B.2 Governing Body

The corporate board of directors of SySTEM Schools, Inc. will serve as the governing body of SySTEM Phoenix. The Governing School Board (the "Board") will be recruited from across the valley based on expertise in a variety of areas of charter school governance, including finance, operations and marketing, STEM instruction, and community engagement.

A. Governing Board Responsibilities

Per **ARS §15-183(E)(8),** the Governing Board is responsible for the charter school's policy decisions. The Governing Board is the charter holder and is legally and ethically responsible for governance of all business of SySTEM Phoenix. The Board will regularly monitor student achievement and financial operations, ensuring students are provided school choice and student achievement improves.

The Governing Board will have the following responsibilities:

> ***Mission, policy, and strategic planning*** **-** The Board will ensure alignment with the school's mission and vision. The Board will create and approve all policies related to the school.
>
> ***Financial Oversight*** - The Board will be responsible for reviewing financial documents on a regular basis, ensuring the school is financially responsible and sustainable. The Board will review and approve the annual budget, ensuring adherence to it, set goals for fundraising and contribute to fundraising efforts (through time or monetary donation).
>
> ***Legal and Regulatory Compliance*** **-** The Board will ensure compliance with all laws and regulations, including, but not limited to those required by the Department of Education, the State Board for Charter Schools, and Federal Employment Law.
>
> ***Chief Officer oversight*** **-** The Board will select, manage, support, and evaluate the Chief Operations Officer and Chief Academic Officer. The Board will create and implement a comprehensive evaluation system of the Chief Officers, set compensation of the Chief Officers, and offer guidance and support as needed.
>
> ***Promotion and Accountability to the Public***-The Board will promote the school to the public, advocating for the school in a variety of forums. The Board will adhere to Open Meeting Law regulations.

Governing Board General Practices

The Board will meet monthly to monitor student achievement and financial stability of the school. The Board will consist of a minimum of 3 and maximum of 15 members. A majority of board members constitutes a quorum, and all actions will require a majority vote of a quorum of the Board. All board meetings will be posted and conducted in accordance with Open Meeting Law regulations.

The Board will be responsible for all matters related to governance of the school, while school leadership will be responsible for daily operations and management of the school. The Board will elect officers and establish committees to facilitate organization and implementation of key duties. Officer positions will include a Board Char, Vice-Chair, Secretary, and Treasurer. Committees will include, but not be limited

to, Governance, Finance, Academics, and Development. The Board will monitor student achievement and financial oversight through monthly board meeting presentations by committee chairpersons and/or school leadership, communicated through board-approved data dashboards and committee reports.

To ensure founding and future board members are adequately trained in effective school governance, school leadership will use The High Bar's charter school board governance training, "Board On Track." For at least the first 3 years of operation, the Board will manage activities through Board on Track, a web-based system offered by The High Bar (www.reachthehighbar.com). Within Board on Track, the Board will store board member contact information and institutional documents, schedule meetings, create meeting agendas and minutes, and set and track progress toward goals. Board on Track also provides access to an extensive database of board resources, assessments to determine effectiveness, and training videos. The Chief Officers and board members will use these resources to ensure every founding and future board members have a thorough understanding of the roles and responsibilities of the Board and school leadership. Additionally, all board members will receive training from school leadership on the Problem-Based Learning model and other key elements of the instructional model at SySTEM Schools. While yearly training will ensure the board grows in their understanding of board leadership, the Board will also participate in program specific trainings with leadership to enhance their ability to support the school's fulfillment of its mission and vision.

Governing Board Officer Descriptions

The Chair of the Board: The Chair of the Board is the head of the Governing Board. Responsibilities include:

- Presiding over and leading all meetings of the Governing Board
- Working closely with the Chief Officers and establishing board meeting agendas
- Distributing key information to other Board members as needed
- Communicating regularly with the Chief Officers, committee chairs, and Board members
- Facilitating the appointment of committee chairs
- Directing strategic planning for growth of the school
- Reviewing strategies and priorities of the school
- Supervising the effectiveness of officers, board governance, and vacant board positions
- Cultivating future leadership of the board
- Serving as ex officio member of all board committees

The Vice Chair of the Board serves as the Board Chari in the event that the Board Chair is absent.

