B. ORGANIZATION DESCRIPTION

B.3. GOVERNING BODY

B.3.a. Role; Responsibilities; Obligations of Governing Board

General Description of the School Governing Board

Seneca Preparatory Academy (SPA) Foundation Bylaws. Article 6: School Governing Board. Section 1. Number and Composition

The School Governing Board shall have a minimum of seven (7) and a maximum of eleven (11) members.

Three (3) of the School Governing Board seats shall be permanent seats held by Seneca Preparatory Academy (SPA) Foundation's Board of Directors. The remaining eight (8) seats shall be allocated as following:

- Maximum of one (1) seat allocated to the Head of the Parent Advisory Board.
- Maximum of seven (7) seats allocated to community members with skills and experience in law, finance, academic oversight, fundraising, real estate, construction engineering, and human resources and/or with other unique skills and experience that might be beneficial to Seneca Preparatory Academy (SPA).
- No more than three (3) seats shall be held by Seneca Preparatory Academy (SPA) Foundation's Board of Directors.

Role and Responsibilities of the School Governing Board

Seneca Preparatory Academy (SPA) Foundation Bylaws. Article 6: School Governing Board. Section 3: Authority.

The School Governing Board shall be responsible for the policy decisions of Seneca Preparatory Academy (SPA) as recommended by A.R.S 15-183 E8 in general; and specifically as related to the monitoring of academic progress, and the organization and implementation of the school fund raising program.

The School Governing Board has no authority on the policy making decision that involves the whole Corporation.

Seneca Preparatory Academy (SPA) Foundation Bylaws. Article 6: School Governing Board. Section 4. Duties

It shall be the duty of the School Governing Board to:

- Select the School Director/Principal; and support and review his/her performance.
- Monitor the successful implementation of The Right Educational (RE) System.

- Approve Seneca Preparatory Academy (SPA) short and long-term academic objectives.
- Monitor the implementation of the Performance Management Plan (PMP) and/or SPA yearlong academic plan.
- Work in partnership with the School Director/Principal on the development and successful implementation of SPA Fund Raising Program.
- Enhance SPA public standing by serving as ambassadors, advocates and community representatives of the school.
- Carry any duties imposed on them collectively or individually by the articles of incorporation or by the bylaws.

Seneca Preparatory Academy Foundation Bylaws. Article 6: School Governing Board. Section 11. Compliance with Arizona Open Meeting Law.

The School Governing Board shall comply with the Arizona Open Meeting Law by:

- Having all School Governing Delegates receive full training on the requirements of the Open Meeting Laws;
- Having all meetings of the School Governing Board open to the public;
- Conspicuously posting a disclosure statement identifying the physical and electronic locations where public notices of meetings will be displayed;
- Posting a copy of the public meeting notice on SPA website as well as at the location identified in the disclosure statement.

B.3.b. Information on the Current School Governing Board Members

Presently the three Founding Corporate Directors of Seneca Preparatory Academy Foundation are the only School Governing Board Members of SPA.

They are:

Jean-Claude Abougou, PhD., MBA

Dr. Abougou brings almost 15 years of expertise in biomedical research and education with major pharmaceutical companies. He was a Regional Associate Director of Oncology Research before he decided to take a teaching job in an underserved high school in Tucson, Arizona; and for the last five years, Dr. Abougou has been enjoying himself teaching science, chemistry, math and physics in an inner-city high school in Tucson, Arizona.

In addition to his experience teaching in charter schools, Jean-Claude brings substantial expertise in overall business administration, project management, launching and marketing products through their life cycles, financial analysis and grant writing.

Dr. Abougou is responsible for writing this application, for the incorporation of the Foundation and for all legal, marketing and financial aspects of this project.

Jean-Claude is a graduate of the University of Arizona where he received a PhD in Nutritional Biochemistry, a Master Degree in Food Science and a Master of Business Administration. He also graduated from the University of Cameroon with a Bachelor's of Science in Biochemistry.

Bitaya Mulato, BA.

Ms. Mulato is a graduate of the University of Arizona where she received a Bachelor's of Science in Speech and Hearing Science. She has been working as a speech therapist for the last seven years in Native American schools and other underserved schools in Southern Arizona. Ms. Mulato has contributed to Seneca Preparatory Academy (SPA) project with her detailed knowledge of underserved populations in Southern Arizona, her understanding of elementary and secondary school issues, and her expertise in special education.

