director), Becki Krueger(Recorder)

It was noted that a quorum was present.

1. Minutes of the August 16, 2018, Board meeting were distributed. No edits were made after distribution and review by the Board.

Vicky Schildgen moved to approve the August 16, 2018 meeting minutes as presented. Rick Howard seconded. Delmer Geesey, Jeremiah Womack, Vicky Schildgen and Rick Howard all voted in favor of the Motion. Motion carried 4-0.

2. Discussion and possible action on transferring the LEAD Charter Schools dba Leading Edge Academy Queen Creek Charter Contract to Leading Edge Academy Queen Creek corporation: Lori Anderson led the discussion concerning the transfer of the Charter. LEAD Charter Schools, Inc currently holds two Charters: LEAD Charter Schools and LEAD Charter Schools dba Leading Edge Academy Queen Creek. Also, the Sole Member of the LEAD Charter Corporation recently voted on and approved changing the corporate structure to a Member Board for the LEAD Charter Schools corporation. This Board Structure change also provided for the Corporate and Governing Boards to be the same for the two Charters.

It was noted that transferring the Charter to a new corporation will allow for more localized stakeholder involvement for both Charters. This will allow for greater community and campus specific decisions, focus, and policies better serving the students and community. There is also some added liability protection that comes with having separate corporations and entities for the Charters. Additionally, this reduces the possibility of board decisions that may favor one Charter over the other. There is also the possibility that as a smaller single site school there will be more opportunities to receive grants and funding not available to larger Charter systems.

Delmer Geesey motioned to approve the Transfer of the LEAD Charter Schools dba Leading Edge Academy Queen Creek Charter to the Leading Edge Academy Queen Creek corporation, effective immediately. Vicky Schildgen seconded. Delmer Geesey, Jeremiah Womack, Rick Howard, and Vicky Schildgen all voted in favor of the motion. Motion carried 4-0

Call to Public: No public was present

Next Meeting Date: October 3, 2018 at 3:30 PM

Adjournment

There being no further business, Delmer Geesey, adjourned the meeting at 1:06 pm.

Leading Edge Academy Queen Creek

633 E. Ray Road, Ste 132, Gilbert, AZ 85296

MINUTES September 20, 2018

All items on this Agenda were open for discussion and possible action, including reports and action items.

CALL TO ORDER: 1:33 PM

ROLL CALL: Mark Leuning, Dan Sleezer, Steve Butcher, Joe Bilbrey, Jessica Darley

PRESENT: Mark Leuning, Dan Sleezer, Steve Butcher, Joe Bilbrey

ABSENT: Jessica Darley

Also Present: Lori Anderson (Presenter), Becki Krueger (Recorder)

It was noted that a quorum was present.

1. Election of Corporate Officers: This item was tabled until the next meeting in order to give the Board more time to interview potential officers (Vice President, Treasurer, etc).
2. Discussion and possible action on accepting the transfer of LEAD Charter Schools dba Leading Edge Academy Queen Creek Charter to Leading Edge Academy Queen Creek corporation from LEAD Charter Schools, Inc. : Lori Anderson led the discussion concerning the transfer of the Charter. LEAD Charter Schools, Inc. recently agreed to transfer the Charter to this corporation. The Sole Member of the LEAD Charter Corporation (Arizona Charter Solutions) recently voted on and approved changing the corporate structure to a Member Board for the LEAD Charter Schools corporation. This Board Structure change also provided for the Corporate and Governing Boards to be the same for the two Charters until the transfer of one of the Charter. LEAD Charter Schools rationale for transferring the Charter was discussed. Transferring the Charter to a new corporation will allow for more localized stakeholder involvement for both Charters. This will allow for greater community and campus specific decisions, focus, and policies better serving the students and community. There is also some added liability protection that comes with having separate corporations and entities for the Charters. Additionally, this reduces the possibility of board decisions that may favor one Charter over the other. There is also the possibility that as a smaller single site school there will be more opportunities to receive grants and funding not available to larger Charter systems.

Dan Sleezer motioned to accept the Transfer of the LEAD Charter Schools dba Leading Edge Academy Queen Creek Charter to the Leading Edge Academy Queen Creek corporation, effective immediately. Joe Bilbrey seconded. Mark Leuning, Dan Sleezer, Steve Butcher, and Joe Bilbrey all voted in favor of the motion. Motion carried 4-0

Call to Public: Public was present but no comments were made.

Next Meeting Date: October 3, 2018 at 3:00 PM

Adjournment

There being no further business, Mark Leuning, adjourned the meeting at 1:38 pm.

**ARTICLES OF INCORPORATION
OF A TAX-EXEMPT CORPORATION**

LEADING EDGE ACADEMY QUEEN CREEK

**ARTICLE I
NAME**

The name of the Corporation is

LEADING EDGE ACADEMY QUEEN CREEK

**ARTICLE II
PURPOSE**

This Corporation is organized and will operate as a nonprofit corporation under the laws of the State of Arizona, exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including, but not limited, to the operation of a charter school in the State of Arizona under A.R.S. § 15-181.

**ARTICLE III
CHARACTER OF AFFAIRS**

The character of affairs of the Corporation will be to manage, operate, guide, direct and promote public charter schools in the State of Arizona under A.R.S. §15-181, and such other educational activities as the Board of Directors may determine from time to time.

**ARTICLE IV
TAX-EXEMPT STATUS**

No part of the net earning of the Corporation will inure to the benefit of, or be distributable to its members, directors, officers, or otherwise private persons, except that the Corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the Corporation will carry on of propaganda, or otherwise attempt to influence legislation, and the Corporation will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation will not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws); or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the United

States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

ARTICLE V DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors will, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all its assets exclusively for the purposes of the Corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purpose as will at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws) as the Board of Directors may determine. Any such assets not disposed of will not be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court may determine, which are organized and operated exclusively for such purpose.

ARTICLE VI INDEMNIFICATION

The Corporation will indemnify its directors, officers, employees and agents against all expenses incurred by them, including but not limited to legal fees, judgments, penalties, and amounts paid in settlement or compromise, which may arise from or be incurred, rendered, or levied in any legal action brought or threatened against them for or on account of any action or omission alleged to have been committed while acting within the scope of employment as a director, officer, employee or agent of the Corporation, whether or not any action is or has been filed against them and whether or not any settlement or compromise is approved by a court. Indemnification will be made by the Corporation whether the legal action brought or threatened is by or in the right of the Corporation or by any other person. Whenever any director, officer, employee or agent reports to the Board of Directors of the Corporation that he or she has incurred or may incur expense, including, but not limited to, legal fees, judgments, penalties, and amounts paid in settlement or compromise in a legal action brought or threatened against him or her for or on account of any action or omission alleged to have been committed by him or her while acting in the scope of his or her authority as a director, officer, employee or agent of the Corporation, the Board of Directors will, at the next regular or at a special meeting held within a reasonable time thereafter, determine in good faith whether, in regard to the matter involved in the action or contemplated action, that person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent. If the Board of Directors determines in good faith that the person did not act, fail to act, or refuse to act willfully or with gross negligence or with fraudulent or criminal action, indemnification will be mandatory and will automatically extend as specified herein; provided that the Corporation will have the right to refuse indemnification in any instance in which the person to whom the indemnification would

otherwise have been applicable unreasonably refuses to permit the Corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

ARTICLE VII
BOARD OF DIRECTORS

The initial Board of Directors will consist of five (5) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of directors or until their successors are elected and qualified are:

Mark Leuning
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

Dan Sleezer
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

Steve Butcher
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

Joseph Bilbrey
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

Jessica Darley
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

The number, term, qualifications, and method of election of the directors are as specified in the Bylaws of the Corporation.

ARTICLE VIII
OFFICERS

The Officers of the Corporation will consist of a President and Secretary. The names and addresses of the persons who are to serve each respective office are:

President:

Mark Leuning
633 E. Ray Road, Suite 132

Gilbert, AZ 85296

Secretary:

Dan Sleezer
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

ARTICLE IX
KNOWN PLACE OF BUSINESS

The street address of the known place of business of the Corporation is:

633 E. Ray Road, Suite 132
Gilbert, AZ 85296

ARTICLE X
STATUTORY AGENT

The name and address of the initial statutory agent of the Corporation will be:

Becki Krueger
633 E. Ray Road, Suite 132
Gilbert, AZ 85296

ARTICLE XI
INCORPORATOR

The name and address of the incorporator of the Corporation will be:

WILLIAM J. GELM, ESQ.
Buchalter Nemer, P.C.
16435 N. Scottsdale Rd., Suite 440
Scottsdale, AZ 85254

ARTICLE XII
DISCRIMINATION

The Corporation will not practice or permit discrimination on the basis of sex, race, national origin, religion, physical handicap or disability.

