B.3 Governing Body

"Productivity is never an accident. It is always the result of a commitment to excellence, intelligent planning, and focused effort."

Paul J. Meyer

At Scottsdale Country Day School we believe that the success of a charter school starts with the daily leadership capabilities of the administrator and the "big picture" direction of the governing board. Even before the school doors open, board members must begin building a strong foundation that will support the school through the trials of the startup years and as the school grows and strives to meet its potential. To build a solid foundation, the school board must be effective in promoting the school's vision and mission; planning for the future; setting sound policy; modeling professionalism; overseeing finances, evaluation, and other key operational aspects; and building relationships.

Diversity is the hallmark of an effective board at Scottsdale Country Day School. We will benefit from having members with varied expertise in education, human resources, personnel management, finance, law, marketing, strategic planning, or fundraising, as well as individuals with connections to the community and local businesses. Depending on the stage of development, the SCDS may benefit from having board members with specific skills. Expertise in real estate, code compliance, or contracting, for example, is valuable during facility expansion. Diversity of perspective is also important.

At SCDS we strive to meet these beliefs and have set up specific plans to accomplish the goals. To avoid conflict of interest, we have elected to have Mr. Steve Prahcharov, the Principal at SCDS, as a School Board member but with no voting rights. Mr. Prahcharov's background and service to education is further explained in this section.

Corporate Board of Directors

Mr. Steve Prahcharov and Mrs. Kathy Prahcharov form the Corporate Board. A School Governing Board, established on June 15, 2011, was formed to ensure expertise from all areas are represented. The Corporate Board is solely responsible for managing the private SCDS which will run for the 2011/2012 school year. The Corporate Board granted the School Governing Board authority to manage the day to day operations of the charter SCDS. The Corporate Board will only intervene in matters jeopardizing the name of the organization, status of the Corporation entity, and/or non-profit eligibility. The SCDS Corporate Board will not micromanage the school, or interfere with the procedures, goals, and duties set forth by the School Governing Board.

The SCDS Corporate Board of Directors is comprised of two individuals as of June 15, 2011 and will increase to a minimum of 5 members by February 2012. The maximum Board of Directors

membership is 13. The Corporate Board and Governing Board will become one and the same as of February 2012. Scottsdale Country Day School intends to have a Corporate Board of between 11 and 13 members in time for the charter school to start operations in the summer of 2012.

By February of 2012, the Corporate Board and Governing Body will be one and the same. By May 2012 the private SCDS will cease to exist/operate as a private school, making the Corporate Board/Governing Board responsible for only the charter school.

The Corporate Board of SCDS will participate in a comprehensive self-study and external site visit review by an approved accreditation agency, within the first two years of the school's existence.

The SCDS Corporate Board approved a resolution to approve and form a School Governing Board for the charter application and charter school which is reflected in the Corporate Board Meeting minutes on June 27, 2011. The School Governing Board will have direct accountability for and oversight of the charter Scottsdale Country Day School.

SCDS Governing Board

Parents of SCDS students Mr. Robert Hill (Business) and Mrs. Kristin Johnson (Education/Fundraising) are members of the School Governing Board and join Katherine Prahcharov (Business/Event Planning), SCDS teacher Mrs. Marla Molvin (Curriculum Specialist), and SCDS staff member Mrs. Paget Merriman (Counseling/Real Estate) as members of the SCDS Governing Board, for the charter application and charter school. Mr. Steve Prahcharov is a non-voting member of the SCDS Governing Board. All members have elected based on expertise.

SCDS's Governing Board is responsible for the policy decisions of the charter school per A.R.S. Section 15-183 E8. Notwithstanding section 1-216, if there is a vacancy or vacancies on the SCDS governing body, a majority of the remaining members of the governing body constitute a quorum for the transaction of business, unless that quorum is prohibited by the charter school's operating agreement. The SCDS Governing Board will govern the school per the Bylaws identified in Section B.1. of this application.

Composition of the Governing Board

Kathy Prahcharov is a member of the SCDS Corporate Board of Directors, is a School Governing Board Member for SCDS, and brings with her 12 years of professional experience in communication, business, and event planning, all of which will be extremely beneficial to the implementation of the programs at SCDS. Mrs. Prahcharov is also the Office Manager at SCDS and has a Communication degree from ASU. Mrs. Prahcharov has worked at a charter school in an administrative capacity, with responsibilities including SAIS updates to the Arizona Department of Education. Mrs. Prahcharov's professional background includes accounting,

business development, and team management. She has traveled to over 25 countries and brings strong business and cultural insight to the SCDS campus. Please see attached resume for more detailed information on Mrs. Prahcharov.