Donka Dyer-Abougou, RN

Mrs. Dyer-Abougou is a registered nurse who has been working as a clinical staff nurse, a clinical team leader, and a clinical manager for over twenty years in hospitals located in low-income areas in Tucson, Arizona. Donka has substantial experience in several therapeutic areas (cardiology, intensive care, gastroenterology, utilization review, case .management) and non-therapeutic medical fields (health insurance, utilization review). Her superior analytical skills and her knowledge and ability to deal with complex medical situations involving a diverse group of people have and will continue to be useful to Seneca Preparatory Academy (SPA). Mrs. Dyer-Abougou is a registered nurse and a graduate of Methodist School of Nursing in Philadelphia, PA where she received her Nursing Diploma.

B.3.c. Filling Vacancies in the School Governing Board

Seneca Preparatory Academy Foundation Bylaws. Article 6: School Governing Board. Section 12: Vacancies.

Vacancies on the School Governing Body shall be filled by new members nominated by the Corporate Board of Directors.

B.3.d. School Governing Board Recruitment and Development Process

As per Article 6, Section 1 of the corporate bylaws, to ensure continuity, three SPA Foundation Corporate Directors will hold three permanent seats out of the eleven (11) seats available on the School Governing Board. The remaining eight seats will be filled by the Head of the Parent Advisory Board (1 seat) and by seven community members with skills and experience in law, finance, academic oversight, fundraising, real estate, construction engineering, human resources

and/or with other unique skills and experience that might be beneficial to Seneca Preparatory Academy (SPA).

To fill these remaining eight School Governing Board seats, Seneca Preparatory Academy (SPA) will use the following process designed by Martinelli (2000) for the recruitment and development of diverse School Governing Boards:

School Governing Board Recruitment and Nomination Process.

Establish a Board Development Committee

Currently, the only members of this committee are the three current School Governing Board Members, Jean-Claude Abougou, Dina Mulato and Donka Dyer-Abougou. New School Governing Board Members will automatically become member of the Board Development Committee.

Develop School Governing Board Recruitment Documents.

SPA Board Development Committee has developed and used the following documents:

1. School Governing Board Member's Nomination Form. See Exhibit 1.
2. Invitation Letter to Prospective School Governing Board Member. See Exhibit 2.
3. Description of the School Governing Board of Director's Position. See Exhibit 3.
4. School Governing Board Nomination Response Form. See Exhibit 4.
5. Seneca Preparatory Academy Board Application Form. See Exhibit 5.

Determine and Implement Strategies to Build Board Diversity to help Comply with the Arizona Open Meeting Law.

Seneca Preparatory Academy Foundation is highly committed to diversity at the ethnic, cultural, skills and expertise levels; and SPA Foundation will use the following four strategies recommended by Kathleen Fletcher (1994) to build and maintain board diversity:

- Have a Board Development Committee that is committed to building diversity.
- Make diversity a priority for the organization.
- Avoid "tokenism" or an expectation that one person of color can represent the entire community.
- Engage in cultural diversity training and activities.

Develop an Initial List of Prospective School Board Members.

Presently, Seneca Preparatory Academy (SPA) has identified and developed a list with several highly qualified prospective school board members who will be contacted at the appropriate time.

Contact Top Recruiting Prospects.

Seneca Preparatory Academy (SPA) will use the Invitation Letter to Prospective School Board Members (Exhibit 2) to initiate contact with them.

Schedule and Conduct Orientation Sessions with the Prospective School Board Members.

The next step will be to schedule and conduct face-to-face orientation sessions with prospective School Board Members who have responded to the mailing described above.

During these orientation sessions, prospective board members will attend the New Board Pre-Admission Training Program where they will learn about Seneca Preparatory Academy mission, vision, major goals and strategies, and the right and responsibilities that go with being a SPA School Board Member.

At the end of the orientation session, prospective board members who wish to continue in the process will be asked to complete Seneca Preparatory Academy Board Application Form (Exhibit 5) to provide some background information.

Select New Members to the School Governing Board.

After the orientation session for prospective School Board Members, the Board Development Committee will meet to review all the information collected on the prospective School Board Members and the applications submitted by them. The Board Development Committee will then deliberate and vote/choose the best candidates.

