Organization Description: B.2 Governing Body

Clear Description of the responsibilities of the governing body as per A.R.S.15-183.E.8

This governing board is organized exclusively for educational and charitable purposes. To this end, the governing board is mandated to oversee the operations of the SBP Model Community Learning Center (MCLC) to accomplish the mission: To establish a model of a professional learning community targeting underserved populations in which all students are college ready, successful in their postsecondary endeavors, contributing members of the community, and use strength building concepts throughout their lives. The Model Community Learning Center serves as a model for school transformation across Arizona.

The governing board is not formed for pecuniary or financial gain, and no part of the assets, income, or profit of the MCLC is distributable to, or will inure to the benefit of, its members, directors or officers, or other private individuals. The management and control of the business, property and affairs of the MCLC shall be vested in and conducted by the governing board. The governing board shall have and exercise all powers necessary and convenient to affect the purposes of the MCLC not inconsistent with the mission of the MCLC.

The Board meets regularly. The Board is also available as resources for any and all concerns/challenges/successes that the MCLC might encounter. This is one of the paramount factors in choosing board members who represent a diverse and experienced group of persons committed to the MCLC achieving and maintaining excellence.

All powers of the MCLC shall be exercised by or under the authority of, and all business and affairs of the MCLC shall be controlled by the governing board. Without limiting the generality of the foregoing, the governing board shall have the following powers:

(a) To select and hire the Academic Leader and the Community StrengthBuilding Leader of the MCLC and remove either; to prescribe for all such administrators powers and duties not inconsistent with law or the mission of the MCLC; and, to fix the compensation of administrators and employees of the MCLC;

(b) To establish rules and regulations for the conduct, management and control of the affairs and business of the MCLC not inconsistent with the law or the mission of the MCLC;

(c) To authorize the MCLC to enter into contracts of any nature and to do any and all things and to engage in any and all activities not inconsistent with the law or the mission of the MCLC;

(d) To review and set overarching policies for the MCLC;

(e) To approve all affairs related to finances including approval of all annual budgets:

(f) To exercise all final legal and governance responsibility for the MCLC;

(g) To serve as the policy making entity for the MCLC; provide oversight and responsibility for establishing programs and policy;

(h) To comply with the Arizona Open Meeting Law;

(i) To comply with the Uniform System of Financial Records for Arizona Charter Schools;

(j) To provide oversight to the Academic and Community StrengthBuilding Leaders;

(k) To appoint Advisors to the Board of Directors as desired. Advisors to the Board may attend meetings of the Board of Directors, and offer counsel, but do not have voting rights;

(l) No governing board member shall be entitled to any compensation for the purpose of serving as a board member. Reasonable expenses of member in performance of their duties may be reimbursed upon approval of the Executive Committee.

(m) If a governing board member should be hired as an employee of the MCLC, that member will be held to a strict conflict of interest standard and shall not "use his or her position as a board member, officer, employee or committee member of the MCLC to gain access to information or to influence the decision-making process of the organization in connection with any matter in which he or she has a substantial interest."

Conflict of Interest No member of the governing board of the MCLC shall participate in the decision-making process on any matter in which the member has a substantial interest (direct or indirect, through relatives, financial or proprietary interest). No board member shall use his or her position as a board member, officer, employee or committee member of the MCLC to gain access to information or to influence the decision-making process of the organization in connection with any matter in which he or she has a substantial interest.

Description of the Governing Board

It is the intention of the applicant that the governing board will reflect expertise in a variety of areas such as: education, business, accounting and/or finance, legal, the arts, fundraising, real estate, communications, as well as parent(s) and community partners. The composition of the governing board will include five directors of StrengthBuilding Partners to include the three current board members and two additional community members to be named. Just prior to the submission of this application to the State Board for Charter Schools, SBP lost two of its board members. One member, the Board Secretary, became very ill and was hospitalized for an extended period of time and is still in extremely poor health. The other board member had just taken on added work responsibilities which included extensive travelling. She felt compelled to

