Section III b.
Detailed Business Plan
Section III -- Succession Plan

A. Board Members and Officers

The Edge Board of Directors, serving as the governing authority of the Edge School, Inc. is responsible for the replacement of all board members and administrative personnel due to resignation, retirement or other circumstances, as in examples provided above in section B part 2. Officers are elected annually at the corporate meeting in December. In the event of a vacancy of the key officers, the board is empowered by its by-laws to schedule an interim election of officer(s). (See attached By-Laws).

B. Instructional Leadership

Overview

In early winter of 2008, Ginny Reiss, MSW, then serving as Edge's Director, requested and was granted a leave of absence (to commence in July of 2008) by the Edge Board of Directors. Ms. Reiss started with Edge in 1986 when it was operating as a grants-funded credit recovery program for at-risk students and dropouts under the auspices of Pima County Adult Education, and was a central figure in the school's administration from its charter date in 1995 until the commencement of her leave of absence in 2008. Shortly after the Board of Directors approved Ms. Reiss's leave, Edge's long time principal, Ms. Reese Millen (1997 to 2008), announced that her health was deteriorating and that it was unlikely that she would be able to remain at Edge. At that time, Edge has just completed a successful bond issue of $4.6 million, had completed the purchase of the Himmel Park facility and was preparing for a seven-month total renovation of the building. In the short span of just a few weeks, Edge's administrative team, with a combined experience of nearly thirty years at Edge, was, for all intents and purposes, either gone or preparing to leave. Ms. Millen applied for and was subsequently granted full disability leave in October of 2008.

In preparation for Ms. Millen's leave, on March of 2008, The Board of Directors ordered a national search to begin immediately for a successor(s), and after a thorough review of candidates and in-depth interview process, the Board of Directors hired Mr. Bob Barrette in June of 2008 to serve as Edge's Director. Mr. Barrette, a former district superintendent, high school and K-12 principal, coach and teacher from Michigan with experience in Arizona where he was assistant principal of Emily Gray Junior High School in Tucson, is currently Edge's Director. In July of 2009, Edge's long time and very competent business office administrator went out on sick leave until November, when she resigned. The Edge Board of Directors contracted immediately after her resignation with the accounting firm of Heinfeld and Meech to take over Edge's business operations in November 2009.

Leadership Development/Succession

The challenges that Edge School, Inc. has experienced as a result of these transitions have been a catalyst for developing opportunities and procedures to encourage, support, and groom current interested staff already invested in school to take on a greater leadership role.

This brief history is recounted here to demonstrate the resilience of Edge School, Inc. and the determination and the level of engagement of its Board of Directors relative to administrative succession.

While Edge School, Inc. has contracted with Heinfeld and Meech to head its business operations, office staff is being trained to eventually take over the business operations.

Edge School, Inc. has developed compensated ways to promote growth and leadership among instructional staff, including the recruitment of qualified and willing individuals to develop and lead curriculum and professional development for the district. Each teacher plays a vital role in curriculum development as they are responsible for improving and amending curriculum in their specific content area. A veteran teacher in each content area overseas curriculum changes to the content area and serves as a master teacher mentoring less experienced staff in instructional practices, curriculum development, classroom management, and school policy.

Edge School, Inc. has worked hard to foster an environment that encourages all staff to continue their education and professional career paths. In the summer of 2009 a veteran teacher pursuing a Masters in Educational Administration began an administrative internship under the tutelage of the Director, Bob Barrette, and the Executive Director, Greg Hart. The administrative internship has provided the teacher with quality hands-on experience in scheduling, student discipline, facilities management, budgeting, human resource issues, reporting, and problem solving. Other teachers, for example, have expressed a desire to continue their education with the hopes of transitioning to a student service coordinator position.

