B. 2 Governing Body

Governing Board
Roles, Responsibilities, and Mandated Obligations

Desert Star Academy Inc. is a non-profit organization serving as the umbrella for Desert Preschool and Desert Star Academy charter school. The Corporate Board will oversee the corporation's overall vision, corporate issues such as facilities, corporate compliance, financing, and organization issues. The Board also will oversee the long term planning of both the preschool and charter school to ensure the mission, values, and beliefs are consistent and unified.

As required by Article V, Section 5.12 of the Corporation's Bylaws, the Corporate Board shall establish a standing committee of the Corporate Board that shall be named the "Governing Board". Any individual serving on the Governing Board shall be referred to as a Governing Board "Member".

Authority

The Governing Board shall have all of the duties and authority required by applicable law or as delegated to the Governing Board by the Corporate Board, but specifically including all of the powers and obligations required or implied by A.R.S. 15-183.E.8. All policies and procedures of any charter schools operated by the Corporation shall be established and exercised by or under the authority of the Governing Board. The Governing Board's duties shall include, without limitation, adherence to the core values of the Corporation and the educational philosophy of any charter schools operate by the Corporation.

Number of Members

The number of Governing Board members shall be no less than three and no more than nine, provided that said number be changed by an amendment to the bylaws, duly adopted by the Corporate Board, subject always to any restrictions of law as to the minimum number of Members.

Appointment of Members

All Governing Board Members shall be appointed by a majority vote of the Corporate Board at any regular or special meeting of the Directors. Members may be removed, replace or changed at the discretion of the Corporate Board. Members need not be residents of the State.

Terms of Office

Each member shall hold office for a period of two years from the date he or she is appointed, or until his or her prior death, incapacitation, resignation, replacement or removal. Members may serve multiple consecutive terms without restriction as to the number of terms permitted.

Qualifications

Directors must be more than 20 years of age. Each Director must pass a background check, or other regulatory inquires, as required by State law, federal law or other governmental agencies having proper regulatory authority over the affairs of the Corporation or its activities, as amended from time to time, which will included as a minimum, a law-enforcement fingerprint check showing that there exists no criminal record which could adversely affect the Corporation or its operations. Directors must, in the opinion of the Corporate Board, possess experience and qualifications that further the Corporate Board's commitment to the educational and operational purpose of the Corporation.

Governing Board Offices

The Corporate Board shall appoint a President of the Governing Board and the Members shall elect a Secretary of the Governing Board; provided, however, that, excepting only the initial President and Secretary, Members appointed or nominated and elected for such offices shall have been Members for a minimum period of three months prior to holding such office.

Resignation

Any member may resign at any time by giving 30 days prior written notice to the Secretary of the Governing Board, although the Governing Board may waive the 30-day period for good cause. Unless a longer period is specified in such written notice, or the Governing Board waives the 30-day period for good cause, such resignation shall take effect 30 days after the Governing Board's receipt of such notice, and the acceptance of such resignation shall not be necessary to make it effective.

Removal

Any member may be removed from the Governing Board, with or without cause, at any time by the Corporate Board. If a member who is removed from office has undertaken by personal liability for a debt or other undertaking of the Corporation (e.g. a guaranty of any obligation of the Corporation), the Corporation shall use reasonable efforts to secure a release of such personal liability for the benefit of the removed Member.

Conflicts of Interest

No Member having a duality of interest or possible conflict of interest for a particular issue shall vote or use his or her personal influence relating to such issue but may be included when determining a quorum. The minutes of any meeting where a conflict is present should reflect: (i) that a disclosure of the conflict was made; (ii) that the Member with the conflict abstained from discussion and voting on such matter, and (iii) any other relevant factors deemed necessary by the Corporate Board and the Governing Board.

The Governing Board is composed of a minimum of five and not more than seven directors with the officers of President, Vice-President, Secretary and Treasurer. The minimum offices to be held are the President and Secretary.

The Corporate Board will delegate all authorities to the School Governing Board as needed to run and manage all aspects of the school both annually and the day to day functions and activities. The Corporate Board will review the financial documents and meeting minutes of the charter school to be sure that appropriate legal and financial procedures are being followed. They will make recommendations as needed based on school vision and financial status. The Corporate Board will set the salary of the School Director. The School Director will be responsible for the day to day operation of the charter school and report directly to the Governing Board. Margie Montgomery is the School Director.

