

# Charter Holder Status Amendment Request

## Charterholder Info

### Charter Holder

**Name:**  
Partnership with Parents, Inc.

**CTDS:**  
07-86-21-000

**Mailing Address:**  
5821 West Beverly Lane  
Glendale, AZ 85306  
> [View detailed info](#)

### Representative

**Name:**  
Mark Jiles

**Phone Number:**  
602 896-2900

**Fax Number:**  
602467-9540

## Downloads

 [Download all files](#)

## Status Type

### Type of status change

Change in entity name of the Charter Holder


## Description of Changes


**Change From:**  
Partnership With Parents, INC.

**Change To:**  
Desert Heights Charter Schools

## Attachments

Board Minutes —  [Download File](#)

Copy of amendment to Articles of Incorporation filed with the Arizona Corporation Commission —  [Download File](#)

Provide information regarding any payment, benefit or consideration received or to be received by any party in the transition —  [Download File](#)

### Additional Information\*

No documents were uploaded.

## Signature

**Charter Representative Signature**  
Mark Jiles 10/21/2013

**Governing Board Meeting Minutes**  
**October 9, 2013**  
**Meeting held at:**  
**Desert Heights Preparatory Academy**  
**3540 W. Union Hills Dr; Glendale, AZ 85308**

**Call to Order**

Tony Elliott – Present  
Stacey Schoch – Present  
Judie Kupillas -- Present  
Manuel Robles -- Absent

**Public Comment: N/A**

**Consent Agenda: NOT APPROVED**

**Accounting and Finance Report: N/A**

**Compliance Report: N/A**

**Marketing Report: N/A**

**President's Report: N/A**

**Agenda Items:**

1. Discussion, consideration, and possible action regarding approval of settlement agreement with Richard Waterhouse.
  - a. Discussion about the settlement agreement that relieves PWP/DHCS of any liability, giving DHCS the ownership of the trade names Desert Heights Preschool and Desert Heights Preparatory Academy. It will end all outstanding lawsuits at this time.

**Motion: Approval of Settlement Agreement and General Release presented by legal counsel between DHCS and Waterhouse Defendants.**

**Judie/Stacey – Unanimously approved**

2. Discussion, consideration, and possible action regarding approval of annual financial report to Arizona Department of Education.
  - a. Yearly report that must be submitted to the DoEd by October 15, 2013 and requires board approval and signature.

**Motion: Approval of presented annual financial report.**

**Judie/Stacey - Unanimously approved**

3. Discussion, consideration, and possible action regarding Special Ed Policies and Procedures.
  - a. Changes made to federal and state regulations includes billing Medicaid for certain types of students (speech and occupational therapy students). We have a very small number of students, and at this time, it's not prudent to pursue seeking Medicaid payment for these students, but we need to reassess this every year.

**Motion: Approval of Special Ed policies and procedures.**

**Stacey/Judie - Unanimously approved**

4. Discussion, consideration, and possible action regarding amended budget for Special Ed line item 2014.

**No Action Taken budget will remain as originally submitted**

5. Discussion, consideration, and possible action regarding Governing Board Declaration of Curricular and Instructional Alignment.

**Motion: Approved Declaration of Curricular and Instructional Alignment as presented.**

**Judie/Stacey - Unanimously approved**

6. Discussion, consideration, and possible action regarding entity name change from Partnership with Parents to Desert Heights Charter Schools.

**Motion: Approval to change entity name from Partnership with Parents (PWP) to Desert Heights Charter Schools.**

**Judie/Stacey - Unanimously approved**

**Adjourn**

**Motion to Adjourn**

**Stacey/Judie - Unanimously approved**

ARTICLES OF AMENDMENT AND RESTATEMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
PARTNERSHIP WITH PARENTS, INC.

Pursuant to the provisions of Sections 10-11002, 10-11006 and 10-11007 of the Arizona Revised Statutes, the undersigned corporation adopts the following amendments and restatement of its Articles of Incorporation:

FIRST: The name of the Corporation is Partnership With Parents, Inc..

SECOND: The document attached hereto as Exhibit "A" sets forth a restatement of the Articles of Incorporation, which contain amendments to the Articles of Incorporation including a change to the corporation's name from "Partnership with Parents, Inc." to "Desert Heights Charter Schools".

THIRD: The document attached hereto as Exhibit "A" was duly adopted by an act of the board of directors of the Corporation on this 13<sup>th</sup> day of August, 2013.

DATED: August 13, 2013.

  
\_\_\_\_\_  
By: Manuel Robles  
Its: Secretary

## EXHIBIT A

### ARTICLES OF AMENDMENT AND RESTATEMENT OF ARTICLES OF INCORPORATION OF DESERT HEIGHTS CHARTER SCHOOLS

These Amended and Restated Articles of Incorporation supersede and take the place of the heretofore existing Articles of Incorporation and any amendments or restatements thereof of Desert Heights Charter Schools, all pursuant to the Arizona Nonprofit Corporation Act, Sections 10-3101 through 10-11702 of the Arizona Revised Statutes ("ANCA").