Edge High School, Inc. conducts thorough personnel searches when hiring new staff. Edge has established relationships with Pima Community College and the University of Arizona to encourage their students to work with Edge in supporting students to pursue careers in education. Community based support is very strong at Edge School, Inc. and thus, the surrounding neighborhood has participated in special programs. Edge School, Inc’s outreach has gone to an array of retirement areas to call upon those experienced to bring their expertise to our students. Edge School, Inc. has broad spectrum of local companies to call upon as well and the companies are willing partnerships in our career building programs. As a result, many business and retired professionals have been recruited to serve as staff for specialized electives. In the future, a program of job shadowing, mentorship and internships, with our business partnerships will be an integral part of Edge School, Inc.’s curriculum.

All instructional staff are highly qualified in the content area they teach. Many are qualified in more than one area, allowing for cross curricular instruction. Protocols are set and reviewed annually for consistent feed back to instruction and for continued improvement as prescribed by ADE.

Approved April 18, 2007 see attached

AMENDED AND RESTATED BYLAWS OF THE EDGE SCHOOL, INC.

ARTICLE I - NAME

The name of the corporation shall be THE EDGE SCHOOL, INC. The Corporation shall have the right to register, copyright, or trademark the name in the State of Arizona.

ARTICLE II - OFFICES

The principal office of the Corporation shall be located in the City of Tucson, Pima County, Arizona. The Corporation may also maintain offices at such other places within or outside the State of Arizona as the Corporate Board may, from time to time, determine.

ARTICLE III - NOT FOR PROFIT CORPORATION

The Corporation is established as a not-for-profit corporation exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code and also including the ownership and operation of charter schools, either individually or by use of a subsidiary, within or outside of the State of Arizona. The Corporation shall not directly or indirectly perform any act or transact any business that will jeopardize its status as a public school in the State of Arizona or to jeopardize any tax-exempt status of the Corporation under the not-for-profit corporation laws of the State of Arizona and any Internal Revenue laws, including the tax-exempt status of a corporation under Section 501 (c)(3) of the Internal Revenue Code and its regulations as any of those laws and regulations may exist or may hereafter be amended. No part of the assets or net earnings of the Corporation, current or accumulated, shall inure to the benefit of any private individual except for any and all contracts that may be entered into with any individuals as provided and afforded by these Bylaws and appropriate resolutions of the Corporate Board.

ARTICLE IV-EDUCATIONAL PURPOSES

The Corporation shall initially own and operate, in its own name or through subsidiaries, charter schools in the State of Arizona pursuant to Arizona Revised Statutes ("A.R.S") § 15-181, et seq. The Corporation shall provide a learning environment that will present academic, social, and personal skills children need to become life-long learners and productive members of society, and provide additional academic choices for parents. In this connection, the Corporation may organize to hold ownership of charter contracts and education facilities related thereto, or be a member of limited liability companies organized under the laws of the State of Arizona in which limited liability companies the Corporation shall be the sole member and shall have complete control over the operation of each such limited liability company.

ARTICLE V-CORPORATE BOARD

Section 5.1 – Name, Numbers, Election and Term of Office:

(a) The Board of Directors of the Corporation shall be known and described as the Corporate Board of the Corporation. Each director who serves as a member of the Corporate Board shall be known and described as a Director.

(b) The number of Directors of the Corporation shall be no less than five (5), provided that such number may be changed by an amendment to these Bylaws, duly adopted by the Corporate Board, subject to any restriction of laws as to the minimum number of Directors. The Directors shall be composed of members selected by the Corporate Board from those individuals who are members of the academic and business community who shall facilitate the objectives of the Corporation.

(c) Each Director shall hold office for a period of one (1) year or until his or her successor is elected and qualified, or until his or her prior death, resignation or removal.

Section 5.2 - Qualifications:

(a) Each Director must be over the age of eighteen;

(b) Each Director must be able to pass a background check as requested by the Department of Education and any appropriate sponsoring board of the Corporation, which will include a valid fingerprint clearance card issued pursuant to A.R.S. §§ 15-183 and 41-1758 et seq. showing that there exists no criminal record which could adversely affect the Corporation or its operation as a public school.

