

Arizona State Board for Charter Schools

Arizona State Board of Education

1700 W. Washington St., Room 164, Phoenix, AZ 85007

(602) 364-3080 Fax (602) 364-3089

www.asbcs.az.gov

RECEIVED MAY 14 2009

INSTRUCTIONAL DAYS AMENDMENT REQUEST

(Charter Holder Name) Imagine Middle at Camelback, LLC (CTDS) 078531000

(Charter Holder Mailing Address) 18052 N. Black Canyon Highway

(City, State) Phoenix, AZ (Zip) 85053

(Charter Representative's Name) Nancy G. Hall

(Phone Number) 602-547-7960 (Fax Number) 602-547-7922

Failure to submit all required documentation will result in the Amendment Request being returned without being processed. Faxed copies will not be accepted. Please send originals.

* Changes in number of contractual days of instruction

Included is the following:


- Board minutes approving the change (minutes must comply with Open Meeting Law ARS §38-431.01)

The Arizona State Board for Charter Schools and Imagine Middle at Camelback, LLC (Charter Holder), herein agree to amend the terms of the charter contract as follows:

FROM: 185

TO: 180

In witness whereof, Charter Holder has signed this contract amendment as of this 21st day of April, 2009, and the State Board for Charter Schools has signed this contract amendment as of this ____ day of _____, 200__, to take effect at such time as it is signed by both parties.



Charter Representative Signature

Representative Signature for the Arizona State Board for Charter Schools

9/10/07

**MINUTES OF THE APRIL 20, 2009 JOINT MEETING
OF THE BOARDS OF DIRECTORS OF
IMAGINE MIDDLE AT DESERT WEST, LLC
IMAGINE MIDDLE AT CAMELBACK, LLC
IMAGINE ELEMENTARY AT COOLIDGE, LLC
IMAGINE MIDDLE AT COOLIDGE, LLC
IMAGINE ELEMENTARY AT AVONDALE, LLC
IMAGINE MIDDLE AT AVONDALE, LLC**

Pursuant to notice of meeting, a joint meeting of the Boards of Directors (the "Boards") of Imagine Middle at Desert West, LLC ("DWMS"), Imagine Middle at Camelback, LLC ("CBMS"), Imagine Elementary at Coolidge, LLC ("COES"), Imagine Middle at Coolidge, LLC ("COMS"), Imagine Elementary at Avondale, LLC ("AVES"), Imagine Middle at Avondale, LLC ("AVMS") (collectively the "Schools") was held at the Imagine Schools, Southwest Group Office, located at 18052 N. Black Canyon Highway, Phoenix, Arizona 85053 at approximately 4:00 p.m. MST, on the 20th day of April, 2009.

The following directors of the School were present in person or by telephone:

Troy Nelson (telephonically)
Dr. Leonora Farrah (telephonically)
Dr. Nancy Hall (in person)
Linda Kiefner (in person)
Monte Lange (in person)

The following others were present in person or by telephone:

Joshua Jordan, Principal, Avondale (telephonically)
Kim Agnew, Assistant Principal, Avondale (telephonically)
Monica Morales, Business Administrator, Avondale (telephonically)
Carolyn Birney, Assistant Principal, Camelback (telephonically)
Jennifer Barnes, Business Administrator, Camelback (telephonically)
Darrin Anderson, Principal, Coolidge (telephonically)
Michelle Stout, Assistant Principal, Coolidge (telephonically)
Linel Thomas, Business Administrator, Coolidge (telephonically)
Freddie Villalon, Principal Desert West (telephonically)
Bill Heintz, Assistant Principal, Desert West (telephonically)
Chris Elleiott, Business Administrator, Desert West (telephonically)
Veronica Cramer, Exec. Project Coordinator (in person)
Kristen Garretson, Curriculum Coord., AZ West Region (telephonically)

Mary Bonsall, Group Finance Director (in person)
Maryann Stackhouse, Regional Finance Associate (telephonically)
Thomas Jankowski, Esq., Greenberg Traurig, LLP (telephonically)
Cheri Laudenslager, Paralegal, Greenberg Traurig, LLP (telephonically)

Dr. Leonora Farrah called the meeting to order and took roll of the governing Board members. Dr. Farrah served as Chairman of the meeting, Dr. Hall tape recorded the meeting and Ms. Laudenslager recorded the minutes.

The first item of business was the review and approval of the minutes of the joint board meeting held February 23, 2009 (CBMS, DWMS, COES, COMS, AVES). There being no discussion, upon motion of Troy Nelson duly made and seconded by Nancy Hall, the following resolution was unanimously adopted:

RESOLVED, that the minutes of the joint board meeting held on February 23, 2009 be, and hereby are, accepted and approved by the Board.

The next item of business was the review and approval of the minutes of the organizational meeting for AVMS held on February 23, 2009. There being no discussion, upon motion of Troy Nelson duly made and seconded by Nancy Hall, the following resolution was unanimously adopted:

RESOLVED, that the minutes of the organizational meeting for AVES held on February 23, 2009 be, and hereby are, accepted and approved by the Board.

The next item of business was the report, review and possible action to accept the resignation of Linda Kiefner from the Boards of the Schools. There being no discussion, upon motion of Linda Kiefner, duly made and seconded by Monte Lange, the following resolution was unanimously adopted:

RESOLVED, that the resignation of Linda Kiefner from the Boards be, and hereby is, accepted and approved by the Board.

The next item of business was the announcement that Imagine Schools, Not-for-Profit, has appointed Troy Nelson to the AVMS Board of Directors. This is information only; therefore, no action is required.

The next item of business was the announcement that Imagine Schools, Not-for-Profit, has appointed Monte Lange to the AVMS Board of Directors. This is information only; therefore, no action is required.