resign from the board immediately in order to adequately perform her job. The Acting Secretary of the Board, as Chair of the Nominating Committee, began actively seeking recommendations for nominations to the Board. Currently (as indicated in *B.1 Exhibit page 17: Documentation of director or officer changes since submission of SBP's Annual Report*) there is a community member who has been recruited and interviewed by the Board. This community member, Ms. Barbara Wayne is well-suited to hold a seat on the Governing Board and has been provisionally voted onto the board, dependent on the receipt of all the paperwork required for governing board members as stated by the State Board for Charter Schools. The final approval by the board will be sought after all principal background information has been reviewed. Before final approval is made, StrengthBuilding Partners will request an amendment with the State Board for Charter Schools in order to officially add this new Director to the Board of Directors of SBP and thus serve as a governing board member for MCLC as well. It is anticipated that these actions will occur by February 2013. Her qualifications are below.

Additionally, the Acting Secretary has met with and is in the process of nominating two additional community members to sit on the Governing Board. These community members: Leticia Lujan and Marcelino Flores (please see below the qualifications of these two perspective board members) have both confirmed their interest in being board members. The formal nomination of these two members will occur at the next SBP Board meeting on December 18, 2012. At that time, the board will vote to approve the addition of these two members onto the board with the provision that all requisite paperwork as per the State Board for Charter Schools is completed and an amendment is requested for their addition to the Board of Directors of SBP and the governing board. It is expected that, barring receipt of fingerprint clearance cards, these actions will be conducted by February 2013. With the approval of these three members the Board will have a total of six members and will be in compliance with SBP's bylaws.

The current directors of the SBP Board are professionals with expertise in business, public relations, and education. These directors include:

Allison Ewing-Cooper, Chair

Pamela Clark-Raines, Acting Secretary/Employed Director

Anna Rivera, PhD, Director

Their qualifications for sitting on the SBP Governing Board are as follows:

Qualifications of current board members:

Allison Ewing, PhD: Dr. Ewing has her doctorate in Family Studies and Human Development and has specialized in the areas of early school adjustment, gender and ethnicity in the classroom and teacher-child relationship quality. This knowledge base is particularly well-suited to the development of the MCLC. As a professor and coordinator of undergraduate programs at the

Norton School of Family and Consumer Sciences at the University of Arizona, Dr. Ewing adds a dimension to the quality of the foundation of the Governing Board for the MCLC and is committed to doing her part in changing the face of academics in Tucson in her role as Chair of the Board of Directors for SBP and the establishment of the Governing Board of the MCLC.

Pamela Clark-Raines, LCSW, ACSW: Ms. Clark-Raines is the co-founder of SBP and the author of StrengthBuilding. Her passion, knowledge and expertise in the provision of StrengthBuilding Training and Coaching are strong. During her 30+ years of Social Work experience, she has worked extensively with schools from kindergarten through high school. She is an adjunct professor at Arizona State University School of Social Work-Tucson Component where she has taught, sponsored and supervised both undergraduate and graduate Social Work students. Her experience and knowledge base is crucial to the implementation of StrengthBuilding and the social work intern program at the MCLC. Additionally, she has designed and implemented the SBP Mentoring Program which is a culturally competent and strengthbuilding program. This experience will assist the MCLC in developing the Family Mentoring Program. As an added benefit of having Ms. Clark-Raines on the Governing Board, her work with SBP has included accounting, management, grant writing and development, staff supervision, and program development which should all aid the MCLC as it enters its start-up and operational phases.

Clark-Raines will be a paid employee of the MCLC as well as a member of the SBP Corporate Board. Once SBP receives its charter and the SBP Board is the Governing Board for the Charter, Clark-Raines, as per the conflict of interest statement, will not use "her position as a board member, officer, employee or committee member of the MCLC to gain access to information or to influence the decision-making process of the organization in connection with any matter in which she has a substantial interest" (conflict of interest statement). Therefore, she will recuse herself from any vote in which she has substantial interest.