Robert Hill is a School Governing Board Member for SCDS and is the President of Assurant Insurance Company. Robert serves on both the Executive Committee and Board of Directors of Big Brothers/Big Sisters of Central Arizona. Mr. Hill is a Former Chairman of the Board and has strong financial skills and a financial background.

Mr. Hill has two sons and a daughter enrolled at SCDS. Please see attached resume for more detailed information on Mr. Hill.

Paget Merriman is a School Governing Board Member for SCDS and has extensive background in education, counseling, and real estate which will allow her to offer expertise in all of these important areas for SCDS. Mrs. Merriman is a National Board Certified Counselor and is the Dean of Students at SCD. Mrs. Merriman brings with her experience in working in private and charter schools over the past three decades. Mrs. Merriman has experience serving as a board member for a previous school. Please see attached resume for more detailed information on Mrs. Merriman.

Kristin Johnston is a School Governing Board Member for SCDS and has an extensive background in service to education. She has served in several leadership roles in different organizations. A resident of Arizona her entire life, Mrs. Johnston is dedicated to the best possible education for her children and other's children. For the past 20 years, Mrs. Johnston has been employed with Maricopa County Community College District as a teacher for Chandler/Gilbert, Estrella Mountain, and Glendale Community Colleges. Mrs. Johnston has also served on several academic and curriculum committees at these campuses. Please see attached resume for more detailed information on Mrs. Johnston.

Marla Molvin is a School Governing Board Member for SCDS and for the past 13 years has been involved in Early Childhood Development. Her specialization is with "at risk" students. Mrs. Molvin is a past Chairman of the Shadow Rock Preschool Board of Directors and volunteers as a summer school teacher. This past school year, Mrs. Molvin taught 5th and 6th grade Math and Science.

Mrs. Molvin is currently working toward a Masters in Curriculum and Instruction which will be completed in October 2011 and her expertise in Curriculum will be an asset for the SCDS Governing Board.

Steve Prahcharov is a non-voting member of the SCDS Governing Board and Principal of SCDS. His leadership and educational experience is a terrific asset and is matched by his passion for providing excellence in education. Mr. Prahcharov has 14 years of experience in

education and business. In the past 5 ½ years he has worked in the capacity as a charter school Principal. As a school Principal, Mr. Prahcharov was responsible for supervising, managing, and leading up to 16 staff members on a daily basis. Prior to that, he was a teacher for 4 ½ years at an award winning, excelling charter school.

Mr. Prahcharov's educational background includes a Bachelor of Science and Teaching degree from England, and a Masters in Educational Administration, with a 4.0 GPA, from Grand Canyon University in Arizona. Please see attached resume for more detailed information on Mr. Prahcharov.

Roles and Responsibilities of the School Governing Body

The Governing Body will review and develop school policies that reflect the mission and vision of SCDS. The formation of policies and procedures will be derived from research, discussion, and a consensus of the governing members. The Governing Body will meet bi-monthly

- Overall Governance of SCDS
- Ensuring the mission and vision of the school are achieved
- Reformulate the mission and vision of the school as necessary
- Organizing/conducting SCDS Board meetings per Arizona's Open Meeting Law
- Establishing and managing budgets and ensuring sound financial practices
- Approve the school's annual budgets
- Reviewing and monitoring academic achievement
- Establish and approve all educational and operational policies
- Approve all major contracts

Process and Timeline for Further Developing the Governing Body

SCDS will provide an orientation in February, 2012 for new and current board members to acclimatize them to the school's policies and procedures and program including an onsite tour of the school. The current corporate by-laws, school board minutes, current policy manual, and any other pertinent materials will be reviewed at this time. Ongoing professional development and training of members will be provided so members can constructively participate in the decision making process and stay abreast of current educational issues. Training will occur for SCDS board members in October, 2011, February 2012, and July 2012 and will cover the following items:

- Open Meeting Law rules and regulations
- Holding productive Board Meetings
- Promoting the mission and vision of the school
- Engaging in strategic planning
- Developing sound policy

- Providing guidance on legislative and legal issues
- Training for excellence
- Accreditation
- Providing financial security and oversight
- Building relationships

Resources for Training and Orientation

Scottsdale Country Day School will use a number of resources for the training and orientation of its governing body members.

