



**Arizona School for the Arts**  
**Board of Directors Meeting Minutes**  
**Monday, January 23, 2023 at 5:30 p.m.**  
**Zoom Meeting: 892 9014 8734 Passcode: 262121**

Attendance (voting Members in bold)					
<b>Dr. David Garcia, President</b>	<b>P</b>	<b>Alexander Laing, Vice President</b>	<b>P</b>	<b>Dr. Heidi Jannenga, Secretary/Treasurer</b>	<b>P</b>
<b>Dr. Anthony (Tony) Dietz, Past President</b>	<b>P</b>	<b>John Snider</b>	<b>P</b>	<b>Betty Hum</b>	<b>P</b>
<b>Kevin Allen</b>	<b>A</b>	<b>Allison Otu</b>	<b>P</b>	<b>Karen Lugosi</b>	<b>A</b>
<b>John O'Neal</b>	<b>A</b>	<b>Yetta Gibson</b>	<b>A</b>	Jessica Elder, Honorary Arts Faculty	P
Jeff Steinert, Honorary Academic Faculty	P	Amara Washington-Bess, Honorary Alumni	A	Amalia Nevarez, Honorary Student	A
Madeline (Maddie) Yang, Honorary Student	P	Leah Fregulia, Head of School/ CEO	P	Elizabeth (Liz) Shaw, Business Director	P
Leslie Tan Religioso, Development & Marketing Director	P	Carolyn Smith, Executive Assistant	P		

Agenda Items	
<b>Call to the Public</b>	
<b>Mission Moment</b>	
<ul style="list-style-type: none"> <li>• PYSO Young Musicians Competition</li> <li>• Middle School &amp; High School Robotics</li> </ul>	
<b>Board Recognition</b>	
<ul style="list-style-type: none"> <li>• Welcome and Introduction of Our Guests</li> </ul>	
<b>Discussion Items</b>	
<ul style="list-style-type: none"> <li>• Resource Development Committee               <ul style="list-style-type: none"> <li>○ Development Dashboard</li> </ul> </li> <li>• Finance Committee               <ul style="list-style-type: none"> <li>○ Monthly Reports</li> <li>○ Revised Fiscal Year 2022-2023 Budget</li> </ul> </li> <li>• Governance Committee               <ul style="list-style-type: none"> <li>○ New Board Member Cultivation</li> <li>○ Fiscal Year 2023-2024 Contracts Policy Proposal</li> </ul> </li> <li>• Facilities Committee               <ul style="list-style-type: none"> <li>○ Site Update</li> </ul> </li> </ul>	
<b>Consent Agenda</b>	
<ul style="list-style-type: none"> <li>• Head of School Report               <ul style="list-style-type: none"> <li>○ Enrollment</li> <li>○ Strategic Planning Retreat</li> </ul> </li> </ul>	
<b>Action Items</b>	
<ul style="list-style-type: none"> <li>• Approval of the November 21, 2022 Board of Directors Meeting Minutes</li> <li>• Approval of the Revised Fiscal Year 2022-2023 Budget</li> <li>• Approval of the Consolidated Strategic Plan</li> <li>• Approval of the Model UN Trip to San Francisco, CA</li> <li>• Approval of the High School Robotics Trip to Flagstaff, AZ</li> </ul>	

- Standing items:
  - Ratification of the Current COVID-19 School Mitigation Plan
  - Ratification of the Current COVID-19 Face Covering Policy

The Board of Directors will vote to hold an executive session for the purpose of discussing specific personnel matters pursuant to: ARS §38-431.03 (A)(1) Personnel

The Board of Directors 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

## Minutes

Board President Dr. David Garcia called the meeting to order at 5:33 p.m.

### **Call to the Public**

David inquired if there were members of the public at the meeting. As no members of the public were present, David moved to the next agenda item.