The Treasurer of the Board leads financial oversight of the school. These responsibilities include:

- Chairing the Finance Committee
- Working closely with the Chief Operations Officer to help prepare the annual budget and monthly financial dashboards
- Ensuring the school is in compliance with federal, state, and district mandatory reporting requirements and all financial reporting requirements

- Working with the Chief Operations Officer to establish school policies and procedures that ensure financial stability and sustainability
- Collaborating with the Board Chair and Chief Operations Officer to ensure financial records are accurate and updated
- Reviewing monthly, quarterly, and yearly budget and financial statements
- Reporting regularly to the Board on the financial position of the school and facilitating Board understanding of the financial health of the organization

The Secretary of the Board is responsible for all records of the Board. These responsibilities include:

- Recording official minutes of all meetings of the Board in compliance with Open Meeting Law
- Certifying and retaining both electronic and hard copies of the most current Bylaws
- Retaining copies of agendas and minutes of all meetings of the Board, including committee meetings
- Provides all notices and documents of meetings, as described in the bylaws or required by law

Governing Board Committees

The Board will establish standing committees to assist in start up operations of the school, and, once the school is established, to closely monitor the Board's goals in each respective area. Initial committees may include, but are not limited to:

Governance: The Governance committee of the Board is responsible for overseeing strategic planning efforts of the organization. The committee will work closely with the Chief Officers to develop a plan to evaluate, enhance, and advance the strength of the organization. The Governance committee will be responsible for recruiting, nominating, verifying, and training all new Board members. Ideally the Governance Committee will be comprised of individuals with expertise in management, human resources, school leadership, finance, strategic planning, law, and prior successful board membership.

Finance: The finance committee of the Board is responsible for monitoring financial strength of the organization. The committee will work closely with the Chief Operations Officer to develop policies and protocols to monitor and evaluate all financial activities of the organization. The Finance Committee will review cash flow and budget reports on a monthly basis, and assist in preparation and reporting of financial dashboards. Ideally the Finance Committee will be comprised of individuals with expertise in finance, accounting, and business management.

Academic: The Academic Committee of the Board is responsible for monitoring academic achievement and will work closely with the Chief Academic Officer to do so. The committee will develop tools to evaluate academic progress using a variety of data points and ensure a comprehensive assessment system is in place. The Academic committee will ensure the school is meeting accountability goals and improving student achievement. The committee will ensure the school is implementing best practices in STEM education and facilitate partnerships with STEM

industries. Ideally the Academic Committee will be comprised of individuals with expertise in educational leadership, curriculum, instruction, and assessment.

Development: The Development Committee of the Board is responsible for leading marketing and recruitment efforts of the organization. The Development Committee will work closely with the Chief Operations Officer to establish plans to increase public awareness of the school and develop stronger partnerships with STEM industry and community leaders. Ideally the Development Committee will be comprised of individuals with expertise in strategic planning, marketing, public relations, finance, politics, advertising, and consulting.

B. Governing Board Composition

The Governing Board will consist of a minimum of 3 and no more than 15 Directors. The board will maintain an odd number for voting purposes when at all possible. Initially, Board members will serve 2-year terms from the date he or she is elected and qualified. All consecutive terms after the initial term served will be for 1, 2, or 3-year terms, as selected by each Director. In the initial years the Board may assist the Chief Officers in the start-up operations of the school. Governing Board composition will be made up of 100% of the Corporate Board of Directors.
Current voting Board members include:

Doris Roman – *Secretary of the Board*

- Proposed member of Academic Committee
- Proposed member of Development Committee

Additionally, co-founders Angelica Cruz and Nicole Fernandez serve as non-voting, ex-officio Board members. SySTEM Schools recognizes that it currently has only one official board member and will require additional members to create a robust, comprehensive Governing Board. To address this need, an aggressive recruitment plan is underway to secure a diverse group of community leaders with a range of expertise in valuable areas such as finance, real estate, human resources, community engagement, STEM industries and long-term strategic planning. School founders have thus far identified 11 potential Board members, who are currently listed as potential Advisory Council members in ***Figure B.2.1.*** The current Governing Board is in the process of determining which of these members would best fit the mission and vision of SySTEM Phoenix, as well as meeting with community leaders to identify additional prospective Board members. The process for selecting board members is described in depth below. Additional board members will be cultivated but added only after approval by the Arizona State Board for Charter Schools. Prospective members will engage in board trainings and meetings to build investment and expertise in the mission of SySTEM Schools before becoming official members of the Board.

C. Filling Board Vacancies

In order to ensure a knowledgeable and robust governing board is created, it is imperative that potential board members are thoroughly evaluated by the school founders to determine their fit with the school mission and vision. The school founders will evaluate potential board members based on four specific qualifications:

1. A strong belief in the school's mission and vision

2. Ability to facilitate group conversation (especially for the board chair) and be an active participant in group conversations;
3. A concrete skill that complements the skills of the founding school leaders, such as finance, legal, or curricular knowledge;
4. No personal agenda.