ARTICLE XIII
MEMBERS

The Corporation will not have membership.

ARTICLE XIV
LIMITATION OF LIABILITY

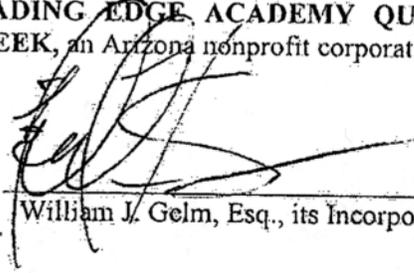
To the fullest extent permitted by the Arizona Revised Statutes, as the same exists or may hereafter be amended, a director of the Corporation will not be liable to the Corporation for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this Article XIV, whether direct or indirect, will eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the Articles of Incorporation for and on behalf of the Corporation this 10th day of July, 2018.

LEADING EDGE ACADEMY QUEEN
CREEK, an Arizona nonprofit corporation

By:

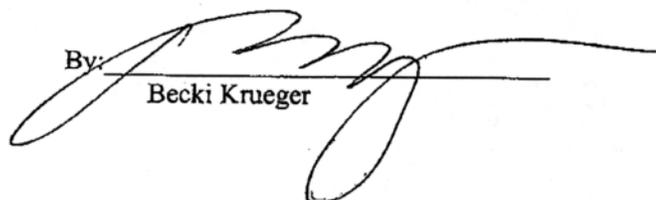


William J. Gelm, Esq., its Incorporator

**STATE OF ARIZONA
CONSENT TO ACT AS STATUTORY AGENT**

The undersigned, Becki Krueger, has been and is a bona fide resident of the State of Arizona for at least three years, is over the age of 18, and consents to act as Agent for service of process of Academy of Distinction, Inc., an Arizona nonprofit corporation, until he is remove or he submits his resignation in accordance with Arizona Revised Statutes.

DATED this 27 day of July, 2018.

By: 
Becki Krueger



DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

CERTIFICATE OF DISCLOSURE

RECEIVED

Read the Instructions *C003i*

AUG 28 2018

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

1. ENTITY NAME – give the exact name of the corporation in Arizona:

LEADING EDGE ACADEMY QUEEN CREEK

2. FELONY/JUDGMENT QUESTIONS :		
Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:		
2.1	Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2.3	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2.4	If any of the answers to numbers 2.1, 2.2, or 2.3 are YES, you MUST complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.	

3. BANKRUPTCY QUESTION:		
3.1	Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in any other corporation (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3.2	If the answer to number 3.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.	

IMPORTANT: If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

SIGNATURE REQUIREMENTS:	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

William J. Gelm, Esq.

Name
c/o Buchalter

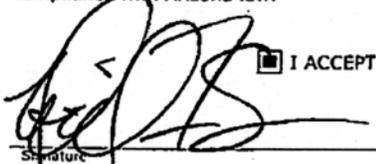
Address 1
16435 N. Scottsdale Road, Suite 440

Address 2
Scottsdale AZ 85254

City State Zip
Country UNITED STATES

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.

 I ACCEPT

Signature
William J. Gelm, Esq. 08/28/2018
Printed Name Date

REQUIRED - check only one:

- Incorporator** - I am an incorporator of the corporation submitting this Certificate.
- Officer** - I am an officer of the corporation submitting this Certificate
- Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- Director** - I am a Director of the credit union or loan company submitting this Certificate.

Name

Address 1

Address 2

City State Zip

Country

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature
Printed Name Date

REQUIRED - check only one:

- Incorporator** - I am an incorporator of the corporation submitting this Certificate.
- Officer** - I am an officer of the corporation submitting this Certificate
- Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- Director** - I am a Director of the credit union or loan company submitting this Certificate.

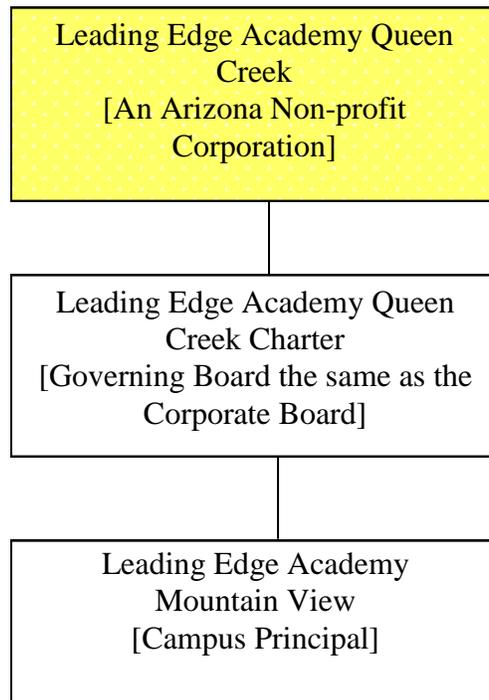
Filing Fee: None	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007
All fees are nonrefundable - see Instructions.	Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business. All documents filed with the Arizona Corporation Commission are public record and are open for public inspection. If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

Leading Edge Academy Queen Creek Organizational Chart

Governance Structure Narrative:

The Leading Edge Academy School Corporate Board and Governing Body are one and the same and have the responsibilities as described in the Corporate Bylaws.



BYLAWS
OF
LEADING EDGE ACADEMY QUEEN CREEK,
an Arizona nonprofit corporation

ARTICLE 1
NAME

Section 1.1 *Name*. The name of this nonprofit corporation will be LEADING EDGE ACADEMY QUEEN CREEK (the “Corporation”).

ARTICLE 2
PURPOSES AND DEDICATION

Section 1.1 *Purposes*. This Corporation is organized and will operate as a nonprofit corporation under the laws of the State of Arizona, exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including, but not limited to, the operation of charter schools in the State of Arizona (each school will be individually referred to hereinafter as a “charter school” or collectively as “charter schools”).

Section 1.2 *Not-for-profit Corporation; Nonpartisan Activities*. This Corporation has been formed under the Arizona Nonprofit Corporation Act (Arizona Revised Statutes (“A.R.S.”) § 10-3101 *et seq.*) for the purposes described above, and it will be nonprofit and nonpartisan. The Corporation will neither directly nor indirectly perform any act or transact any business that would jeopardize its status as a charter school in the State of Arizona or that would jeopardize any tax-exempt status of the Corporation under the Arizona Nonprofit Corporation Act and any Internal Revenue laws, including the tax-exempt status of the Corporation under Section 501(c)(3) of the Internal Revenue Code and its regulations as any of those laws and regulations may exist or may hereafter be amended. No substantial part of the activities of the Corporation will consist of the publication or dissemination of materials with the purpose of attempting to influence legislation. The Corporation will not participate or intervene in any political campaign on behalf of any candidate for public office, or for or against any cause or measure being submitted to the people for a vote.

Section 1.3 *Dedication of Assets*. This Corporation’s assets are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of the Corporation will, during the Corporation’s existence or upon dissolution or otherwise, inure to the benefit of any private person or individual, or to any Director or officer of the Corporation. On liquidation or dissolution, all properties and assets remaining after payment or provision for payment of all debts and liabilities of the Corporation will be distributed to entities, trusts, funds, or corporations that are organized and operated exclusively for charitable purposes and that have established exempt status under Section 501(c)(3) of the Internal Revenue Code.

Section 1.4 *Prohibition against Private Inurement and Excess Benefit.*

a. No director, officer, employee of the Corporation, member of any committee of the Corporation, or any other private individual will receive at any time, any of the net earnings or pecuniary profit of the Corporation, except that the Corporation may pay reasonable compensation for services rendered in accordance with these Bylaws; provided, however, that compensation will not be paid if such payment would constitute an unreasonable act of self-dealing, or would result in the termination of the Corporation's tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

b. In the event of the Corporation's dissolution, no Director, officer, employee of the Corporation, member of a committee of the Corporation, or any other private individual will be entitled to share in the distribution of any of the corporate assets. All Directors will be deemed to have expressly consented and agreed that upon such dissolution or winding up of the Corporation's affairs, whether voluntary or involuntary, all of the Corporation's assets remaining after all debts have been satisfied will be distributed exclusively to other tax-exempt corporations that operate with similar purposes as the Corporation's purposes provided in these Bylaws and in the Articles of Incorporation.

