



UTAH ARTS
ACADEMY





Utah State Charter School Board

Transfer of Charter Application

250 East 500 South, P.O. 144200, Salt Lake City, UT 84042

(801) 538-7720

UtahSCSB.org

Application Sequence

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Table of Contents Instructions

The Table of Contents should provide a link to the appropriate section of the application in addition to providing the page number.

Required Information Instructions

Charter School Information

1. Name of Proposed Charter School: Utah Arts Academy
2. Name of Applicant: Victoria L. Wilson
3. Authorized Agent: *(The authorized agent is authorized to be the primary point of contact for this application. This is who State Charter School Board staff will contact regarding the application.)* Kent Brown, (435) 773-1195
4. Mailing Address: 1240 East 100 South #12, St. George, Utah 84790
5. Phone Number: (435) 632-1882
6. Email Address: Victoria L.@infowest.com
7. New School Location and Location's School District(s): WASHINGTON COUNTY (see addendum A)

Governance Structure

In this section you will be providing information regarding the governance structure. The governing body of a charter school is responsible for the policy decisions of the school

Below, list the names and positions of all Board Members (officers, members, directors) of the school, and their positions. Also list any other charters in which they have been involved. Add rows as necessary.

- Victoria L. Wilson (CHAIR) (Business/Real Estate, Former Parent) - Business Owner - Former THSA Board Member
- Aubrey Johnson (Education, Future Parent) - Instructional Coach, GWA employee
- Chelsea Bergeron (Education, Parent) - Director, Mountain View Montessori
- Nelson Hafen (Business/Charter Finance) - Business Owner - Former THSA Board Member
- Josh Little (Business/Legal) - Lawyer
- Sadie Best (SECRETARY) (Parent) - Yoga Instruction, Arts Education
- Tim Cooper (Artist) - AEA Actor, Educator
- Jennifer Fouche (Artist) - AEA Actor
- Dustin Ence (Construction) - Ence Construction
- Dr. Drew Williams (Education, Artist, Future Parent) - *Non-Voting Member* - Executive Director



Signatures**Signatures**

I, THE UNDERSIGNED, do hereby certify that, to the best of my knowledge and belief, the data in this proposal are true and correct. Therefore, this application for charter school status and funding is hereby submitted with the full approval and support of the governing body of the proposed charter school.

Name of Authorized Agent: Victoria L. Wilson

Signature of Authorized Agent:



1. Charter Agreement: Exhibit A

Exhibit A

1. Name of the charter school: **Utah Arts Academy**
2. Charter school applicant: **Utah Arts Academy**
3. Location: The charter school shall be established in **St. George, Utah** located within the **Washington County School District**, which is material to its authorization.
4. **Mission statement:** Utah Arts Academy is a premier academic and arts-focused school. By combining rigorous academic programming with pre-professional training in a wide array of arts (theatre, dance, music, visual and media arts), we inspire our students' creativity and thought, while providing an essential and dynamic educational foundation that appeals to any university.
5. Purpose(s) of the charter school:
 - A. We have been called to **create**; to explore what is possible within ourselves and to bring that which we imagine into the real world. Students, faculty, and administrators alike share this passion along with genuine respect for the creative power. By intertwining the talents, curiosity, and perspectives of each individual, we take collaboration to the next level and lay the foundation for a lifelong love of the creative process.
 - B. We are committed to providing the highest caliber education with pre-professional training in the arts to talented young people in Utah. Candid **feedback** is the hallmark of our teaching style, and we've set the bar high when it comes to creating and contributing original works. We aim to grow, refine, and showcase students in the Arts, while also preparing them for future achievements and placement in top universities.
 - C. We strive to be a **family** where each person feels empowered to connect their passion with a meaningful purpose for their life. We cultivate a broader perspective of the world to promote diversity, unity, and a sincere belief in possibilities - a "whole-person development" with a fusion of artistic programs, rigorous curriculums, and advanced placement opportunities. We understand that this is a process, not a destination.
6. Key elements of the charter school:
 - A. Utah Arts Academy will showcase and highlight student art (dance, theatre, music, visual, and media arts, etc.) throughout its building and community, ensuring an inclusive



and equitable learning environment. Student artwork will be instrumental in creating culture, as well as opportunities for students to collaborate with full-time working arts professionals (considered to be “A” list in their respective industries) - locally and nationally, through performance or visual art learning experiences as well as through next level opportunities - professional and/or university.

B. In looking at best-practices and what future businesses are expecting in their hires, Utah Arts Academy will be collaborative in its process, always iterating each idea to continually improve - in arts and academic endeavors. Teachers will receive top training in best-practices from a variety of educational and professional institutions, offering high quality instructional pedagogy for students. These organizations will be the top of their fields.

C. Utah Arts Academy will promote civic engagement and equitable opportunity by connecting students more deeply to the world and open them up to new ways of thinking. This will happen by engaging in diverse curricula, connecting with outside artists, educators and mentors, as well as creating a safe environment for diversity of thought.

7. School year opened: 1999 (formerly Tuacahn High School for the Performing Arts), renamed in 2021 to **Utah Arts Academy**

8. Grade levels and maximum enrollment:

Grades	Total Max Enrollment
9-12	450

9. Enrollment preferences provided:

- A. Children or grandchildren of founding parents,
- B. Children or grandchildren of the governing board,
- C. Siblings of students currently or previously enrolled - within the last 5 years,
- D. Students of current employees or board members,
- E. Students who are part of a matriculation agreement with another charter school as supported and approved by the SCSB

10. Structure of governing board:

- Number of board members: 5-9 board members
- Appointment of board members: Board members will apply through a third party approved application process. The third party will appoint the new board member(s) and the board will vote to approve the appointee(s).
- Term Limits: The founding board will be staggered between 1, 2 and 3 years with the opportunity to serve an additional 3 year term limit. Board members can serve no more than 6 consecutive years.
- Board Makeup:



- Board members will make up a wide array of expertise.
 - Board members may not be involved in or have a conflict of interest pertaining to the school.
 - The Executive Director will be a non-voting member of the board.
 - Legal Counsel: The board will secure outside legal counsel that does not have a conflict of interest with any of the school board members or school.
11. Administrative rules waived (if applicable): Board members may digitally attend board and committee meetings, so long that there is a quorum that meets locally.
12. Additional school specific standards used to assess School Achievement in the Charter School Performance Standards:
- A. Goal: Utah Arts Academy will be at or above the average performance growth of the 9 closest comparable schools in Washington County.
 - i. Desert Hills High School
 - ii. Crimson Cliffs High School
 - iii. Dixie High School
 - iv. Pineview High School
 - v. Snow Canyon High School
 - vi. Hurricane High School
 - vii. St. George Academy
 - viii. Millcreek High School
 - ix. Success Academy DSU
13. State Accountability: As defined by statute and implemented by the Utah State Board of Education by rule or Federal plan.
14. Student Engagement: Defined by the SCSB, as required by rule and statute. School will be held to the approved Charter School Performance Standards (subject to update and revision).
15. Financial and Governance Measures: Defined by the SCSB, as required by rule and statute. School will be held to the approved Charter School Performance Standards (subject to update and revision).

2. Governance Structure



Describe the entity that will hold the charter and be responsible during the development of the school, and then subsequent governance.

Name	Expertise	Current job	Notes	Term
Victoria Wilson (Chair)	Commercial Real Estate Nonprofit Organizations Parents	Business Owner	- Extensive board service, including with THSA, - Significant donor and fundraising capacity	3 years
Aubrey Johnson (Vice Chair)	Education	Educator	- Current (soon-to-be former) administrator at THSA	3 years
Nelson Hafen (Treasurer)	Charter finance Business	Business Owner	- Service on numerous boards, including THSA	1 years
Sadie Best (Secretary)	Parent	Yoga instructor	- Great understanding of purpose of board - Would energize kids to come to school	3 years
Chelsea Bergeron Application	Education (leadership and development) Parents	Director, Mountain View Montessori	- Excellent understanding of board purpose - Previous leadership in special education, Title I, literacy - Great director; peer for Drew	1 years
Joshua Little	Law Nonprofit Organizations	Shareholder, CFO of law firm	- Finance and business oversight expertise, - Angel investor network connections	2 years
Timothy Cooper	Professional arts Education	AEA Actor	- Worked with THSA students and faculty; strong supporter of the school	2 years
Jennifer Fouche	Professional arts	AEA Actor	- Actor - VP of Episcopal Actors Guild	1 year
Dustin Ence	Construction	Design + Build	- Design, build, architecture, construction experience	2 years

- ❑ All Board Members shall, within 30 days of authorization, complete a background check, as required by [53G-5-302](#).

