Arizona Youth Partnership
Special Board Meeting
Saturday, April 9, 2011
Northern Trust, 3450 E. Sunrise Drive, Tucson, AZ

Mission Statement: "In partnership with communities, AzYP cultivates healthy foundations for youth and promotes strong families."

In Attendance:	*Chuck Leefers, Rob Campbell, Mary Stanford, Bill Williams, Wes Wiggins, Doris Goodale, Rochelle Swanson, Steve Vadja, David Smith, Cynthia Butierez, Steve Rosalik*
Non-Voting Attendees:	*Daniel Stoltzfus, James Danley, Kimberly Danley, Pam Treadwell-Rubin, Ben Hufford*
Absent:	*Lawrence Linson, Terry Links, Don Cox, John Grimaldi*

Meeting was called to order by Rob at 8:15 am.

Report on recent fundraising events: *Daniel gave a brief overview of the Taste and the Ragner Relay. Full reports will be given at the next quarterly board meeting on May 20/21. Essentially, there was a $19,000 gap in target versus actual for the Taste, but the relay brought in $7,000 that was not budgeted for at all. Auction items that were not purchased will be used at a subsequent fundraiser dinner in Mesa.*

CFO Report: *James Danley reviewed the Non-Grant Revenue vs. Budget and PY spreadsheet to give everyone a context in which to review the Charter School Budget.*

Executive Director's Report: *Daniel Stoltzfus gave his summary/presentation on the status of the Charter School Application. He stated that all required training was completed, and recognized Kimberly Danley's efforts and contribution as being instrumental. His presentation addressed the history/programs in Marana, the benefits of a charter school, the strategic benefits of having a charter school for AZYP, the Charter distribution in Tucson/Marana. He described the proposed school building(existing Marana Health Care Clinic) and its surrounding area.*

The board members reviewed the proposed School Mission and the Resources available to the school. Daniel stated that the superintendent of Marana Unified School District had been notified of our intent to open a charter school. Bill Williams gave a summary of what the discussions with the CEO of the Marana Health Care Clinic, and described what negotiations may end up being like. There is a need for renovation, the current layout, and where the money is going to come from for the use/renovation of the building. Upside and downside of different ownership/leasing options were discussed.

They own the building outright. They can list it for sale, but there is a tax assessment of $2.5MM Currently on it, which is a mortgage for a bigger building. The zoning for our school is already in place. Further research will be done as to comps in our negotiations. We can't sign a lease before we get the charter, so we would need a written agreement to secure any interest in the interim. We discussed the need to start a capital campaign.

The culture needs to be developed from the start. Kimberly and James discussed how the school would progress with regard to students, teachers and budget. Online Equalization is also a big potential piece of our growth, creating a hybrid for our rural outlying communities, that will allow us to continues serving in those communities and bringing them into the school network.

***Proposed Governance Structure, Articles of Incorporation and Bylaws**: Pam Treadwell-Rubin and Ben Hufford lead a discussion regarding the choice in Charter School Governance Structure. The different options were discussed: having AZYP's board serve as the Board of the Charter School or creating a separate 501(c)(3) with AZYP as the sole board member. The latter form was recommended by attorney Hufford, who is a practitioner of Education Law specifically. AZYP will determine who will sit on the governing board of the school and chooses the CEO (Superintendent).*

Pam lead a further discussion as to whether the Bylaws would need to be amended to address the opening and operation of a charter school. Ben confirmed that it would not, as there is already language as to "educational purposes"existing in the AzYP Articles of Incorporation and By-Laws.

Pam, Bill and Ben then lead a discussion of what changes would be needed in the Bylaws. Specifically, the issues of whether term renewal was going to be allowed, term limitations, whether employee/superintendent of the school could be a member of the school board, whether and in what circumstances a president should be allowed to vote. Ben will contact Jim Deaton, the policy guy for ASBA to ask if there is a set of policies for school boards that are available for purchase? James Danley asked if AZ Charter School Association might have something similar.

Rob called for two motions:

***Bill moved** to approve Ben's drafted Articles and Bylaws as corrected. Motion was seconded by Chuck and unanimously approved by the Board.*

***Bill moved** to authorize the subcommittee to finalize a policy manual in a form necessary to support the application prior to its deadline. Steve V. seconded, and the motion was unanimously approved by the Board.*

***Review of Proposed Budget: James Danley** reviewed the proposed budget. He discussed a potential capital campaign and a loan from AZYP as other potential funding sources. Chuck asked if we could afford to lose the reserve that we've established. James stated that if financing the school was too big an obstacle, we could get the charter and postpone opening the school, if necessary. He said that a state infrastructure grant was possible, but that they are competitive.*

***Resolution to apply for Charter:** Daniel posed the question to the full board: Do you feel comfortable enough with all the elements to allow us to go forward with applying for the Charter?*

***Wes moved** that AZYP proceed with applying for the Charter for Open Doors Community School. Steve Rosalik seconded. The board voted unanimously to approve.*

***Selection of School Board Members**: Pam Treadwell-Rubin started a discussion about the skill sets/criteria for selection of school board members. She will circulate by email by 4/22. Board Members are to nominate and select the first School Board members, a board of 5. Executive Committee members will be tasked with narrowing the votes.*

Executive Session: Pam Treadwell-Rubin *reviewed with the full board the results of the Executive Director performance review and the recommendation of the Executive committee regarding compensation and two-year term of MOU.*

Meeting was adjourned at 12:40pm.