Section 1.5 *Non-Discrimination Policy.* The Corporation, in its operation as a charter school that is non-sectarian and publicly funded, will admit students of any gender, religion, race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the charter school. Any charter school managed or operated by the Corporation will not discriminate on the basis of gender, religion, race, color, sexual orientation, or national and ethnic origin in the charter school's administration of its educational policies, admissions policies, or charter school administered programs.

ARTICLE 3
MEMBERSHIP

Section 3.1 *No membership.* Unless and until these Bylaws are amended to provide otherwise, the Corporation will have no membership.

ARTICLE 4
BOARD OF DIRECTORS

Section 4.1 *Board of Directors.* The corporate board of the Corporation will be known and described as the "Board of Directors" or the "Board" and each member of the Board of Directors will be known and described as a "Director" of the Corporation.

Section 4.2 *General Powers.* Subject to the limitations of the Arizona Nonprofit Corporation Act, the Corporation's Articles of Incorporation, and these Bylaws, the activities and affairs of the Corporation will be conducted and all corporate powers will 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 will be managed and all corporate powers will 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 will 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 4.3 *Specific Powers.* Without prejudice to its general powers, but subject to the same limitations set forth in Section 1.4 above, the Board will 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 therefor that are not inconsistent with the law, the Corporation's Articles of Incorporation or these Bylaws as it deems best;

c. To adopt, make, and use a corporate seal, and to alter the form of the seal from time to time as it deems best;

d. To borrow money and incur indebtedness for the purpose of the Corporation, and to cause to be executed and delivered in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations and other evidences of debt and securities;

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; and

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

Section 4.4 *Number; Composition; Qualifications.* The number of Directors on the Board of Directors will be no less than three (3) and no more than ten (10). All Directors will be designated by the existing Board of Directors at the Corporation's annual meeting of the Board of Directors. The initial Board of Directors will serve staggered terms of three years. Thereafter, each Director will hold office for a term of three years with approximately one-third of the Directors being elected at each annual meeting. Each Director will hold office until the annual meeting when his or her term expires, or until the Board of Directors designates and qualifies a successor Director. A majority of the Board of Directors must reside in the United States of America.

Section 4.5 *Restriction on Interested Persons as Directors.* No more than 20% of the persons serving on the Board of Directors may be interested persons. An “interested person” is (a) any person compensated by the Corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, and (b) any spouse, child, grandchild, parent, grandparent, brother or sister by whole or half-blood of the Board of Director’s member, or the child, grandchild, parent, grandparent, brother, or sister by whole or half-blood of the Board of Director’s member’s spouse. However, any violation of this Section 4.5 will not affect the validity or enforceability of transactions entered into by the Corporation. The Board of Directors may adopt other policies circumscribing potential conflicts of interest.

Section 4.6 *Events Causing Vacancies.* A vacancy or vacancies on the Board of Directors will occur in the following instances: (a) the death, resignation, or removal of any Director; (b) the declaration by resolution of the Board of Directors of a vacancy in the office of a Director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under Arizona Nonprofit Corporation Act; or (c) the increase of the authorized number of Directors.

Section 4.7 *Resignation of Directors.* Except as provided below, any Director may resign by giving written notice to the Chairperson of the Board of Directors of the Corporation, if any, or to the President or the Secretary. The resignation will be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a Director’s resignation is effective at a later time, the Board of Directors may elect a successor Director to take office as of the date when the resignation becomes effective. The Board of Directors of the Corporation need not “accept” a resignation for it to be effective.

Section 4.8 *Removal of Directors.* Any Director may be removed, with or without cause, by vote of the Board of Directors of the Corporation at a special meeting called for that purpose, or at a regular meeting, provided that notice of that meeting and of the removal issue is given in compliance with the applicable law. Any vacancy caused by the removal of a Director will be filled as provided in Section 5.5, herein.

Section 4.9 *Place of Meetings.* Meetings will be held at a place within the State of Arizona designated by the Board of Directors that has been designated by resolution of the Board of Directors or in the notice of the meeting.

Section 4.10 *Annual and Regular Meetings.* The Directors will meet at least once in each fiscal year for the purpose of the election of Directors, appointment of officers, review and approval of the corporate budget and transaction of other business. The Board of Directors may hold such other meetings from time to time at such time and place fixed by the Board of Directors by resolution, or stated in the notice of the meeting. If the scheduled date falls on a legal holiday, the meeting will be held on the next full business day. At the meeting, officers may be appointed and other proper business may be transacted. Including the annual meeting, the Directors will meet not less than three times per fiscal year at such places and times as will be determined by the Board of Directors.

Section 4.11 *Special Meetings*. Special meetings of the Board of Directors may be called at any time by the Chairperson of the Board of Directors, if any, or by any two Directors. The party or parties calling a special meeting will determine the place, date, and time thereof.

Section 4.12 *Notices of Meetings*. The notice must state the time and place for the meeting, and must include an agenda of matters to be discussed.

Section 4.13 *Quorum*. A majority of the voting Board of Directors then in office will constitute a quorum. All acts or decisions of the Board of Directors will be by majority vote based upon the presence of a quorum.

Section 4.14 *Actions Without a Meeting; Teleconference Meetings*.

(a) Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken by the Board may be taken without a meeting if a majority of the Directors consent in writing. Such consent may be communicated to the Chairperson of the Board of Directors, if any, the President, or the Secretary through fax, mail, or electronic mail. Consents must be filed with the minutes of the proceedings of the Board of Directors to memorialize the action of the Board of Directors.

(b) Directors on the Board of Directors may participate in teleconference meetings.

Section 4.15 *Adjournment*. The Board of Directors may adjourn any Board of Directors meeting to another time or place. If a meeting is adjourned for more than twenty-four (24) hours, notice of such adjournment to another time or place will be given, prior to the time schedule for the continuation of the meeting, to any Director who was not present at the time of the adjournment.

Section 4.16 *Non-Liability of Directors*. No Director or Officer of the Corporation will be personally liable for the debts, liabilities, or other obligations of the Corporation.

Section 4.18 *Standard of Care*. A Director will perform all duties customarily performed by a director of a corporation, including duties as a member of any committee of the Board of Directors of the Corporation on which the Director may serve, in good faith, in a manner that the Director believes to be in the best interests of the Corporation, and with such care, including the duty to make a reasonable inquiries, as an ordinarily prudent person in a like situation would use under similar circumstances. 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: (i) one or more officers or employees of the Corporation whom the Director believes to be reliable and competent in the matters presented; (ii) 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 (iii) a committee of the Board of Directors upon which the Director does not serve as to matters within that committee's designated authority, provided the Director believes that the committee merits confidence and the Director acts in good faith, after reasonable inquiry when the need therefor is indicated by the circumstances, and without knowledge that would cause such reliance to be unwarranted.

ARTICLE 5 GOVERNING BOARDS

Section 5.1 *Establishment of Governing Boards.* For each charter school or charter contract (each, a “Charter”), as required by applicable law or as determined by the Board, the Board of Directors may establish a local “Governing Board,” to perform such duties and acts as required by applicable law or established in writing by the Board of Directors. The Corporate Board will serve as the Governing Board until and unless it determines to establish a separate Governing Board. Each member of the Governing Board will also be known and described as a “Governing Board Director.”

Section 5.2 *Name.* Each such Governing Board, if established, will be known and described as the “Governing Board of [the name of the school established by the Corporation]”.

