

REGULAR BOARD MEETING
MINUTES
CROWN CHARTER SCHOOL BOARD MEETING

School Year

Pursuant to Arizona Revised Statutes (ARS 38-431.02) notice is hereby given to board members and to the general public that the Board will hold a public meeting as specified below. One or more Board members may participate telephonically if they wish to do so. The public may indicate they wish to speak by filling out the card and state the topic you wish to speak to.

On October 10, 2017 at 12:00 noon the REGULAR BOARD MEETING was called with James Shade presiding and a quorum was present. Mr. Jay Myers, Victor Ramirez and Gary Roach were present.

Mr. Shade welcomed everyone and gave an invitation to the public to speak on any item. No one wished to speak.

b. Old business: The July minutes were presented to the Board and Jay Myers moved that the minute be accepted as presented. Mr. Ramirez seconded it and it passed unanimously.

C. New business:

1. Accept the Quarterly Financial Report

Mr. Shade presented the Quarterly Financial Report to the Board Members. After much discussion of the report, Victor Ramirez moved to approve the Quarterly Financial Report and it was seconded by Jay Myers. The members voted unanimously for the approval. Mr. Shade presented Frank Yanez's AFR report. It was discussed. Jay Myers moved to approve the AFR and Victor Ramirez second the motion. It passed unanimously.

- 2. Preparation for fall upcoming activities.** Mr. Shade opened the discussions for the upcoming fall school activities. Janis Ramirez gave a report on the preparations of Parent/teacher conference and of "All Sports Day" and the upcoming "Fall Festival" with parents participation with booth by grade level activities. She also reported the dates of the scheduled Thanksgiving and fall break and Christmas program. There was some discussion but there was nothing to vote upon.

- 3, 4 R & M need for roof repair and playground.** Mr Shade opened the subject of the red metal roof leaks over the computer lab and some offices in the main building. The Board asked Dan Garza to give the Board a full report of the situation and also stated the condition of a slide that needs repair. After discussion and review, Gary Roach moved that we hire Glendale Roofing to repair as needed and locate someone to repair the playground equipment. It was seconded by Victor Ramirez and the motion passed unanimously.

- 5 State Inspections.** Janis Ramirez reported that two inspections both Environmental and Asbestos passed and Crown School complied with code.

5. New regulations for employees: REPORTS: Mr. Shade introduced the new state regulation for employees 5 extra days for paid sick days and the financial impact upon the school. There was discussion, but nothing for the Board to vote upon.

There being no other business. The meeting was adjourned and the Board went into Executive Session.

**EXECUTIVE SESSION
CROWN CHARTER SCHOOL BOARD
OCTOBER 10, 2017**

Mr. Shade called the Crown Charter School Board into Executive Session. All members were present: Jay Myers, Gary Roach, Victor Ramirez, and co-founder TC Crownover was invited to be present and to participate in this meeting.

Agenda items:

1. Retirement: for founders
2. The development and readiness preparations for a “management team” in case of an emergency.

Mr. Shade opened the discussion stating that in all our personal lives, wills are made out for smooth transitions of an estate and the same should hold true for businesses. The purpose of this meeting is for the Board and the founders to discuss the succession of Crown Charter School whether it be for retirement of the founders or an emergency situation of the founder “management team,” namely, James (Jay) Shade the only “Charter Holder” of Crown Charter School and co-founder with TC Crownover. While nothing negative is anticipated, the facts remain that at some point, both Ms. TC Crownover and James, (Jay) Shade will want to retire.

Item # 1 RETIREMENT:

1. The school has a general 401K retirement plan for each employee that gives employees an opportunity to add to their 401K plan with each pay check with a generous 100% matching funds by the school to the full extent as permitted by federal regulations. The founders also participate in this program. Realistically, a 401K retirement plan seldom covers the full retirement needs of employees. Ms. TC Crownover wishes to go into semi-retirement and being a valuable and working founder, Mr. Shade expressed that the Board should discuss the possibility of establishing a retirement fund only for the founders of Crown Charter School for without their sacrifice and insight, there would be no Crown Charter School.

Item #2. Succession:

3. Contingency plans for a smooth succession “Management Team” plan should be established now before it is needed. Mr. Shade gave the history of a meeting that took place 3 years ago and he explained the founder’s plan to begin developing “leadership skills” from our own employee pool. From that meeting, only 2 remain as “viable” possible candidates for the future Managers of Crown Charter School.
The word “owner” cannot be used for a non-profit charter school.
4. As of this date only Janis Ramirez Garza has emerged as having the talent to become a “highly qualified” leader/manager for Crown Charter School. She has been in training and has been promoted to “principal” of Crown School and shows the dedication and leadership of eventually becoming the “superintendent of Crown Charter School, which is held by Mr. Shade and Mr. Shade and Mr. Shade is not relinquishing this title for many years to come.
5. Mrs. Misty Graham has also been given the opportunity to evolve into the “leadership/management” of Crown Charter School. While there is potential there, the leadership

growth factor is in the “wait and see” category. She has much to contribute but is still working on mentoring and visionary problem solving skill development. Another few years should give a stronger picture of her manager skills.

6. **Judy Engels** – is our present accountant and she is doing an excellent job. Her talent in working with auditors is outstanding. She is presently been asked to give more time to Crown Charter School and take on more duties – namely – some of Mr. Shade’s duties in processing mail, scheduling, pay checks and more office filing and student accountability. At some point we may want the Board to consider making her a full time employee and in the event of Mr. Shade’s retirement to possibly filling his position.

IN CASE OF AN EMERGENCY:

1. In the unlikely case of Mr. James Shade’s (Jay) incapacity to perform his duties, then – beyond a doubt - Ms.TC Crownover-Shade shall become the Charter Holder and the “superintendent” of the school. Her bank signature card is already on file at all the banks used by Crown Charter School.
2. In the unlikely event of both Mr. Shade and Ms. TC Crownover being incapacitated to perform their duties, the smooth transition needs to be in the form of an appointment and resolution by the board as follows: Bank signature cards of Janis Ramirez Garza and Judy Engles’ need to be placed in the safe of the banks at their earliest convenience.
 - a. Accounting is always critical and Janis Ramirez Garza – and Judy Engels to co-sign checks above \$1500.00 . Judy Engels – take over accounting tasks and Mr. Shade’s Jobs and sign checks below \$1500. Janis will have financial oversight.
 - b. Janis Ramirez Garza will become the working Superintendent in charge of all functions.
 - c. Misty Graham – at this point – a possible co-manager – or a definite assistant to Janis. Future years will determine the title.
 - d. Judy Engels – the accounting manager with oversight responsibilities by Janis.
 - e. The Board is to remain in place and is herewith informed that there is a Corporate Board who has the power of solvency and the power to override all decisions of the School Board if it should ever become necessary. At present those board members are James Shade, TC Crownover and Cedric Yoder. There is no conflict between the two boards if there is no jeopardy of school solvency or unsafe financial expenditures.