B.2 School Governing Body

a) Identification of School Governing Body

The corporate board for the Applicant, the New America School-Phoenix, will act as the school governing body of the New America School-Phoenix and will henceforth be referred to as the Governing Council as indicated in the corporation's bylaws.

b) Responsibilities of School Governing Council

NAS-Phoenix subscribes to the top ten characteristics of highly effective charter school governing boards as recommended by The High Bar:[1]

1. Passionate, unwavering belief in the charter organization's mission and core values
2. Clarity of collective vision – where the organization is and where it wants to be in the future
3. A firm understanding of the charter promises and a clear, consistent way to measure them
4. Clarity of roles and responsibilities
    a. Role of the full board
    b. Role of individual board members
    c. Roles of committees
    d. Role of the CEO
5. Demonstration of a clear understanding of the difference between governance and management
6. Focused on results
7. The right structure
    a. Board size
    b. Composition
    c. Committee structure
    d. Officers
8. Board meetings – focused on strategic questions and issues not just reporting
9. A Superintendent who assists in the creation of effective governance
10. A strong partnership among the Governing Council, the principal, and the Superintendent that is built on mutual trust and respect

Guided by these understandings, NAS-Phoenix will be governed and managed as follows:

Governing Council: The Governing Council (GC) of NAS-Phoenix will govern the affairs of the school using a traditional model of governance. Approved bylaws will describe the powers and authority of the GC and otherwise describe how the GC will govern the school. Where the bylaws and the charter are silent, parliamentary procedures will apply. The GC will ensure that the academic quality and reliability of the charter school as an academic institution is maintained and will support the school leadership in the maintenance, promotion, and improvement of the academic standards set forth in the charter.

The primary function of the GC will be financial oversight, strategic planning and adoption of policies for the charter school. The GC will not be involved in the daily management of the school.

The GC will meet at least once per month and will conduct its business according to Arizona's Open Meeting Law. The powers and duties of the GC include:

- Develop educational and operational policies for NAS-Phoenix
- Adopt rules and policies pertaining to the administration of the GC and NAS-Phoenix

[1] For more information, visit www.thehighbar.com

- Employ, supervise and evaluate annually the principal of NAS-Phoenix
- Delegate administrative and supervisory functions to the principal of the charter school when appropriate
- Review, approve and monitor the implementation of the annual budget of anticipated income and expenditures, vote on Budget Adjustment Requests, and direct preparation of the annual financial audit
- Acquire, lease and dispose of property, both real and personal to the extent permissible by laws applicable to public schools
- Initiate lawsuits or take all necessary steps to protect NAS-Phoenix interests
- Authorize the repair and maintenance of all property belonging to NAS-Phoenix or for which NAS-Phoenix is contractually responsible to maintain and repair
- Enter into contracts consistent with the NAS-Phoenix approved budget for any service or activity that is required for NAS-Phoenix to perform in order to carry out the educational program described in its charter
- Accept or reject any charitable gift, grant, devise or bequest. Each particular gift, grant, devise or bequest accepted shall be considered an asset of the NAS-Phoenix
- Approve amendments to the charter prior to presentation to the authorizer for approval
- Amend the bylaws of the NAS-Phoenix GC consistent with the mission NAS-Phoenix
- Delegate to the principal the authority to implement the approved charter and the schools' policies and procedures, facilities plans, budget and such other directives and policies adopted by the GC from time to time. To the extent reasonable, the GC shall not be involved in the day-to-day operations of the school
- Have primary responsibility for the development and review of all major policies; be a resource for problem resolution escalated to GC according to policies, procedures and appropriate protocols; and review recommendations submitted by the principal and other GC consultants and advisors
- Promote a cooperative relationship with its charter authorizer and resolve any dispute which may arise between NAS-Phoenix and its authorizer to the mutual benefit of the operation of NAS-Phoenix and its authorizer
- Such other powers and duties as included in the charter that are not inconsistent with federal or state laws or constitutions

c) Composition of the School Governing Council

As stated above, the corporate board of NAS-Phoenix will serve as the Governing Council for the school; therefore, the two will be considered one in the same and the composition will be identical. The GC will be comprised of no less than three members. If the GC decides that it is in the best interest of the charter school to increase the number of members, it shall do so by resolution of the GC, however, in no event will the GC membership exceed nine (9) voting members. The GC will have the following officer positions: Chair, Secretary and Treasurer. In addition, the NAS-Phoenix school principal will serve as an Ex Officio, non-voting member of the Governing Council.