Section 5.3 *General Powers; Express Limitation to Act.* Except as otherwise provided for herein, the Governing Board will be responsible for the ratification of the acts of the charter school administrators and the performance of any and all other acts required to be performed by a governing board of a charter school by state or federal statute and/or by the Charter contract entered into by the Corporation and the Arizona State Board for Charter Schools, including acts associated with the normal day-to-day operations of the school, but not including acts reserved for the Board of Directors of the Corporation described in Article 4, above. Notwithstanding the foregoing, the Governing Board will not under any circumstances, except by resolution of the Governing Board and with the authorization, approval, or ratification of the Board of Directors: (a) enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation; (b) enter into any loan in the name of and on behalf of the Corporation and no indebtedness may be issued in its name; (c) acquire, own, sell, lease, contract or otherwise dispose of the Corporation’s business assets; or (d) recast, modify, consolidate, or extend any debt obligations of the Corporation. Except as authorized by the Corporation, no member of the Governing Board will have any power to bind the Corporation by any contract or engagement or pledge the Corporation’s credit, or to render the Corporation liable for any purpose in any amount. Notwithstanding anything set forth herein to the contrary, the Board of Directors will have the absolute right to amend, modify, reject, or overturn any decision made by the Governing Board in its sole and absolute discretion of the Board of Directors.

Section 5.4 *Number; Composition; Qualifications.* The number of directors on the Governing Board (each, a “Governing Board Director”) will be no less than five (5) and no more than nine (9). All Governing Board Directors will be designated by the existing Board of Directors of the Corporation. All Governing Board Directors will be designated at the Corporation’s annual meeting of the Board of Directors. Each Governing Board Director will hold office unless otherwise removed from office in accordance with these Bylaws, or until a successor director has been designated and qualified. The Board of Directors will endeavor that the Governing Board be comprised of: (i) parents of students currently enrolled at the charter school; (ii) community members; (iii) full-time certificated employees; (iv) the principal of the school as a non-voting member; and (v) a current member of the Board of Directors as a non-voting member. Each Governing Board Director must: (a) be over the age of eighteen (18); (b) pass a background check or other regulatory inquiries as required by Arizona law, federal law, or

regulations of governmental agencies having regulatory authority over the affairs of the school or charter contract, which will include, at a minimum, a fingerprint check showing that there exists no criminal records that could adversely affect the Corporation or its operation of the charter school; and (c) establish that each Governing Board Director possesses significant experience and qualifications to further the educational and charitable purposes of the Corporation as set forth herein, including, without limitation, educational, business, managerial, or fund-raising skills.

Section 5.5 Voting Restrictions on Employee Governing Board Members. Governing Board Directors who are employed by the charter school are deemed to have a disqualifying interest for purposes of personnel actions, budget adoption, and employee evaluation issues. The requirements of the school conflict of interest code, including disclosure and recusal, must be followed for any disqualifying interest. The above enumerated disqualifying interests are not exclusive and are in addition to any disqualifying interests that may be determined on a case-by-case basis.

Section 5.6 Director Term. Each Governing Board Director will hold office for three (3) years, not to exceed two successive terms, or until a successor director has been designated and qualified. Directors are encouraged to serve two consecutive terms. The “term” of service is defined as either the completion of three (3) years of service, or the end of the relationship with the charter school, which means, for employee representative directors, termination or resignation of employment with the charter school, and for parent representative directors, the failure to have at least one child attending charter school, whichever occurs first.

Section 5.7 Events Causing Governing Board Vacancies. A vacancy or vacancies on the Governing Board will occur in the following instances: (a) the death, resignation, or removal of any Director; (b) the declaration by resolution of the Board of Directors of a vacancy in the office of a Director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under Arizona Nonprofit Corporation Act; (c) the increase of the authorized number of Directors; or (d) for employee representative Directors, termination, or resignation of employment with the charter school; and (e) for parent representative Directors, the failure to have at least one child attending the charter school.

Section 5.8 Resignation of Governing Board Directors. Except as provided below, any Governing Board Director may resign by giving written notice to the Chairman of the Board of Directors of the Corporation, if any, or to the President or Secretary of the Corporation, or to the Chairperson of the Governing Board, if any. The resignation will be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a Governing Board Director’s resignation is effective at a later time, the Governing Board of Directors may elect a successor to take office as of the date when the resignation becomes effective. Neither the Governing Board nor the Board of Directors of the Corporation must “accept” a resignation for it to be effective.

Section 5.9 Removal of Governing Board Directors. Any Governing Board Director may be removed, with or without cause, by vote of the Board of Directors of the Corporation at a

special meeting called for that purpose, or at a regular meeting, provided that notice of that meeting and of the removal issue is given in compliance with the applicable law. Any vacancy caused by the removal of a Director will be filled as provided in Section 5.10, herein.

Section 5.10 *Vacancies Filled by the Board.* Vacancies on the Governing Board may be filled by the recommendation of the other Governing Board Directors and approval of the Board of Directors.

Section 5.11 *Place of Meetings.* Meetings will be held at the principal office of the Corporation, unless otherwise designated by the Governing Board. The Governing Board may designate that a meeting be held at any place within Arizona that has been designated by resolution of the Governing Board or in the notice of the meeting.

Section 5.12 *Meetings; Annual Meetings.* At a minimum, the Governing Board will meet eight times a year for the purpose of organization and the transaction of such other business as may properly be brought before the Governing Board. Governing Board meetings will be held at times, dates, and places as may be specified and noticed by resolution of the Governing Board. All meetings of the Governing Board will be called, held, and conducted in accordance with the terms and provisions of A.R.S. § 38-431 *et seq.* (“Open Meeting Law”). In the event that an action is taken in violation of Open Meeting Law, such action will be null and void, unless such action has been ratified by the Board of Directors in accordance with the provisions of Open Meeting Law.

Section 5.13 *Regular Meetings.* Regular meetings of the Governing Board will be held during the months of August, October, November, January, March, April, June, and July, unless: (i) another date is designated by such Governing Board and notice is properly given; or (ii) the Governing Board votes to cancel a regular meeting.

Section 5.14 *Special Meetings.* Special meetings of the Governing Board may be called at any time by the Chairperson of the Governing Board, if any, or by any two (2) Governing Board Directors. The party or parties calling a special meeting will determine the place, date, and time thereof.

Section 5.15 *Notice of Meetings.* The notice must state the time and place for the meeting, and must include an agenda of matters to be discussed in compliance with Meeting Law.

Section 5.16 *Quorum.* A majority of the voting Governing Board Directors then in office will constitute a quorum. All acts or decisions of the Governing Board will be by majority vote based upon the presence of a quorum.

Section 5.17 *Teleconference Meetings.* Members of the Governing Board may participate in teleconference meetings so long as the public may also attend, and so long as the requirements under Open Meeting Law are satisfied.

Section 5.18 *Executive Session*. The Governing Board may hold private executive sessions in accordance with Open Meeting Law. Legal action involving a final vote or decision will not be taken at an executive session, except that the Governing Board may instruct the Corporation's attorneys or representatives as provided for under the Open Meeting Law. A public vote taken in accordance with Open Meeting Law will be taken before any legal action binds the Governing Board in accordance with A.R.S. Section 38-431.03(D). Notice and/or agendas for an executive session will state the provision of law authorizing the executive session; provided, however, that the notice and/or agenda will in no event include information that would defeat the purpose of the executive session. Minutes of executive sessions must be kept confidential except from (a) the Governing Board members; (b) officers, appointees or employees who were the subject of discussion or consideration of such executive session; (c) the auditor general on a request made in connection with an audit authorized by law; and (iv) a county attorney or the attorney general when investigating alleged violations of Open Meeting Law.

Section 5.19 *Adjournment*. The Governing Board may adjourn any Governing Board meeting to another time or place. If a meeting is adjourned for more than twenty-four (24) hours, notice of such adjournment to another time or place will be given, prior to the time schedule for the continuation of the meeting, to any Governing Board Directors who were not present at the time of the adjournment, and to the public in the manner prescribed by the Open Meeting Law.

Section 5.20 *Compensation and Reimbursement*. Governing Board Directors may not receive compensation for their services as members of the Governing Board. However, reimbursement of expenses, as the Board of Director of the Corporation may establish to be just and reasonable, may be provided.

Section 5.21 *Non-Liability of Governing Board Directors*. No Governing Board Director will be personally liable for the debts, liabilities, or other obligations of the Corporation.

