



Meeting of the Board of Directors of ARIZONA AUTISM CHARTER SCHOOLS, INC.

Meeting Thursday, September 26th, 2024

1430 E. Indian School Rd. Suite 220, Phoenix AZ 85014

----- MINUTES -----

Board Members Present:

Ron Harrison, via virtual link
Paul Pucino, via virtual link
Kerrie Mallory-Thompson, via virtual link
Ross Meyer, via virtual link
Keisha McKinnor, via virtual link

Board Members Absent:

Matthew Simon

Others Present:

Diana Diaz-Harrison, Founder and Executive Director
Annie Loftis, Director of Compliance and Strategic Initiatives
Myla Goyne, Head of Schools
Lorenzo Romero, Potential Board Member

General Matters:

A quorum was determined to be present on the virtual zoom link. Keisha called the meeting to order at approximately 5:01 pm. Keisha called for a motion to approve the agenda as presented. Ron made a 1st, Ross made a 2nd, all board members present were in favor and the agenda was approved.

Public Comment:

Keisha asked if there were any members of the public on the Zoom virtual link or in person for comment. There were no members of the public in attendance.

Minutes:

Keisha asked if board members had reviewed the minutes from August 29th, 2024. Board members indicated they had reviewed the minutes. Keisha called a motion to approve the minutes. Paul made a 1st, Ross made a 2nd. All board members present were in favor and the minutes were approved.

Financials

Consolidated Financial Statements

Keisha then moved on to the financial portion of the meeting. She turned the meeting over to Diana and Paul. Paul reminded the board that AZACS is still transitioning from ADI to AMS. He directed the board to review the revenue on the consolidated financial statement ending on August 31, 2024. He noted that there was \$4.8 million in revenue, with about \$3.8 million in expenses. He pointed out expenses that were above a 25% threshold and explained that most were the up-front beginning-of-the-year expenses, such as insurance and curriculum purchases. Paul pointed out the bond covenants and noted that Days Cash on Hand (DCOH) was coming in at 112 days and Debt Service Coverage Ratio (DSCR) was coming in at 1.68 which is above and beyond compliance.

After the presentation and discussion, Keisha asked for a motion to approve the August consolidated financials. Ron made a first, and Kerrie made a second. All board members present were in favor, and the financials were passed.

Grant Announcements

Keisha then moved on to the grant announcements. She turned the meeting over to Diana, who shared that AZACS had applied for a Yass Prize alumni grant and was awarded \$975,000, with \$250,000 going to the National Accelerator of Autism Charter Schools and \$750,000 staying with AZACS. Diana shared that the leaders of the Yass Prize and Center for Education Reform had toured the school and were very impressed with the innovative programming and student and staff engagement.

Diana then shared that AZACS had also applied for a Charter Schools Growth Fund accelerator grant for capacity-building and was awarded \$800,000. This will help AZACS bring on other roles to help with the growth of the school.

Board Member/Officer Resignation and CFO Announcement

Keisha moved on to the board member resignation and CFO announcement. Keisha then turned the meeting over to Diana, who explained that one of the key roles AZACS was to bring on board from the grants above was the role of Chief Financial Officer (CFO). Diana shared that Paul had visited the school and was excited to take on the role of CFO after serving as Board Treasurer for about five years. Keisha added some very kind words about how wonderful it was

to serve on the board with Paul. However, she also added that Paul would be a natural fit as the CFO of AZACS. Paul added that he was thrilled to serve in this new capacity and build the capacity of the executive team. Ron added that Paul has been consistently dedicated to and expressed his gratitude. The start date for Paul would be October 1, 2024.

After the discussion, Keisha asked for a motion to approve Paul's resignation from the AZACS board effective September 30, 2024, to allow him to serve as CFO as of October 1. Ron made a first, and Kerrie made a second. All board members present were in favor and the motion passed.

Vote for Lorenzo Romero, new Board Member and Treasurer

Keisha then moved on to the addition of a new board member, Lorenzo Romero. Keisha turned the meeting over to Diana, who shared that all of Lorenzo's paperwork was in place to add him as a board member and consider him to take the role of Treasurer given his robust finance background. Lorenzo thanked the board for the opportunity and said he is excited to serve AZACS and help the school grow. He has a background in the state legislature and has a child who attends the school.

Keisha asked for a motion to approve Lorenzo Romero to join the AZACS board. Ron made a first, Kerrie made a second. All board members present were in favor and the motion passed.

Keisha then asked for a motion to approve Lorenzo Romero for the officer position of Treasurer for the AZACS board, effective October 1, 2024. Ron made a first, and Kerrie made a second. All board members present were in favor and the motion passed.

Creation of Finance Committee for the AZACS Board

Keisha then moved to create the finance committee for the AZACS board. She then turned the meeting over to Diana, who explained that the Charter School Growth Fund had made a recommendation that AZACS create a finance committee. Diana proposed that the committee include Lorenzo Romero as the Treasurer, Paul as the CFO, and Diana as CEO. This group would meet before board meetings to evaluate and vet the financials.

Keisha asked for a motion to approve the creation of the finance committee for the AZACS board. Kerrie made a first, Ron made a second, and all board present members were in favor. The motion passed.

Curriculum Tables and Pathways to Graduation

Keisha then moved to the curriculum tables and pathways to graduation. She turned the meeting over to Diana and Myla, the Head of Schools. Myla reviewed the curriculum tables with the board and explained that many of the curriculum products were the same as the previous years. The additions for the in-person schools are ACEing Autism, AIM: Accept Identify, Move, Discovery Education, Everyday Speech, Imagine MyPath, Learn 4 Independence, and Life-centered Education and Transition curriculum.

She explained that the new additions to the Online School were Nearpod, Quaver Music, Rapunzel, and the Curriculum Connection.

Myla moved onto the Pathways to Graduation. She explained that the in-person campuses revamped the elective options to align with ADE-required credits. The online school added ASU prep digital courses.

Keisha asked for a motion to approve the curriculum tables. Kerrie made a first, and Ron made a second. All board members present were in favor, and the curriculum tables were approved.

Keisha then asked for a motion to approve the Pathways to Graduation. Ron made a first, and Kerrie made a second. All board members present were in favor, and the pathways to graduation were approved.

Emergency Succession Plan

Keisha then moved to the emergency succession plan. Keisha turned the meeting over to Diana who explained that the emergency succession plan template needed to be updated due to the transition of team members on the executive team. Diana explained that Myla would replace her if she could not lead AZACS for 30 days or more. If Diana and Myla were both unable to lead for 30 days or more, then the Executive Leadership Team, which consisted of Susan, Dan, Annie, Claire, and Paul, would lead the school until an executive leader could be found.

Keisha asked for a motion to approve the updated succession plan. Ron made a first, and Kerrie made a second. All board members present were in favor, and the motion passed.

Announcements:

Keisha then moved to the announcement section of the meeting. She turned the meeting over to Diana who shared a couple of exciting events. The Autism Speaks walk on October 12 and the YES Day event on October 27.

Annie announced that the parent directory that was previously approved will be sent out the week before fall break.

Adjournment:

Since there were no other agenda items, Keisha asked for a motion to adjourn the meeting. Kerrie made a 1st, and Ron made a second. All board members present were in favor, and the motion was passed. The board meeting was adjourned at 6:04 PM.