(c) Each Director must establish that he or she possesses significant experience and qualifications to further the Corporate Board's commitment to the educational purposes of the Corporation as set forth herein including, without limitation, educational, managerial and fund-raising skills.

Section 5.3 - Powers and Duties:

The Corporate Board shall be responsible for the authorization, oversight and when required, ratification of the acts of the officers of the Corporation, and the performance of any and all other acts required to be performed by the Corporate Board pursuant to state or federal statute and the Charter Contract entered into pursuant to A.R.S. § 15-181 et seq.

Section 5.4 - Expressed Limitations on Power to Act:

The Corporate Board shall preserve the non profit status of the Corporation by the observance of prudent fiscal and monetary controls as set forth herein. The Corporation, by and through the Corporate Board, shall not:

(a) Pay any compensation in excess of a reasonable allowance for salaries or other compensation for personal services that are actually rendered;

(b) Make any part of its services available on a preferential basis;

(c) Make any substantial purchase of any property for more than adequate consideration in money or for other consideration for a value that can be established in terms of money's worth; and

(d) Sell any substantial part of its property for less than an adequate consideration in money or for other consideration or value that can be established in terms of money's worth.

Section 5.5 - Manner of Action - Corporate Board:

(a) Except as otherwise provided in these Bylaws, at all meetings of the Corporate Board, each Director present in person, telephonically or via the internet shall have one vote.

(b) Except as otherwise provided by statute, the Articles of Incorporation or these Bylaws, the action of a majority of the Directors present at any duly convened meeting at which a quorum is present shall be the act of the Corporate Board. Any act authorized in writing, by all of the Directors entitled to vote thereon and filed with the minutes of the Corporation shall be the act of the Corporate Board with the same force and effect as if the same had been passed by a unanimous vote at a duly called meeting of the Corporate Board.

Section 5.6 - Director Deadlock - Corporate Board:

In the event of a deadlock, the Directors shall appoint a mutually agreed upon neutral third party to aid the Directors in facilitating the decision-making process. In the event deadlock persists, the Directors shall agree upon a neutral third-party mediator who shall facilitate discussions and encourage pursuing solutions. If mediation fails and deadlock persists, the Directors shall agree upon a neutral third-party arbitrator who shall have the authority to issue binding decisions on issues at deadlock.

Section 5.7 - Vacancies - Corporate Board:

Any vacancy in the Corporate Board occurring by reason of an increase in the number of Directors shall be filled by a majority vote of a quorum at a duly convened regular or special meeting by the Directors. Vacancies occurring by reason of the death, resignation, disqualification, removal, an inability to act, or otherwise of any Director shall be filled by a majority vote of a quorum at a duly convened regular or special meeting by the Directors, to fill the unexpired portion of the term of any such vacancy. In an election where the number of Directors qualified to vote is less than two (2) in number, the unexpired portion of any term shall be filled by a vote of a majority of the remaining Directors, though less than any specified quorum, at any duly convened regular or special meeting of the Corporate Board called for that purpose.

Section 5.8 - Resignation - Corporate Board:

Any Director may resign at any time by giving written notice to the Corporate Board or the President of the Corporation. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt of such notice by the Corporate Board or such officer, and the acceptance of such resignation shall not be necessary to make it effective. A Director shall be deemed to have resigned if that Director misses three consecutive properly noticed meetings without advising at least one of the other Directors or the President, either before the meeting or

no later than 24 hours after the meeting, as to the reason for the Director's absence, or if the Director moves out-of-state without formally resigning. A Director who is deemed to have resigned shall be replaced as provided in these Bylaws.

Section 5.9 - Removal- Corporate Board:

Any Director may be removed with or without cause at any time by a two-thirds (2/3) vote of the Directors at a special meeting convened for that purpose.

Section 5.10 - Salary - Corporate Board:

No salary shall be paid to Directors of the Corporation for their services, but by resolution of the Corporate Board, a fixed reasonable sum for expenses of attendance, if any, may be allowed for attendance at such regular or special meeting of the Board; provided, however, nothing herein contained shall be construed or interpreted to prevent any person serving as a Director of the Corporation, from also serving as an officer or employee of the Corporation and receiving a salary or other compensation for that position.

