



## Board of Directors Meeting Minutes DRAFT

Thursday, May 18, 2017 @ 6:00 PM

Pursuant to A.R.S. § 38-431.02, notice is hereby given to the members of the general public that the Board of Directors of SySTEM Schools held a public meeting on Thursday, May 18, 2017 at SySTEM Phoenix, 1301 E. Almeria Rd, Phoenix, AZ 85006. SySTEM Schools is an Arizona nonprofit corporation and a public body, and is thus subject to Arizona's Open Meeting Law. The minutes for the meeting will be posted online.

### Board Members Present

A. Cruz, F. Hardaway, M. McWenie, J. Patterson, D. Roman, N. Spracale

### Board Members Absent

M. Benek

### Guests Present

F. Valora (remote)

#### I. Call Meeting to Order

1. N. Spracale called the meeting to order at 6:05 pm

#### II. Opening Items

1. *Board Membership Changes.* F. Hardaway made motion to add R. Yalov and remove D. Jackson from the Board of Directors. D. Roman seconded the motion. The motion passed unanimously.
2. *Consent Agenda.* M. McWenie made a motion to approve the consent agenda, with a correction to the April 20, 2017 board meeting minutes to reflect that M. Benek arrived late at 6:05 pm. D. Roman seconded the motion. The motion passed unanimously.
  - a. Approve Board Meeting Minutes from 4/20/17
  - b. Approve Governance Committee Minutes from 5/9/17

#### III. CEO Update (A. Cruz)

1. *Academic Update.* The CEO presented the academic update and discussion ensued.
2. *Recruitment Update.* The CEO presented the recruitment update and discussion ensued.

#### IV. Finance (A. Cruz)

1. *Monthly Financial Statements.* Discussion ensued on the monthly financial statements.
2. *Financial Dashboard.* Discussion ensued on the financial dashboard.



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### V. Governance (N. Spracale)

1. *Consideration of Building Purchase.* D. Roman made a motion to enter Executive Session to discuss building purchase options, consider the board's position, and instruct its representatives regarding potential negotiations for the purchase of real property, pursuant to A.R.S. § 38-431.03(A)(7). F. Hardaway seconded the motion. The motion passed unanimously and the board entered Executive Session at 6:43 pm.

#### EXECUTIVE SESSION

M. McWenie made a motion to exit executive session. F. Hardaway seconded the motion. The motion passed unanimously and the Board exited Executive Session at 6:50 pm. F. Hardaway made a motion instruct the CEO to inform the landlord that the board will not move forward to purchase the building and will continue our current lease, which has an additional eight years. D. Roman seconded the motion. The motion passed unanimously.

2. *CEO Annual Review.* Discussion ensued on the CEO Annual Review process. M. McWenie made a motion to approve the CEO Performance Review Framework. J Patterson seconded. The motion passed unanimously.
3. *Board Member Recruitment.* Discussion ensued on board member recruitment.

### VI. Development (F. Hardaway and D. Roman)

1. *Development Committee Update.* F. Hardaway and D. Roman gave an update on development committee projects and opportunities and discussion ensued.

### VII. Other Business and Closing Items (A. Cruz)

1. *Future Meeting Dates and Items for Future Agendas.* The board discussed dates for upcoming meetings.
  - a. Academic Committee Meeting 6/6/17 @ 5 pm
  - b. Governance Committee Meeting 6/6/17 @ 6 pm
  - c. Parent-Board Check-in 6/10/17 @ 10 am
  - d. Board Retreat 6/17/17 @ 8:30 am
2. *Adjourn Meeting.* F. Hardaway moved to adjourn the meeting. J. Patterson seconded the motion. The motion passed unanimously and the meeting adjourned at 7:05 pm.



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Respectfully submitted,  
M. McWenie  
Board Secretary