B.2 GOVERNING BODY

Description of Role, Responsibilities and Obligations

Pursuant to Arizona Revised Statutes (ARS) §15-183E.8, Southwest Leadership Academy will have a Governing Body for the charter school that is responsible for the policy decisions of the charter school. This statute also provides that (notwithstanding Section 1-216), if there is a vacancy or vacancies on the governing body, a majority of the remaining members of the governing body may constitute a quorum for the transaction of business.

The Governing Body of Southwest Leadership Academy shall be the Board of Directors.

Policy Decisions Pursuant to ARS §15-183E.8
The Governing Body, comprised of the Board of Directors, is responsible for the policy decisions of the charter school. The Board members are experts within different policy areas and will develop and review school policies that reflect the mission and vision of the school. The Board will govern according to the Bylaws and State charter law.

Policy formulation and decisions will be a result of research, discussion and a consensus of the Board members. The Board will ensure all policy decisions promote responsible and sound educational, financial and operational practices while ensuring compliance to State law and with the non-profit and tax-exempt requirements for this school.

The Board of Southwest Leadership Academy will review policies annually and refine (as needed) to ensure continual compliance with its charter agreement, State law and regulations.

Other Board Responsibilities Beyond Statutory Minimum
Consistent with the roles and responsibilities of the Board members discussed in Section B.1, and in addition to the policy-driven decisions listed above, the Board members will have other specific duties. The Southwest Leadership Academy Governing Board duties include:

- Establishing the mission and vision of the school
- Providing overall governance of the charter school and monitoring performance of CMO
- Fulfilling its commitments and contractual obligations to the Arizona Department of Education and the State Board, as defined in this charter
- Formulating and approving policy and procedures needed to accomplish the educational mission of the school (code of ethics, approving the core curriculum, class sizes and student-to-teacher ratios, operations policies and procedures, fundraising, etc.)
- Reviewing and approving major organizational decisions, commitments and plans including expenditures, loans and leases, etc.
- Selecting the Principal in collaboration with the CMO.
- Creating a rotation system for Board membership and developing a method of sharing information about the school with parents and outside stakeholders
- Approving annual budgets, review of annual audit, 990 Returns and quarterly financial reports

- Reviewing, approving and monitoring student academic achievement and the school's Performance Management Plan
- Ensuring the school is meeting its intended objectives as evident in student test scores and academic achievement.
- Acting as the final body of appeal in the grievance process for school community members
- Comply with the State's Open Meeting Laws
- Maintaining full and accurate meeting minutes
- Filling vacancies on the Board or any subcommittee pursuant to Bylaws
- Ensuring compliance with all state, federal and grant law stipulations
- Meet regularly to oversee the management, operation, activities, and affairs of the school including review of school's financial, student, staffing and operational performance

The SLA Governing Body will also participate in on-going training, such as attending mini-seminars on special interest topics and new educational legislation affecting charter schools, and will have access to publications and conferences. Annually, the Board will participate in planning sessions to review the previous year's operational and fiscal outcomes and to formulate a strategic plan including goals and objectives for the future.

Southwest Leadership Academy's Governing Body Members

Southwest Leadership Academy's Bylaws (Article 1, Section 1) states that members of the Board of Directors shall constitute the Governing Body of Southwest Leadership Academy. The Bylaws also state that members of the Board of Directors shall elect from among their number a President, Secretary and Treasurer (which may be the same person). The Bylaws specify that there shall be no fewer than one (1) Board member and no more than five (5) Board members for Southwest Leadership Academy.

Composition: The composition of the Governing Body currently consists of three (3) duly elected Board members: 1) Harriet Caruso, President; 2) Michael Gantt, Secretary; and 3) Barry McBride, Treasurer. Listed below are their areas of expertise:

- *Harriet Caruso (President and Principal):* Community Outreach, Educational Programs, School Improvement, Education Initiatives, Funding Resources
- *Michael Gantt (Secretary and Principal):* Professional Development, Public Policy, Leadership Training, Administration of Corporate Affairs, Education
- *Barry McBride* (*Treasurer and Authorized Representative*): Finances, Legal Compliance, Fundraising, Public/Private Partnerships

Pursuant to the Bylaws, the Board may expand to a total of five (5) Board members. Future members of the Governing Board will be chosen for their skills, which will round out the resources and knowledge base the current members possess in order to aid SLA in fulfilling its mission and vision. Educators, business professionals and community stakeholders will be ideal

candidates. The following characteristics are demonstrated by SLA's three Board members, and consideration of future Board members (to the limit of 5) will include:

- Clear commitment to the mission and vision of the school and of the welfare of children
- Experience working with a nonprofit organization in some capacity
- A reputation for and record of high integrity
- A successful record of activity in education reform or community building
- Willingness to serve on the Board's subcommittees which may include policy development, fiscal review, grant writing, community relations or school development
- Proven leadership abilities
- Familiarity with educational technology
- Leadership in the community across multiple sectors
- Integrity and credibility in the community
- A desire to help the children of Arizona improve their educational prospects and character development
- Professional, educational and/or practical experience, including education, legal and financial experience
- A diversity of backgrounds, interests and expertise.