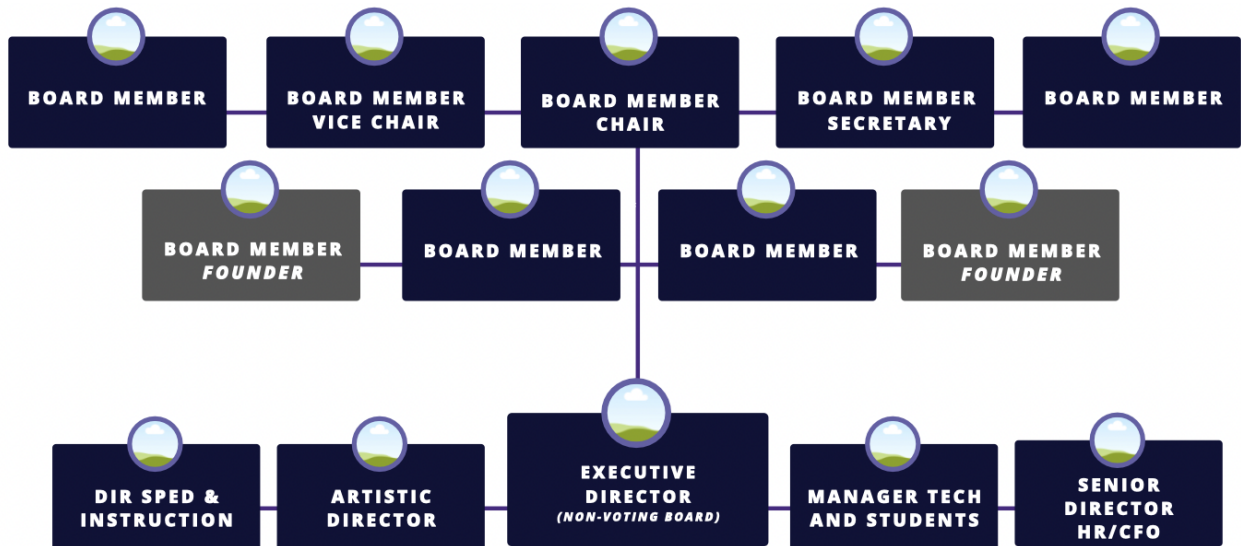
Professional development plan for the governing board will follow the Aspen Group Coherent Governance training as well as engage in training offered by USCB and UAPCS. The board will do a self-evaluation each year.

<https://aspengroup.org/coherent-governance/>

CG is a policy-based model, comprised of four different but interrelated types of policies:



1. *Governance Culture.* GC policies combine to establish an overall culture for the Board, including a definition of the Board's job as well as a number of commitments and processes delineating how the Board will accomplish its work. The policies affect only the Board and its members and define the standards for board performance.
2. *Board/Executive Director Relations.* BEDR policies define the Board's relationship with its ED, and include the ED's job description, the extent of authority delegated to the ED, and a finely crafted description of the ED's accountability.
3. *Operational Expectations.* If the Board is to remove itself from preoccupation with the day-to-day operations of the organization, there must be in place a clear set of statements reflecting the Board's values about a number of operational functions and areas, all intended to guide the ED's and the staff's decisions about those functions. OE policies state both those conditions and actions the Board expects to happen, as well as those it prohibits. Thus these policies have two parts: one directing that certain conditions occur or exist, the other prohibiting certain actions and conditions. Together, they are the standards for operational performance.
4. *Results.* The organization exists for a purpose: that purpose is to provide benefits for specified clients or customers. Results policies define those expected outcomes, and are intended to be the dominant focus of organizational performance. Board members will hire a 3rd party consultant to perform a 360 evaluation on the school each year and report in June of each year.
5. *Board Evaluation.* All board members will complete a yearly board evaluation based on best-practice. Google form here:
https://docs.google.com/forms/d/16-mnq50K80fNkeDhpz028Jio05k1g-YUN-_-TZ___YQ/viewform?ts=60145f33&gxids=7628&edit_requested=true
6. *Board Structure.* See graphic below



3. Background Information Sheet for Each Board Member





UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Chelsea Bergeron
Role with application: Governing Board Member
Expertise: Education

Select the statements that are applicable and, if applicable, proceed as directed:

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

My intention is to be part of the Governing Board for UAA. I am bringing the knowledge of running a public charter school, being an educator, special education director, title I director, literacy director, and grant writer. I am committed to serving the school and following all the guidelines of how a governing board should operate.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

I am currently the director of a public charter school and have attended all Board trainings with my current board. I am actively involved in professional learning provided by USBE and UAPCS.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

I have a bachelors in Business Administration with a concentration in Finance. I have a Masters in Education, an Education Specialist degree in Curriculum and Supervision, and an AMS Montessori Credential. I am also a National Geographic Certified Educator. I have been a public school teacher for 12 years, instructional coach, and now Director of a public charter. I successfully exited my school from state Turnaround, implemented new structured curriculum and have successfully raised all test scores. I function as the SPED director, Title I Director, Literacy Director, and Grant writer. I am also responsible for creating and maintaining all budgets, audits, and reporting.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

I have a bachelors in Business Administration with a concentration in Finance. I have a Masters in Education, an Education Specialist degree in Curriculum and Supervision, and an AMS Montessori Credential. I am also a National Geographic Certified Educator.
 I attended University of Louisiana at Lafayette, Union University, and Mid-America Montessori .

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by [53G-5-302](#). A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.





WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO SCSB STAFF TO VERIFY ANY INFORMATION PROVIDED ABOVE.

I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's signature: _____Chelsea Bergeron_____ Date: _____4/23/2021_____





UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Timothy Aaron Cooper

Role with application:

Expertise: Performance, Teaching, Education

Select the statements that are applicable and, if applicable, proceed as directed:

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I am honored to be on the founding board of UAA. I have a vast amount of experience as a professional performer and teacher in the United States and Australia. I have performed in Broadway National Tours and in multiple Off-Broadway shows and Regional Theatre productions. I have also been lucky to work for companies such as Disney. I have a BFA in Music Dance Theatre from Brigham Young University as well as a Masters in Teaching from Curtin University in Perth Australia. I currently run a Drama Program at a large public school in Brisbane Australia. I am committed to helping the board and staff create a professional, safe, caring and nourishing learning environment that will enable all students to reach their full potential.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

I have taught master classes and theatre classes at multiple non-for profit theatres and organisations since 2012. I have served on and lead multiple councils for local wards and branches for The Church of Jesus Christ of Latter Day Saints.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

I have over 12 years of experience working in the entertainment industry as a singer, actor and dancer. Since 2011 I have helped teach and run theatre intensives and master classes in the United States, Australia and South Africa. I am an experienced Voice and Drama Teacher with experience teaching in the USA and Australia. have been teaching in the Australian school system for the past two years. I am currently running the Drama Program at a Large Public School in Australia which has resulted in me rewriting curriculum for Grades 7 to 12. I am currently developing a Certificate 3 program which will help students be better prepared for a career in the entertainment industry.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

BFA in Music Dance Theatre, Brigham Young University (2014). Master of Teaching, Curtin University (2020).

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UTAH ARTS ACADEMY

in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.

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I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's signature: Timothy Cooper Date: 04/21/2021





UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Dustin Ence

Role with application: Design/Construction Consulting

Expertise: Architectural Design - Construction

Select the statements that are applicable and, if applicable, proceed as directed:

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I am excited to serve as board member Design/Construction Consultant for the Utah Arts Academy. I was born and raised in the St. George area and have a deep passion for the progression of local arts based development and professions. I have an extensive knowledge of the design and construction process for the built environment. I look forward to the opportunity to be a liaison between Utah Arts Academy and local design firms and contractors.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

I have not been involved with any non-profit organizations in the past.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

From 2004 to 2015 I worked as a skilled laborer in the construction industry, particularly working with poured in place concrete foundations and flatwork and precast concrete. Since 2015 I have been working with my father's construction company as a general contractor where I handle anything from cost analysis to client communication and quality control. In 2019 I received an architectural degree from the University of Utah and have since launched an architectural design firm, Dustin Brent Design Build.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

I have a BS in Architectural Studies from the University of Utah (2019).

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by [53G-5-302](#). A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.





