B.3 Governing Body

Roles and Responsibilities of the Governing Body

Incito Schools employs a governance structure composed of a Corporate Board of Directors and a School Policy Council. As stated in the Bylaws, the Corporate Board may create one or more standing or ad hoc committees having such powers as are then permitted by the Arizona Nonprofit Corporation Act and as are specified in the resolution.

The School will be governed by the Corporate Board which will oversee the work of the Executive Directors and School Leader. There will also be a committee known as the School Policy Council. The Corporate Board oversees corporate issues such as facilities, corporate compliance, contracting, financing, marketing and other issues. The School Policy Council will advise the Corporate Board on issues such as school policies and procedures related to, by way of example, fundraising, school calendar, attendance, health and safety, grading and promotion, student discipline, and educational issues. The School Policy Council will also consult with and advise the Board of Directors on important extra-curricular, teaching, administration, and other issues facing the charter school. The members of the Corporate Board shall consist of individuals with education and business backgrounds. The School Policy Council shall consist of individuals with education and business backgrounds as well as parents or guardians of current or former students.

Corporate Board's Role, Responsibilities, and Mandated Obligations:

- Maintain integrity and promote School's mission and vision
- Responsible for School operations as provided by A.R.S. §15-183.E.8
- Appoint members of School Policy Council
- Delegate specific authorities to the School Policy Council at its annual meeting, fill vacancies on the Board or any committee with Board delegated powers; (ii) adopt, amend or repeal Articles or Bylaws
- On a quarterly basis, review the financial documents and meeting minutes of the charter school to ensure that appropriate legal and financial procedures are being followed and make recommendations such as adding or revoking authorities
- Receive and review the Executive Directors' evaluation of the School Leader and set his/her salary
- Make recommendations for Corporate Board and School Policy Council professional development
- Lead marketing development for the School
- Evaluate the Executive Directors' performance (Conducted by disinterested members only)
- Fixing compensation of the Executive Directors subject to School's Conflict of Interest Policy

- Approve the School budget that is required to be submitted to the Arizona Department of Education by the Chief Financial Officer
- Consider recommendations from School Policy Council and approve policy and procedure manuals, employee handbook and student handbook prior the start of a new School year
- Approve the Declaration of Curriculum and Instructional Alignment and ensure submission to the Arizona Department of Education

School Policy Council's Role, Responsibilities, and Mandated Obligations:

Advises the Corporate Board regarding important educational and policy issues including, but not limited to, fundraising, school calendar, attendance, health and safety, grading and promotion, student discipline, extra-curricular, teaching, administration, and other issues impacting the School and its performance. Incito Schools' Policy Council members will be appointed by the Incito School Corporate Board of Directors.

Composition of the Governing Body

The Corporate Board is currently composed of three members who are in the process of recruiting additional members in order to maintain a five member board, with the required offices of President, Vice-President, and Secretary. Incito Schools has prepared a list of five individuals whose experience and expertise meet the specified criteria (share the same vision and passion and possess extensive background knowledge and experience in education, financial management, and/or business management). At least two of these recruited members will be approved at the first scheduled and public meeting. All board members must have a valid Arizona Fingerprint Clearance Card and complete a background check. These recruits have already started this process.

The School Policy Council is composed of at least five and no more than nine members. The current Corporate Board members have identified and recruited five members for the Policy Council with a plan to identify and appoint additional members as soon as possible. The names of these identified members will be approved at the first scheduled and public meeting. .

Corporate Board Members	Background, Qualifications, and Community Relationship
April Castillo	Experience with Maricopa County Education Service Agency; former K-8 Administrator, Instructional Coach, Teacher for grades K-8; exceptional leadership skills and communication skills; experience evaluating teachers and administrators, developed teacher and principal evaluation instruments, lead and facilitated several professional development sessions, participated in and attended professional development nation-wide, served on and led parent committees, developed district level curriculum.
Amanda Jelleson	Experience with Maricopa County Education Service Agency; former K-8 Administrator, Instructional Coach, Teacher for grades K-8; exceptional leadership skills and communication skills; Overseas teaching experience in Australia; experience evaluating teachers and

	administrators, developed teacher and principal evaluation instruments, lead and facilitated several professional development sessions, participated in and attended professional development nation-wide, served on and led parent committees, developed district level curriculum, led a K-8 school out of school improvement for two consecutive years.
Kristina Vasquez	Bachelors Degree in broadcast and journalism; experience with customer service, financial management, and communications; effective conflict resolution skills and tactfully interfaces and communicates with clients, media, and management at all levels; passion for volunteering at church and in community.

