



**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	<b>P</b>	<b>Dr. Anthony (Tony) Dietz, President</b>	<b>P</b>	<b>Carlos Contreras, Vice President</b>	<b>A</b>
Dr. Javier Cárdenas, Past President/RDC Chair	<b>A</b>	<b>Alexander Laing</b>	<b>P</b>	<b>Karen Lugosi</b>	<b>P</b>
John O'Neal	<b>P</b>	Ed Novak	<b>P</b>	Leah Fregulia, Head of School/ CEO	<b>P</b>

Agenda Items
<b>High Level Overview of Strategic Plan to be Presented at the Next Board Meeting</b>
<ul style="list-style-type: none"> <li>• Role of the Governance Committee in DEI Commitments</li> </ul>
<b>Governance Committee's role in Policy Handbook Review, Revisions and Recommendations</b>
<b>Head of School Evaluation and Succession Planning</b>
<b>Board Development, Onboarding, and Mentoring</b>
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.