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I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's signature:  Date: 4/21/2021





UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Jennifer Fouché

Role with application:

Expertise: Actor/Singer/Teaching Artist/Industry Professional

Select the statements that are applicable and, if applicable, proceed as directed:

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I intend to serve as a governing board member for a minimum of one year. I'm a classically trained actor and singer, who is currently working in the film, television, theatre and voice over industry.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

I'm vice president of The Episcopal Actors Guild, of which I have been a member for over 12 years. Prior to becoming vice president, I worked on the council for 10 years. I'm a member of the Tony Award winning choir, The Broadway Inspirational Voices, which is a nonprofit organization dedicated to service, education and the furthering of equality for all people. I have worked with Covenant House and The Ronald McDonald House, helping to inspire and educate young people, through storytelling and song.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business,

I was a recording artist and songwriter for roughly 13 years. During that time, I toured Europe, opened for several notable artists, started my own production company and became a member of ASCAP. As an actor, I have performed in plays and musicals all over the US as well as abroad. Prior to the pandemic, I was on the Broadway National Tour of CHICAGO, as Matron Mama Morton and am currently a recurring character on the PBS Kids animated series, Pinkalicious and Peterific.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate

Michigan State University 1989 - 1992 (left to pursue my singing career)
American Academy of Dramatic Arts - Graduate (2007)
Academy Company - Graduate (2008)

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by 53G-5-302. A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.





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I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's signature: *[Signature]* Date: 4/20/2021





UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Nelson E. Hafen

Role with application:

Expertise: Charter Finance, Business, Real Estate

Select the statements that are applicable and, if applicable, proceed as directed:

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I am honored to be on the founding board of UAA. As a former THSA board member who attended numerous events at the school, I love the vibrancy and environment that the faculty and students radiate. I feel strongly about the mission statement of UAA and the opportunity and environment that allows for these amazing young people to achieve their dreams and goals. I have seen what type of governance works and doesn't work and will use my experience to make sure the board does what a board should do and let the administration and faculty do what they are supposed to do. The administration, faculty, students and parents have been through a trying time these past few months and I will act as a voice of reason and stability to bring the type of calmness and reassurance everyone so desperately needs at this time.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

I served on the THSA as well as the Tuacahn Center for the Arts boards for over 8 years from 2008 to early 2017. My primary focus was on finance and audit functions. I attended several charter school training offerings during my service. I also served for many years on the board of the BYU Management Society and served as president for 1 year. For the past 2 years I have been working with the refugee and immigrant community in NW London providing services such as employment advice, vocational training, computer skills, tutoring for youth, and English classes. These services were delivered with the cooperation of several other non-profit partners as we worked to improve the lives of these new residents of the U.K.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

I worked in the aerospace industry for 9 years as a business analyst. I next owned and managed a very successful C-Store business for 15 years. During that time I also started a billboard business and several other real estate related companies. I served as a CFO for 8 years for a company that had operations in the hotel, restaurant, RV and gift shop sectors.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

I have a BS in Business Finance from BYU (1984) and an MBA from Loyola Marymount University (1986).



Applicant's signature: niks E. Af Date: 4/20/2021



UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Aubrey Johnson

Role with application: Board Member

Expertise: Education, curriculum development, assessment.

Select the statements that are applicable and, if applicable, proceed as directed:

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- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I am thrilled to be on the board for this school, UAA. I plan to help by serving on the governing board, and bring a vast knowledge of education. Having been an active educator since 2005, serving at the junior high and high school levels, along with a position at BYU Independent Study, I have the adequate background as an educator to support the vision of UAA. I have worked in curriculum design and development, teacher facilitation and training, as well as in the classroom teaching and interaction with students of all backgrounds. Most recently, I've served as the Director of Instruction at THSA, conducting and overseeing all the school's academic affairs, assessment, professional development, and teacher coaching.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

This is something new to me, which makes me excited and willing to learn more about it. Aside from my educational background and experience, I have served in multiple leadership positions for my church.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

Active educator, 15 years in all, in a variety of schools, as well as virtually for BYU. I trained for and facilitated Tuacahn High School's Harvard Instructional Rounds, McREL International professional development for teachers. I've overseen faculty members, conducting coaching and facilitating needs for teacher and schoolwide improvement. Historically, I've served on district committees for instruction and curriculum, as well as department head positions.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

I have a BA in English & PE, Secondary Education Emphasis (2005) and an M.Ed in Administration and Leadership (2020)

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by [53G-5-302](#). A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.





WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO SCSB STAFF TO VERIFY ANY INFORMATION PROVIDED ABOVE.

I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's signature: Aubrey Almira Date: 4/23/21



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UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Joshua Little

Role with application: Board Member

Expertise: I am a lawyer, although will not be representing the School in that capacity.

Select the statements that are applicable and, if applicable, proceed as directed:

☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*

☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I have been asked to join the Board to provide general business and strategic experience and expertise.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

I have served on the Board, Executive Committee or in some other leadership capacity for the following organizations:

J'Coby Wilkinson Foundation
BYU Management Society
J. Reuben Clark Law Society
SEED Dixie
St. George Area Economic Development Council

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

Dentons Durham Jones & Pinegar 2004 - present
Latham & Watkins, LLC 1998 - 2004

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

Harvard Law School 1995 – 1998 – Juris Doctor, cum laude
Brigham Young University – 1989 – 1995 – Bachelor of Science, Accounting, magna cum laude

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by [53G-5-302](#). A background check requires fingerprinting consistent with



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Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.

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I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

DocuSigned by:
Applicant's signature: *Josie Little* Date: 4/23/2021
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UTAH ARTS ACADEMY - Background Information Sheet for Each Board Member

Name: Sadie Best

Role with application: Secretary

Expertise: Parent, Arts Education Advocate, Professional Motivational Speaker

Select the statements that are applicable and, if applicable, proceed as directed:

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I am excited to serve as board member Secretary for the Utah Arts Academy. I am a parent who advocates for arts education and safe inclusive learning spaces. Two of my three students have highly individualized needs. One of my students has a physical disability (limb abnormality) and the other has a learning disorder (dyslexia). It is with this understanding that I advocate for the unique needs of all students. I am a natural leader with a passion for teamwork. I believe in and advocate for arts based learning. I am motivated to maximize learning opportunities that meet the needs of the Utah Arts Academy's virtuosic student body and be a liaison between the parent community and the school.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

Over the last ten years I have volunteered with a variety of community based theater companies in Washington County including St George Musical Theater, Stage Door, and Brigham's Playhouse. I have volunteered in Stage Management, Props Management, and Costuming. I was an elected member of the School Community Council at Riverside Elementary In Washington Utah for three years.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

I worked as a district school supplemental Visual Arts teacher for three years at Riverside Elementary School in Washington Utah. I have worked as an Ivy Girl Academy certified motivational speaker presenting in front of teen girls throughout the state of Utah about bullying, conflict management skills, and leadership. I was selected to be a National Homeschool Convention presenter in 2015, and was compensated for various leadership presentations directed toward an audience of students ages 12-18. Currently I work as an independently contracted Yoga, Meditation, and Mindfulness instructor and professional presenter.

Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

I have a BS in Political Science and a Minor in Communications for Southern Utah University (2005).





UTAH ARTS ACADEMY

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by [53G-5-302](#). A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.

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Applicant's signature: _____ *Sadie Best* _____ Date: 04/21/21 _____





Name: Victoria L. Wilson
Role with application: Board Chair
Expertise: Non-profit Boards/Business

Select the statements that are applicable and, if applicable, proceed as directed;

- ☐ I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*
- ☐ I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Provide a personal statement regarding your role with the proposed school (i.e. governing board, administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

Ms. Wilson is also active in her local community through church and youth groups, fundraising opportunities to support local schools and educational programs and support of Vista Charter School and Tuacahn High School. She served on the Board of Directors of Tuacahn High School and Tuacahn Center for the Arts for eight years. Ms. Wilson has donated significant time and funds to support the arts in Southern Utah and causes related to autism, including through her foundation, the Wilson Foundation for the Arts and Education. She looks forward to devoting more time and energy to projects in support of her passions for the arts and education.

Not-for-Profit History: Provide your nonprofit history that supports your being sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a nonprofit corporation, governing board experience, and background in group organization.

Former board member of Tuacahn High School for the Arts and Tuacahn Center of the Arts. Business owner in the community, sitting on several private boards and being a philanthropist for education and arts. The Board of Directors purpose is to work in partnership with the school leaders to provide a truly effective foundation and synergy between the school's leadership and the board. The board should also ensure that the schools operate in accordance with its original purpose. The board should provide exemplary governance practices including fiduciary and legal practices.

Employment History: Provide your employment history that supports your being considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management.

Victoria Wilson has an extensive history in business, civic, and charitable activities. Ms. Wilson has spent the last 30 years in a number of positions. Ms. Wilson owns and manages VE Management, LLC, a real estate development and management company that she co-founded 24 years ago, and VCN Investments, LLC and N & C Investments, LLC, real estate development companies founded by Ms. Wilson 11 years ago. She is also a co-owner of a manufacturing company in St. George with approximately 100 employees. Previously, Ms. Wilson served as Vice President and Director at Wilson Electronics, Inc., a leader in cellular signal boost technology and products. At Wilson Electronics, she was primarily responsible for





operations, sales and marketing activities, accounting and financial reporting and strategic planning. Ms. Wilson resigned from her position with Wilson Electronics, Inc. in March 2013 in connection with a sale of the business to a private equity fund and to spend more time with her family and focus on real estate development projects. Prior to Wilson Electronics, Inc., Ms. Wilson was also Vice President and Director at Wilson Antenna, Inc., a leader in CB and cellular antenna technology. Before coming to St. George, Ms. Wilson operated a successful chain of salons in Las Vegas.

