B.2 Governing Body

The corporate board of directors of the Leman Academy of Excellence, Inc. will be the board of directors of the Leman Academy of Excellence charter school. It is the intent that the Board of Directors will be directly and actively involved in the start-up year as well as operational years to come.

A. Responsibilities of the School Governing Body

To ensure a safe, effective and successful school operation, the Leman Academy of Excellence will adhere to A.R.S. 15-183 (E)(8) with regard to policy. The mission, vision and core values of the Leman Academy of Excellence will guide The Board in its governance role. The Board shall have all of the powers and duties required or permitted by applicable law.

The Board of Director is vested with a fiduciary responsibility to set policy, fiscal and ongoing governance of the Corporation, and empower its Executive Director with the ability to carry out that responsibility. Additionally it has the general power to control and manage the affairs, funds and property of the Corporation, disburse the Corporation's monies and dispose of its property in fulfillment of its mission; and provided that the Board of Directors shall not permit any part of the net earnings or capital of the Corporation to the benefit of any private individual.

In addition to the broad responsibilities outlined in the bylaws and noted above, the key roles and responsibilities of the LAE Governing Board include:

- Promote the vision and mission statements
- Strategically plan for the future of the school
- Adopt appropriate legal documents
- Track legislative issues that affect charter schools
- Monitor the effectiveness of the program
- Provide financial oversight
- Secure adequate resources
- Hire, support and evaluate the principal
- Network in the community
- Delegate committees

Governing Board General Practices

The Bylaws of the corporation shall dictate the process by which decisions are made. Transaction of any business at Board meetings requires a quorum, which is defined by a majority of the Board of Directors qualified to vote. Teleconference may be conducted with some or all members of the board. The Board shall at all times ensure compliance with the Arizona Open Meeting Law.

Governing Board Officer Descriptions
The officers of the Board shall comprise a Chairman and a Secretary. Officers shall be elected yearly by a simple majority vote.

Chairman – The Chairman will call and preside over all meetings of the Governing Board. The Chair has the authority to appoint a Parliamentarian as needed. The Chair of the Board of Directors shall be allowed to vote when his or her vote will affect the outcome of a motion. On May 12, 2014 Joseph Higgins was voted Chairman of the Board of Directors, as reflected in the organizational minutes.

Secretary – On May 12, 2014 Lynn Houlton was voted Secretary of the Board of Directors, as reflected in the organizational minutes. The bylaws do not strictly define the role of the Secretary, however in Article 17 of the bylaws, Robert's Rules of Order are recognized as rules for governing. Thus, broadly speaking the position of secretary is to 1) keep minutes of meetings, 2) is responsible for notices and ensuring that they are given in accordance with the Bylaws or as required by law, 3) maintains board records.

Executive Director – The Executive Director is an elected member of the board and is the principal officer of the Corporation and is directly responsible for implementing all policies and procedures approved by the Board. The Executive Director has the power to contractually bind the Leman Academy of Excellence, Inc., according to the by-laws. The Executive Director is also the primary point of contact regarding LAE, Inc.'s charter application.

Dennis O'Reilly is the Executive Director of the Governing Board and also happens to be slated for the role of Principal. However, the Executive Director of the Board and Principal are two different roles; in future years when/if Mr. O'Reilly is not Principal, it is not assumed that the hired Principal will also serve as the Executive Director on the Board. Only an elected board member can be the Executive Director.

Governing Board Committees
The Chair of the Board of Directors may designate and appoint one or more committees. With the exception of the Executive Committee, each is to act in an advisory nature, not having the power to act on behalf of the board. The Chair may appoint volunteers to serve as full voting members of the Board committees. Each committee, including the executive committee, shall report directly to the Board of Directors.

Executive Committee – The Executive Committee is a standing committee created in the bylaws and is comprised of the officers of the board, including the Executive Director and immediate Past-Chair. The Executive Director is a non-voting member of the Executive Committee. Written record of the Executive Committee meetings shall be kept.

Aside from the Executive Committee, which was created in the Bylaws, the specific committees of the LAE Governing Board have not yet been formed. However all committees will share the following attributes:

- Committees will report to the board
- Expectations and policies for committees will be set by the governing board and communicated to committee members
- Committees will have approximately 5-8 members, with a chairperson
- Committees will have two governing Board members and can be populated with volunteers
- There will be standing committees of the board as well as Ad-Hoc committees

The LAE Governing Board is looking at charter school board best practices to determine both the type and number of committees that the Governing Board will create. To date, the LAE Governing Board is planning to implement the following committees:

- Standing Committees
    - Executive
    - Finance
    - Marketing & Development
    - Fundraising
    - Parent
- Ad Hoc Committees
    - Human Resources
    - Academics
    - Facilities
    - Discipline
    - Board Development

Considerable thought has gone into the Parent Committee of the board to ensure this important community has a formal role with the Governing Board. As with all committees of the Board, the Parent Committee will be populated with two board members – one of whom is the Executive Director – as well as community volunteers. The Parent Committee will have a non-voting representative at the Leman Academy of Excellence, Inc. board meetings.

Composition of the Governing Board

The Board of Directors shall have no less than two directors and no more than eleven members.

Qualifications

The Leman Academy of Excellence, Inc. understands the importance of compiling a board of directors who all bring a different set of knowledge, skills and ability to the table. Additionally, board members must be prepared to give this talent freely and demonstrate an ability and/or willingness to advocate and fundraise on behalf of LAE.

LAE Board seeks to fill board positions with individuals who meet the qualifications below:

- Education / Teaching
- Education / Administration
- Fundraising
- Marketing / Promotion / Public Relations
- Finance / Accounting
- Business Development
- Community Connections
- Legal / Regulatory
- Charter School Experiences
- Grant Writing

In addition to recruiting board members with experience in one or more of the above disciplines, it is essential that all prospective board members:

- Are able to legally serve on an Arizona Charter School Governing Board, per statute
- Have passion for the mission and core values of the Leman Academy of Excellence
- Share in a clear vision for the future and growth of the Leman Academy of Excellence
- Understand the role and responsibility of being on the Governing Board
- Have a clear understanding of the difference between governance and management
- Are willing to financially contribute and/or fundraise
- Are comfortable with advocating for LAE and serving as an Ambassador of the school in the community
- Are focused on results and strategic issues

Finally, in seeking candidates who fulfill the above attributes and skills, the Leman Academy of Excellence will also strive to have a diverse board that reflects the community and demonstrates the recognized value that different voices bring to the table.

B. Filling Board Vacancies

In advance of identifying and recruiting new members, the LAE Governing Board will conduct a comprehensive assessment of its needs. Looking for any gaps in the board's knowledge, skills and abilities as a tool for directing the search for a new member is essential to keeping the board strong, balanced and effective.

Once any gaps have been identified, the recruitment process will focus on matching those needs to prospective board members abilities. Any member of the Governing Board can make a nomination; board vacancies shall be filled by a majority vote. A director elected to fill a vacancy shall serve for the remaining portion of the term.

New members on the LAE Governing Board will be provided with a board manual, the LAE, Inc. Bylaws and will be appointed a mentor on the board to help facilitate orientation.

The Board Manual will outline in detail the following:

- Mission, Vision and Core Values
- Strategic Plan
- Schedule of Board Meetings
- Board Annual Calendar
- Board Member Roster & Contact Information
- Current Budget
- Recent Meeting Minutes
- Organizational Chart