Section 5.11 - Contracts - Corporate Board:

(a) No contract or other transaction between the Corporation and any other corporation (hereinafter the "Contracting Corporation") shall be impaired, affected, and/or invalidated because a Director of the Corporate Board has an interest in the Contracting Corporation or is a director, officer, or employee of the Contracting Corporation as long as the following conditions are met: 1) the Director who has an interest in or maintains a position with the Contracting Corporation discloses to the Corporate Board, in writing, the nature of his or her interest prior to the Corporate Board's entering into a contract or transaction with the Contracting Board; 2) the contract or transaction between the Corporate Board and the Contracting Corporation must be fair and reasonable to the Corporate Board; and 3) the contract or transaction between the Corporate Board and the Contracting Corporation must be authorized, approved and ratified in accordance with section 5.11 paragraph (b), below. The written disclosure required herein shall include: (i) the nature of the Director's involvement with the other corporation, (ii) the Director's ability to influence the action of the other corporation, and (iii) any tangible or intangible benefit or profit that may accrue to the Director as a result of any contract or transaction between the Corporate Board and the Contracting Corporation..

(b) A contract or transaction between the Corporate Board and the Contracting Corporation shall be authorized, approved and/or ratified by a majority vote of a quorum of the Directors of the Corporate Board. A Director of the Corporate Board who has an interest in the Contracting Corporation or is a director, officer, or employee of the Contracting Corporation may not vote to authorize, approve or ratify any contract or transaction between the Corporate Board and the Contracting Corporation. The Director may, however, be present at a Corporate Board meeting during which the Board takes action to authorize, approve and/or ratify a contract or transaction between the Corporate Board and the Contracting Corporation. The Director also may be counted in determining the presence of a quorum and participate in discussions regarding a contract or transaction between the Corporate Board and the Contracting Corporation.

Section 5.12 - Committees - Corporate Board:

The Corporate Board, by resolution adopted by a majority of the entire Corporate Board present at a duly-authorized meeting, may from time to time designate from among its members an executive committee and may also designate from among its members and non-members such

other committees as the Corporate Board may deem desirable, each consisting of three (3) or more Directors with such powers and authority (to the extent permitted by law) as may be provided in such a resolution. Each such committee shall serve at the pleasure of the Corporate Board and, if required, shall comply with applicable Arizona Open Meeting Laws, A.R.S. § 38-431, et seq.

ARTICLE VI - MEETINGS OF THE CORPORATE BOARD

Section 6.1 - Annual Meeting

The annual meeting of the Corporate Board of the Corporation shall be held at a time designated by the Directors, for the purpose of electing successor Directors and Officers, voting on a budget and transacting such other business as may properly come before the meeting.

Section 6.2 - Special Meetings:

Special meetings of the Directors may be called at any time by the Corporate Board, by the , the President or the Secretary at the written request of two (2) Directors or as otherwise required under the provisions of appropriate laws.

Section 6.3 - Place of Meetings:

All meetings of the Corporate Board shall be held at the principal office of the Corporation or at such other places as shall be designated in the notice or waiver of notice of such a meeting or meetings.

Section 6.4 - Notice of Meetings:

Notice of all meetings, including annual, monthly and special meetings shall specifically set forth an agenda for such meeting.

(a) Except as otherwise provided by statute, written notice of each meeting of the Corporate Board, whether annual or special, shall state the time and location of such meeting, shall be served either personally, by mail, by e-mail or facsimile, the receipt of which shall occur not less than twenty four (24) hours prior to such meeting. Notice of a special meeting shall also state the purpose or purposes for which such meeting is called and shall indicate that it is being issued by or at the direction of the Corporate Board, the Directors or Officers calling such meeting. If mailed, e-mailed or faxed, such notice shall be directed to each Director at his or her address as it appears on the records of the Corporate Board of the Corporation, unless the Director shall have previously filed with the Secretary of the Corporation a written request that any notices sent by the Corporate Board that are intended for any such Director also be mailed to some other address in which case any such notice shall be mailed to the address designated in such request. When the Corporate Board is meeting with regard to a charter school, the Corporate Board is also subject to the provisions of Arizona's Open Meeting Law, including the notice provisions set forth therein.

