



Arizona School for the Arts
Governance Committee Meeting Agenda
 Wednesday, August 18, 2021 at 8:00 a.m.
 Main Building, Large Conference Room or
Zoom: 864 6975 9102 Passcode: 508904

Attendance (voting Members in bold)					
Betty Hum, Committee Chair	P	Dr. Anthony (Tony) Dietz, President	P	Carlos Contreras, Vice President	A
Dr. Javier Cárdenas, Past President/RDC Chair	A	Alexander Laing	P	Karen Lugosi	P
John O'Neal	P	Ed Novak	P	Leah Fregulia, Head of School/ CEO	P

Agenda Items
High Level Overview of Strategic Plan to be Presented at the Next Board Meeting
<ul style="list-style-type: none"> • Role of the Governance Committee in DEI Commitments
Governance Committee's role in Policy Handbook Review, Revisions and Recommendations
Head of School Evaluation and Succession Planning
Board Development, Onboarding, and Mentoring
The Governance Committee may vote to hold an executive session for the purpose of obtaining legal advice from the Board's attorney on any matter listed on the agenda pursuant to: ARS §38-431.03 (A)(3) Legal Advice

Notes

Committee Chair Betty Hum called the meeting to order at 8:00 a.m.

Role of the Governance Committee in DEI Commitments

- Leah Fregulia said that Linda Walton is finalizing the strategic plan and will send to the Board. Three areas:
 - Culture and climate
 - Recruitment and retention
 - Academic curriculum and creative programming
 - Has a scope of work for three years.
- Leah suggested that we select one Board member to Join the Equity Team. There will also be separate ad hoc task forces
 - Equity Team more inclusive than in the past 3 years without a hierarchy
- There is a substantial role for each Committee to play. Some ideas:
 - Next steps in what needs to be developed and timeline, ie: joint letter and video - good idea for internal and external posting
 - Revise Equity Statement in conjunction with the Equity Team

Governance Committee's role in Policy Handbook Review, Revisions and Recommendations

- Review Employee and Community Handbook because they are similar and need consistency.
- Liz Shaw is working on a comprehensive HR policy manual with new sections
 - Betty suggested having the ad hoc Legal Team review the manual when it is completed.

Head of School Evaluation and Succession Planning

- HOS Evaluation team for 2021-22 School Year. Any modifications to the current process?
 - HOS and pay review:
 - Leah's will share her goals for 2021-22 and then the GC will assign a task force to decide what review process will be for this year and to conduct the review.
 - Board President is responsible for pay review with a full Board review in executive session. This is not currently a documented pay review process. Want it to be distinct from HOS evaluation.
- Leah will work on Board handbook and put all information into one place.
- Succession planning – task force to research what other organizations are doing. Succession planning is always difficult and one of the areas non-profits generally don't focus on.
 - Ed pointed out that the HOS/CEO position needs someone with significant skills with academics and fundraising – like universities.
 - Searches –
 - Ed Novak has large Non-Profit group; John O'Neal and Ed to check with labor and non-profit group.
 - Leah or Tony will check with Piper and other CEO's who have recently been through this process.
 - Alex – other orchestras – can check for information on the League of Orchestras CEO.
 - Task Force to develop succession plan task. Use Leah as a model of the kind of person we would be looking for as a successor: institutional, political knowledge. List from Leah as well.
 - Leah needs to rewrite her Job Description to include the HOS/CEO role in Phoenix Youth Arts Collective so that there are no conflicts of interest.
 - Governance Committee will give it a first pass and then send to the Executive Committee.

Board Development, Onboarding, and Mentoring

- Assess what worked and what needs strengthening
- Review matrix to consider future board member development
- Tony will connect with board members to see how they are feeling about their own board work and how we are doing as a board.
- Board members rolling off:
 - Carlos is stepping off the Board – overwhelmed at Intel. Leaves a hole in the Board.
 - Kevin Allen's term will end this year and he plans to extend for his second term.
 - Javier ends his one-year extension
- Board recruiting and board succession
 - Pipeline has been coming from the Executive Committee – typically Secretary/Treasurer has been part of pipeline. Asked for interest.
 - Never had a woman on Executive Committee; pipeline to Executive Committee
 - Financial person – needed. Accepted last and final four year; look at matrix.
 - Karen Lugosi had expressed interest on being on Executive Committee

Mask Policy

- Currently have 3 waivers on file.
- Law doesn't go into effect until September 29th.
- ASA is on list at the Governor's office for requiring mask mandate, but we have an opt out.
 - John O'Neal noted that it is not a 100% mandate
 - ASA's policy was approved by the entire Board
 - Leah is working through the Charter School Association to have them take a fresh look at the law.

The meeting ended at 8:50 a.m.