The goal is for the Governing Council to eventually be comprised of at least:
- One member who is a teacher or who previously held such a license and is retired
- One member who is (or was) a school administrator, and
- Three members who possess knowledge and expertise in one or more of the following areas: Accounting; Financial services; Law; or Human Resources

In addition, the NAS-Phoenix GC plans to establish a number of committees that report to the GC on a monthly basis. These may include, and are not limited to:

- **Finance Committee**
    - Reviews planning budgets, adjusted budgets, and facility matters

    - Prepares for the annual audits
- **Fundraising Committee**
    - Ensures 100% GC giving
    - Reports on grants received and pending grants
- **Nominating Committee**
    - Determines skillsets needed on the GC and finds appropriate community candidates that fit the mission and skill set requirements
    - Brings slate of candidates to the GC for discussion and election
    - Prepares slate of officers for the annual meeting
- **Strategic Planning Committee**
    - Works with an external consultant to develop a 3-5 year strategic plan

Each of these committees will be comprised of a minimum of two Council members and have internal officers including a chair and a secretary. As such, GC members will have the opportunity to develop and practice the leadership skills necessary to assume leadership roles within the larger organization.

d) Process for Filling Vacancies

Governing Council Succession. To ensure continuity among the school leadership, Governing Council terms will be staggered so that at no time will a majority of Council members leave the Council en masse. To accommodate this system, initial Council member terms will be for either one, two or three years. The initial Council members whose terms will end after one, two or three years will be determined by consensus or lot. Thereafter Council member terms will be for three years.

A standing Nominating Committee shall solicit applications, recruit potential candidates, and screen applicants for each vacant or non-renewing Council position. This committee will be comprised of two current Council members and the NAS-Phoenix principal and shall be appointed at the NAS-Phoenix organizing meeting and re-constituted at the annual NAS-Phoenix meeting each year thereafter.

Candidates for positions on the GC shall first and foremost be considered based upon commitment to the school and its mission. With this condition met, the Nominating Committee will identify individuals who possess the specific experience and expertise needed to fill the vacancy in order to maintain an effective Governing Council. Professional skills and areas of expertise relevant to the school and its mission include but are not limited to, legal, financial, real estate, education, business and workforce development. Potential members must also demonstrate collaborative and problem-solving skills and attitudes and an ability and willingness to devote substantial time and energy to serving on the GC (including chairing and regularly participating in the activities of at least one Council committee, and attending orienting and training events), and their willingness and ability to devote their time and energy to acting for the best interests of NAS-Phoenix as a whole, rather than the interests of any particular interest group. School employees and relatives of school employees may not serve on the GC, but may serve on committees and are encouraged to attend GC meetings and advise the Council on relevant matters. As much as possible, Governing Council members shall reflect the ethnic diversity that makes up the school community.

The Nominating Committee will meet one-on-one with identified individuals and assess their leadership experience, their time constraints, their level of commitment, their experiences, and their goals and expectations as a potential member of the NAS-Phoenix Governing Council. During the initial meeting, a folder of information about the duties and responsibilities of membership is presented. The Committee will then nominate those individuals to the Governing Council who seem capable and willing to take up the challenge.

At the next meeting of the GC, the Council will review the qualifications of the nominee(s) to affirm that nominee(s) meets GC policies, charter requirements, and all state and federal statutes and regulations. If the GC is satisfied that the nominee(s) meets all requirements, it will officially approve, by majority vote, the nominee(s).

Each new member is given a binder with information pertaining to the functions of the Council and documents such as the by-laws and member responsibilities. The binder also serves as a file for documentation received in meetings.

For in-term vacancies, the term length shall consist of only the unexpired portion of the term of the member being replaced.

Governing Council officers will be elected by the GC at the organizational meeting and, thereafter, at the annual meeting of the GC, the date of which will be determined by the GC. Officer terms are one year. The Nominating Committee will present a recommended slate of officers to the GC, indicating which of the positions are to be filled. This slate of recommended candidates will be publicly announced during the regularly-scheduled meeting immediately preceding the annual meeting.

Each new member of the GC will undergo orientation training within four (4) months of approval of the charter application. Such orientation may include training on the laws and regulations regarding:

- Charter Schools
- School Personnel
- Procurement
- Open Meetings
- Public School Finance
- Roles and Responsibilities of GC Members
- Principal/GC relationship

All members of the GC will participate in at least five hours of training each year. These trainings may include but not be limited to: respecting roles and responsibilities, liabilities, ethics, school finance, budget process, procurement code, the open meeting act, role and relation to the authorizer, the charter school landscape as well as strategic planning, the cost of which will be borne by the school.