B.2 Governing Body

Roles, responsibilities, and mandated obligations of the governing body.

Arizona Autism Charter Schools, Inc. (AZACS) will be governed by a Corporate Board, which will serve full fiduciary responsibilities to the Corporation, as the holder of the charter agreement. Members will be elected to three year terms and may serve multiple terms if willing and invited by the sitting board. Terms will be staggered so that a preponderance of members will be experienced in serving on the AZACS Board. The Corporate Board will serve as the Governing Board of the charter school, and will be comprised of parents, educators, and professionals with the common interest in serving the population of children affected by autism spectrum disorder (ASD). This Board will have the ability to create and oversee committees to serve different functions, such as fundraising and school policy in accordance with the Arizona Nonprofit Corporation Act. All notices, agendas, and meetings will be in compliance with the Arizona Open Meeting Law.

In addition, the Board will appoint individuals with varied areas of expertise to an Advisory Council, which will provide guidance and support to the Corporate Board but will have no governing powers. Advisory Council members may provide paid or unpaid services in the areas of law, real estate, facilities, autism education, general education and human resources management. The Advisory Council may serve as a pool to draw from for future board membership. Individuals transitioning from the Advisory Council to the Corporate Board will be required to uphold the conflict of interest policy outlined in the Board's bylaws.

The Corporate Board shall operate, regulate, control and be fully responsible for the governance of the school. The Board's responsibilities shall include, but not be limited to:

• Hiring and management of the School's Executive Director

• Approval for all policies and procedures

• Financial responsibility and accountability

• Raising funds from the private sector to supplement the school's public funds

• Compliance with laws and terms of the Charter Agreement

• Legal documentation

• Annual budget approval

• Approval of personnel recommendations

• Negotiation and approval of all contracts, unless authority delegated for certain agreements

• Appeals for student discipline

• Assurance of mission and vision of the school

• Audit review and compliance

• Compliance with Arizona's Public Records and Open Meeting Laws

• Maintenance of Board records documenting minutes, Board action and approved policies.

• Lead short and long term school development efforts

• Attend annual Board training

Composition of the Governing Body

The AZACS Corporate Board will also serve as the Governing Body and is currently composed of seven members with expertise in the areas of education, finance, business administration, community outreach, marketing, public relations and autism education. The board has selected individuals for the offices of President, Vice-President, Treasurer and Secretary. All board members have a valid Arizona Fingerprint Clearance Card and have undergone a complete background check.

(See B.1 for full narrative descriptions)

Diana Diaz, Board President

• Extensive experience in marketing, communications, community outreach, autism education, media and public relations. Current position is Senior Communication Strategist specializing in the Hispanic market at Salt River Project (SRP).

• Served as Hispanic Outreach Strategist at the Southwest Autism Research and Resource Center (SARRC), where she received extensive experience and training in best practices for educating children with autism.

• Experience with conducting trainings for teachers, parents and community members on autism and best practices in education for children living with this condition.

• Master's degree in Education and former bilingual school teacher.

• Parent of a child with autism.

Mary McEvilly Hernandez, Vice-President

• Over 30 years of experience in Hispanic media, public relations and community outreach.

• Former General Manager of Univision Radio operating one of the most successful media conglomerates in the Phoenix market.

• Experience in fundraising for charitable causes.

• Former board member at the Southwest Autism Research and Resource Center (SARRC).

• Instrumental in promotion and fundraising for the Arizona Walk for Autism Speaks.

• Mother of a 20-year-old son with autism.

Ron Harrison, Treasurer

• Experience in promotion of non-profits and small business strategic planning and administration.

• Creative leader at Salt River Project (SRP) for the last 19 years. Experience managing hundreds of video and on-line communications projects to promote SRP programs and services.

• Director/Producer of two Emmy Award winning productions.

• Owner of independent production company providing services for small businesses and non-profits.

• Holds an MBA in Business Management earned in 2005 from Western International University.

• Step-parent of a child with autism.

Josephine Torrez, Secretary

• Wide-range of experience in personnel management, consulting, education, data base management and customer service.

• Currently works in family business, Torrez International, LLC., assisting her father, Gregory Torrez, in community improvement projects.

• Bachelor's Degree in Education from ASU.