During its first quarter of operation, the Board will develop a succession plan for board members and the Chief Officers. This will include an interview rubric for potential board members and Chief Officers, a database of potential future board members and contacts for recruiting qualified board members, and a process and timeline for recruiting and selecting future board members and Chief Officers. Additionally, board policies will be created in the initial year of operation and documented so that future board members will clearly understand the school's strategic plan, board policies, and their role as a governing board member. The Governance committee of the Board will spearhead all efforts to recruit, evaluate and recommend new Board members. Future board members will participate in an orientation with the governing board chair to review these policies and receive training on their role as board members.

Prior to inducting new board members, the following steps will be taken:

1. The potential Board member will be invited to serve on a committee first to determine fit and evaluate the assets they would bring to the Board.
2. The Governance committee will interview the potential Board member, evaluating for mission and vision fit, possession of a concrete skill that complements current Board member skills, and ability to engage and facilitate group conversations.
3. The potential Board member will observe classroom instruction with at least one other Board member and engage in a debrief discussion with the Chief Officers and Board Chair following the observation.

Additionally, an advisory council will be developed in the start-up year of operation to serve as resources to the Chief Officers and Governing Board members. Members of the advisory council will be comprised of potential board members, consisting of 10-30 individuals with expertise in a variety of areas, including, but not limited to finance, real estate, facilities, fundraising, curriculum, community engagement, and a variety of STEM industry leaders. Advisory Council members will serve on Governing Board committees as needed, provide pro-bono services, and meet quarterly to discuss ways in which their services could assist the school and Governing Board. Additional members will be recruited to the Advisory Council as members join the Governing Board to ensure a robust pool of potential Board members is always available to advise school leaders.

Figure B.2.1 Potential Advisory Board Members & Relevant Skills

Advisory Board Member	Title, Organization	Relevant Skills
Francine Hardaway	CEO, Stealthmode Partners	• Entrepreneurship • Finance • Marketing
Abby Brown	Assistant Professor, Grand Canyon University	• Problem-Based Learning • STEM Curriculum
Antje Graham	Learning and Development Consultant, Wells Fargo	• Educational Technology • Professional Development & Adult Training
Cameron Byerly	Research Assistant, Math Education Department, ASU	• Mathematics Instruction • Professional Development

Christina Pruitt	Artist, Online Marketing Specialist, Terralever	• Arts Integration • Marketing
Kate McDonald	Principal, MetroTech High School	• Problem-Based Learning • STEM Curriculum
Laura Toncheff	Attorney	• Development • Fundraising • Legal • Non-profit Board experience
Maria Paredes	Senior Program Associate, WestEd	• Family & Community Engagement • Curriculum Develeopment • Academic Parent Teacher Teams (APTTs)
Seth Beute	Teacher, Metro Tech High School	• Educational Technology • Curriculum Design
Tamara Christensen	Founder, Idea Farm	• Creative Design • Creative Problem Solving • Group Facilitation
Tommie Miel	Administrative Coach, Washington Elementary School District	• ADE Compliance • Educational Leadership • Curriculum, Instruction, and Assessment

To date, SySTEM Phoenix has identified Megan McWenie as an additional director to serve on the Governing Board. Currently, we are awaiting her Fingerprint Clearance Card to arrive. Ms. McWenie brings an outstanding background in curriculum, instruction, assessment, and professional development.

Megan McWenie – Center for the Future of Arizona, *Proposed Member of Academic Committee*

Megan McWenie is a career educator who passionately believes that all children have a right to an excellent education and that every student in Arizona can and should achieve college and career readiness. As a native Arizonan, she benefited from great public schools in this state beginning in kindergarten and continuing through her experience as an undergraduate student at the University of Arizona. She currently works as the Move On When Ready Learning Collaborative Coordinator at the Center for the Future of Arizona, coordinating the efforts of school leaders at public charter, public district, and private schools across the state who are implementing a new performance-based high school education model designed to increase academic achievement and prepare all students for college and careers. She began her career in education as a Teach for America corps member in Las Vegas, Nevada where she taught high school reading intervention courses. Upon returning to her home state, Megan worked for the Phoenix Union High School District as a reading teacher, professional development specialist, and Cambridge coordinator for five years. She has also contributed to building the pipeline of great teachers serving Arizona students as a Teacher for America summer institute staff member for the past four years. Megan holds a Bachelor of Arts in History and English, as well as an Arizona teaching certificate in secondary education with English, history, and reading specialist endorsements. Ms. McWenie will bring strong leadership in curriculum development, integrated instruction, and student assessment to the Governing Board of SySTEM Phoenix.