### **Mission Moment**

David shared good news from the Strings Department and the Middle School and High School Robotics teams:

- Three ASA students had big wins at the Phoenix Youth Symphony Orchestra's 63rd Annual Young Musicians Competition. Sixth grader, Jayden Yoneyama was the Junior Division winner for Violin, eighth grader Justin Kang was the Junior Division winner for Cello and tenth grade Cellist Abraham Kim was the Grand Prize winner. All of the finalists win a scholarship to a camp or festival in the order of their final ranking and Abraham Kim will perform with The Phoenix Symphony at a later date.
- High School Robotics Team Voltage won the Judges Choice Award and Team Power Outage was a part of the winning alliance team. Both teams will be heading to the state competition at NAU in February. Middle School Robotics capped off their season with three awards and three teams at State Championship in January; Team Electric Taki Eels earned the award for Robot Design, The Generators Team won the award for Core Values and were selected to compete at the state championship, and the Energized Capacitors Team won the award for Innovation Project and was selected to compete in the state championship

### **Board Recognition**

David thanked Michelle Buckley, Andrei Cherny, Michelle Davidson, and Nonnie Shivers for taking the time to be guests at the meeting.

### **Discussion Items**

#### *Resource Development Committee*

- Leslie Religioso reviewed the Development Dashboard, sharing that since Winter Break began on December 18<sup>th</sup> we have received \$131k as a result of Signature Series events, the year-end appeal, the holiday card mailing, and social media posts. We are still trending behind last year by approximately \$20k and there is work to be done in the form of maximizing commitments, a mid-year appeal, tax credits which can be received until April 18<sup>th</sup>, and Showcase fundraising. She also thanked the Board members who have made their annual commitments and payments thus far. Dr. Tony Dietz thanked the Development Team and ASA families for realizing the ASA goal of 100% giving by all families in the position to give; it has been an important emphasis for the past couple of years and it is great to see it happen.
- David let the Board know that now is the time to start working on sponsorships for Showcase. He asked them to review the sponsorship packet and start making contacts in the community, either by making an ask themselves or making an introduction to Leah Fregulia and Leslie so they can make the ask. Last year exemplified the possibilities of Showcase as a revenue generator and it could be an important component to realizing our fundraising goals this year.

- David asked for volunteer speakers for the upcoming Annual Parent Meetings for both returning and new families. Allison Otu volunteered to speak at the February 23<sup>rd</sup> meeting and David said that he would be speaking at one or two; other interested Board members can contact Leslie or Leah. Leah added that fresh voices are always welcome, so if a prospective Board member is interested in sharing their story, please contact Leah.
- David then shared some upcoming events that Board members are encouraged to attend.

#### *Finance Committee*

- John Snider let the Board know that the regular financial reports for November and December are on the Board Portal and available for their review. He acknowledged Business Director Liz Shaw who prepares the reports and who was present at the meeting.
- Next, John discussed the revised Fiscal Year 2022-2023 budget. He reminded everyone of the annual budget timeline and that the State Legislature had not approved their budget with our state funding by the time the FY23 budget needed to be approved and submitted by us in July. We now need to file the revised budget taking into consideration actual state funding, current student count, additional expenses, and changes in staff funding; the original budget being conservative and the state funding coming in higher than anticipated will combine to have little to no impact on the overall financials for this year. We are on track to be at or slightly above the budget in terms of revenues and net revenues.
- As mentioned at the last meeting, we have now flipped to positive net assets for the first time since 2008. This helps continue to keep the school in a good financial position. David thanked John for his insight and guidance in making this happen.
- David asked what impact the school not receiving Results Based Funding (RBF) had on the Budget. John explained that RBF was not counted as revenue in the budget so if the school earns it or not, the budget is not affected. Should the school receive it, RBF is simply a pass-through item so it can be paid to the faculty and staff. The fact the school is not getting it despite our A grade (because of a change to state cut scores) had no effect on the revised budget.

