Operational Plan
B.2 School Governing Body

Describe the responsibilities and proposed composition of the governing body as per A.R.S. §15-183 (E) (8). Describe any role the school governing body will have beyond the statutory minimum.

Corporate Board for Applicant

The Early Career Academy ("ECA") will utilize its corporate board of directors as its governing body. As described in A.R.S. § 15-183 (E) (8), the Board of Directors ("Governing Board" or "Board"), as the Governing Body will be responsible for the policy decisions of the school.

Responsibilities Governing Body

In accordance with the organization's Bylaws, all business of the corporation is managed by the Board of Directors. Accordingly, the board will maintain the following powers and responsibilities:

- the board as a corporate body has the power and duty to govern and oversee the management of the ECA;
- the board shall determine the organization and support the mission of the ECA;
- the board shall approve and cause to be submitted charter-related documents to the authorizer;
- the board shall set policies for the ECA operation, ensuring conformance with the provisions of the contract for charter and applicable laws;
- the board shall approve an official budget to operate the ECA while maintaining fiscal responsibility;
- the board shall establish the short and long-range goals for the ECA and shall monitor progress toward the achievement of those goals;
- the board shall ensure that fiscal operations satisfy general accounting standards of fiscal management;
- the board shall decide if the organization should pursue exempt from taxation status under Section 501(c)(3) of the Internal Revenue Code;
- the board shall approve and ratify all contracts;
- the board shall ensure that all schools maintain adequate resources for school activities; and
- the board or its designees shall select, evaluate and, as necessary, terminate the appointment of the Executive Director.

The board will meet on a regular basis, as necessary, to appropriately govern the school. In the first year of operations, the board will meet approximately monthly, depending on matters under discussion. The start-up year involves issues that may require a more frequent meeting schedule to accommodate the schools timely opening. These issues including approving he hiring of the Executive Director, adding additional, independent board members, negotiating and executing the charter with the authorizer and negotiating and executing the EMO agreement. When start-up activities have subsided and normal operations begin, board meetings will be less frequent, but at least quarterly. Should school issues come about, board meetings will increase in frequency to address any issues.

Board meetings will focus mainly on student achievement relative to school goals and the fulfillment of the mission. School financial stability and ongoing viability will be reviewed each quarter or as needed. The board will expect the EMO to produce a board report in timely manner prior to each board meeting that will contain the relevant data required to govern the school. The board is not concerned with the daily operations of the school and will engage a management company which includes a board appointed school leader to focus on that.

Board training, especially for members new to governance positions and public boards, will be important. Board members will have access to governance training materials such as BoardWiser Plus Virtual Board Professional Development Program from Brian L. Carpenter and Associates, LLC. The materials include 12 podcasts with corresponding handouts and a series of six, one-hour webinars that cover charter school governance. The BoardWiser product will be utilized for board members with no previous board experience or members with board experience outside of a charter school.

Provide a description of the composition of the school governing body.

As stated above, the Board of Directors for ECA-Arizona will serve as the governing body for the school; therefore, the composition will be identical. The number of directors shall be not less than three (3) and not more than nine (9), the exact number to be fixed from time to time by resolution adopted by the Board of Directors.

The board will seek to have a majority of members independent of the EMO. Directors must be more than 20 years of age. Each Director must pass a background check, or other regulatory inquiries, 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 include 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 Board of Directors, possess experience and qualifications that further the Board of Director's commitment to the educational and operational purposes 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 officers of the Corporation shall consist of a President, Secretary, and Treasurer, and such other officers as the Board of Directors may, by resolution, designate from time to time. Any two (2) or more offices may be held by the same person.

Election, Term of Office and Qualification. Directors shall be elected by a majority vote of the Board of Directors at any regular or special meeting of the Directors. Any vacancy on the Board of Directors occurring by reason of an increase in the number of Directors shall be filled by a majority vote of the Directors cast at any regular or special meeting of the Board of Directors. In the event any Director dies, becomes incapacitated, resigns, is disqualified or removed from office, or otherwise vacates his or her office, the unexpired portion of such Director's term of office shall be filled by a majority vote of the remaining Directors at a regular or special meeting of the Board of Directors.

President. The President shall preside at all meetings of the Board of Directors. The President shall manage and supervise all the affairs and personnel of the Corporation and shall discharge all the usual functions of the president and chief executive officer of a corporation. In addition, the President shall discharge all of the usual functions of the chief academic officer of a school. The President shall do and perform such other duties as this provides or as may be assigned by the Board of Directors.

Secretary. The Secretary shall have the custody and care of the corporate records and the minutes book of the Corporation. The Secretary shall attend all the meetings of the Board of Directors of the Corporation, and shall keep, or cause to be kept in a book provided for the purpose, a true and complete record of the proceedings of such meetings, and shall perform a like duty for all standing committees of the Board of Directors when required. The Secretary shall attend to the giving and serving of all notices of the Corporation. The Secretary shall file and take care of all papers and documents belonging to the Corporation, shall authenticate records of the Corporation as necessary, and shall perform such other duties as may be required by this Bylaws or as may be prescribed by the Board of Directors.

Treasurer. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Corporation. The Treasurer shall be the legal custodian of all monies, notes, securities and other valuables which may from time to time come into the possession of the Corporation. The Treasurer shall furnish at meetings of the Board of Directors, or whenever requested, a statement of the financial condition of the Corporation and shall perform such other duties as may be required by this Bylaws or as may be prescribed by the Board of Directors.

Assistant Officers. The Board of Directors may from time to time designate assistant officers who shall exercise and perform such powers and duties as the officers whom they are elected to assist shall specify and delegate to them, and such other powers and duties as may be prescribed by this Bylaws, the Board of Directors.

Any officer may be removed from office, with or without cause, by a majority vote of the directors present at a meeting at which a quorum exists. Any officer may resign at any time by delivering notice to the Board of Directors, or the Secretary. A resignation is effective upon delivery unless the notice specifies a later effective date. The acceptance of a resignation shall not be necessary to make it effective.

The board will strive to create, as a body, a well-rounded skill set.

Process for Filling Governing Body Vacancies

Board member selection - Each board candidate is interviewed by members of the existing board to determine the degree to which they meet established criteria (bulleted below) and whether they enhance the aggregate competencies of the current board. Candidates are then discussed with the entire board and elected if appropriate. Board member selection criteria include:

- Understanding and appreciation for ECA's mission and how it is fulfilled
- Knowledge of the community ECA serves and a desire to positively impact it and believe that they can through their work with ECA
- Understanding of governance versus management and the role of the board in oversight versus the roles of the Executive Director, EMO, parents and students
- The fiduciary nature of a public school board including the roles, responsibilities and risks
- Ability to make regularly scheduled meetings
- Willingness to engage in regular, ongoing training and development

Boards should strive to create a set of aggregate competencies that allow for effective and appropriate governance. To affect this premise, the board will seek members that cover the following areas.

- Legal and regulatory
- Academics and curriculum
- Business and operations management
- Finance and accounting
- Non-profit management
- HR and recruitment

Interested board member candidates have come from the community around the ECA location and have included several ITT Tech graduates of the campus where ECA is located as well as employers of graduates of ITT Tech. The board is dedicated to having members that reside in the community, work in the community and understand the value proposition offered by ECA.