The specific background and experience of Southwest Leadership Academy's three (3) Board members include:

Harriet Caruso, President of Southwest Leadership Academy

Ms. Caruso has over 10 years of experience providing oversight and direction in the areas of charter school compliance, accountability, technical assistance, training, consultative services and program administration. Ms. Caruso is the Assistant Superintendent for Career Success Schools, a charter school licensed in the State of Arizona. Ms. Caruso comes to the Southwest Leadership Academy Board with extensive knowledge of United States Department of Education and Arizona Charter School programs and has a keen understanding of educational program design, development (written and conceptual) and implementation.

Ms. Caruso understands that academics and positive social skills are core principles that allow a student to be successful in education, career and community. This experience will provide the board with insight into the school improvement processes that will allow Southwest Leadership Academy to thrive. Her experience with evaluating educational programs will help ensure Southwest Leadership Academy fully complies with ADE and the Arizona State Board of Charter Schools' requirements and expectations.

Michael Gantt, Secretary of Southwest Leadership Academy

Mr. Gantt brings both entrepreneurial/small business skills and a corporate human relations perspective to the Board. Not only is he experienced in all areas of human resources including training, mediation, recruitment, employee handbooks, compensation plans and unemployment contracts, he also has experience in dealing with legal matters related to human resources, including state and federal labor laws and employment contracts. Mr. Gantt

is the founder and sole proprietor of MGantt Consulting, a Phoenix-based practice specializing in all matters related to human resources.

Mr. Gantt comes to the Board with over 40 years of experience in Human Resources at the corporate level. Additionally, he has volunteered for many community organizations to make a difference in the lives of youth and adults including his association with Canyon State Academy in an advisory capacity since 2008. Mr. Gantt's experience will be instrumental in providing the leadership and support necessary for stakeholders and students alike.

Barry McBride, Treasurer of Southwest Leadership Academy

A graduate of Grand Canyon University, Mr. McBride has over 25 years experience as a Chartered Life Underwriter and as an Accredited Estate Planner. His unique business focus is on assisting individuals through estate and financial planning. Mr. McBride not only brings his experience with fiscal management and planning to the Board, but also his expertise in fundraising, public/private partnerships and entrepreneurial skills. He has been honored with the Spirit of Philanthropy Award from the Association of Fund Raising Professionals, and holds the Governor Howard Pyle Award for his more than 26 years of volunteer time with the at-risk youth.

Mr. McBride is the President and CEO of Sun Cornerstone Group, Inc., a Scottsdale-based firm specializing in Estate Planning, Life Insurance, Long Term Care, Disability, Retirement and Group Benefit plans, and providing life insurance efficiency studies for both corporate and trust owned plans.

Parent Advisory Council

Southwest Leadership Academy will also establish a Parent Advisory Council. The Advisory Council will consist of parents, Teachers and the Principal and will meet monthly with the objective of bringing into closer relation the home and school so that parents and Teachers may collaborate in the education of their children. The Parent Advisory Council will provide support and guidance but will have no governing power.

Process for Filling Vacancies on and Developing the Governing Body

Pursuant to Arizona Revised Statutes §15-183.E.8, if there is a vacancy or vacancies on the governing body, a majority of the remaining members of the governing body constitute a quorum for the transaction of business.

To fill any vacancies, the SLA Governing Body will be responsible for recruiting new members to the Board on an ongoing basis. They will identify the skill sets and expertise needed while striving to maintain diversity of its members. Pursuant to SLA's Bylaws (Article 1, Section 2), states that no less than 10 days prior to any annual meeting after incorporation, the members of the Board may individually submit to the Secretary the names of any eligible nominees for Board membership, and the Secretary shall forward the names of said nominees to the Board of Directors at least five days prior to said annual meeting. The Board shall have the authority to fill

by election any vacancies which may occur. The same nomination and election procedure indicated above shall be used to subsequently elect new members of the Board of Directors. The Board shall also have power, from time to time and at any regular or special meeting, to increase or reduce the members of the Board of Directors as it shall deem desirable. The number of Directors of Southwest Leadership Academy shall not be less than one or more than five.

During the recruitment process, potential Board candidates will be invited to learn about SLA's mission, vision and philosophy. Each potential candidate will be presented with the school's strategic plan and informed of the time commitment and legal and fiduciary responsibilities that are required for a position/role on the Board.

The Board of Directors may at any annual or special meeting create a committee and appoint any members of the Board of Directors or other persons to serve on any committee the Board may desire to form in order to facilitate the accomplishment of the purposes and objectives of Southwest Leadership Academy, as stated in its Articles of Incorporation and Bylaws.