Section 5.22 *Standard of Care*. A Governing Board Director will perform all duties of a Director, including duties as a member of any committee of the Governing Board on which the Governing Board Director may serve, in good faith, in a manner such Governing Board Director believes to be in the best interests of the charter school, and with such care, including the duty to make a reasonable inquiries, as an ordinarily prudent person in a like situation would use under similar circumstances. In performing the duties of a Governing Board 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: (i) one or more officers or employees of the Corporation whom the Director believes to be reliable and competent in the matters presented; (ii) 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 (iii) a committee of the Governing Board upon which the Director does not serve as to matters within that committee's designated authority, provided the Director believes that the committee merits confidence and the Director acts in good faith, after reasonable inquiry when the need therefor is indicated by the circumstances, and without knowledge that would cause such reliance to be unwarranted.

Section 5.23 *Compliance with Laws Governing Student Records*. The charter school, the Board of Directors, and the Governing Board will comply with all applicable provisions of the

Family Education Rights Privacy Act (“FERPA”) as set forth in Title 20 of the United States Code Section 1232g and attendant regulations as they may be amended from time to time.

ARTICLE 6 OFFICERS

Section 6.1 *Officers.* The officers of the Corporation will consist of a President and Secretary, and any such other officers as the Board of Directors may appoint, including, without limitation, a Treasurer and/or any number of Vice-Presidents. A person may hold more than one of these offices at one time; provided, however, that the offices of President and Secretary may not be held by the same person. Officers may be elected for three (3) consecutive terms. Except as authorized by the Board of Directors, no officer will have any power to bind the Corporation by any contract or engagement or pledge its credit or to render it liable for any purpose in any amount.

Section 6.2 *Appointment and Qualification.* The Board will appoint all officers of the Corporation for terms of one (1) year, or until their successors are appointed and qualified.

Section 6.3 *Removal.* Subject to the rights, if any, of the officer under any contract of employment, any officer of the Corporation may be removed with or without cause by the Board at any time.

Section 6.4 *Resignation.* Any officer may resign at any time by giving written notice to any member of the Board. Any such notice of resignation will take effect at the date of the receipt of that notice or at any later time specified by that notice and unless otherwise specified in that notice, the acceptance of the resignation will not be necessary to make it effective. The Board does not have to “accept” a resignation for it to be effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party.

Section 6.5 *Vacancies.* In the event of a vacancy in any office other than the President, or one appointed in accordance with these Bylaws, such vacancy will be filled temporarily by appointment by the Chairperson of the Board, or if non, the President of the Corporation. The appointee will remain in office for sixty (60) days, or until the next regular meeting of the Board, whichever comes first. Thereafter, the position can be filled only by action of the Board. After the next regular meeting of the Board or sixty days, whichever comes first, the Board will fill the vacant office in the manner prescribed in these Bylaws for regular appointments to that office. If the vacancy is in the office of the President, the Board will fill the vacant office in the manner prescribed in these Bylaws for regular appointments to that office.

Section 6.6 *Chairman of the Board*

The Chair of the Board (if there be such an officer) shall, if present, preside at all meetings of the Board and the Executive Committee, act as a liaison between the Board and the President to help ensure the Board’s directives and resolutions are carried out, and exercise and perform such other powers and duties as may be from time to time prescribed by the Board. More specifically, the Chair of the Board shall be responsible for:

- Leading the Board and Executive Committee to carry out its governance functions
- Ensuring the Board has approved policies to help ensure sound and compliant governance and management of the organization
- Assessing the performance of the Board and its committees
- Assuring ongoing recruitment, development, and contributions of Board members
- Partnering with the President/CEO to help ensure the Board's directives, policies, and resolutions are carried out
- Coordinating an annual performance review of the President/CEO
- Setting priorities and creating agendas for meetings of the Board
- Presiding over meetings of the Board
- Serving as an ambassador of the organization and advocating its mission to internal and external stakeholders

Section 6.7 *President.* The President is the chief executive officer of this corporation and has, subject to the control of the Board, general charge of the Corporation's business, activities, officers (other than the Chair of the Board), and supervision of its affairs. The President will exercise and perform such other powers and duties as may be from time to time assigned to him by the Board or prescribed by the Bylaws. The President has the general powers and duties of the management usually vested in the office of president of a corporation and such other powers and duties as may be prescribed by the Board. The President will be an ex-officio member of all committees, countersign all financial certificates, and enforce the Bylaws. Among other things, the President shall be responsible for:

- Ensuring the organization's activities are compliant and in furtherance of its mission
- Leading, managing, and developing the organization's employees, volunteers, and organizational culture
- Developing, informing, and supporting the board and the board committees to carry out their governance functions
- Partnering with the Chair of the Board to help ensure the Board's directives, policies, and resolutions are carried out
- Developing and maintaining beneficial relationships with stakeholders
- Championing the organization and advocating its mission to internal and external stakeholders
- Keeping informed and the organization's leadership informed of significant developments and changes in the internal and external environment
- Leading the organization's planning processes

Section 6.8 *Secretary.* The Secretary will keep or cause to be kept, at the Corporation's principal office or such other place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings will include the time and place that the meeting was held; whether the meeting was annual, regular, or special, and, if special, how authorized; the notice given; the names of persons present at the meetings. The Secretary will keep or cause to be kept, at the principal office of the Corporation, a copy of the Articles of Incorporation and Bylaws, as amended to date. The Secretary will give, or cause to be given, notice of all meetings of the Board, and of committees

of the Board that these Bylaws require to be given. The Secretary will keep the corporate seal, if any, in safe custody and will have such other powers and perform such other duties as the Board or the Bylaws may require.

Section 6.9 *Treasurer*. The Treasurer, if such an office exists, will send or cause to be given to the Directors such financial statements and reports as are required to be given by law, by these Bylaws, or by the Board. The books of account will be open to inspection by any Board Director at all reasonable times. The books of account dealing with issues related to the charter school will be open to inspection by any Governing Board director of that charter school at all reasonable times. The Treasurer will (a) 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 the Board of Directors may designate; (b) disburse the Corporation's funds as the Board of Directors may order; (c) render to the President, the Board, or the Board of Directors, when requested, an account of all transactions as Treasurer and of the financial condition of the Corporation; and (d) have such other powers and perform such other duties as the Board or the Bylaws may require.

Section 6.10 *Compensation*. Officers may receive salaries paid by the Corporation. The salaries of officers, if any, will be fixed from time to time by resolution of the Board or by the person or committee to whom the Board has delegated this function, and no officer will be prevented from receiving such salary by reason of the fact that he or she is also a Director. In all cases, any salaries received by officers will be reasonable and given in return for services actually rendered for the Corporation that relate to the performance of the public benefit purposes of the Corporation. No salaried officer serving as a Director will be permitted to vote on his or her own compensation as an officer. The Board will periodically review the fairness of compensation, including benefits paid to a specific officer (a) once the officer is hired, (b) upon any extension or renewal of the officer's term, and (c) when the officer's compensation is modified, unless all employees are subject to the same general modification of compensation.

ARTICLE 7 COMMITTEES

Section 7.1 *Board Committees*. The Board may create one or more standing or ad hoc committees, each consisting of at least two (2) members of the Board, to serve at the direction of the Board. Appointments to such Board committees will be by majority vote of the Directors then in office, and the Chairperson of such Board committees will be appointed by the Chairperson of the Board, if any, or the President. The Governing Board may appoint one or more Directors as alternate members of any such committee, who may replace any absent member at any meeting. Unless otherwise provided in these Bylaws or by the laws of the State of Arizona, each committee will 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 that 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;
- e. Appoint committees of the Board or the members thereof; or
- f. Take any action for which Arizona law requires the approval of the Board.

Section 7.2 *Meetings and Action of Board Committees.* The Board will have the power to prescribe the manner in which proceedings of any such Board committee will be conducted. In the absence of any such prescription, the committee will have the power to prescribe the manner in which its proceedings will be conducted. Unless the Board or such committee will otherwise provide, meetings and actions of Board committees will be governed by, held and taken in accordance with, the provisions of Article 4 of these Bylaws that concern meetings of the Board, with such changes in those provisions 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 or by resolution of the committee. Notice of special meetings of Board committees will be given to any and all alternate members who will 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 7.3 *Other Committees.*

a. The President, subject to the limitations imposed by the Board, or the Board, may create other committees, either standing or special, to serve the Board that do not have the powers of the Board. The President will appoint members to serve on such committees, and will designate the committee chairperson. Each member of a committee will continue as such until the next annual election of officers and until his or her successor is appointed, unless the member sooner resigns or is removed from the committee.

b. Meetings of a committee may be called by the President of the Board, the Chairperson of the committee, or a majority of the committee's voting members. Each committee will 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 will constitute a quorum for the transaction of business at any meeting of the committee. Each committee may keep minutes of its proceedings and will report periodically to the Board. A committee may take action by majority vote.

c. Any member of a committee may resign at any time by giving written notice to the chairperson of the committee or to the President of the Board. Such resignation will take effect upon the date of receipt or at any later time specified in the notice. The committee does not have to "accept" a resignation for it to be effective. The President may, with the Board's approval, remove any appointed member of a committee. The President, with the Board's

approval, will appoint a member to fill a vacancy in any committee or any position created by an increase in the membership for the unexpired portion of the term.