Each Governing Body member will be given a manual on Arizona Open Meetings Law and will be asked to review it quarterly to ensure compliance is met. The manual will contain references to self-help resources available on Open Meeting Law, such as: The Arizona Ombudsman Office – Citizens' Aide Handbook – The Arizona Open Meeting Law, The Arizona Ombudsman's website, www.azoca.gov , Arizona Agency Handbook, Chapter 7, www.azag.gov and Attorney General Opinions – www.azag.gov.

In addition the SCDS Governing Body will develop a handbook and set policies to aid in the training of its existing and new members, with each member expected to read it within 30 days of their appointment.

The SCDS Governing Body will seek out and attend free workshops in the community for School Board development, such as various trainings and workshops on governance and Arizona Open Meeting Law offered through the Arizona Charter Schools Association, including participation of the governing board members in the annual conference and any breakout session dedicated to improving the school governance and compliance with open meeting law.

The SCDS Governing Body will also use the free resources, until a subscription is purchased, available from to The High Bar (http://www.reachthehighbar.com/), which is a data-driven web-based knowledge-management tool specifically designed for charter schools, and has a special section on training and materials.

Adherence to Open Meeting law

Scottsdale Country Day School's Governing Board will comply with Open Meeting Laws as stated in A.R.S. § 38-431.02(A)(1) through (4). Notices of meetings and the agenda will be posted on campus and on the school's website at least 24 hours in advance of the Governing Board's meetings and minutes of the meetings will be made available to the public within three business days.

All legal actions of the school's Governing Body will occur during a public meeting. The school will file a statement with the Secretary of State indicating where all public notices of Governing

Board meetings will be posted at school. No meetings will be held without proper notification to the Governing Board members and to the general public per the Bylaws of SCDS and Open Meeting Law. In the event that action is taken in violation of Open Meeting Law, such action shall be null and void, unless the Governing Board in accordance with A.R.S. Section 38-431.05 ratifies such action. The following format will be used for School Governing Board Meetings:

1) Call to Order - Document the start of the meeting.
2) Roll Call - Record the status of the members, if they are present or absent. Public members may also be documented
3) Approvals of Minutes- The minutes from the previous school board meeting are reviewed by the members. A member motions to approve or disapprove an item, a different member seconds the motion, and a vote by all members is taken.
4) Call to Public- the School Governing Board encourages public comment regarding items or issues that pertain to SCDS. Public comment will be limited to three minutes for each individual. The School Governing Board may respond to the public comment or may ask that there is time to review and be considered on a future agenda. Action is not required on public comment unless the process is followed for discussion and action as a consent agenda item.
5) President's Report - The President provides a report to the board of current school performance and policy issues that may require action by the board.
6) Consent Agenda - These items on the agenda are reviewed, discussed, and proposed for approval by the board. A member motions to approve or disapprove an item, a different member seconds the motion, and a vote by all members is taken. The Consent Agenda can be approved on an individual basis or as a whole.
7) Adjourn meeting - A member motions to approve or disapprove an item, a different member seconds the motion, and a vote by all members is taken to officially end the meeting.

Recruitment of new Governing Board Members

SCDS is still a new entity since its commencement in February 2012 and is moving in the right direction in forming a Corporate Board and Governing Board that will be one and the same by February 2012. The formation of the School Governing Board in June 2012 is already strengthening the overall governance of SCDS but is still missing key members. In particular, SCDS is looking to recruit community members with expertise in the legal area, financial area, as well as several other community members to bring strength and diversity to the Board.. Adding community members to the SCDS Governing Board, in addition to staff and parents will ensure greater compliance.

Board of Directors Replacement

Any officer may be removed, either with or without cause, by the Board of Directors, at any time. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the corporation.

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board of Directors. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the Board may or may not be filled as the Board shall determine.

The SCDS Governing Board will have four serving members positions:

President: The president establishes the meeting's agenda and ensures members have all the information they need in their packets. The president is usually the chief liaison to the administrator, acts as the primary signing agent for official board documents, and is responsible for ensuring the board is in compliance with the charter contract, board manual, and bylaws.

Vice-President: The vice-president serves when the president is absent.

Secretary: The secretary records minutes for the meetings and keeps copies of agendas and minutes, correspondence between the board and other parties, committee reports, articles of incorporation, charter contracts, and the bylaws.

Treasurer: The treasurer keeps financial records and inventory lists, tracks and records deposits to school accounts, provides assistance during financial audits, and interacts with the business manager for the school. When a school does not have a business manager, the treasurer generally assists with approval of payments.

Citations:

Arizona School Boards Association. (1999). *The Arizona open meeting law: A pocket reference for school boards, committees and councils*. Phoenix, AZ.