Training and Orientation of School Governing Board Members

SPA will provide three board training sessions so that board training can be completed as earlier as possible and new School Governing Board Members can assume their new duties as soon as they are nominated to the board.

New School Board Members Pre-Admission Training Program

This informal training program will be conducted during the board recruitment process. In this program, prospective school board members will receive some information on Seneca Preparatory Academy mission, vision, major goals and strategies, and on the right and responsibilities that go with being a School Board Member. After new School Board Members are admitted to the school board, additional information and training will be provided to them during the New Board Post-Admission Training Program.

New School Board Members Post-Admission Training Program

The second training program will be held every year around July 15 and will be conducted by a high-quality board training organization or individual(s). In this meeting, SPA Board Members will receive training in board governance and operations, including how to work within non-profit boards; and they will specifically be introduced to the Arizona Open Meeting Law. Board Members will also learn about Seneca Preparatory Academy (SPA) mission, vision, major goals and strategies, and the right and responsibilities that go with being a SPA School Board Member.

In this second training program, new board members will be provided with Seneca Preparatory Academy Board Member's Manuel. This document will contain SFA articles of incorporation, bylaws, the charter school contract, a description of the educational program including the educational philosophy, curriculum, instructional methods, assessment, budget, last audited financial statements, list of board directors and their addresses, list of committees and any staff assignments, copies of minutes for the previous year and a copy of the Performance Management Plan (PMP), and a board performance assessment document. These documents will be reviewed during this training (McNiff, M. 2011).

Ongoing School Board Continuing Education Training Program

Additional board operation training will be provided during the school year through the Ongoing School Board Continuing Education Program. This program will organize special training sessions as needed during the school year for all School Governing Board Members.

B.3.6. The Make-Up of the School Governing Board Complies with the Arizona Open Meeting Law

The Arizona Open Meeting Law rests on two core concepts:

1) "All meetings of any public body shall be public meetings and all persons so desiring shall be permitted to attend and listen to the deliberations and proceedings." A.R.S. § 38- 431.01(A).

2) "It is the public policy of this state that meetings of public bodies be conducted openly and that notices and agendas be provided for such meetings which contain such information as is reasonable necessary to inform the public of the matters to be discussed or decided." A.R.S. § 38-431.09.

Seneca Preparatory Academy (SPA) will comply with the Arizona Open Meeting Law as following by (Hill., E. 2011):

- Having all meetings of the School Governing Board open to the public;
- Conspicuously posting a disclosure statement identifying the physical and electronic locations where public notices of meetings will be displayed;
- Posting a copy of the public meeting notice on SPA website as well as at the location identified in the disclosure statement.
- Providing 24 hour notice per meeting, and having an agenda prepared 24 hour in advance of any meeting and give the public the right to attend and listen.
- Having an open call to the public whenever appropriate since a call to the public is permitted but not required by the statute.

In addition, the School Governing Board Members will be fully training on the requirements of the Open Meeting Laws; and the School Governing Board will be highly diverse from a parental, ethnic, cultural, skills and expertise point of view. This high level of diversity will show that SPA School Board positions and the School are open and accessible to the public. This openness to public scrutiny will also help Seneca Preparatory Academy (SPA) in its compliance with the Arizona Open Meeting Law.

SENECA PREPARATORY ACADEMY

Seneca Preparatory Academy Governing Board Member's Nomination Form

(This form can be used to forward suggestions for potential board directors to the Board Development Committee.)

NOMINEE: _____

Employer and Title:
_____

Address: _____
Street State Zip

Phone :(W) (_____) _____ (H) (_____)
_____

Recommendation for: ❑ Board ❑ Committee: _____

Describe skills and talents of the nominee:
_____
_____
_____
_____

To your knowledge, what access to resources does this nominee possess?
_____
_____
_____
_____

Why are you recommending this person
_____
?
_____
_____

Nominator: _____ Date:
_____

Please return the completed form to the Board Development Committee

Exhibit 1. School Governing Board's Nomination Form.

SENECA PREPARATORY ACADEMY

Invitation Letter for Seneca Preparatory Academy Board of Directors

DATE

Dear [name]:

In fall of this year, new School Governing Board of Directors will be appointed to the School Board of Seneca Preparatory Academy (SPA). You have been recommended to our Board Development Committee as a possible candidate for board service. We would like you to give serious consideration to nomination for a board position. A number of two year board terms will be available beginning in July 2010.