• Autism habilitation specialist providing services through Arcadia Health Care for her nephew affected by autism.

Joseph Gentry, Ph.D., BCBA-D, Director

• Lead education and autism consultant for AZACS board.

• Doctoral degree from Illinois State University, specializing in developmental disabilities with expertise in assessment, consultation, behavioral therapies and implementation of those practices in educational settings.

• Completed his pre and post-doctoral fellowships at The May Institute in Massachusetts. He served as educational and behavioral consultant, providing comprehensive, evidence-based services to children and adults with autism, brain injury, mental retardation and other childhood disabilities.

• Has worked with children with cognitive disabilities such as autism, ADHD, anxiety and other behavioral challenges for the past 9 years and has served as a consultant to dozens of school districts across Arizona and the southwest on implementing best practices for students with autism.

• Has presented his research nationally on topics related to Applied Behavior Analysis (ABA), social skills and Autism Spectrum Disorders (ASD).

• Certified school psychologist with extensive knowledge of Individual Education Plans (IEPs) and the IEP process, assessment of student strengths and deficits and the ability to assess the learning environment.

• Holds a Doctorate degree and Board Certification in Behavioral Analysis (BCBA) and uses applied behavior analytic methodologies to teach positive behaviors to children with autism and other cognitive disabilities in school settings.

Leo Valdez, Director

• Senior Vice President and the manager for the Phoenix office of the investment banking firm Hutchinson, Shockey, Erley & Co.

• Over 20 years of experience in municipal finance in Arizona and the southwest, including extensive experience in financing infrastructure projects, school districts, charter schools, hospitals, and special needs revenue bonds.

• Experience with rating agency and insurance company presentations.

• Board member of the Arizona Lottery Commission, former board member of the Southwest Autism Research and Resource Center (SARRC) and a current member of the United Cerebral Palsy (UCP) board.

• Recognized for his role in passing Steven's Law, requiring insurance companies to cover autism treatments and therapies.

• Autism advocate and father of a deceased child with autism.

Gregory Torrez, Director

• Owner of the downtown Phoenix's Azteca Wedding Plaza with a rich family history in community leadership dating back to the 1940's.

• Founding Chairman of the Support Sky Harbor Coalition and partner in Paradies Phoenix Joint Venture, which operates retail stores and transportation businesses at Phoenix Sky Harbor International Airport.

• Uses his wealth of experience to promote positive change in local educational organizations, neighborhoods, nonprofit and businesses.

• Currently serves on seven other Boards around the Valley, but his work on the AZACS board is near and dear to his heart due to his first grandchild being born with autism.

Process for Filling Vacancies on the Board

The permanent governing Board of Arizona Autism Charter Schools, Inc. shall consist of no more than seven members. Currently, the AZACS board stands in a good position with seven committed members with expertise in autism education, finance, community outreach and business management. If a vacancy occurs, the vacancy will be filled by the Board of Directors for the unexpired portion of the term. The Board of Directors will begin the election process as soon as possible and begin to identify potential new members from community contacts, the AZACS Advisory Council, stake holders and parents.

As mentioned previously, the term of the board members will be staggered based on three year terms of office. When the term for a board position expires, the remaining Corporate Board members will make recommendations to fill the vacancy. The board will make every effort to recruit individuals who have an area of expertise that will enhance the board's mission and are reputable individuals in the community. The Board President will ensure potential board members are clear on expectations and responsibilities by providing the potential new board member with a handbook outlining the schools mission and vision, policies and procedures, and expectations in terms of time commitment, fundraising and serving as ambassadors for the school. Potential members of the board will also be required to fill out an application and obtain a fingerprint clearance card. If an individual is still interested after reviewing the handbook, visiting the school and talking to other existing board members, then the board president will facilitate an interview process. During the interview process, the applicant must demonstrate an alignment and passion for AZACS' mission and vision and a willingness to work hands-on to ensure the school has the resources it needs and maintains compliance with state charter school regulations. If all is in alignment and the applicant meets the criteria, the new member would be appointed to the board by a majority vote of the existing members. The board president will then facilitate an orientation process for the new member to bring that person up to speed with all important issues related to the school.