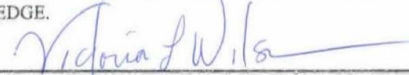
Education History: Provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your being considered sufficiently qualified to operate a charter school.

UNLV/UCI

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by 53G-5-302. A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.

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Applicant's signature: _____ Date: 4/23/2021



4. Staffing

Describe the staffing plan for the next school year. Include how and when contracts will be issued and identify which staff have committed to return the next school year under the new governance. Identify any staff positions where staff will not be returning next year and outline how staff will be recruited and selected. Identify any staff already recruited. Describe discussions and communications with current staff at the school.

- Contracts issued by April 30, 2021
- Potential counselor, SPED Director will need to be hired (by July 1, 2021)
- All listed staff have been communicated with and have been working with THSA, and wanting to make the transition to UAA.
 - New Hires for the 21/22 school year
 - Counselor
 - Director of SPED
- Master Schedule: All teachers have 1 planning period per day to prep and prepare for coursework and to connect to outside professionals. Additionally, all staff will be part of a 2 hour professional development each Friday.

Weekly Schedule	Important Dates
<i>4 periods per day (+/- 85 min per class)</i> Monday - A Tuesday - B Wednesday - A Thursday - B Friday ½ Day (A/B rotate) Staff ProD (1-3pm)	First Day: Aug 16 Labor Day: Sept 6 Fall Break: October 14/15 Thanksgiving: Nov 24/25/26 Winter Break: Dec 22 - Jan 3 MLK: Jan 17 Pres Day: Feb 21 Spring Break: Mar 14-18 Easter: Apr 18 Graduation: May 23 Last Day: May 27 <i>180 days of instruction</i>



	Name <i>(alpha by last name)</i>	Position
1	<i>New Hire</i>	Counselor
2	Julie Aikens	English Teacher
3	Dave Andersen	Comm Music Studio Teacher
4	Chris Andrus	Visual Arts Teacher/ Technology Dir / Student Affairs Dir
6	Maree Berry	Math Teacher
7	Michel Boroff	Admin Assistant (PT)
8	Kent Brown	HR Director / CFO
9	Austin Burns	Theatre Studio Teacher (PT)
10	Heather Carroll	Admin Assistant
11	Greg Clark	PE/Health (Bus)
12	Jennifer Dail	Dance Studio Teacher
13	Neil Duncan	Math Teacher
14	Edna Escobosa-Lloyd	Spanish Teacher (PT)
15	Siota Faumui	SPED Teacher (Bus)
16	Ingrid Gearhart	English Teacher
17	Hans Glasmann	Media Arts Studio Teacher (PT)
18	Shaunna Goldberry	Science Teacher
19	Kirk Howard	SS Teacher (PT)
20	Brandon Lee	Comm Music Studio Teacher
21	Kyle Lewis	Theatre Studio Teacher / Artistic Director
22	Jeremiah Lund	SS Teacher
23	James Meidell	Science Teacher
24	Stephanie Olmstead	Custodial (PT)
25	<i>New Hire</i>	Acting Studio and Student Leadership



26	Steven Stradley	Visual Arts Studio Teacher
27	Ryan Tilby	Comm Music Studio/Media Arts Teacher
28	Drew Williams	Executive Director
30	Lacey Young	Comm Music Studio Teacher (PT)
31	Wane Kittrell	Drivers Ed
32	<i>New Hire</i>	Director of SPED

5. Students

- Description of Student:** Students who attend UAA are drawn by the incredibly sophisticated arts programming (the only of its kind in Utah and the Intermountain West). With all current, full-time arts teachers holding a terminal degree in their field of study, students have access to top teaching methods and pedagogy. Additionally students who attend UAA are drawn to the academic success that is offered. As a top school in the county and state, UAA will draw students to the ACT prep program, as well as small class size and dedicated teaching staff. Students at UAA are committed and engaged, often driving from the far ends of the county. Many students' families moved to the area so their students would be able to attend UAA. UAA are being accepted to top university programs in the country (FIT, NYU, SCAD, Berkeley School of Music, Belmont, BYU, UofU, etc) and excelling. Additionally UAA is a safe and inclusive environment for all students, from all backgrounds, making it unique in the area.
- Marketing Plan:**

Item	Who Will Complete	When Will it be Completed	What is the Content?	Who do they report to upon completion?	Date Completed
Weekly Email to current and future parents	Drew Williams	Monday 9am	Updates about space, transfer, faculty	UAA Board report	4/26, 5/3,10,17,24, 31, 6/7,14,21,28, 7/5,12,19,26
Social Media Posts	StuCo Rep	3 posts per week	Video Content about new space, Updates, pictures of students	Drew Williams	3/week



St. George News	Kyle Lewis	May 31	Story about UAA - vision/mission - interviews with students	Drew Williams	May 15
The Spectrum	Kyle Lewis	June 30	Story about UAA - vision/mission - interviews with students	Drew Williams	June 15
Niche.com	Chris Andrus	May 17	Update Niche.com profile to new UAA profile	Kent Brown	May 31
Website Transfer - forward	Chris Andrus	May 7	Transfer contents of website to new domain -	Kent Brown	May 7
Signage UAA Banner	Chris Andrus (Power Image)	May 31	New signage posted on corner of Sunset/Bluff (60k views per day)	Drew Williams	May 31
Town Hall Meetings	Drew Williams	Bi-Weekly	Face-to-face Q&A	UAA Board	Bi Weekly starting 4/19
Facebook Groups	Booster Club Rep	Weekly	Update parent Facebook pages with information	Drew Williams	Weekly
Gear (t-shirts)	Kyle Lewis	At sign-up and fees paid to registrar	Every student who enrolls and pays fees will receive a t-shirt with the new UAA logo, which is part of our dress code.	Drew Williams	May 1 - Aug 12
Google Doc Website Banner	Drew Williams	Weekly on Monday	Space info, Teacher info, Student info, Transfer info	UAA Board	Beginning of school year



- Expected enrollment: 340
 - [See below for budget predictions, assumptions, and forecasting.](#)
- School Location: With the school in a more centralized location, we believe it will be easier for families in Washington County to enroll their students and support the school. Additionally, there are amenities to support students and families (specifically food businesses for lunch) and the opportunity to partner with businesses within the Sunset Corner vicinity (event support, performances, sound, promotions, marketing, videos, etc.). As a school, real-world opportunities are important to teaching and learning, and the ability to design and build marketing campaigns for local businesses become an important part of the learning experience.
- [Facilities](#): With access to facilities over the course of the entire year, we will provide opportunities for youth programming and mentorship, building a pipeline to the school. (Click link for more information)
- Partnerships: Our students are dedicated to academics, and we will partner, through instructional feedback loops, event support, and assemblies, with other charter schools to ensure that their students have access to incredible instructions at the high school level.

6. Budget

Provide a cash flow analysis for the next two years. Include an explanation and discussion of key financial assumptions. If the school anticipates incurring debt for any reason, such as for acquisition of its facility, address the schedule for debt repayment and elaborate on the repayment assumptions and plan. Discuss the school's contingency plans for cash flow challenges, a budget shortfall, lower than expected student enrollment, or other financial challenges in the early years of operation. Specify the school's break-even enrollment count and explain how this number was obtained.

Describe the systems and procedures for managing the school's finances and identify the staff position(s) that will be responsible for financial management. Describe how the school's finances will be managed. Your response should address, among other things, the school's plans in the following areas:

- Governing board's oversight of the budget;
- Provisions for an annual audit consistent with its LEA status;
- Development and dissemination of an annual financial report; and
- Providing required & recommended liability insurance to indemnify the school, its board, staff and teachers against tort claims.



Cash Flow Analysis

To get a good picture of where we are financially now and where we are headed, some historical data is appropriate. The two financial statements below are taken from last fiscal year's financial audit ending June 30, 2020, and includes a Statement of Financial Position (Balance Sheet) and Statement of Cash Flows. We ended the year with a change in net assets (net income) of \$76,561. This current fiscal year FY2021 we are again in a solid financial position. In the spreadsheet that follows, the data includes the FY2021 approved budget, actuals as of March 31, 2021, final budget estimates for FY2021, and an original budget for FY2022. Additional analyses follow.