As stated above, all policies and procedures of Desert Star Academy are established, exercised by and under the authority of the Governing Board. The Governing Board will set annual goals for the charter school and the School Director as well as review and evaluate the performance of the School Director annually. It will accept and further delegate, only as appropriate, the authorities granted it by the Corporate Board. Desert Star Governing Board will review financial documents on a monthly basis and submit financial documents and meeting minutes to the Corporate Board to demonstrate effectiveness or identify areas of concern of the school's operation.

The Governing Board will govern according to the Bylaws approved upon receipt of the charter. The bylaws stipulate the responsibilities and policies by which the Board is legally bound. The Desert Star Governing Board will have the following duties and responsibilities:

- Recruit, manage and hire the School Director
- Provide guidance and support to the School Director in the execution of the mission and vision of the school.
- Set all school policies
- Delegate appropriate responsibility and authority to the School Director to lead Desert Star Academy
- Ensure the school is meeting its intended objectives as evident in student test scores and academic achievement
- Approve the annual budget

- Approve job descriptions and responsibilities for the administrative and instructional staff
- Determine compensation plans for the School Director
- Approve compensation plans for the administrative and instructional staff
- Authorize fund transfers of more than $15,000 between categories in the annual budget
- Review and approve curriculum
- Ensure compliance with all state, federal, and grant laws and stipulations (e.g. Open Meeting Laws)
- Attend annual Board training

Desert Star Academy Governing Board Composition

- Academic leaders
- Business leaders
- Community leaders
- Parent leader

The composition of the Governing Board will initially consist of a diverse group of five individuals who will contribute time and expertise to the organization.

Desert Star Governing Board Members:

Margie Montgomery

The School Director and initial president of the Governing Board will be Margie Montgomery. Two community members will be added at a later date. The roles and responsibilities of the School Director and member of the Board are to serve as the liaison between the school and the Governing Board, by providing context regarding the culture and pulse of the school and by representing school staff to the Governing Board.

The Governing Board shall include a President, who will preside over all meetings and ensure all Open Meeting Laws are followed, a Secretary, who will document meeting agendas, and be responsible for all correspondence on behalf of the Governing Board. Lastly, a treasurer, who will be responsible for presenting the financial reports to the governing board and be an authorized signer on all Desert Star Academy checks.

Nick Economou is a resident and **business leader** in the Fort Mohave community. Nick has managed, operated and marketed his own business in the Tri-State area for many years. He brings financial and marketing expertise to the team. Mr. Economou is a very active parent of school aged children within the community, involved heavily in many youth sports organizations as a head coach. Desert Star Academy believes the community is a vital part of the overall success of the school and each scholar. Mr. Economou will bring many aspects of the community to the Academy.

Andrea Economou, a **community leader** and parent is also very active in the Mohave Valley area. Her role on the board will be the secretary. She will be responsible to posting

meetings in accordance with the "Open Meeting Laws", take minutes at each meetings and typing them for presentation at each meeting as well as recording all meetings. She will provide agendas to members. She is committed to the success of youth and is very active in the county's 4-H program and a parent and 4-H leader. She has served as "Team Mom" for many sports in which her children have participated in and she is a great community organizer. Andrea will be in charge of fundraising program and activities and be a leader to solicit for Tax Credit donations. She will be a valuable asset to Desert Star Academy, Inc.

Steve West, also a **community leader**, is a battalion fire chief with the local fire district will bring community awareness and facilities experience to the Governing Board. He is a long-time resident of the Fort Mohave Community. He and Mrs. West have raised two children in the local school district and have been volunteers in many community organizations. They are presently very active with their children and grandchildren who both attend Desert Star Academy Preschool. Steve has been instrumental in volunteering in school improvements and fundraisers for the preschool. He has many contacts within the community that will provide support.

Business leader will be added to the Desert Star Academy, Inc. Governing Board at a later date. This position will be filled with a candidate with expertise in finance to ensure the financial success of the Academy.