ARTICLE 8 SELF-DEALING TRANSACTIONS

Section 8.1 *Definition of Self-Dealing Transaction.* A self-dealing transaction is a transaction to which the Corporation is a party and in which one or more of the Directors (each an “Interested Director”) has a material financial interest. Notwithstanding this definition of self-dealing transaction, the following transactions are not self-dealing transactions, and are subject to the Board's general standard of care:

a. An action by the Board fixing the compensation of a Director as a Director or officer of the Corporation; a Director whose compensation is being address must, however, recuse himself or herself from all deliberations and voting on the issue;

b. A transaction that is part of a public or charitable program of the Corporation if the transaction is (1) approved or authorized by the Corporation in good faith and without unjustified favoritism, and (2) results in a benefit to one or more Directors or their families because they are in a class of persons intended to be benefited by the program;

c. A transaction of which the interested Directors have no actual knowledge, and which does not exceed one percent (1%) of the Corporation's gross receipts for the fiscal year immediately preceding the year in which such transaction occurs or, One Hundred Thousand Dollars (\$100,000), whichever amount is smaller.

Section 8.2 *Action of the Board.* If the transaction appears to be a self-dealing transaction, the Interested Director must demonstrate the following in order to sustain the validity of the transaction:

a. That, prior to consummating the transaction or any part thereof, the Board authorized or approved the transaction in good faith by vote of a majority of the Directors then in office excluding the vote of the interested Director(s) and with knowledge of the material facts concerning the transaction and the interested Director’s interest in it. Except as provided in Section 7.2, action by a committee of the Board will not satisfy this requirement; and

b. That either:

(1) prior to authorizing or approving the transaction, the Board considered and in good faith determined after reasonable investigation that the Corporation could not have obtained a more advantageous arrangement with reasonable effort under the circumstances; or

(2) the Corporation in fact could not have obtained a more advantageous arrangement with reasonable effort under the circumstances; and

- c. That the Corporation entered into the transaction for its own benefit; and
- d. That the transaction was fair and reasonable as to the Corporation at the time the Corporation entered into the transaction.

Section 8.3 *Interested Director's Vote*. In determining whether the Board validly met to authorize or approve a self-dealing transaction, interested Directors may be counted to determine the presence of a quorum, but an interested Director's vote may not be counted toward the required majority for such authorization, approval or ratification.

Section 8.4 *Committee Approval*. A Board committee may approve a self-dealing transaction in a manner consistent with the standards prescribed for approval by the Board if (i) it was not reasonably practical to obtain approval of the Board prior to entering into the transaction; (ii) the Board determines in good faith that the committee met the same requirements the Board would have had to meet in approving the transaction; and (iii) and the Board ratifies the transaction at its next meeting by a vote of a majority of the Directors then in office, excluding the vote of the Interested Director(s).

Section 8.5 *Persons Liable and Extent of Liability*. If a self-dealing transaction has not been approved as provided above, the Interested Director(s) may be required to do such things and pay such damages as a court, or federal or state agency with jurisdiction over the issue may provide as an equitable and fair remedy to the Corporation, considering any benefit received by it and whether or not the Interested Director(s) acted in good faith and with the intent to further the best interests of the Corporation.

Section 8.6 *Corporate Loans and Advances*. The Corporation will not make any loan of money or property to, or guarantee the obligation of any Director or officer, provided, however, that the Corporation may advance money to a Director or officer of the Corporation or any subsidiary for expenses reasonably anticipated to be incurred in the performance of the duties of such officer or Director, if, in the absence of such advance, that Director or officer would be entitled to be reimbursed for those expenses by the Corporation, its parent or any subsidiary.

Section 8.9 *Annual Statement of Certain Transactions*. An annual statement will be furnished to the Directors for any fiscal year in which a transaction or indemnification of the kind described in a. or b., below, took place:

- a. A transaction in which the Corporation, a parent, or subsidiary was a party and a Director or officer of the Corporation, a parent, subsidiary, or holder of more than ten percent (10%) of the voting power of the Corporation, a parent, or subsidiary had a direct or indirect material financial interest and which involved fifty thousand dollars (\$50,000) or more, or that was one of a number of transactions that involved the same Director, and that amounted in the aggregate to Fifty Thousand Dollars (\$50,000) or more; or
- b. Any indemnifications or advances aggregating more than Ten Thousand Dollars (\$10,000) paid during the fiscal year to any officer or Director of the Corporation or a parent or subsidiary.

Such statement will be mailed or delivered to the Directors within one hundred twenty (120) days after the close of the Corporation's fiscal year.

ARTICLE 9 INDEMNIFICATION

Section 9.1 *Definitions.* For the purposes of this Article,

“*Agent*” means any person who is or was a Director, officer, employee, or other agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise;

“*Proceeding*” means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative; and

“*Expenses*” includes, without limitation, all attorneys' fees, costs, and any other expenses incurred in the defense of any claims or Proceedings against an Agent by reason of his or her position or relationship as Agent, and all attorneys' fees, costs, and other expenses incurred in establishing a right to indemnification under this Article 9.

Section 9.2 *Successful Defense by Agent.* To the extent that an Agent of the Corporation has been successful on the merits in the defense of any Proceeding referred to in this Article 9, or in the defense of any claim, issue, or matter therein, the Agent will be indemnified against Expenses actually and reasonably incurred by the Agent in connection with the claim. If an Agent either settles any such claim or sustains a judgment rendered against him or her, then the provisions of Article 9, Sections 9.3 through 9.5 below will determine whether the Agent is entitled to indemnification.

Section 9.3 *Actions Brought by Persons Other than the Corporation.* Subject to the required findings to be made pursuant to Section 9.5 below, the Corporation will indemnify any person who was or is a party, or is threatened to be made a party to any Proceedings (other than an action brought by or on behalf of the Corporation, or by an officer, Director, or person granted related status by the Attorney General, or by the Attorney General on the ground that the defendant Director was or is engaging in self-dealing within the meaning of A.R.S. Section 10-2006), or by the Attorney General or a person granted related status by the Attorney General for any breach of duty relating to assets held in charitable trust, by reason of the fact that such person is or was an Agent of the Corporation, for all Expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the Proceeding.

Section 9.4 *Action Brought by or on behalf of the Corporation.* The Corporation will indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action brought by or on behalf of the Corporation by reason of the fact that the person is or was an Agent of the Corporation, for all Expenses actually and reasonably incurred in connection with the defense of that action, provided that both of the following conditions are met:

(i) The determination of good faith conduct required by Section 9.5, below, must be made in the manner provided for in that Section; and

(ii) Upon application, the court, administrative agency, administrative law judge, or arbitrator before whom the action was brought must determine that, in view of all of the circumstances of the case, the Agent is entitled to indemnity for the Expenses incurred. If the Agent is found to be so entitled, the court, administrative agency, administrative law judge, or arbitrator will determine the appropriate amount of Expenses to be reimbursed.