(b) Notices sent by mail shall be deemed to have been received upon the date that is two days following the date that the letter is mailed. Notices that are sent by e-

mail or by facsimile shall be deemed to be received on the date that the notice was e-mailed or the date that the facsimile issues.

(c) A Director who attends any meeting of the Corporate Board shall be deemed to have waived any lack of notice of that meeting, unless the Director registers protest at the beginning of the meeting. Notice of any adjourned meeting shall not be required.

(d) Meetings may be conducted telephonically or via the internet, so long as all required parties are informed of any other participants' non-physical attendance, and provision is made for the attendance of the public in accordance with Arizona's Open Meeting Law.

Section 6.5 - Quorum:

(a) Except as otherwise provided herein or by statute, at all meetings of the Corporate Board, the presence at the commencement of such meetings of a majority of the total number of the Directors entitled to vote shall constitute a quorum. The brief absence of any Director from a meeting after the meetings commencement shall have no effect on the existence of a quorum, but a permanent withdrawal or absence of any Director necessary for a quorum will destroy the quorum and require the meeting to be adjourned.

(b) Despite the absence of a quorum at any annual meeting or special meeting of the Corporate Board, the Directors who are present may adjourn the meeting by a majority vote. At any adjourned meeting at which a quorum is present, any business may be transacted at the meeting as originally called.

Section 6.6 - Conduct of Meeting:

A duly adopted agenda for each meeting shall be prepared by the Secretary or other designated Director or Officer. The meeting shall be conducted in accordance with the agenda. The President shall have the right to limit discussion on any particular item and shall have the right to provide time limits for any party wishing to speak on any appropriate point. When the Corporate Board is meeting with regard to a charter school , the Board is also subject to the provisions of Arizona's Open Meeting Law, including the notice provisions set forth therein.

ARTICLE VII - CHARTER SCHOOL GOVERNING BOARD

The Corporate Board shall create a Charter School Governing Board for each charter school it operates whose membership shall be determined by the Corporate Board. Each Charter School Governing Board will informthe Corporate Board on important educational, student, extra-curricular, teaching, administration, and other matters and issues facing that charter school, and may assist in any additional fund-raising efforts for that charter school. The Corporate Board shall not be obligated to act upon any recommendations of a Charter School Governing Board. Any and all members of a Charter School Governing Board shall have no rights to vote at the meetings of the Corporate Board unless a particular Charter School Governing Board member is also a Director of the Corporate Board, in which case, any votes cast by that Director shall be in

the capacity as a Director, and not in the capacity of a member of the Charter School Governing Board.

ARTICLE VIII- OFFICERS

Section 8.1 – Name, Numbers, Election and Term of Office:

(a) The Officers of the Corporation shall consist of an Executive Director, President, Secretary, and Treasurer and any such other officers as the Corporate Board may, from time to time, determine. Officers of the Corporation need not be Directors of the Corporation.

(b) All of the Officers of the Corporation shall be elected by the Corporate Board at the regular annual meeting of the Corporate Board or at any other meeting established for this purpose.

(c) Each Officer shall hold office until the annual meeting of the Corporate Board next succeeding his or her election or until his or her successor shall have been elected and qualified or until his or her death, resignation, or removal.

Section 8.2 - Resignation:

Any Officer may resign at any time by giving written notice of such resignation to the Corporate Board, the Executive Director, the President, or the Secretary. Unless it is otherwise specified in such written notice, such resignation shall take effect upon receipt thereof by the Corporate Board or by such Officer of the Corporation. The acceptance of such resignation shall not be necessary to make it effective.