Anna Rivera, PhD: Dr. Rivera was born into a family where academics and advocacy for all children were part of life. She joined the SBP Board of Directors because she witnessed first-hand the power that StrengthBuilding has in a school setting as SBP facilitated StrengthBuilding Training and Coaching in Lawrence Intermediate School when she was principal there. She moved on to Grijalva Elementary School and took her knowledge of StrengthBuilding with her and, again, witnessed the impact that it has as she established StrengthBuilding as part of Grijalva. Bringing her years of experience, knowledge, and commitment to providing the quality education to every child on both the academic and the administrative side will be a powerful asset to the MCLC.

Qualifications of Prospective Board Members

The following are individuals who have been cultivated and nominated as additional Directors of SBP and thus to serve as governing board members for MCLC during its first year of operations:

Barbara Wayne: Ms. Wayne is currently an Educational Consultant with the Safe Schools Grant awarded to the University of Arizona and the Arizona Department of Education. She is a retired educator and Tucson Unified School District High School principal. She is a specialist in Youth/Adult Partnerships. A graduate of the University of Arizona, Barbara's leadership and interpersonal skills have made her a true fit in working with students in K12 educational settings. Her influence has resonated in other programs that have been established at high schools throughout southern Arizona.

Leticia Lujan: Ms. Lujan has been the Business Director for PPEP TEC High School for ten years and learned a great deal about fiscal management, planning and sustainability for Charter Schools. She knows that the school's ability to maintain its fiscal viability as it provides quality educational experiences and plans for the future is paramount to its success. Lujan is prepared and excited about bringing her expertise to the MCLC Governing Board to help guide the school as it opens its doors. As a long-standing member of the Tucson community with many professional affiliates, Lujan has also committed to maximize her influence through networking and business connections. As of December 7, 2012, Lujan has resigned her position at PPEP TEC and has taken a position with the YMCA of Southern Arizona.

Marcelino Flores: Mr. Flores is one of the newest members of the Tribal Council of the Pascua Yaqui Tribe. A former planner for the tribe, Mr. Flores is a committed tribal member, father and mentor. He has experience in writing grant proposals, budgeting and, as a father and responsible tribal council member, Mr. Flores is passionate in his drive to improve educational opportunities for all children. As a member of the Pascua Yaqui Tribe, he brings with him the knowledge and expertise for working with many of the families in the target area of the MCLC.

Describe the process for filling vacancies on the school governing board

It is the intention of the MCLC to continue recruiting members to the school governing board who have expertise in education, business, accounting and/or finance, fundraising, the arts, legal, real estate, communications, as well as parent(s) and community partners. In its start-up phase, the founding governing board and the MCLC administrators will be developing partnerships with community businesses, neighborhood associations, other educational partners, and organizations. It is from these partners that a pool of potential board members will be developed. As families enroll their children in the MCLC, they will also become potential members of the Board. Names of prospective Board members shall be submitted to the Governing Board Secretary. The Secretary will chair the committee to nominate new board members. The nominating committee, as determined and/or recruited by the Secretary will submit recommendations for new board members to the Board for approval. New members shall be elected by a majority vote of the Board.

Once new members are elected to the Board, their appointments are provisional until such time that all the necessary paper work has been filed with the board and the State Board for Charter Schools. This paperwork includes: fingerprint clearance card, resume, transcript, completed background information sheet and a notarized affidavit, disclosure, consent for background check and credit check.

Once this paperwork is on file with State Board for Charter Schools, the newly elected board member shall take office and shall serve throughout the regular term to which the member is appointed and until his or her successor is appointed and qualified. The term of office of any member appointed to fill any vacancy shall be for the unexpired regular term of the member being replaced unless otherwise stipulated by the action of the Board. Vacancies on the Governing Board resulting from death, incapacity to serve, resignation, removal, or otherwise, shall be filled by the Governing Board who will look to the pool of potential board members as a resource for recruiting new members. A member so appointed to fill any such vacancy shall hold office for the balance of the term of the member replaced, and thereafter until his or her successor has been duly appointed.