TUACAHN HIGH SCHOOL FOR THE ARTS
Statement of Financial Position
June 30, 2020

Assets

Current assets:

Cash and cash equivalents	\$ 1,077,936
Accounts receivable	26,461
Inventory	9,136
Prepaid expenses	66,645
Total current assets	<u>1,180,178</u>

Property and equipment:

Computer equipment	57,762
Equipment	71,576
Furniture and fixtures	105,469
Instruments	8,999
Vehicles	97,864
Leasehold improvements	270,778
Accumulated depreciation	<u>(306,194)</u>
Total property and equipment	<u>306,254</u>
Total assets	<u><u>\$ 1,486,432</u></u>

Liabilities

Current liabilities:

Accounts payable	622
Accrued payroll and liabilities	232,222
Credit cards	26,442
Deferred revenue	46,735
Total current liabilities	<u>306,021</u>
Total liabilities	<u>306,021</u>

Net assets

Without donor restrictions	<u>1,180,411</u>
Total liabilities and net assets	<u><u>\$ 1,486,432</u></u>



TUACAHN HIGH SCHOOL FOR THE ARTS
Statement of Cash Flows
For the Year Ended June 30, 2020

Cash flows from operating activities:	
Cash received from educational activities	\$ 3,344,166
Cash received from contributions	41,844
Cash received from sales to students	217,626
Interest income	8,844
Payments for educational activities	(2,765,849)
Payments for management and general expenses	<u>(741,375)</u>
Cash flows from operating activities	<u>105,256</u>
Cash flows from investing activities:	
Purchases of capital assets	<u>(20,897)</u>
Cash flows from investing activities	<u>(20,897)</u>
Change in cash and cash equivalents	84,359
Cash and cash equivalents beginning of year	<u>993,577</u>
Cash and cash equivalents end of year	<u><u>\$ 1,077,936</u></u>
 Reconciliation of change in net assets to net cash	
flows from operating activities:	
Change in net assets	\$ 76,561
Adjustments needed to reconcile change in net assets to net cash provided by operating activities:	
Depreciation expense	39,507
Changes in operating assets and liabilities:	
(Increase)/decrease in inventory	(1,808)
(Increase)/decrease in prepaid expenses	(61,520)
Increase/(decrease) in accrued payroll and liabilities	62,736
Increase/(decrease) in credit cards	(7,154)
Increase/(decrease) in deferred revenue	<u>19,675</u>
Cash flows from operating activities	<u><u>\$ 105,256</u></u>



Budget Forecast

The spreadsheet below includes our current estimated final budget for FY2021, and we are on track to have a positive net position (net income) of approximately \$57,000; we currently have 360 enrolled students. One area that we as an administration do well is monitoring our enrollment to our budget, and if enrollment dips, then we adjust and pivot accordingly.

Also included in the spreadsheet is the State's Legislative Estimates for FY2022 (highlighted in blue), and is based on enrollment of 352 students. However, our numbers are more conservative as we are basing the budget on 340 students. For example, under the Original Budget FY2022 the Fees are projected at \$59,500 with the following formula: 340 students x 70% (we have approximately 30% of students on fee waivers) = 238 x \$250 (cost of fees per student) = \$59,500. Other assumptions, which we think are conservative include Admissions (ticket sales to concerts & events). During this current Covid year our admissions revenue was way down from previous years yet we still had \$5,000 in revenue. We have also estimated \$5,000 for next fiscal year, but realistically think we can exceed that amount. Donations of \$10,000 is also a conservative number, given the fact that many individuals have informed us that they would help us be profitable including donating to the school financially, if needed.

Utah Arts Academy									
Budget Forecast									
						Approved Budget FY2021	Actual FY 2021 (As of 3/31/21)	Estimated Final Budget FY2021	Original Budget FY2022
						based on 377			based on 352
Revenues									
10-1000 · REVENUE LOCAL SOURCES									
		1410 Transportation Fees (bus)				8,000	9,060	9,100	8,000
		1510 Earnings on Investment				7,450	6,060	7,450	7,450
		1710 Admissions (ticket sales to concerts & events)				17,500	4,209	5,000	5,000
		1730 Student Org. Memb. Dues (clubs)				300	375	375	300
		1740 Fees				66,500	83,000	83,500	59,500
		1780 Non-Waivable Charges (AP, PSAT, yearbook)					2,370	2,500	2,000



	1910 Rentals (facility)	4,000	2,996	3,200	2,500
	1920 Contributions & Donations	20,000	3,359	3,500	10,000
	1990 Miscellaneous (act. fees, supplies, uniforms, online, travel, etc.)	65,000	20,420	20,500	25,000
	Total 10-1000 · REVENUE LOCAL SOURCES	188,750	131,849	135,125	119,750
	10-3000 · REVENUES STATE SOURCES				
	3010 · Regular School Program 1-12	1,628,125	1,213,360	1,605,000	1,530,693
	3020 · Professional Staff	114,272	97,800	130,400	121,854
	3100 · Restricted Basic School Programs	152,050	115,804	152,050	207,014
	3200 · Related to Basic Programs	1,008,560	771,039	995,317	990,533
	3300 · Focused Populations	31,425	35,309	46,965	17,196
	3400 · Educator Supports	141,952	113,001	134,000	134,054
	3500 · Statewide Initiatives	110,687	108,789	116,576	117,857
	3800 · Non-MSP State Resources (USBE)	0	41,533	41,533	
	Total 10-3000 · REVENUES STATE SOURCES	3,187,071	2,496,635	3,221,841	3,119,202
	10-4000 · REVENUE FEDERAL SOURCES				
	4200 · ESSER Funds FY20			8,765	
	4200 · ESSER II Funds FY21			61,000	40,000
	4524 · IDEA-B -- Disabled	46,025	45,705	45,705	36,250
	4500 · Restricted Fed-Received (USBE) - Other		17,971	17,971	
	4700 · Fed Revenue via Other Agencies		27,413	27,413	
	4800 · Federal Elem. & Second. Ed Act	65,000	15,166	65,000	65,000
	Total 10-4000 · REVENUE FEDERAL SOURCES	111,025	106,255	225,854	141,250
Total Revenues		3,486,846	2,734,738	3,582,820	3,380,202

Total Expenses		3,381,549	2,411,158	3,525,594	3,270,644
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Net Income			105,297	323,581	57,226	109,558
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*** A detailed breakdown of all expenses was quite involved and took up several pages. To keep this document more manageable those pages were left out; however, they are available upon request.

The forecasted bottom line (net income) for FY2022 is \$109,000. This is due mainly to losing four full-time teachers to district schools. Although we were saddened that they accepted other positions, we will still be able to operate effectively and efficiently. Additionally, the savings and increase to our net position will be significant in the positive. As for the year after next (FY2023), we are unsure at this point if the legislature will increase the WPU (weighted pupil unit) and by how much, so we are basing our budget for both years (FY22 & FY23) similarly, with a modest increase in salaries of 3%. The increase will represent approximately \$54,000 in additional expenses, which includes benefits. If we are able to maintain expenses and everything else remains unchanged, then the net position will be approximately \$55,000 (\$109,000 - \$54,000).

We anticipate incurring approximately \$400,000 in debt for the build out of the facility, which may include a low-interest loan (2%) from the SCSB as well as a private investor. The payback terms will be over ten years, and will be as follows: $\$400,000 \times .02 = \$408,000$ divided by ten years = \$40,800 per year or \$3,400 per month; this amount has also been factored into the budget. If we do have cash shortfalls, however, we have cash reserves (approximately \$370,000) that we can dip into if needed.

Determining a breakeven enrollment number is a bit of guesswork, as there are several moving parts. For example, if enrollment numbers go down on October 1st, then we'll know that we'll get a mid-year adjustment in December. This could direct an admin team to correspondingly choose to move a full-time employee to part-time status for the next school year, which would save money on the lower salary and benefits. If a school wanted to keep every employee despite the lower enrollment and other factors remained constant, then my guess would be around 300 would be a breakeven for our school.

Financial Processes

There are several employees responsible for the daily success of the financial operations of the school, including the administrative assistant, CFO, and the other admin team members, who have check signing authority. The main internal control for cash handling rests on the administrative assistant, who receives and receipts all cash and credit card transactions while in view of a camera that points at her workstation. She records each transaction on a deposit summary report, submits the summary to the CFO, who then enters all transactions in Quickbooks. The deposit is prepared and given to the admin team, who make the deposit at the bank. Monthly the CFO reconciles the bank statements with the deposit summary reports.