#### ARTICLE I NAME

The name of the corporation is Desert Heights Charter Schools. The corporation is hereafter referred to as the "Corporation".

#### ARTICLE II PURPOSE AND CHARACTER OF AFFAIRS

The Corporation is organized and shall be operated exclusively for charitable, educational, scientific and literary purposes within the meaning of I.R.C. § 501(c)(3). These purposes shall include, but not be limited to operating a charter school. The Corporation may carry out its purposes directly or by making gifts, grants or other payments to other qualifying organizations. In these Articles, the term "I.R.C." means the Internal Revenue Code of 1986 and references to provisions thereof are to such provisions as they are from time to time amended and to corresponding provisions of any future United States Internal Revenue Law.

#### ARTICLE III ACTIVITIES AND RESTRICTIONS

Section 1. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual or officer or director of the Corporation.

Section 2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, unless by appropriate election a greater part is permitted without jeopardizing the Corporation's exemption under I.R.C. § 501(c)(3). The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including the publishing or distribution of any statements.

Section 3. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual or officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for personal services rendered, or

reimbursement for reasonable expenses incurred, which are necessary to carrying out the exempt purposes of the Corporation.

Section 4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under I.R.C. § 501(c)(3) or by a Corporation contributions to which are deductible under I.R.C. Section 170(c)(2).

Section 5. Whenever the Corporation is a private foundation as defined in I.R.C. § 509(a), the income of the Corporation shall be distributed at such time and in such manner as not to subject it to tax under I.R.C. § 4942 and the Corporation shall not engage in any act of self-dealing, or retain any excess business holdings, or make any taxable expenditures as defined in I.R.C. § 4941(d), 4943(c) and 4945(d), respectively, or make any investments in such manner as to subject it to tax under I.R.C. § 4944; or make any indemnification which would give rise to a penalty excise tax under I.R.C. Chapter 42.

#### **ARTICLE IV MEMBERS**

The Corporation shall have no members.

#### **ARTICLE V BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the ANCA. The terms of office, qualifications and method of election of the directors shall be as specified in the Bylaws.

#### **ARTICLE VI AMENDMENT**

These Articles of Incorporation may be amended by the directors of the Corporation by vote of a majority (51%) of the number of directors at a meeting at which a quorum is present, provided that no amendment shall substantially change the original purposes of the Corporation.

#### **ARTICLE VII DISSOLUTION**

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively to one or more organizations then described in I.R.C. § 170(c)(2), 501(c)(3), 2055(a)(2) and 2522(a)(2) having purposes substantially similar to those of the Corporation (except that no private foundation as defined by I.R.C. Section 509(a) shall be a recipient) or to one or more units or agencies of federal, state or local government to be used exclusively for public purposes, as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed to one or more of such organizations as determined

by the Superior Court of the county in which the principal office of the Corporation is then located.

**ARTICLE VIII  
PRINCIPAL OFFICE: REGISTERED OFFICE: REGISTERED AGENT**

The mailing and street address of the principal office is 5821 W. Beverly Lane, Glendale, Arizona 85306. The mailing and street address of the registered office is 849 N. 3<sup>rd</sup> Avenue, Phoenix, Arizona 85003 and the registered agent at such address is CLG Services, LLC.

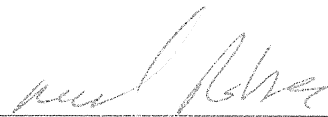
**ARTICLE IX  
ANTI-DISCRIMINATION POLICY**

In carrying out the purposes of the Corporation, no distinction shall be made among the students or employees on the account of race, color, gender, religion, creed, age, disability, veteran status, or national or ethnic origin. Specifically, in operating any school, the Corporation shall admit students and grant students access to all of the rights, privileges, programs, and activities generally accorded or made available to students at the school regardless of race, color, gender, religion, creed, age, disability, veteran status, or national or ethnic origin.

**CERTIFICATION**

The undersigned officer of Partnership With Parents, Inc. hereby certifies that the foregoing Amended and Restated Articles of Incorporation do not contain amendments to the Articles of Incorporation requiring member approval, and that said Amended and Restated Articles of Incorporation were adopted the Board of Directors in accordance with Section 10-11002 of the ANCA.

DATED: August 13, 2013.



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Manuel Robles, Secretary

Charter Holder Status Amendment Request

September 20, 2013

RE: Entity name change from Partnership With Parents to Desert Heights Charter Schools

A summary judgement was reached in litigation between Richard Waterhouse (previous charter holder dba Partnership With Parents) and Desert Heights Charter School. The summary judgement was awarded in favor of the charter school. Consequently, there is no payment, benefit or consideration received or to be received by any party in the transition.

Mark Jiles

President, Desert Heights Schools

A handwritten signature in black ink, appearing to read "Mark Jiles". The signature is written in a cursive style with a large, sweeping initial "M".