B.2 Governing Body

The Board of Directors of CASA Academy will serve as the Governing Board for CASA Academy and is hence referred to as the Board. The Board makes decisions as stewards of CASA Academy. At all times, it acts with the best interests of the organizations in mind and consistently acts in a way that is consistent with the central goals of the organization.

A. Governing Board Responsibilities

The Board is accountable for all governing issues and will create and approve policies pertaining to such, as per ARS §15-183(E) (8). It will govern according to the Bylaws within this application and will comply with Open Meeting Law. Further, the Board is responsible for the school's overall academic, financial, and ethical success, and thus will take on additional responsibilities as described below.

The Governing Board will have the following responsibilities:

Mission Alignment

The Board will ensure that the school's operations are consistently aligned and focused on the school's mission and vision. The Board will ensure effective organizational planning by creating and revising policies, while using the school's mission to guide the process. The Board will set aside time to strategically plan and review the school's progress each month in order to monitor and strengthen the school's progress toward its goals.

Academic Oversight

The Board will consistently evaluate academic data and academic progress of CASA Academy's students and will assess the effectiveness of instruction, curriculum, and supervision based on this information. The Board will manage resources in order to best support student learning and will hold staff and directors responsible for delivering results. It will also make recommendations for improvements based on an academic dashboard.

Board Effectiveness and Succession Planning

The Board will also be responsible for recruiting and orienting new Board members and assessing the Board's performance. The Board will seek out opportunities for training related to its responsibilities, as needed. In addition, CASA Academy has joined the High Bar, a charter school Board training and governance association, which will provide coaching and guidance in this work.

Financial Oversight

The Board will be responsible for guaranteeing that the school maintains a balanced budget, manages its resources effectively, and is in good financial health. The Board will participate in fundraising through donations from external sources such as grants as well as personal donations.

Policy Development and Legal Compliance

The Board will ensure that the school is in compliance and is accountable to State and Federal laws at all times. The Board will review this compliance on a regular basis and will ensure that all legal documents are properly filed and that the school maintains legal and ethical integrity. The Board will also be responsible for ensuring policies and procedures are developed to ensure compliance, maximize safety, and minimize risk.

Oversight of the Directors

The Board will select, manage, and evaluate (based on previously agreed upon criteria) the performance of the Director of Students and Operations and the Academic Director. The Board will set the salaries of the Directors annually and offer guidance to the Directors.

Public Promotion

The Board will be responsible for enhancing the school's public standing by helping the school to network, forge relationships within the community and respond to concerns.

Governing Board General Practices

The Governing Board shall make decisions pursuant to the Bylaws of the corporation. A simple majority of the Board, in attendance either in person or telephonically, will constitute a quorum. A simple majority of those present will constitute action by the Board. The Board shall at all times ensure compliance with the Arizona Open Meeting Law.

The Board will manage activities through BoardonTrack, a web-based system offered by The High Bar (www.reachthehighbar.com). Within Board on Track, the Board will store Board member contact information and institutional documents, schedule meetings, create meeting agendas and minutes, and set and track progress toward goals. Board on Track also provides access to an extensive database of Board resources, assessments to determine effectiveness, and training videos.

Allocating Human, Material, and Fiscal Resources for Systemic and Sustainable Implementation of Educational Programs

Human, Fiscal and Financial Resources

In order to allocate human, material, and fiscal resources for systematic and sustainable implementation of educational programs, which enable all students to achieve expectations for their learning, the Board will hold monthly meetings in which the agenda will be set. At each meeting, the Board will monitor the allocation of resources (money, people, and materials) based on performance goals related to the school's mission. The Board will ask the following questions of the Directors: Do we have enough money? Are we spending money purposefully? Are the facilities adequate? The Directors will provide answers and data to the Board in regards to these questions. In each discussion of human, material, and financial resources, the Board will reflect back to the school's mission to ensure that the ultimate goal of these resources is to support student achievement.

An operations and financial dashboard will organize this monitoring process. This dashboard will represent a formalized way of reviewing specific metrics pertaining to human, material, and fiscal resources. At each monthly meeting, the Board will review the CASA Academy dashboard. This performance dashboard will be used as a tool to compare projections and actual data. If there is a discrepancy in the data, the Board will work with the school directors to make adjustments and create a contingency plan, which maintains the school's mission. At each meeting, the Board will hold the school directors accountable for all information.

The Board will then discuss revisions to the budget, revisions to the academic program, and potential revisions of staffing based on the present data. The purpose of review and revision is to advance the mission of the organization, which is primarily about educating students. This process may also include plans for additional fundraising to ensure the school has adequate resources.