Following the monthly reconciliation of all bank statements and the credit card statement, the CFO prepares monthly financial statements and submits them to the audit committee chair (also a member of the board) and executive director for their review and discussion. Financial reports are also prepared for each board meeting, where they are reviewed by the entire board. Prior to the end of the fiscal year the board, along with the CFO, prepares the final budget of the current fiscal year as well as the original budget for the upcoming fiscal year. After the budgets are approved, the CFO uploads them online to the USBE.

At the beginning of the new fiscal year, the board employs an independent auditor with government accounting expertise to audit the financial records and statements of the prior fiscal year. The auditors are directed by the USBE on how to perform the audit, and they are assigned specific areas of “testing” for compliance, internal controls, and financial reporting. The auditors then prepare official audited financial statements, which are then presented to the board for approval. The CFO then posts them online to the USBE and Office of the State Auditor to comply with reporting requirements.

The school contracts with the Utah Division of Risk Management for its insurance needs, including liability insurance, directors & officers insurance, and automobile and property insurance. Risk Management indemnifies the employees, board, and agents of the school against tort claims.

7. Facilities

UAA is an arts-focused 9-12 education environment. The facility will have nine (9) regular classrooms to meet the needs of ELA, math, social studies, SPED, and science space, including an additional (1) lab space for science. Additionally, the school will have a large dance studio, a small dance studio, a recording studio, two (2) art studio's, a film studio, piano studio, guitar studio, computer lab, a shop (theatre tech), and a black box theatre. UAA will have a total of 21 unique spaces. The dance studios will have “sprung” flooring to reduce injuries, the recording studio will meet unique specifications for sound isolation, and the black box will have wiring and space to hang lighting instruments as well as sound.

Outside of instructional space, there will be one (1) large conference room, a counseling office, SPED office, CFO office, technology server/office, admin shared office, copy/work room, staff break room, custodial closet and a maintenance closet. The front entry/common area, will have two (2) desks, and be set up to house student artwork in a gallery-type setting. The building would be accessible to all students and be ADA compliant with an elevator. There would also be ample student restrooms as well as separate staff restrooms. Classroom sizes will accommodate 30 students with all appropriate furniture and technology.



The current space under negotiations and finance approval will require a 3.5 month build out. This will start on May 1, 2021 and be complete and move in ready on Aug 23, 2021. This space is currently built however it needs the inside specs to match our institutional needs. Designers are working with staff to ensure the space is suitable to our needs. Additionally, all assets will be stored at a local charter school which will be secured and air conditioned. An office is being provided by our Board Chair to ensure that parents have access to our Registrar throughout the summer and also to ensure that our student records are secured according to all applicable laws. See addendum A for more information.

In the interim we have secured space from August through September, to ensure that students have access to in-person learning if they choose meeting “E” occupancy standards. In the first month of school, starting Aug 12, 2021, students will operate in a hybrid schedule, with 5 classroom spaces available for in person learning. We have also worked with Cineplex to have weekly all-school meetings/assemblies. This will be important to build culture with students and staff.





SUNSET CORNERS
JMI CONSTRUCTORS
OPTION 1

** rough drawings of the new space*

8. Articles of Incorporation

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certify that the foregoing has been filed
and approved on this 14 day of APR, 2021
in this office of this Division and hereby issued
This Certificate thereof.

EXPEDITE

Date: 04/19/2021
Receipt Number: 8859907
Amount Paid: \$105.00

Examiner



JNH

Date 4/20/2021

Leigh Veillette
Leigh Veillette
Division Director

ARTICLES OF INCORPORATION OF

UTAH ARTS ACADEMY (a Utah nonprofit corporation)

RECEIVED
APR 19 2021



Utah Div of Corp & Comm Code

In accordance with the provisions of the Utah Revised Nonprofit Corporation Act, as amended or replaced from time to time (the "Act"), the undersigned hereby adopts the following Articles of Incorporation and certifies as follows:

ARTICLE 1 CORPORATE NAME; DURATION

The name of the corporation is **UTAH ARTS ACADEMY**. The duration of the corporation is perpetual.

ARTICLE 2 PURPOSES AND POWERS

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code. Without limiting the generality of the foregoing, the corporation is organized for the purpose of creating, operating and maintaining a charter school with the mission to be a premier academic and arts-focused school. By combining rigorous academic programming with pre-professional training in a wide array of arts (theatre, dance, music, visual and media arts), Utah Arts Academy will inspire students' creativity and thought, while providing an essential and dynamic educational foundation that appeals to any university. The purposes of Utah Arts Academy include, without limitation, to create, to provide the highest caliber education with pre-professional training in the arts to talented young people in Utah, and to strive to be a family where each person feels empowered to connect their passion with a meaningful purpose for their life.

The corporation shall have all powers necessary and incidental to carrying out the purposes for which the corporation is formed.

Notwithstanding any other provision in this document or the corporation's Bylaws, the purposes will be limited exclusively to exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Notwithstanding any other provision of this document or the corporation's Bylaws, the organization shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Notwithstanding any other provisions of this document or the corporation's Bylaws, the organization shall not make any distributions that are not used for 501(c)(3) purposes and/or activities.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the

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organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE 3 DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 4 MEMBERS / STOCK

The Corporation shall not have any class of members or stock.

ARTICLE 5 DIRECTORS

All corporate powers shall be exercised by or under the authority of, and business and affairs of the corporation shall be managed under the direction of, the Board of Directors, except as otherwise provided in the Act. The number of Directors may be fixed from time to time in accordance with the terms of the Bylaws.

ARTICLE 6 LIMITATIONS UPON LIABILITY OF DIRECTORS AND OFFICERS

To the fullest extent permitted by the Act or any other applicable law as now in effect or as it may hereafter be amended, a director of the corporation shall not be liable to the corporation for monetary damages for any action taken, or any failure to take any action, as a director, except as required by Section 16-6a-823(1)(b) and Section 16-6a-824 of the Act.

ARTICLE 7 INCORPORATOR

The name and street address of the incorporator is: Victoria L. Wilson, 1240 East 100 South #12, St. George, Utah 84790

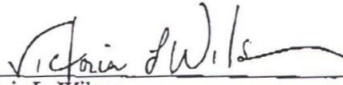
ARTICLE 11 REGISTERED AGENT

The initial registered agent of the corporation at that address shall be DJP Corporate Services St. George.



IN WITNESS WHEREOF, the undersigned hereby states that the undersigned has read the foregoing Articles of Incorporation, is familiar with the contents thereof, and verifies and affirms the truthfulness thereof.

Executed as of the 16 day of April, 2021.


Victoria L. Wilson



UTAH ARTS ACADEMY

[Update this Business](#)

Entity Number: 12266539-0140

Company Type: Corporation - Domestic - Non-Profit

Address: Unknown, NA 000000

State of Origin:

Registered Agent: DJP CORPORATE SERVICES ST. GEORGE

Registered Agent Address:

192 E 200 N THIRD FLOOR

Saint George, UT 84770

[View Management Team](#)

Status: Active

[Purchase Certificate of Existence](#)

Status: Active ● as of 04/19/2021

Renew By: 04/30/2022

Status Description: Current

The "Current" status represents that a renewal has been filed, within the most recent renewal period, with the Division of Corporations and Commercial Code.

Employment Verification: Not Registered with Verify Utah

[History](#)

[View Filed Documents](#)

Registration Date: 04/19/2021

Last Renewed: N/A

[Additional Information](#)

NAICS Code: 8134 **NAICS Title:** 8134-Civic and Social Organizations

[<< Back to Search Results](#)

Business Name:



9. Governing Board Bylaws

See below

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**RESOLUTION OF BOARD OF DIRECTORS
OF
UTAH ARTS ACADEMY**

The undersigned, being all of the directors of Utah Arts Academy, a Utah non-profit corporation, (the "Corporation") acting without a meeting, hereby consent to, approve and adopt the following resolutions:

RESOLVED, THAT the following are hereby elected officers of the Corporation:

President / Board Chair:	Victoria L. Wilson
Vice Chair	Aubrey Johnson
Secretary:	Sadie Best
Treasurer:	Nelson Hafen
Interim Executive Director:	Drew Williams

RESOLVED FURTHER, THAT the appointment of the following persons to the Board of Directors of the Corporation is hereby acknowledged and ratified, to hold office until the expiration of their terms set forth below or until their successor is elected and duly qualified or until their prior death, resignation or removal:

<u>Name</u>	<u>Expiration of Term</u>
Victoria L. Wilson	3 years
Aubrey Johnson	3 years
Sadie Best	3 years
Joshua E. Little	2 years
Timothy Cooper	2 years
Dustin Ence	2 years
Nelson Hafen	1 year
Jennifer Fouche	1 year
Chelsea Bergeron	1 year

RESOLVED FURTHER, THAT all actions of the incorporator in connection with the organization of the Corporation, including, without limitation, executing and causing to be filed and recorded the Articles of Incorporation, are hereby ratified, approved and confirmed.

