B.2. 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, 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.

Corporate Board of Directors

The Corporate Board was created by the incorporators Steve and Kathy Prahcharov to establish a structure to formulate the private school. The Corporate Board will continue to manage the private school until the end of May, 2013 in order to finish the school year and file all IRS required documentation. As of February 2013, once announcement of decision to accept or decline the charter application has been made, the Corporate Board will in no way make financial or management decisions for the charter school. This will ensure that management/finances are not compromised for the charter school.

As of February, 2013 the School Governing Board will be responsible for the day to day running of the charter school and for any decisions needed to be made prior the Corporate and Governing Boards being one and the same at the end of May 2013, once the private school closes. The Corporate Board will act solely as the founders/incorporators of Scottsdale Country Day School. As a non-profit and a 501(c)(3) corporation, SCDS operates exclusively for educational purposes and is not organized to benefit any individual.

Mr. Steve Prahcharov and Mrs. Kathy Prahcharov form the Corporate Board for SCDS Private School. The Corporate Board is solely responsible for managing the private SCDS which will

run for the 2012/2013 school year. The Corporate Board granted the School Governing Board authority to manage the day to day operations of the charter SCDS from February 2013 through the end of May, 2013. The Corporate Board will become one and the same with the School Governing Board at the end of May, 2013 if approved as a charter school.

The School Governing Board is comprised of two individuals as of December 15, 2012 and will increase to a minimum of 5 members by February 2013. The maximum Board of Directors membership is 13. The Corporate Board and Governing Board will become one and the same as of May 2013, when the private SCDS closes. Scottsdale Country Day School intends to have a Corporate/Governing Board of between 9 and 13 members in time for the charter school to start operations in the summer of 2013.

The Governing 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.

SCDS Governing Board

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

Steve Prahcharov is a member of the SCDS Corporate Board of Directors, and is a School Governing Board Member for SCDS. His leadership and educational experience is a very good asset and is matched by his passion for providing excellence in education. Mr. Prahcharov has 15 years of experience in education and business. In the past 6 ½ years he has worked in the capacity as a charter school and private 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 years at an award winning, excelling charter school.

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

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, international 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.

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
- Salary review and approval

- Table 1 – Roles and Responsibilities of SCDS Governing Board

Role/Responsibility	Status
Overall Governance of SCDS	Ongoing
Establishing AZ corporation for SCDS	Completed 02/2011
Establishing Bylaws for SCDS	Completed 03/2011
Organizing/conducting SCDS Corporate Board meetings per Arizona's Open Meeting Law	Ongoing
Establishing class sizes and teacher/student ratios	Completed 03/2011
Establishing policies and procedures for SCDS	Completed 03/2011
Establishing budgets and sound financial practices	Ongoing
Establishing the core curriculum	Ongoing
Establishing 501(c)(3) status for SCDS	Completed 10/2012
Reviewing and monitoring academic achievement	Ongoing
Applying for and establishing an excellent charter school	Ongoing
Advertising with the target population of SCDS	Ongoing

Recruiting and training highly qualified staff for SCDS	Ongoing
Applying for all licensing and permits necessary to operate a school	Ongoing
Ensuring a smooth transition from a private school to a charter school	Ongoing
Creating 1 Board of Directors for the Corporate and Governing Boards. The Corporate and Governing Board will be one and the same	Completion by 05/2013

Process and Timeline for Further Developing the Governing Body

SCDS will provide an orientation in February, 2013 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 February 2013, and July 2013 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 commenced in February 2010 and will form a Corporate Board and Governing Board that will be one and the same by June 2013. The formation of the School Governing Board in January 2012 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 and transparency. An additional staff member and SCDS parent will also be added to the Board.

Although additional Board members have not yet been added to the SCDS Governing Board for the Charter School, key individuals have been targeted and spoken with regarding their desire to be on the Board and regarding the expertise they would bring with them. Law firms, realtor companies, bankers, and construction executives have all been communicated with this regarding their addition to the Board. Upon successful approval of this application, additional School Governing Board members will be added to the current Board.

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 member 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. This position will not be paid a salary.

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.