When viewing the dashboard, the Board's ultimate role will be to determine if resources are best supporting student achievement and if the school is financially sustainable. The contents of the dashboard for human, material, and fiscal resources and the contents of the dashboard for financial data content can be found in figure B.2.1. The Financial Dashboard will also help CASA Academy monitor its performance against the Arizona State Board for Charter School's Financial Performance Framework.

Monitoring Student Achievement and Determining Progress towards Objectives

Academic Achievement

In order to monitor student achievement and determine the school's progress toward achieving the objectives of the charter school, the Board will hold monthly meetings in which the agenda will be set. In addition to an evaluation of resources, the Board will monitor academic performance through assessment. As part of this process, teachers, leaders, and Board members will view and analyze academic data that tracks the progress of students and drives revisions in curriculum, instruction, assessment, and staffing. The process will be formalized (structured, built into schedule and calendar, etc.) and sustainable (training and support will be provided). Dashboards will provide a high level of oversight of the progress students are making which will in turn enable leaders and teachers to look at data more closely and more often.

At each monthly meeting, the Board will review the CASA Academy academic dashboard. This performance dashboard will be used as a tool to compare projections and actual data. If there is a discrepancy in the data, the Board will work with the school directors to make adjustments and create a contingency plan, which maintains the school's mission. At each meeting, the Board will hold the school leaders accountable for all information. The contents of the dashboard for student achievement and content can be found in figure B.2.1.

Figure B.2.1: Dashboard Contents

Dashboard Content for Human, Material, and Fiscal Resources	**Dashboard for Student Achievement Content**
Organizational Data Demographics Enrollment Average Daily Attendance Student Attrition/ Withdrawal Staff Attrition and Reasons for Attrition Average Class Size (Student-teacher ratio) Waitlist by Month Re-enrollment rate	Number of students at Falls Far Below, Approaching, Meeting, and Exceeding on Benchmark tests Percentage of students who obtained 85% or above on benchmark assessments

Staff total open positions/ Offers Pending/ Positions to be filled Staff Diversity Statistics Teacher Performance (score created in teacher evaluation) Number of parent volunteer hours Community Service Hours Teacher grade for school (teacher satisfaction) Parent grade for school (parent satisfaction) Monthly and YTD Revenue (Budget and Actuals) Monthly and YTD Net Income (Budget and Actuals) Monthly and YTD Expenses (Budget and Actuals) Per pupil expenditures (Budget and Actuals) Per pupil revenue (Budget and Actuals) Variances to date Fundraising (Dollar amount received) Facility cost/ Quality Unrestricted Days Cash (The unrestricted days cash ratio indicates how many days a charter holder can pay its expenses without another influx of cash. Total Liabilities to Equity Ratio The ratio is calculated by dividing total liabilities by net assets. Cash Flow: One-Year Cash Flow = Current Year Total Cash less Prior Year Total Cash	

Fixed Charge Coverage Ratio: (Change in Net Assets* + Depreciation + Amortization + Interest Expense + Lease Expense)/(Current Portion of Long-Term Debt and Capital Leases + Interest + Lease Expense)	

Officers

The principal officers of CASA Academy shall be a Chair, a Vice-Chair, a Secretary, and a Treasurer. The Director of Students and Operations and the Academic Director shall be full-time staff positions. The Board of Directors may elect such other officers and assistant officers and agents as may be deemed necessary. The same individual may simultaneously hold more than one office. The Director of Students and Operations and the Academic Director shall be ex-officio non-voting members of the Board. The Chair, Vice-Chair, Secretary and Treasurer shall be voting members of the Board.

The following outlines the responsibilities of each officer position.

The Director of Students and Operations. Subject to Board oversight, the Director of Students and Operations shall supervise and control the School's business operations including management of the School's finances, fundraising, marketing, community partnerships, parent relations, and student discipline. Jointly with the Academic Director and subject to rules prescribed by the Board, the Director of Students and Operations shall have authority to appoint agents and employees of the School, to prescribe their powers, duties and compensation, and to delegate them authority. Such agents and employees shall hold office at the joint discretion of the Director of Students and Operations and the Academic Director. In general, the Director of Students and Operations shall perform all duties incident to that office, and such other duties as may be prescribed by the Board from time to time.

The Academic Director. Subject to Board oversight, the Academic Director shall supervise and control the School's academic program including management of student testing, teacher observations and evaluations, special education services, curriculum development and implementation, and professional development. Jointly with the Director of Students and Operations and subject to rules prescribed by the Board, the Academic Director shall have authority to appoint agents and employees of the School, to prescribe their powers, duties and compensation, and to delegate them authority. Such agents and employees shall hold office at the joint discretion of the Academic Director and the Director of Students and Operations. In general, the Academic Director shall perform all duties incident to that office, and such other duties as may be prescribed by the Board from time to time.