Because of your experience and involvement in the community, we feel you are well qualified to be nominated for a School Governing Board position. As you consider this opportunity, we ask you review the board director position description included in this mailing. As you will see, we are expecting the board to be an active one.

A primary responsibility of school governing board members is to participate in the development of policy and major decision-making at board meetings held at least every month. Another key responsibility is to be active on an ongoing basis in a committee of the board. This year, board nominees will be asked to make that commitment before they are voted onto the board. Copies of committee descriptions are also included in this mailing for your review.

As you know, Seneca Preparatory Academy (SPA) will open in August of this year. SPA is a college-preparatory international elementary school that offers student the type of high-quality program that is not traditionally available in underserved areas in the US. It will give a truly unique experience to our community and we hope that you will be part of part of it.

A member of our Board Development Committee has been asked to contact you by phone to discuss this invitation with you. You may have already received this call. In the meantime, if you wish to be considered as a candidate for the Board of Directors, please send in the enclosed response form. If your answer is "yes," you will be asked to attend a short orientation meeting to review board responsibilities in more detail and to receive addition information about the Seneca Preparatory Academy (SPA).

If you have any questions, please contact me or James Doe, Seneca Preparatory Academy Assistant Director of Curriculum & Instruction, at 520-111-1111.

Sincerely,

Jean-Claude Abougou, PhD,
President, Seneca Preparatory Academy Foundation
Tucson, AZ 81111

Exhibit 2. Invitation Letter to Prospective School Governing Board Member

SENECA PREPARATORY ACADEMY

Description of School Governing Board Member's Position

1. Attend regular meetings of Seneca Preparatory Academy Governing Board, which are each approximately two hours in duration. The board meets once a month except in May and June. Be accessible for personal contact in between board meetings.

2. Provide leadership to board committees. Each School Governing Board Member is expected to serve as an active, ongoing member of at least one committee. This requires a number of meetings per year plus individual committee task completion time. Presently committees include academic excellence, finance and fund raising, and governance and board development.

3. Commit time to developing financial resources for the Seneca Preparatory Academy. This may include making a personally meaningful financial gift as well as supporting other fund development activities of SPA in a manner appropriate for board directors.

4. Responsibly review and act upon committee recommendations brought to the board for action.

5. Prepare in advance for decision-making and policy formation at board meetings; take responsibility for self-education on the major issues before the board.

6. Participate in the annual School Governing Board self-review process.

7. Participate in the annual board development and planning meeting usually held in March of each year.

8. In general, utilize personal and professional skills, relationships and knowledge for the advancement of Seneca Preparatory Academy (SPA).

I am aware that this School Governing Board position description is an expression of good faith and provides a common ground from which board directors can operate. Additional information on Seneca Preparatory Academy's mission, educational program and board responsibilities is contained in the board orientation materials and bylaws which I have read.

_____ _____

School Governing Board Director's Signature Date

Exhibit 3. Description of School Governing Board Director's Position

SENECA PREPARATORY ACADEMY

Seneca Preparatory Academy Governing Board Nominations Response Form

Check One:

____ I am interested in being considered for a School Governing Board Member position. Contact me with information about the upcoming orientation session.

____ Contact me. I need more information before I can decide if I want to be considered for a board position.

Name _____

Day Phone _____ Evening Phone _____

Return by Mail To:

Seneca Preparatory Academy
Board Development Committee
Charter School
Address

Or Return By Fax to: 520-555-5555

Exhibit 4. School Governing Board Nomination Response Form

SENECA PREPARATORY ACADEMY

Seneca Preparatory Academy Board Application Form

Complete this form and return to the SPA Board Development Committee by (date)

Name _____ Phone _____

Address _____

Relevant Community Experience and/or Employment (attach a resume if relevant):

Why are you interested in serving as a board director of the Charter School?

Area(s) of expertise/Contributions you feel you can make to the Charter School as a board director:

Other volunteer commitments:

For Board Committee Use

____ Nominee has had a personal meeting with the Board Development Committee Chair, Board Chair, Charter School Administrator, or other board director. Date _____

____ Nominee reviewed by the Board Development Committee. Date _____

____ Nominee attended a board meeting. Date _____

____ Nominee interviewed by the board. Date _____

Action taken by the board:

Exhibit 5. Seneca Preparatory Academy Board Application Form

REFERENCES

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