Process and Timeline for Further Developing the Governing Body

Board members will be recruited from the exceptional 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. In the event that a Corporate Board vacancy occurs, for any reason, the unexpired portion of that term shall be filled by a majority vote of remaining directors of the Corporate Board. Incito Schools understands the importance of complying with Open Meeting Law and will initiate this process immediately to ensure that a five member board is maintained at all times.

The founding Corporate Board Members will fill the role of the governing body following the approval of this charter school application. Thereafter, the Corporate Board will receive recommendations for other Corporate Board members and will appoint new members based on those recommendations and its own contacts in the surrounding community. There will be a concerted effort to always include at least one member from the community and individuals who have experience in education, business management, and financial management. Current Board members have identified five additional potential members for the Corporate Board and five initial members for the School Policy Council and are in the process of identifying the remaining members for the School Policy Council immediately. These new members will be approved at the first scheduled and public meeting. Incito Schools recognizes the importance of prioritizing this undertaking to ensure full compliance with Open Meeting Law at all times.

Each Board member will obtain a finger print clearance card prior to their appointment and read and sign a statement assuring that they understand the Incito Schools 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.

Training and Orientation Process

Incito School will provide an orientation in June for new Board members to acclimate to the school's policies, procedures and vision. The current corporate by-laws, school Board minutes, current policy manual, and any other pertinent materials will be reviewed. Ongoing professional development and training of members is provided so members can constructively participate in the decision making process and stay abreast of current educational issues. Further, board members will periodically find relevant, research-based readings and ask all members to read them and be prepared to discuss the readings in a study session.

The Executive Directors and relevant support organizations will facilitate the orientation and ongoing professional development. Additional School personnel may provide training in specific areas as needed. Examples: The Executive Directors will present and explain the annual budget so members feel informed to provide feedback and make decisions or present current research findings. The Executive Directors have attended trainings on governance and open meeting law through the Arizona Charter Schools Association and will continue to participate in annual trainings on Open Meeting Law provided by legal counsel.

Complying with Open Meeting Law

The Corporate Board, serving as the school governing body, will abide by all open meeting laws as required by A.R.S. § 38-431.01-431.09. Incito's Governing Board will comply with Open Meeting Laws as stated in A.R.S. § 38-431.02(A) (1) through (4). Open Meeting Law is understood and practiced by current board members and will be practiced by all new members. Current members have been trained in Open Meeting laws and new members will receive training. Open Meeting law protects the public by avoiding decision making in secret, it promotes acting responsibly and reasonably. It protects public officials from being excluded (notice), and it helps members be prepared (agenda), and transcribes what happened at the meetings (minutes). It also maintains integrity in government and builds positive relationships, builds trust between the staff, board and students as well as promotes accountability. Incito Schools will maintain a five member board and its members understand that a majority constitutes a quorum. Board members will not discuss board business or agenda items outside of a legally convened meeting. Meeting announcements will be placed in a public location 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* . Board members understand that they may hold private executive session under a few limited circumstances as outlined in A.R.S. 38-431.03. There are seven authorized topics for executive sessions:

1. Personnel (must provide 24 hours written notice to employee).

2. Discussion or consideration of records exempt by law from public inspection.

3. Legal advice – with public body's own lawyer(s).

4. Discussion or consultation with public body's lawyer(s) to consider pending or

contemplated litigation, settlement discussions, negotiated contracts.

5. Discuss and instruct its representative regarding labor negotiations.

6. Discuss international, interstate, and tribal negotiations.

7. Discuss the purchase, sale, or lease of real property.

Minutes of all meetings will be kept. These minutes will include the date, time and place of the meeting, names of members present or absent, a general description of matters considered, and an accurate description of all legal actions taken. Minutes will be open for public inspection, except as otherwise provided by statute.

If the majority of the Board members are present and represent a quorum, they will not discuss or make decisions regarding organized business. Incito's School Policy Council will also comply with Open Meeting and the Corporate Board Members will ensure that all members understand and agree to follow this law. Again, it is the priority of Incito Schools to ensure that a five member Corporate Board and a minimum of a five member School Policy Council (with a goal of seven-nine members) be established as soon as possible. Notices of meetings and the agenda will be posted on campus and on the School's website at least 24 hours in advance of the Governing Board's meetings and minutes of the meetings will be made available to the public within three business days.

All legal actions of the School's Governing Body will occur during a public meeting. The School will file a statement with the Secretary of State indicating where all public notices of Governing Board meetings will be posted at School. No meetings will be held without proper notification to the Governing Board members and to the general public. In the event that action is taken in violation of Open Meeting Law, such action shall be null and void, unless the Governing Board in accordance with A.R.S. Section 38-431.05 ratifies such action.