



Arizona School for the Arts
Governance Committee Meeting Minutes
Friday, October 6, 2023 at 8:00 a.m.
Zoom Meeting: 864 6975 9102 Passcode: 508904

Attendance (Voting Members in **Bold**)

Betty Hum, Committee Chair	P	Michelle Buckley	P	John O'Neal	P
Nonnie Shivers	P	Ed Novak	P	Leah Fregulia, Head of School/CEO	P

Agenda Items

| Topic: New Board Member Cultivation

Matrix of Current Members and Board Profile Worksheet adapted from BoardSource

Potential Members

| Topic: Review of Governance Committee Roles and Responsibilities

Governance Committee Job Description

Frequency of meetings

| Topic: Policy Review and Role of the Governance Committee

Policies to be reviewed:

- Community Handbook and Code of Conduct
- Employee Handbook and contract
- Enrollment Policies (formerly part of Community Handbook and now stand alone)
- Facilities Handbook (periodic)
- Special Education Policies (periodic)

Timeline:

- Governance Committee receives in January/February
- Presented to the full board in April for approval in May

| Topic: Employment Contract - Section Review and Feedback

Policy approved last year

Contract

| Topic: Onboarding Discussion

Discussion: What worked and what didn't? Recommended changes.

Mentoring new board members

Minutes

The meeting was called to order at 8:00 a.m.

New Board Member Cultivation:

Currently, the Board composition is 50% female and 50% male, but diversity has fallen with board members rolling off. The student body is about 42% racially and ethnically diverse and the board demographics mirror that percentage. The prospective board members that are now under consideration would bring diversity and expertise in the following areas: marketing and communication, education, networking, resource development, finance, and construction

The Committee reviewed prospective board members. Ed Novak named another prospect with a finance background; Executive Assistant Carolyn Smith is to schedule a meet and greet with this prospect. All future meetings of prospective board members will be open to all current board members

Review of Governance Committee Roles and Responsibilities

The Committee reviewed the roles and responsibilities developed by BoardSource. The current roles and responsibilities of Governance Committee based on what has been done; Betty Hum suggested modification to Governance Committee Description to reflect:

- Board cultivation, recruitment, onboarding/mentoring
- Review and recommend board procedures/processes, e.g., Head of School evaluation, Board Assessment, Board Member Development, major school policy and handbooks
- Succession planning
- Appeals of disciplinary proceedings (committee members may be asked to be part of appeals process)

Policy Review and Role of the Governance Committee/ Employment Contract - Section Review and Feedback

The Committee discussed the policies that are in their purview to review including the Community Handbook, Student Code of Conduct, Employee Handbook, Administrative Staff and Faculty contracts, Facilities Handbook, Special Education handbook, and the Enrollment Policy. For fiscal year 2024-2025, the Committee will focus on paragraph 10 of the Employee Contract regarding intellectual property, the Enrollment Policy, and Facilities Handbook which will be aligned with Phoenix Union. The Committee will review these items in a January/February timeframe to allow the full Board to review them in April with a final approval at the May meeting. The employee contract will be provided to Nonnie Shivers for review.

Onboarding Discussion

The Committee discussed the current process of recruiting and onboarding new board members. The recruitment process is effective, but the Committee had suggestions to make the onboarding process smoother:

- Give members 2-3 weeks notice of events and meetings.
- Access to documents because of Google Drive restrictions by law firms and possibly other company IT policies.
- Access to prior agenda and minutes to provide background to new board members.
- Orientation information that compares past to present and future provides a good perspective for new board members.
- Acronyms from education sector may be confusing to board community members

Leah will work with Carolyn on scheduling and check on the archive of past meetings and minutes.

The meeting ended at 9:00 a.m.