The next item of business was the announcement that Imagine Schools, Not-for-Profit, has appointed Dr. Lenora Farrah to the AVMS Board of Directors. This is information only; therefore, no action is required.

The Chairman stated that the next item of business was the announcement that Imagine Schools, Not-for-Profit, has appointed Kristen Garretson to the CBMS, DWMS, COES, COMS, AVES and AVMS Boards of Directors. This is information only; therefore, no action is required.

The next item of business was the report, review and vote to elect the Secretary for the Boards (CBMS, DWMS, COES, COMS, AVES and AVMS). Nancy Hall nominated Kristen Garretson as Secretary of the Boards. There being no further discussion, upon motion of Nancy Hall, duly made and seconded by Troy Nelson the following resolution was unanimously adopted:

RESOLVED, that the election of Kristen Garretson as Secretary to the Boards be, and hereby is, accepted and approved by the Board.

Monte Lange exited the call at 4:08 p.m.

The next item of business was the report, review and possible action regarding the revised 2008-2009 annual budgets. Jennifer Barnes reported that CBMS has a balanced budget. Chris Elleiott reported that the DWMS revised budget is a balanced budget. Linel Thomas

reported that the COES/COMS revised budget is balanced. Monica Morales reported for AVES. She stated their budget is also balanced. There being no further discussion, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the 2008-2009 budgets be, and hereby are, accepted and approved by the Board.

The next item of business was the report, review and possible action regarding the sublease between Schoolhouse Finance and the AVES. Joshua Jordan reported the lease commencement date and change periods. Tom Jankowski, Esq. of Greenberg Traurig explained the terms of the contract and recommended minor clarifications to some language. There being no further discussion, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the sublease between Schoolhouse Finance and AVES, be and hereby is, accepted and approved by the Board.

The next item of business was the report, review and possible action to amend the sublease between Imagine Charter Elementary School at Desert West and Imagine Middle School at Desert West (DWMS). Chris Elleiott reported that the original amount was based on enrollment and it has now been amended to reflect the 8th grade class. There being no further discussion, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the amendment to the sublease between Imagine Charter Elementary School at Desert West and Imagine Middle School at Desert West (DWMS), be and hereby is, accepted and approved by the Board.

The next item of business was the report, review and possible action regarding sublease between Imagine Charter Elementary at Coolidge, LLC and Imagine Middle at Coolidge, LLC

(COES, COMS). Darrin Anderson reported that the COMS pays COES rent and it will go up on July 1st. There being no further discussion, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the sublease between Imagine Charter Elementary at Coolidge, LLC and Imagine Middle at Coolidge, LLC, be and hereby is, accepted and approved by the Board.

The next item of business was the report, review and possible action regarding sublease between Imagine Charter Elementary at Avondale, LLC and Imagine Middle at Avondale, LLC (AVES, AVMS). Joshua Jordan reported. There being no further discussion, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the sublease between Imagine Charter Elementary at Avondale, LLC and Imagine Middle at Avondale, LLC, be and hereby is, accepted and approved by the Board.

The next item of business was the report, review and possible action regarding amendment to the operating agreement. This item was tabled until the next meeting.

The next item of business was the report, review and vote whether to reduce the number of instructional days. Linda Kiefner reported that the reduction is necessary for budgets cuts, alignment with school district, and supplemental summer instruction. Dr. Leonora Farrah recommended reviewing the results in one year. There being no further discussion, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the reduction of the number of contractual days of instruction be and hereby is, accepted and approved by the Board.

The next item of business was the report, review and possible action regarding the proposed 2009-2010 school calendar. There being no further discussion, upon motion of Troy

Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the proposed 2009-2010 school calendar be and hereby is, accepted and approved by the Board.

The next item of business was the report, review and vote whether to approve engagement letter for 2008-2009 audit. After a brief review and discussion of each letter, upon motion of Troy Nelson duly made and seconded by Leonora Farrah, the following resolution was unanimously adopted:

RESOLVED, that the 2008-2009 engagement letters for Ball & McGraw (CBMS, DWMS) and the 2008-2009 engagement letters for , Joel Huber, CPA (COES, COMS, AVES, AVMS) be and hereby are, accepted and approved by the Board.

The next item of business was the reports from the School Leaders. Bill Heintz reported for DWMS. He discussed their 97% re-enrollment, AIMS and Saturday school success. Darrin Anderson reported for COES/COMS. He reported on their 97% re-enrollment and the national essay results. Joshua Jordan reported for AVES. He discussed their 87% re-enrollment, student accomplishments and 100% completion of AIMS testing. This is information only; therefore, no action is required.

The next item of business was the report from the Regional Directors. Linda Kiefner reported how positive the parents have been. She commended all of the Schools for assisting each other. Ms. Kiefner also welcomed Kristen Garretson to the board. Dr. Hall commended the staff of all the Schools for staying focused and for their "tremendous" academic achievements. Dr. Farrah thanked everyone for pulling together in spite of the economy and gave a special thanks to Veronica Cramer for her excellent job in putting together the agenda and meeting packages. This is information only; therefore, no action is required.

The Chairman then issued a call to the public for issues and there were none.

Dr. Farrah stated that the next meeting will be held on June 1, 2009 at 4:00 p.m. to review proposed budgets and June 15, 2009 at 4:00 p.m. to adopt the budgets.

There being no further business to come before the meeting, upon motion of Troy Nelson, duly made and seconded by Leonora Farrah, the meeting was adjourned at approximately 4:45 p.m.

APPROVED:

Secretary

Imagine Middle at Desert West, LLC

Imagine Middle at Camelback, LLC

Imagine Elementary at Coolidge, LLC

Imagine Middle at Coolidge, LLC

Imagine Elementary at Avondale, LLC

Imagine Middle at Avondale, LLC