Chair and Vice-Chair of the Board. The Chair of the Board shall call and preside at all meetings of the Board, shall be, ex officio, a voting member of all committees of the Board, and shall be the liaison between the Board and both the Director of Students and Operations and the Academic Director. The Vice-Chair shall serve in the absence of the Chair or in the event of the Chair's death or inability or refusal to act.

The Secretary. The Secretary shall: (a) keep the minutes of the Board' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records and of the seal of the

School if one is authorized by the Board, in which case the Secretary shall see that the seal of the School is affixed to all documents the execution of which on behalf of the School under its seal is duly authorized; and (d) in general perform all of the duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Chair or by the Board.

The Treasurer. The Treasurer shall: (a) oversee the development and observation of the organization's financial policies, budgeting, reporting to the Board and serve as Chair of the Finance Committee; and (b) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the Chair or by the Board.

Other Assistants and Acting Officers. The Board shall have the power to appoint any person to act as assistant to any officer, or to perform the duties of such officer whenever for any reason it is impracticable for such officer to act personally, and such assistant or acting officer so appointed by the Board shall have the power to perform all the duties of the office to which such person is so appointed to be assistant, or as to which such person is so appointed to act, except as such power may otherwise be defined or restricted by the Board.

Governing Board Committees

The Board by resolution may create one or more standing or ad hoc committees having such powers as are then permitted by the ANCA and as are specified in the resolution. Committees may consist of one or more Directors of the School. A person who is not a Director may be appointed to any Board committee; provided, however, that such non-Director shall have no right to vote on any question that would create a binding obligation of the School.

The initial committees of CASA Academy may include Governance, Finance, Academic Achievement, and Fundraising.

- **Governance:** This committee's responsibility is to strengthen the Board. The Committee will create a system through which the Board efficacy and strength will be regularly evaluated. This committee is committed to ensuring that all Board members are doing their best work in the best interest of the organization. Through this system, this committee will determine what professional development the Board most needs. Under the circumstance that a Board position becomes vacant or a specific skill is needed on the Board, this committee will be responsible for identifying, recruiting, and training new Board members. Members of this committee will include people who have strong management skills, human resource skills, leadership skills, or prior Board membership experience.

- **Finance:** This committee's responsibility will be to oversee the financial standing of the school. The committee will work with the Board chair, Directors, and contracted financial services to ensure that the school is in good financial health. This committee will review financial statements monthly, prepare financial reports, present financial reports to the full Board, and hire the school's auditor alongside the Board chair. Members of this committee will include people who have strong accounting, finance, or business backgrounds.

- **Academic Achievement:** This committee's responsibility will be to review the academic progress of the school. Alongside the Academic Director, this committee will examine performance outcomes and will determine whether or not the school is on track towards meeting its academic goals and expected academic gains. Members of this committee will include people who have strong academic coaching backgrounds, are critical thinkers, or have experience in school instruction or leadership.

- **Development:** This committee's responsibility will be to fundraise, increase public awareness of the school, create partnerships with political, business, and financial groups, and act as ambassadors for the school's marketing campaigns. Members of this committee will include people who have strong community relationships, grassroots organizing experience, marketing experience, public relations and advertising experience, or previous fundraising experience.

Governing Board Composition

As stated above, the Board of Directors of CASA Academy will serve as the Governing Board for the school. The number of Directors shall be as determined by the Board from time to time. Currently and for this proposal, CASA Academy requires a Board composed of three to fifteen individuals who will have staggered terms: one-year terms for a third of the Board, two-year terms for a third of the Board and three-year terms for a third of the Board. Starting in year two, Board member terms will be set at two-year terms. This will ensure that the Board maintains a set of experienced Board members from year to year. The term will begin and end in February of each year. If a Board member leaves before his term is finished, a newly elected Board member will serve out the rest of his term to ensure that terms remain staggered.

The Board will consider the adequacy of its composition based on the goal to encompass expertise in a variety of areas, such as law, business, real estate, finance, accounting, marketing, development, governance, education, community engagement, and human resources. While some members may encompass multiple areas of expertise, the Board will ultimately serve as one body which ensures that CASA Academy succeeds academically and organizationally. The Board will maintain an odd number for voting purposes when all possible. The Board will elect a Chair, Vice Chair, Treasurer, and Secretary at its annual meeting. A majority of Board members will constitute a quorum and the Board will always ensure compliance with Open Meeting Law.