Governing Board Committees

The Board may:

Form advisory committees for areas of special need or interest which could include but not be limited to:

- An **Executive Committee** - made up of seated directors who are officers of the Board (president, vice president, secretary and treasurer). The role of this committee is to execute the duties of the Board as directed by the Board. These duties may include, but not be limited to, hearing appeals, reviewing potential conflicts of interest, seeking business partnerships, etc.
- A **Finance Committee** - consisting of the Board treasurer and any other persons as appointed by the Board chair. The main duty of the committee is to establish the school budget and oversee the implementation of that budget. This committee or its designee would report directly to the Board at each meeting of the Board.
- A **Nomination Committee** - comprised of seated directors and members appointed by the Board chair. The main function of this committee is to evaluate the representative needs of the Board and supply a slate of candidates to fill any vacated Board seats. The committee prepares a slate of candidates for the annual Board meeting.
- A **Development Committee** - responsible for any major fundraising activities of the charter school. The charter school will have at least one major fundraiser during each school year. The Board treasurer will be a member of this committee, but will not be required to chair the committee

Vacancies

In the event that a board seat becomes vacant the following process shall take place to fill the seat.

- The Nomination Committee will solicit, recruit and supply a slate of candidates to fill any Board seat.
- The candidates will have the qualifications of the vacated seat, whether it be a community, academic or business leader vacancy.
- From the slate of candidates the existing Board members will interview and vote on the next candidate to fill the vacated seat.
- The Board President will meet with the candidate and offer them the seat. Their duties will begin at the next Board meeting following the decision of the Board.

grandchildren and have a passion for assisting in the creation and organization of a high quality school.

Nikki Smith, a dedicated parent, is committed to the long term success of Desert Star Academy. Her daughter is a young scholar of Desert Star Preschool. Nikki has expressed her confidence in the program and shares the same beliefs and values as stated in the mission. She has recruited other parents to enroll their children into the school. She wants to be a strong advocate of her daughter and become involved with her education. Nikki has willing volunteered to offer assistance to the success of the school.

Barry Bower has been an educator for fifteen years. His current position is Special Education Director, Online School Principal, and High School football coach with the local high school district. Barry has very strong convictions about educating youth with honesty, integrity and hard work. He is truly an inspiration to the young men who play on his football team and has garnered the respect of his coaching staff, colleagues and the community. His educational philosophy aligns with the mission and core values of Desert Star Academy.

Community member is currently vacant.

Community member is currently vacant.

Governing Board Vacancies

In the event that a Governing Board vacancy occurs, for any reason, the unexpired portion of the term shall be filled by appointment by the Corporate Board. The founding Governing Board will be appointed by the Corporate Board, thereafter, the Governing Board and School Director will make recommendations to the Corporate Board for appointment. The final selection by the Corporate Board will be made from recommendations from the Governing Board, Corporate Board members and the School Director. There will always be a concerted effort to have representation from the community, the parent group and the faculty at Desert Star Academy to keep the membership versed and well-rounded.

Each Governing Board member will read and sign a statement assuring that they understand and will uphold the charter application, school policies and procedures, and understand the rules of open meeting laws as directed in Robert's Rules of Order or the online Ombudsman Handbook on Open Meeting Law prior to becoming a voting member. The Governing Board President will be mandated to attend the annual Arizona Charter Business Conference. Each member will be strongly advised to attend one training session from either the Arizona Charter Board Association or Arizona Department of Education. The Governing Board will revisit the open meeting laws annually.

Recruiting New Board Members

Board members will be recruited from the community members that will be strong advocates for the school's mission and vision. Qualifications will include their ability to perform the Board's responsibilities with excellence as well as the particular expertise they possess that will enhance the Board's overall ability to govern. Future Board vacancies will be filled in a like manner. Desert Star Academy understands the importance of complying with Open Meeting Law and will initiate this process immediately to ensure that at least a five member board is maintained at all times. There will always be a concentrated effort to include at least one member from the community and individuals who have experience in education, business management, and financial management. The founding Corporate Directors also feel strongly that at least one parent serve on the Governing Board. Each Board member will obtain a fingerprint clearance card prior to their appointment and read and sign a statement assuring that they understand Desert Star Academy's charter application and Open Meeting Law prior to becoming a voting member of the Board. At least annually, the School Board will review Open Meeting Law and require disclosure of any Conflicts of Interest.

Upholding Open Meeting Law

The Governing Board will adhere to Arizona's Open Meeting Law. Each new Board member will be mandated to read the Desert Star Bylaws, acceptable procedures regarding privacy, email laws and issues regarding topics brought before the Board. Robert's Rules of Order will be the resource and guide for executing each board meeting. Notice of meetings will be posted on the school website, once developed, and in the school office as well as any monthly print material distributed to the students with a minimum of 48 hours of public notice. The minutes will be recorded and made available to the public within 72 hours of the meeting. Executive sessions will only be held for one of the seven purposes allowed by the law and those involved will have proper notification.