The process will include the following:

1) Surveying the community, stake holders and the AZACS advisory council for qualified applicants. This will be done through personal contacts, professional contacts and advertisements in the school newsletter and on the school's website.
2) Potential applicants will be given a handbook with information about the school, Board responsibilities and open meeting law. They will receive a tour of the school and be asked to fill out an application.
3) The existing Board members will review the applicant information and arrange for an interview of candidates they deem qualified.
4) A vote will be taken at an open meeting and names and required information of selected candidates will be forwarded to the Arizona State Board for Charter Schools.

As mentioned previously, AZACS has already engaged members of the community and through work done during the AZ Charter Association's Charter Starter Program, has compiled a list of approximately

70 individuals who have expertise in the areas of law, politics, real estate, facilities management, community leadership, human resources, finance, business operations, fundraising, autism education and curriculum development. A majority of these individuals also have a special interest in helping students living with autism. The AZACS founding team has met with most of these individuals and has engaged many of them to officially serve on the AZACS Advisory Council which will serve as a pool to draw from when board vacancies arise.

The AZACS team is also actively working with community groups and non-profits serving the autism population to seek out individuals who may be a good fit for the AZACS board of directors and/or Advisory Council. Some of these groups are Arizona Autism United, the Arizona Autism Coalition and leaders of the Phoenix Union High School District. In addition, AZACS has engaged leaders from major corporations, foundations and non-profits such as Wells Fargo, Salt River Project, Blue Cross Blue Shield of Arizona, Chicanos por la Causa and Valle del Sol.

Development of School Governing Body

Through an ongoing training process, Board members will be clearly aware of their legally enforceable fiduciary duty to act in the best interests of the beneficiaries – the students attending Arizona Autism Charter School. The terms of each Board Member shall be staggered to facilitate continuity on the Board. It is expected that most members of the Founding Board will continue as the Governing Board once the charter is approved. This shall ensure continuity for at least the first one or two years of the schools' operation.

There will be scheduled trainings for the board at least two times per year. Potential members of the board will be required to obtain a fingerprint clearance card prior to their term and read and sign documents certifying they understand their duties and responsibilities as board members and will comply with Open Meeting Law.

Key members of the Board have participated in training related to governance with the Arizona Charter Schools Association. AZACS is committed to continuing its membership with the Association and to participate in trainings that will enhance the Corporate Board's operations, improve school management and improve outcomes for students. The AZACS board will also seek out available trainings through the Arizona State Board for Charter Schools, and the Arizona Department of Education.

The Board President will be responsible for ensuring all board members receive a policy manual/handbook and other written materials explaining their duties and responsibilities. The Board President will organize and facilitate an orientation for new members prior to their term. Training on Open Meeting Law will be a requirement. This training will be facilitated by AZACS legal representative and statutory agent who has expertise in Open Meeting Law and laws related to charter schools. There will be two scheduled yearly trainings, one in the fall and one in the spring, to ensure the board is up to speed on best practices in the areas of education, autism research, laws pertaining to charter schools, finance and operations.

Resources for Training Board

The founding board members have excellent relationships with organizations in the autism community such as the Southwest Autism Research and Resource Center (SARRC), one of the leading institutions in the southwest for autism research and services, as well as Autism Speaks, a national awareness and research organization. The Board President will engage members of organizations such as these to present to the board on best practices for educating and improving outcomes for children with autism and related disorders. In addition, board members have close ties with other successful non-profit organization that also run successful schools. These organizations include Chicanos por la Causa, Friendly House and United Cerebral Palsy (UCP). Many of the leaders of these non-profits are on the AZACS Advisory Council and can offer support and training as needed.

Compliance with Open Meeting Law

The Corporate Board, also serving as the school's Governing Body, will abide by all open meeting laws as required by A.R.S. § 38-431.01-431.09 and A.R.S. § 38-431.02(A) (1) through (4). Open Meeting Law is being practiced by current board members and will be a requirement for all new members. Current members have participated in training on the rules related to Open Meeting laws and new members will receive training prior to their term. AZACS will maintain a five to seven member board and its members understand that a majority constitutes a quorum. Board members will only discuss agenda items and board business at legally convened meetings. Meeting announcements will be placed in a public location at the AZACS facility once that is available, and agendas will be posted at least 24 hours before a meeting. Additionally, meeting announcements and agendas will be posted in a conspicuous place on the school website, as per A.R.S. §38- 431.02 .