

## **Flagstaff Montessori**

Special Governing Board Meeting

Address: 850 N Locust St. Flagstaff, Arizona 86001

Date: Friday, September 6, 2024

Location: Administration Office

Google Meet joining info:

Video call link: <https://meet.google.com/rux-vkxg-acd> Board Meeting

Or dial: (US) +1 414-439-0590 PIN: 317 892 156#

Pursuant to Arizona Revised Statutes (A.R.S. 38-431.02) notice is hereby given to the members of the State Board for Charter Schools Governing Board, the Arizona State Board of Education, and the General Public, that the Governing Board of Flagstaff Montessori will hold a regular meeting open to the public as stated below at Flagstaff Montessori Switzer Campus at 850 N Locust St. Flagstaff, Arizona 86001. The Governing Board reserves the right to change the order of any items on the agenda, with the exception of any public hearing. One or more members of the Governing Board may participate in the meeting by telephonic communications. If noted on the agenda below, the Board may go into Executive Session, which will not be open to the public. However, all Board decisions will be made in an open public meeting. Persons with a disability may request reasonable accommodations by contacting the school at (928) 226-1212. Requests should be made as early as possible to allow time to arrange the accommodation.

Dated and posted: Wednesday, September 4, 2024 at 5:00PM

**Public Comment:** The Governing Board values input from teachers, parents, and students at its meetings. Agenda Item: "Public Comment" provides an opportunity for the Board to receive information or inquiries regarding items not on the agenda. The Arizona Open Meeting law permits the public to ask questions about non-agenda items, but the Board may not discuss or take action on an item not on the posted agenda. "Public Comment" regularly occurs at the end of each regular Board meeting. In order to address the Board during the Public Comment, community members should complete a Public Comment form and give it to the Secretary of the Board prior to the start of the meeting.

**Public Comment on Agenda Items:** Input from members of the public on an issue under discussion will be considered at the conclusion of the Board's deliberation of each agenda item and before a vote is taken on that item. Visitors who wish to address the Board on an item that is on the agenda should complete a Public Comment form and give the form to the Secretary to the Board before the vote on that item so that the Board knows you wish to express an opinion on that agenda item.

**Meeting Etiquette:** Comments are limited to 3 minutes per item and 3 agenda items per meeting, including Public Comment. If you are with a group, please designate a spokesperson. Please turn off cell phones during the Board Meeting. Courteous behavior is expected, and

inappropriate behavior with regard to the Board, Flagstaff Montessori staff, or other meeting attendees is subject to forfeiture of allotted time to speak.

**MINUTES**

**1. Call to Order**

*The meeting was called to order at 7:35 a.m.*

**2. Roll Call of Members**

Kyler Kuehn, Ph.D.	Present
Beya Thayer	Present via Google Meets
Shaynna Pitman	Present
Sandra Worcester	Present
Andy Vaughan	Present via Google Meets

*Others in attendance:*

*Representative from WCI Brokers: Peggy Marsh. Via Google Meets*

*Representative from Caritas Law Group: Ashley Spears via Google Meets*

**3. Executive Session-Update on Potential Change in Relationship with Private Program**

Per ARS38-431.03 the Board may vote to enter into executive session to discuss the purchase, sale, or lease of real property. Representatives from WCI Brokers as well as Caritas Law Group will be present for this Executive Session.

*Shaynna Pitman motioned to enter into executive session to discuss the purchase, sale, or lease of real property. Representatives from WCI Brokers as well as Caritas Law Group will be present for this Executive Session.*

*Sandra Worcester seconded the motion.*

Kyler Kuehn	Aye
Beya Thayer	Aye
Shaynna Pitman	Aye

Sandra Worcester	Aye
Andy Vaughan	Aye

*Motion passed*

#### **4. Potential Change in Relationship with Private Program**

The board will discuss potential next steps in the process for a change of relationship with the private program.

Discussion and possible action.

*The board discussed potential next steps in the process for a change of relationship with the private program.*

*Kyler Kuehn made a motion to enter a resolution:*

*WHEREAS, the Board deems it in the Corporation's best interests for the Corporation to enter into the Asset Purchase Agreement (the "Agreement") with Flagstaff Montessori, LLC, an Arizona limited liability company in substantially the form attached as Exhibit A.*

*NOW, THEREFORE, LET IT BE RESOLVED, that the Agreement and asset purchase transaction contemplated thereunder is approved and ratified.*

*FURTHER RESOLVED, that the Agreement is approved substantially in the form attached as Exhibit A, including such modifications as the President (the "Authorized Agent") may approve; and*

*FURTHER RESOLVED, that the Authorized Agent is individually authorized, directed, and empowered to execute and deliver the Agreement and any other instrument necessary or reasonable to effectuate the transaction contemplated under the Agreement.*

*Miscellaneous*

*LET IT BE RESOLVED, that this consent may be signed in any number facsimile counterparts, each of which will be deemed an original, and all of which constitute a single document; and*

*FURTHER RESOLVED, that members of the Board may sign this consent electronically  
as permitted by Arizona law*

*Sandra Worcester seconded the motion.*

Kyler Kuehn	Aye
Beya Thayer	Aye
Shaynna Pitman	Aye
Sandra Worcester	Aye
Andy Vaughan	Aye

*Motion passed.*

## **5. Adjournment**

*The meeting was adjourned at 8:40 a.m.*