Section 9.5 *Determination of Agent's Good Faith Conduct.* The indemnification granted to an Agent in Sections 9.3 and 9.4, above, is conditioned on the following:

a. **Required Standard of Conduct.** The Agent seeking reimbursement must be found, in the manner provided below, that he or she acted in good faith, in a manner he or she believed to be in the best interest of the Corporation, and with such care, including reasonable inquiry as an ordinarily prudent person in a like position would use in similar circumstances. The termination of any Proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent will not, of itself, create a presumption that the person did not act in good faith or in a manner that he or she reasonably believed to be in the best interest of the Corporation, or that he or she had reasonable cause to believe that his or her conduct was unlawful. In the case of a criminal Proceeding, the person must have had a reasonable cause to believe that his or her conduct was unlawful.

b. **Manner of Determination of Good Faith Conduct.** The determination that the Agent acted in a manner complying with subsection (1) above will be made by:

(i) The Board, by a majority of Directors who are not or were not parties to the Proceeding; or

(ii) The court, administrative agency, administrative law judge, or arbitrator before whom the Proceeding is or was pending. Such determination may be made on application brought by the Corporation, the Agent, or the attorney or other person rendering a defense to the Agent, without regard of whether the application by the Agent, attorney, or other person is opposed by the Corporation.

c. **Limitations.** No indemnification or advance will be made under this Article 9, except as otherwise provided for herein, in any circumstance where it appears:

(i) That the indemnification or advance would be inconsistent with a provision of the Articles of Incorporation, or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the Proceeding in which the Expenses were incurred, or other amounts were paid that prohibits or otherwise limits indemnification; or

(ii) That the indemnification would be inconsistent with any condition expressly imposed by a court, administrative agency, administrative law judge, or arbitrator in approving a settlement.

Section 9.6 *Advance of Expenses.* Expenses incurred in defending any Proceeding may be advanced by the Corporation before the final disposition of the Proceeding on receipt of an undertaking by or on behalf of the Agent to repay the amount of the advance, unless it is determined ultimately that the Agent is entitled to be indemnified as authorized in this Article 9.

Section 9.7 *Contractual Rights of Non-Directors and Non-Officers.* Nothing contained in this Article 9 will affect any right to indemnification to which persons other than Directors and officers of the Corporation may be entitled by contract or otherwise.

Section 9.8 *Insurance.* The Board may adopt a resolution authorizing the purchase and maintenance of 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 the Corporation would have the power to indemnify the Agent against that liability under the provisions of this Section 9.8.

ARTICLE 10 OTHER PROVISIONS

Section 10.1 *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 will be valid and binding on the Corporation when signed by the President and Secretary 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 as from time to time will be determined by the Board and, unless so authorized by the Board, no officer, agent or employee will 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 10.2 *Construction and Definitions.* Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the General Provisions of the Arizona Nonprofit Corporation Act (A.R.S. Title 10, Chapter 24) will govern the construction of these Bylaws. Without limiting the generality of the foregoing, words in these Bylaws will 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 and a natural person. The captions and headings in these Bylaws are for convenience of reference only and are not intended to limit or define the scope or effect of any provision.

Section 10.3 *Fiscal Year.* The fiscal year of the Corporation will be July 1 to June 30 of each calendar year.

Section 10.4 *Financial Statements.* Financial statements will be prepared as soon as reasonably practicable after the close of the fiscal year. The financial statements will contain, but not be limited to, the following information in reasonable and appropriate detail:

- a. The assets and liabilities of the Corporation as of the end of the fiscal year;

- b. The principal changes in assets and liabilities during the fiscal year;
- c. The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the fiscal year; and
- d. The expenses or disbursements of the Corporation, for both general and restricted purposes during the fiscal year; and

Financial statements will be prepared in accordance with generally accepted accounting principles. Such financial statements will be accompanied by any report thereon of independent accountants, or, if there is no such report, the certificate of an authorized officer of the Corporation that those statements were prepared without audit from the books and records of the Corporation. A report including the financial statements prescribed above will be furnished annually to all Directors of the Corporation.

Section 10.5 Conflict of Interest. Any Director, officer, key employee, or committee member having an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification will make a prompt, full, and frank disclosure of his or her interest to the Board or committee prior to acting on such contract or transaction. Such disclosure will include all relevant and material facts known to such person about the contract or transaction that might reasonably be construed to be adverse to the Corporation's interest. The body to which such disclosure is made will thereupon determine, by majority vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, that person will not vote on, use his or her personal influence on, or participate (other than to present factual information or to respond to questions) in the discussion or deliberations with respect to such contract or transaction. The minutes of the meeting will reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation. The Board may adopt conflict of interest policies requiring:

- a. Regular annual statements from Directors, officers, key employees to disclose existing and potential conflict in interest; and
- b. Corrective and disciplinary actions with respect to violations of the policies.

For the purpose of this Section 10.5, a person will be deemed to have an "interest" in a contract or other transaction if the person or the person's spouse, child, grandchild, parent, grandparent, brother or sister by whole or half-blood, or the child, grandchild, parent, grandparent, brother, or sister by whole or half-blood of the person's spouse is the party (or one of the parties) contracting or dealing with the Corporation, or is a director, trustee, or officer of, or has a significant financial or influential interest in the entity contracting or dealing with the Corporation.

Section 10.6 Interpretation of Charter. In any instance in which the provisions of these Bylaws are in conflict with the provisions of the Charter, the provisions of the Charter will control.

ARTICLE 11

AMENDMENTS

Section 11.1 *Amendment to Bylaws.* These Bylaws may be adopted, amended, or repealed by the Board. Such power is subject to the following limitations: (a) where any provision of these Bylaws requires the vote of a larger proportion of the Directors than otherwise is required by law, such provision may not be altered, amended or repealed except by the vote of such greater number; (b) no amendment may extend the term of a Director beyond that for which such Director was elected; and (c) if these Bylaws are adopted, amended, or repealed at a meeting of the Board, that action may be authorized only at a duly called and held meeting for which notice of such meeting, setting forth the proposed revisions with explanations therefore, is given in accordance with these Bylaws, unless the notice is waived in accordance with these Bylaws.

CERTIFICATE OF ADOPTION OF BYLAWS

I certify that I am the elected and acting Secretary of LEADING EDGE ACADEMY QUEEN CREEK, an Arizona nonprofit corporation, and that the foregoing Bylaws constitute the Bylaws of such Corporation as adopted by Unanimous Written Consent of the Board of Directors, dated as of August 1, 2018.

Dan Sleezer, Secretary

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **SEP 25 2007**

LEAD CHARTER SCHOOLS
459 N GILBERT ROAD SUITE D165
GILBERT, AZ 85234

Employer Identification Number:
74-3027316
DLN:
17053310022046
Contact Person:
ANDREA SPECK ID# 95044
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
June 30
Public Charity Status:
170(b)(1)(A)(ii)
Form 990 Required:
Yes
Effective Date of Exemption:
March 2, 2001
Contribution Deductibility:
Yes
Addendum Applies:
Yes

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)

LEAD CHARTER SCHOOLS

Sincerely,

A handwritten signature in cursive script that reads "Robert Choi". The ink is dark and the signature is fluid and connected.

Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosures: Publication 4221-PC

Date of this notice: 09-12-2018

Employer Identification Number:
83-1885613

Form: SS-4

Number of this notice: CP 575 A

LEADING EDGE ACADEMY QUEEN CREEK
% BECKI KRUEGER
633 E RAY RD STE 132
GILBERT, AZ 85296

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 83-1885613. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 941	04/30/2019
Form 940	01/31/2020

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.



EIN Assistant

Your Progress: 1. Identity ✓ 2. Authenticate ✓ 3. Addresses ✓ 4. Details ✓ 5. EIN Confirmation

Summary of your information

Please review the information you are about to submit. If any of the information below is incorrect, you will need to [start a new application](#).

Click the "Submit" button at the bottom of the page to receive your EIN.

Organization Type: Non-Profit/Tax-Exempt Organization

Non-Profit/Tax-Exempt Organization Information

Legal name: LEADING EDGE ACADEMY
 QUEEN CREEK
 County: MARICOPA
 State/Territory: AZ
 Start date: JULY 2018

Addresses

Physical Location: 633 E RAY RD STE 132
 GILBERT AZ 85296
 Phone Number: 480-633-0414
 Mail directed to: BECKI KRUEGER

Responsible Party

Name: REBEKAH KRUEGER
 SSN/ITIN: XXX-XX-9064

Employee Information

Date wages or annuities will be paid: JANUARY 2019
 Number of agricultural employees: 0
 Number of other employees: 25
 Tax Liability of \$1000 or less during calendar year: NO

Principal Business Activity

What your business/organization does: SOCIAL ORG
 Principal products/services: EDUCATION

Additional Non-Profit/Tax-Exempt Organization Information

Owns a 55,000 pounds or greater highway motor vehicle: NO
 Involves gambling/wagering: NO
 Involves alcohol, tobacco or firearms: NO
 Files Form 720 (Quarterly Federal Excise Tax Return): NO
 Has employees who receive Forms W-2: YES
 Reason for Applying: STARTED A NEW BUSINESS

We strongly recommend you print this summary page for your records as this will be your only copy of the application. You will not be able to return to this page after you click the "Submit" button.