The school's Director of Students and Operations and Academic Director will serve as liaisons between the school and the Board as ex-officio, non-voting members of the Board. These ex-officio Directors shall be included in the total number of Directors

Board Composition

Casa Academy's current Board composition is as follows.

Board Member	Position	Board Position	Authorized Representative	Qualifications	Expertise
Jenna Leahy	Director of Students and Operations	Ex-Officio Board member	Yes	Certified Elementary Teacher Will have Masters in School Administration and Supervision by May 2014 Aspiring Leaders	School Leadership Discipline Parent Relations Development Marketing Financials

				Fellow and Growing Your Own Leaders Fellow (professional development in marketing, operations, and financial oversight)	
Tacey Clayton	Academic Director	Ex-Officio Board Member	Yes	Certified Elementary Teacher Holds Masters in Administration and Supervision Literacy Specialist at Teach for America Institute Aspiring Leaders Fellow (professional development in adult leadership, curriculum, and instruction)	School Leadership Curriculum Instruction Assessment Coaching
Julie Rhein	NA	Board Member and Secretary	No	Certified Elementary Teacher Masters in Curriculum and Instruction Mental Health Consultant for Southwest	Early Childhood Education Teacher Training and Evaluation

				Human Development	
Nathan Arrowsmith	NA	Board Member and Chair	No	Certified Elementary Teacher Master's Degree in Elementary Education Will hold Law Degree on May 9th, 2013	Legal expertise Early Childhood Education
Olu Omodara	NA	Board Member and Treasurer	No	Self-employed Business Manager Financial and Entrepreneurial Expertise Community Member	Business operations Financial Oversight Community Relations

Filling Board Vacancies

In the event a vacancy occurs in the Board of Directors from any cause, including an increase in the number of Directors, the Directors may fill the position at any regular meeting or at any special meeting called for the purpose of electing a director; provided, however, that for the purpose of counting term limits, the newly elected director's term will be counted as beginning on the date of the first annual meeting following his or her election. New Directors shall be elected by the affirmative vote of a majority (51%) of the Directors then in office at the annual meeting of the Board in the year a vacancy will occur.

Recruitment of Board Members

CASA Academy recognizes that three voting members is only the minimum number of Board members the school can possess and that as the school transitions into a governing body, it will add additional members. Therefore, from June 1st, 2013 to June 1st, 2014, CASA Academy will aggressively network and meet with potential new Board members in order to create a larger, more diverse Board. In order to do this, the Board will network with various Phoenix community members to determine who can best contribute additional perspectives and expertise. In their search, the Board will look for those who can give time, talent, or treasure to the organization.

In this search, the Board will look for candidates who will balance the team and can effectively encompass the four major roles the Board will play: a Board of governance, a group of ambassadors for the school, sponsors of the school, and consultants whose knowledge can benefit the school. Additionally,

the Board will ensure, through conversation and research with potential Board Members, that each individual candidate is completely committed to the school and its mission. Each potential Board Member must see himself as part of a collective whole. After networking and interviewing multiple candidates, the Board will approve final Board members with a majority of vote of the Board.

The process for finding and selecting new Board members is as follows.

1) Board members will actively identify and recruit strong potential Board members.
2) The Governance Committee will set up an initial interview with the potential Board member.
3) If the first interview is successful, the candidate will meet with the school directors and the Governance Committee for a second interview. The candidate will also sit in on a Board meeting.
4) The full Board will then vote to make a final approval. A simple majority vote is required.
5) Once approved, new Board members will complete required documents and undergo initial professional development with the Governance Committee or full Board.

Developing Board Members

In year one, the Board, and any new member thereafter, will undergo an orientation in which they are familiarized with the mission and vision of the school, understand the roles and responsibilities of Board members, and have a comprehensive understanding of Open Meeting Law. At the end of each year, the Board will do a self-evaluation and a formal evaluation of each member. This evaluation will be a clear and consistent process. Throughout the year, the Governance Committee will create a system through which the Board's efficacy and strength will be regularly evaluated and developed. This committee will be committed to ensuring that all Board members are doing their best work in the best interest of the school. Periodically, the Board will take assessments offered through Board on Track to assess its practices and identify weaknesses. Through this system, the committee will determine what professional development the Board most needs or if the composition of the Board needs to change. Professional development may include training offered by The High Bar, the Arizona Charter Schools Association or CASA Academy's legal counsel pertaining to conflict of interest, open meeting law, or academic and financial oversight, among other topics.