Section 8.3 - Removal:

Any Officer may be removed, with or without cause, by the affirmative vote of a majority of the Directors at a duly convened meeting of the Corporate Board called for that specific purpose. Any vacancy in any office by reason of removal by the Corporate Board may at any time be filled for the unexpired portion of the term by the affirmative vote of a majority of the Directors at a duly convened meeting called for that purpose.

Section 8.4 - Vacancies:

A vacancy in any office by reason of death, resignation the inability to act, or for any other cause whatsoever may at any time be filled for the unexpired portion of the term by the affirmative vote of a majority of the Directors at a special meeting of the Corporate Board called for that purpose.

Section 8.5 - Duties of Officers:

a. President. The President shall perform the functions of the chief executive officer, and shall exercise general supervision over the Corporation's employees, property and affairs. He or she shall sign on behalf of the Corporation all agreements and contracts of material importance to the Corporation's business, and shall do and perform all acts and things which the Executive Director and Corporate Board may require of him or her.

b. Vice President. In the event of the President's absence or inability to act, the Vice President shall have the powers of the President. He or she shall perform such other duties as the President or Corporate Board may impose upon him or her.

c. Secretary. The Secretary shall keep or cause to be kept (a) the minutes of the corporation, (b) a record giving the names and addresses of the Directors, and (c) such other books and records as these By-Laws or any resolution of the Corporate Board may require or as required by law. All such records shall be in written form. He or she shall perform such other services as the President or Corporate Board may fix or approve. An Assistant Secretary may, at the direction of the Corporate Board, be appointed to perform the duties and functions of the Secretary in the event of the Secretary's absence or inability to act.

d. Treasurer. The Treasurer shall have the custody and control of the funds of the corporation, subject to the action of the Corporate Board, and shall, when requested by the President to do so, report the state of the finances of the corporation at any meeting of the Directors. He or she shall perform such other services as the President or Corporate Board may require of him or her. An Assistant Treasurer may, at the discretion of the Corporate Board, be appointed, such Assistant Treasurer, in the event of the Treasurer's absence or inability to act, to perform the duties and functions of the Treasurer.

Section 8.6 - Sureties and Bonds:

If the Corporate Board shall so require, any officer, employee, or agent of the Corporation shall execute to the Corporation a bond in such sum and with such surety or sureties as the Corporate Board may direct, bonding the faithful performance of such officer, employee, or agent's duties to the Corporation including, without limitation, responsibility for negligence and for accounting for all property, funds or securities of the Corporation which may have come into such officer, employee, or agent's possession. The requirements of this paragraph shall be in compliance with applicable laws.

ARTICLE IX - FISCAL YEAR

The fiscal year of the Corporation may be fixed by the Corporate Board from time to time, subject to applicable law. Initially, the fiscal year shall end on June 30th of each year.

ARTICLE X - AMENDMENTS

Section 10.1 - Power of Corporate Board:

Except for Article III as it relates to the Section 501(c)(3) tax exempt status of the Corporation as well as the purposes called out in Article IV, the Corporate Board shall have the power to amend these Bylaws, and no such amendment may adversely affect the purposes of the corporation.

Section 10.2 - Limitations on the Corporate Board:

The Corporate Board shall have no power to change any provision of the Bylaws regarding the election or removal of Directors or the filling of vacancies without the unanimous consent of all the Corporate Board.

Section 10.3 - Voting:

Except as otherwise provided by statute, the Articles of Incorporation or these Bylaws, the Bylaws of the Corporation shall be subject to alteration or repeal, and new Bylaws may be approved, by the affirmative vote of two-thirds (2/3) of the Directors, present in person or by proxy at a duly convened meeting, provided that the notice or waiver of such notice of the meeting shall have summarized or set forth in full therein the proposed change(s).

I, Greg Hart, as President of The Edge School, Inc., hereby certify that the foregoing constitute the Bylaws of the Corporation as adopted and in full force and effect on this 21st day of June, 2007.

Greg Hart, President

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