Click "Submit" to send your request and receive your EIN.

Submit

Once you submit, please wait while your application is being processed. It can take up to two minutes for your application to be processed.



Arizona State Board for Charter Schools

Declaration of Payment, Benefit or Consideration

Complete form for each individual listed in the request. Have each form signed and dated by the individual listed below or the Charter Representative and upload as described in the appropriate instructions.

Charter Holder Information	
Name of Charter Holder Entity	Leading Edge Academy Queen Creek
Name of individual(s) being added/removed	Mark Leuning

Check box below to indicate the type of request	
<input type="checkbox"/>	Adding Charter Representative (An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)
<input checked="" type="checkbox"/>	Adding Charter Principal (Any officer, director, partner, or member of the corporate board of the Charter Holder)
<input type="checkbox"/>	Adding School Governing Body Member
<input type="checkbox"/>	Removing Charter Representative (An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)
<input type="checkbox"/>	Removing Charter Principal (Any officer, director, partner, or member of the corporate board of the Charter Holder)
<input type="checkbox"/>	Removing School Governing Body Member

Check box below to indicate which statement applies	
<input checked="" type="checkbox"/>	For the specific request listed above, I have received no payment, benefit, or consideration in the transition.
<input type="checkbox"/>	For the specific request listed above, I have received payment, benefit, or consideration in the transition. Explain:

Signature	
Individual/Charter Representative's Signature: <u>Delmer Deasey</u>	Date: <u>9-14-18</u>



Arizona State Board for Charter Schools

Declaration of Payment, Benefit or Consideration

Complete form for each individual listed in the request. Have each form signed and dated by the individual listed below or the Charter Representative and upload as described in the appropriate instructions.

Charter Holder Information	
Name of Charter Holder Entity	Leading Edge Academy Queen Creek
Name of individual(s) being added/removed	Dan Sleezer

Check box below to indicate the type of request	
<input type="checkbox"/>	Adding Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input checked="" type="checkbox"/>	Adding Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Adding School Governing Body Member
<input type="checkbox"/>	Removing Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input type="checkbox"/>	Removing Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Removing School Governing Body Member

Check box below to indicate which statement applies	
<input checked="" type="checkbox"/>	For the specific request listed above, I have received no payment, benefit, or consideration in the transition.
<input type="checkbox"/>	For the specific request listed above, I have received payment, benefit, or consideration in the transition. Explain:

Signature	
Individual/Charter Representative's Signature: <u>Delmer Hoasey</u>	Date: <u>9-14-18</u>



Arizona State Board for Charter Schools

Declaration of Payment, Benefit or Consideration

Complete form for each individual listed in the request. Have each form signed and dated by the individual listed below or the Charter Representative and upload as described in the appropriate instructions.

Charter Holder Information	
Name of Charter Holder Entity	Leading Edge Academy Queen Creek
Name of individual(s) being added/removed	Joe Bilbrey

Check box below to indicate the type of request	
<input type="checkbox"/>	Adding Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input checked="" type="checkbox"/>	Adding Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Adding School Governing Body Member
<input type="checkbox"/>	Removing Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input type="checkbox"/>	Removing Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Removing School Governing Body Member

Check box below to indicate which statement applies	
<input checked="" type="checkbox"/>	For the specific request listed above, I have received no payment, benefit, or consideration in the transition.
<input type="checkbox"/>	For the specific request listed above, I have received payment, benefit, or consideration in the transition. Explain:

Signature	
Individual/Charter Representative's Signature: <u>Delmer Heesey</u>	Date: <u>9-14-18</u>



Arizona State Board for Charter Schools

Declaration of Payment, Benefit or Consideration

Complete form for each individual listed in the request. Have each form signed and dated by the individual listed below or the Charter Representative and upload as described in the appropriate instructions.

Charter Holder Information	
Name of Charter Holder Entity	Leading Edge Academy Queen Creek
Name of individual(s) being added/removed	Jessica Darley

Check box below to indicate the type of request	
<input type="checkbox"/>	Adding Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input checked="" type="checkbox"/>	Adding Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Adding School Governing Body Member
<input type="checkbox"/>	Removing Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input type="checkbox"/>	Removing Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Removing School Governing Body Member

Check box below to indicate which statement applies	
<input checked="" type="checkbox"/>	For the specific request listed above, I have received no payment, benefit, or consideration in the transition.
<input type="checkbox"/>	For the specific request listed above, I have received payment, benefit, or consideration in the transition. Explain:

Signature	
Individual/Charter Representative's Signature: <u>Dolmer Steese</u>	Date: <u>9-14-18</u>



Arizona State Board for Charter Schools

Declaration of Payment, Benefit or Consideration

Complete form for each individual listed in the request. Have each form signed and dated by the individual listed below or the Charter Representative and upload as described in the appropriate instructions.

Charter Holder Information	
Name of Charter Holder Entity	Leading Edge Academy Queen Creek
Name of individual(s) being added/removed	Steve Butcher

Check box below to indicate the type of request	
<input type="checkbox"/>	Adding Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input checked="" type="checkbox"/>	Adding Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Adding School Governing Body Member
<input type="checkbox"/>	Removing Charter Representative <i>(An individual with the power to bind a Charter Holder contractually and the primary point-of-contact for communications regarding the Charter Holder)</i>
<input type="checkbox"/>	Removing Charter Principal <i>(Any officer, director, partner, or member of the corporate board of the Charter Holder)</i>
<input type="checkbox"/>	Removing School Governing Body Member

Check box below to indicate which statement applies	
<input checked="" type="checkbox"/>	For the specific request listed above, I have received no payment, benefit, or consideration in the transition.
<input type="checkbox"/>	For the specific request listed above, I have received payment, benefit, or consideration in the transition. Explain:

Signature	
Individual/Charter Representative's Signature: <u>Delmer Keesey</u>	Date: <u>9-14-18</u>

First Church of the Nazarene , Long Beach, CA Children's Pastor	1985 – 1995
McKinney School , Long Beach, CA Principal	1983 – 1985
Light & Life Christian School , Sylmar, CA Administrator/Principal	1979 – 1983
Pasadena Wesleyan Church , Pasadena, CA Youth Pastor	1976 – 1979
Bethany Christian School , Whittier, CA Teacher (6 th grade, elementary music, Jr High Math, typing, Library Skills)	1974 – 1976

Administrative Leadership Experience

Anaheim District Church of the Nazarene

Chair – Christian Schools Committee

Member – District Advisory Board

Member – District Sunday School Ministries Board

Member – Youth Camps Board

Director – District Children's Summer Camps

Member – District Board of Ministerial Credentials

Delegate – 2005 General Assembly

Delegate – 2005 General Sunday School Ministries Convention

Workshop Presenter – 2005 General Assembly "Church/School Relations"

Elementary Schools Representative on the General Board of Nazarene International
Education Association

President of Wesleyan Youth – Southern California District of the Wesleyan Church

Executive Committee Member of Children's Christian Ministries Association (CCMA)

Assistant Director of Youth Camps, Southern California District of the Wesleyan Church

Accreditation Visitation Team Member for Association of Christian Schools, International
(ACSI) and Free Methodist Christian Schools Southern California Conference

Christian Education Director, Sunday School Teacher, and Member of Christian Education
Committee in each church I have

Professional Affiliations

1979 – 2011	Association of Christian Schools, International
1992 – 2010	Nazarene International Education Association
1986 – 1999	Children’s Christian Ministries Association
1990 - Present	Ordained elder, Church of the Nazarene

Personal

Date of Birth: November 11, 1951	Married: April 22, 1972
Spouse: Laura Realtor, Retired Elementary School Teacher	Family: Five Adult children Ten Grandchildren
	Interests: Jogging, E-bay, Parrots, Technology

Core Values

Family	Leadership
Personal Commitment	Team Work
People	Faith
Church Fellowship	Community

References available upon Request