#### *Governance Committee*

- Betty Hum introduced the draft of the Fiscal Year 2023-2024 contract policy that will be reviewed by the Governance Committee at the February 3<sup>rd</sup> meeting and up for approval by the Board on February 27<sup>th</sup>. Betty explained that the school will have employees sign contracts for the following school year in February, and the policy puts in place a staggered disincentive schedule for employees should they break their contract. This will allow the school to secure faculty for open positions sooner in an extremely competitive market. Nonnie Shivers, who specializes in employment law, has kindly reviewed the policy draft. Betty also mentioned that the Governance Committee will be discussing the Head of School review at their upcoming meeting and will have more details about how the process will run at the February Board meeting.
  - David asked how common the disincentive policy is in district schools. Leah explained that this policy actually puts us in line with district schools and is important to help us secure the best faculty for our school. The faculty and staff were notified of the coming policy at their professional development day the previous week.
  - Alex Laing asked how the policy was received by the faculty. Jeff Steinert said that he has not heard anything negative and this policy is in line with most district schools in the state. Jessica Elder also said that she had not heard anything negative, if anything there has been a positive reaction that they will be getting contracts earlier.
- Leah once again welcomed Michelle Buckley, Attorney at Polisinelli; Andrei Cherny, Founder & CEO of Aspiration Bank and ASA parent; Michelle Davidson, Deputy Chief of Staff & State Director for Senator Kyrsten Sinema and ASA parent; and Nonnie Shivers, Attorney at Ogletree Deakins and ASA parent to the meeting. They are all prospective Board Members. Leah reminded the Board that what we have been looking for in new members is connections in the community that are good for the school; each of these prospective members offer unique connections and believe in our mission. She thanked them for their time and commitment and asked the current Board members to review their bios and pose questions they may have.

David also expressed his thanks and let the prospective members know how much he has enjoyed meeting all of them.

#### *Facilities Committee*

- Leah gave the Board an overview of the terms agreed upon by her and the owners of Scout Solar after the school's attorneys sent a demand letter to them. When they met, specific pathways forward were agreed upon.
- The portable office that was supposed to be delivered last week can now be delivered because Scout Solar has delivered the electrical line drawing that is required by the City for the permitting process and we look forward to having it delivered in mid-February.
- The company who will be doing all of the flat work under the shade structure and around the bandshell has been selected and is submitting bids with the hopes that the project will be completed by April.

### **Consent Agenda**

#### *Head of School Report*

David let the Board know that the Strategic Planning Retreat will be held on Saturday, April 29<sup>th</sup> from 9:00am-3:00pm and asked Carolyn Smith to send a Save the Date to members' calendars. Leah said that her full report is on the Board Portal.

### **Action Items**

#### *Approval November 21, 2022 Board of Directors Meeting Minutes*

Tony Dietz moved to approve the Board of Directors Meeting Minutes from November 21, 2022. The motion was seconded by Alex Laing and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

#### *Approval of the Revised Fiscal Year 2022-2023 Budget*

John Snider made a motion to approve the Revised Fiscal Year 2022-2023 Budget. The motion was seconded by Heidi Jannenga and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

#### *Approval of the Consolidated Strategic Plan*

Allison Otu made a motion to approve the Consolidated Strategic Plan. The motion was seconded by Alex Laing and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

#### *Approval of the Model UN Trip to San Francisco, CA*

Heidi Jannenga made a motion to approve the Model United Nations field trip to San Francisco, CA. The motion was seconded by Alex Laing and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

#### *Approval of the High School Robotics Trip to Flagstaff, AZ*

Tony Dietz made a motion to approve the High School Robotics trip to the state championship at NAU in Flagstaff, AZ. The motion was seconded by Allison Otu and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

#### *Executive Session*

At 6:25 p.m. Allison Otu moved that the Board of Directors commence an executive session pursuant to ARS §38-431.03 (A)(1), in order to discuss personnel issues. The motion was seconded by Tony Dietz and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

Executive session ended at 6:36 p.m.

**Adjournment**

John Snider made a motion to adjourn. The motion was seconded by Tony Dietz and passed unanimously without further discussion. [Garcia, Laing, Jannenga, Dietz, Snider, Hum, and Otu voting in favor.]

The meeting adjourned at 6:36 p.m.

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Minutes reviewed and accepted on: February 27, 2023

Signed by:  \_\_\_\_\_, Board Member