RESOLVED FURTHER, THAT the Bylaws presented to the Directors, attached hereto in Exhibit A, are adopted as the Bylaws of this Corporation.

RESOLVED FURTHER, THAT the appropriate officers of the Corporation are authorized and directed to establish depository relations with such financial institution as they may choose, and they are further authorized to execute and deliver any certificate of depository resolutions which may be required and the



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Board of Directors hereby adopts the resolutions set forth on any such certificate effective as of the date of adoption indicated on such certificate. A copy of any certificate so delivered shall be placed in the corporate minute book following this consent to action.

RESOLVED FURTHER, THAT the appropriate officers of the Corporation are hereby authorized and directed on behalf of the Corporation to execute and file such other documents and instruments and to do or cause to be done all such further acts as they may deem necessary or advisable in order to complete the organization and incorporation of the Corporation and to carry into effect the tenor and purpose of the resolutions set forth herein; and that any and all actions so taken by the appropriate officers of the Corporation be and they hereby are ratified, confirmed and approved.

[Signatures on following page]




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DATED effective as of the last date signed below.

DocuSigned by:

Victoria L. Wilson, **Director / Chair**

Dated: 4/26/2021, 2021

DocuSigned by:

Sadie Best, **Director / Secretary**

Dated: 4/26/2021, 2021

DocuSigned by:

Chelsea Bergeron, **Director**

Dated: 4/26/2021, 2021

DocuSigned by:

Joshua E. Little, **Director**

Dated: 4/26/2021, 2021

DocuSigned by:

Nelson Hafen, **Director, Treasurer**

Dated: 4/26/2021, 2021

DocuSigned by:

Aubrey Johnson, **Director, Vice Chair**

Dated: 4/26/2021, 2021

DocuSigned by:

Tim Cooper, **Director**

Dated: 4/26/2021, 2021

DocuSigned by:

Jennifer Fouché, **Director**

Dated: 4/27/2021, 2021

DocuSigned by:

Dustin Ence, **Director**

Dated: 4/28/2021, 2021



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EXHIBIT A
Bylaws

[see attached]

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BYLAWS OF UTAH ARTS ACADEMY

a Utah nonprofit corporation



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**BYLAWS
OF
UTAH ARTS ACADEMY**

**ARTICLE 1
PURPOSES**

These bylaws are adopted for the governance of UTAH ARTS ACADEMY, a Utah nonprofit corporation (herein referred to as the “Corporation”). The Corporation shall have the right to do and accomplish all things and engage in all lawful transactions that a nonprofit corporation organized under the laws of the State of Utah might do, accomplish, or engage in under the Utah Revised Nonprofit Corporation Act (the “Nonprofit Act”), subject to the restrictions, qualifications and limitations set forth in the Articles of Incorporation.

The mission of the Corporation is to be a premier academic and arts-focused school in the State of Utah, by combining rigorous academic programming with pre-professional training in a wide array of arts (theatre, dance, music, visual and media arts).

**ARTICLE 2
OFFICES OF THE CORPORATION**

Section 2.1. Principal Office. The principal office of the Corporation shall be set by the Board and may be changed by the Board from time to time. The Corporation may have such other offices, either within or without the State of Utah, as the Board may designate or as the business of the Corporation may require from time to time.

Section 2.2. Registered Office. The registered office of the Corporation in the State of Utah may be, but need not be, identical with the principal office in the State of Utah, and the Board may change the address of the registered office from time to time.

**ARTICLE 3
BOARD OF DIRECTORS**

Section 3.1. Powers. The Corporation shall be managed under the direction of a governing board of directors (the “Board” or the “Board of Directors”), which shall be vested with all powers, privileges and rights of a governing board under the Act, and shall have final authority to establish and resolve all matters and questions of policy. The Board shall follow the Coherent Governance Model which is a policy-based model, comprised of four different but interrelated types of policies:

(a) **Governance Culture.** Governance Culture policies combine to establish an overall culture for the Board, including a definition of the Board’s job as well as a number of commitments and processes delineating how the Board will accomplish its work. The policies affect only the Board and its members and define the standards for board performance.



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(b) Board/Executive Director Relations. Board/Executive Director Relations policies define the Board's relationship with its Executive Director, and include the Executive Director's job description, the extent of authority delegated to the Executive Director, and a finely crafted description of the Executive Director's accountability.

(c) Operational Expectations. If the Board is to remove itself from preoccupation with the day-to-day operations of the organization, there must be in place a clear set of statements reflecting the Board's values about a number of operational functions and areas, all intended to guide the Executive Director's and the staff's decisions about those functions. Operational Expectations policies state both those conditions and actions the Board expects to happen, as well as those it prohibits. Thus these policies have two parts: one directing that certain conditions occur or exist, the other prohibiting certain actions and conditions. Together, they are the standards for operational performance.

(d) Results. The Corporation exists for a purpose: to provide benefits for specified clients or customers. Results policies define those expected outcomes, and are intended to be the dominant focus of organizational performance.

Section 3.2. Number of Voting Directors. The number of voting directors of the Corporation shall not be less than five (5) and no more than nine (9), with the exact number to be set by resolution of the Board. The Board may, by written resolution, increase or decrease the number of members of the Board of Directors. The Board of Directors shall include at least two (2) directors with a strong professional background in the arts, at least one (1) director with a strong business/financial background, and an optimal number of three (3) parents of then-current students of Utah Arts Academy.

Section 3.3. Administrative Representative. The Administrative Representative shall be the Executive Director of Utah Arts Academy. The Administrative Representative is a non-voting Board member. The Administrative Representative's term of office shall correspond with his or her term of employment as Executive Director.

Section 3.4. Terms of Directors. The voting directors shall be elected to serve 3-year terms, which may be staggered at the option of the Board of Directors in order to preserve Board continuity. Directors shall serve until their successors are elected. After serving six (6) consecutive years, a Board member may only be reappointed for additional one (1) year terms with the unanimous approval of Board members entitled to vote. The Board Member being considered for reelection shall be excluded from the vote.

Section 3.5. Election of Directors.

(a) Board members will apply through a third party application process approved by the Board. The third party will select the new director(s) and present them to the Board for a vote at a Board meeting. The new director(s) shall then be elected by the affirmative vote of a majority of the members of the Board at the meeting.



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(b) All newly elected Board members shall be seated at the regular June meeting and shall be participating members thereafter. Retiring directors shall continue to serve until the regular June meeting.

Section 3.6. Removal of Directors. Any director or directors of the Corporation may be removed from office, with or without cause, and for any reason, as decided upon by the affirmative vote of at least two-thirds (2/3) of the other members of the Board at any annual or special meeting specifically called for such purpose, *provided* that such director is notified by registered letter at least fourteen (14) days prior to such Board action and such director is provided an opportunity for a hearing before the Board of Directors prior to such vote. A member of the Board of Directors who shall be absent from four (4) consecutive regular meetings on the Board of Directors without prior verbal or written notice to the Board Chair and Board shall automatically be dropped from membership on the Board, unless confined by illness or otherwise decreed by a majority vote of those voting at any meeting thereof.

Section 3.7. Resignation. Any director may resign at any time by giving written notice to the Corporation. A resignation is effective when the notice is received by the Corporation unless the notice specifies a later effective date.

Section 3.8. Vacancies. Vacancies on the Board, including vacancies created by an increase in the number of directors or from removal or resignation of a director, shall be filled by the affirmative vote of a majority of the members of the Board at any annual or special meeting specifically called for such purpose. A person so appointed to fill a vacancy shall remain a director until the expiration of the term of his or her predecessor or until his or her successor has been appointed.

Section 3.9. Compensation. Board members shall serve without any compensation for their service as Board members. Board members may receive a reasonable advance or reimbursement of expenses incurred in the performance of their duties as may be fixed or determined by resolution of the Board members and in accordance with applicable federal and state tax codes. Board members may not be compensated for rendering services to the corporation in any capacity unless such other compensation is reasonable and is allowable under the provisions of Section 8.5.

Section 3.10. Chairperson. The director elected as Board Chair of the Corporation shall also serve as the chairperson of the Board. Such person shall hold such position until the next annual meeting of the Board and until his or her successor has been duly elected, or until his or her earlier death, resignation or removal. The chairperson shall preside at meetings of the Board, and shall present, or cause to be presented, a report of the condition of the business of the Corporation at the annual meeting of the Board. The chairperson shall perform such other duties as are incident to the position, are required by law, or are specified by the Board by resolution.

Section 3.11. Right of Inspection. Every director shall have the right at any reasonable time to inspect all the Corporation's books, records and documents of every kind.



ARTICLE 4 MEETINGS

Section 4.1. Regular Meetings. The Board shall meet regularly at such times and in such places as may be determined by the Board of Directors.

Section 4.2. Special Meetings. The Board Chair or any two (2) directors may call a special meeting of the Board by providing written notice of the hour, date and place of the meeting in accordance with the provisions of Section 4.8.

Section 4.3. Annual Meetings. One of the regular meetings of the Board described above in Section 4.1. shall be designated as the Annual Meeting for the purposes of organization, election of officers and the transaction of other business.

Section 4.4. Voting. At any meeting of the Board, each voting director present at such meeting shall have one (1) vote on any matter. Voting by proxy shall not be permitted.

Section 4.5. Action by Written Consent. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if a written consent, setting forth the action so taken, is affirmatively approved by at least the minimum number of directors that would be necessary to take the action at a meeting at which all of the directors then in office were present and voted. Meetings by Video or Telephone Conference. Directors or committee members may participate in a meeting by video or telephone conference or similar communications equipment, so long as all persons participating in such meeting can hear and communicate with one another and such participation is authorized by law.

Section 4.7. Quorum. A majority of the directors shall constitute a quorum for the transaction of business of the Board.

Section 4.8. Manner of Acting. Except as otherwise provided herein, the act of a majority of the directors present at a meeting at which a quorum is present is the act of the Board.

Section 4.9. Presumption of Assent. A director of the Corporation who is present at a meeting of the Board at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the Corporation immediately after the adjournment of the meeting. No director may dissent regarding an action for which the director voted in favor.

Section 4.10. Notice.

(a) **Regular Meetings.** Regular meetings of the Board may be held at the times specified in Section 4.1. with notice of not less than 24 hours.



(b) Special Meetings. Special meetings of the Board may be held as provided in Section 4.2. with notice of not less than 24 hours.

(c) Public Notice. Public notice for regular and special meetings shall be deemed to have been delivered at the time of posting at the front doors of the Corporation and posting on the Utah Public Notice Website, and any other requirements of notice under the Utah Open and Public Meetings Act under Utah Code §52-4-101, et seq. Notice may also be emailed to all families of students with valid email addresses on file.

(d) Emergency Meetings. The notice requirements of Section 4.1. and Section 4.2. may be disregarded if, because of unforeseen circumstances, it is necessary for the Board to hold an emergency meeting to consider matters of an emergency or urgent nature, and the Board gives the best notice practicable of (a) the time and place of the emergency meeting and (b) the topics to be considered at the emergency meeting. An emergency meeting may not be held unless (a) an attempt has been made to notify all the members of the Board and (b) a majority of the members of the Board approve the meeting.

(e) Closed Meetings. Closed meetings may be held for the purposes set forth in Utah Code §52-4-205 if (a) a quorum is present, (b) the meeting is an open meeting for which notice has been given, and (c) two-thirds of the Board members present at the open meeting vote to approve closing the meeting. Closed meetings shall be conducted in accordance with Utah Code §52-4-204, 205, and 206.

(f) Electronic Meetings. The Board may conduct electronic meetings pursuant to Utah Code § 52-4-209.

(g) Contents of Notice. Notice of meetings not herein dispensed with shall specify the place, day and hour of the meeting. The notice shall include an agenda with reasonable specificity to notify the public as to the topics to be considered at the meeting. The Board may set time limits for discussion of each or any agenda item contained in the notice.

(h) Conduct of Meetings. Meetings of the Board shall be presided over by the Board Chair or another Board member as designated by the Board Chair. The Board Chair may designate a person to act as Secretary of all meetings of the Board. In the Secretary's absence, the presiding Board member shall appoint another person to act as Secretary of the meeting.

(i) Time Limits. The Board Chair may set a time limit for each speaker, as well as a cumulative time limit for all speakers. The Board Chair may waive or extend the time limit for any speaker(s) or any agenda items without prejudice to enforcing the time limits for any other speaker(s) or agenda items.

(j) Open and Public Meetings Act Training. The Board Chair shall ensure that the members of the Board are provided with annual training on the requirements of the Utah Open and Public Meetings Act under Utah Code §52-4-101, et seq.



ARTICLE 5 OFFICERS

Section 5.1. Number. The executive officers of the Corporation shall be a Board Chair, a secretary and a treasurer, each of whom shall be selected by the Board and each of whom shall be members of the Board. An Executive Director, one or more vice-presidents (the number thereof to be determined by the Board) and such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board. The Board may delegate to any officer of the Corporation or any committee of the Board the power to appoint, remove and prescribe the duties of such other officers, assistant officers, agents and employees.

Section 5.2. Election and Term of Office. The officers of the Corporation shall be elected every two (2) years by the Board at the annual meeting of the Board. If the election of officers shall not be held at such meeting, or if such meeting is not held, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until such officer's successor shall have been duly elected and shall have qualified or until such officer's death or until such officer shall resign or shall have been removed in the manner hereinafter provided. The appointment of an officer shall not itself create any contract rights with the Corporation.

Section 5.3. Removal. Any officer, assistant, agent or employee may be removed, with or without cause, at any time: (i) in the case of an officer, assistant, agent or employee appointed by the Board, only by resolution of the Board; and (ii) in the case of any other officer, assistant, agent or employee, by any officer of the Corporation or committee of the Board upon whom or which such power of removal may be conferred by the Board; but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 5.4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board for the unexpired portion of the term.

Section 5.5. Board Chair. The chairperson of the Board (the “**Board Chair**”) shall be the chief executive officer of the Corporation and, subject to the control of the Board, shall in general supervise and control all the business and affairs of the Corporation. The Board Chair is authorized to execute approved contracts on behalf of the Corporation. The Board Chair must be able to attend Board meetings in person and shall not be a then-current parent of a student of Utah Arts Academy.

Section 5.6. Secretary. The secretary shall: (i) keep the minutes of the Board's meetings in one or more books provided for that purpose; (ii) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (iii) be custodian of the corporate records of the Corporation and (iv) in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or her by the Board Chair or by the Board.

Section 5.7. Treasurer. The treasurer shall have custody of all corporate funds and securities and shall keep in books belonging to the Corporation full and accurate accounts of all receipts and disbursements; and shall deposit all moneys, securities, and other valuable effects in the name of the Corporation in such depositories as may be designated for that purpose by the



Board. The treasurer shall disburse such funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the Board Chair and directors at the regular meetings of the Board and whenever requested by them an account of all of the transactions of the treasurer, and of the financial condition of the Corporation. If required by the Board, the treasurer shall deliver to the Board Chair of the Corporation and shall keep in force a bond in form, amount, and with a surety or sureties satisfactory to the Board, conditioned upon the faithful performance of the duties of the office of treasurer, and for restoration to the Corporation in case of the death, resignation, retirement, or removal from office of the treasurer of all books, papers, vouchers, money, and property of whatever kind in the possession or under the control of the treasurer which belong to the Corporation.

Section 5.8. Executive Director. The Board may appoint an executive director, who shall assist the Board Chair and the Board in the day-to-day management of the business affairs of the Corporation, who shall perform such duties as may be assigned to him or her by the Board Chair and/or the Board, including the power to hire staff personnel, and who may be authorized to execute contracts on behalf of the Corporation. The Executive Director has a seat on the Board but is not a voting member.

Section 5.9. Multiple Offices. A person may hold more than one office of the Corporation; provided, however, no person may serve both as the Board Chair and as the secretary of the Corporation.

Section 5.10. Compensation. The compensation of the officers shall be fixed from time to time by the Board, and no officer shall be prevented from receiving such compensation by reason of the fact that he or she is also a director of the Corporation.

ARTICLE 6 COMMITTEES

Section 6.1. No Executive Committee. The Board shall not establish or delegate its powers to any “Executive Committee” in the sense usually described in the Bylaws of nonprofit corporations.

Section 6.2. Audit Committee. The Board shall have power to appoint by resolution an audit committee (“**Audit Committee**”) composed solely of persons (at least one of whom shall be a member of the Board) who are independent of the officers of the Corporation and free from any relationships that, in the opinion of the Board, would interfere with their exercise of independent judgment as a committee member. The Audit Committee shall assist the Board in fulfilling its responsibilities for the Corporation's accounting and financial reporting practices, shall provide a channel of communication between the Board and the Corporation's independent auditors, and shall have such other powers and perform such other duties as the Board shall, from time to time, grant and assign to it.

Section 6.3. Advisory Committees. The Corporation may create such other committees as may from time to time be designated by resolution of the Board. Such other committees may consist of persons who are not also Board members. These additional committees shall act in an advisory capacity only to the Board and shall be clearly titled as “advisory” committees.



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Section 6.4. Other Committees. The Board may from time to time appoint such other standing and ad hoc committees with such persons (at least one of whom shall be a member of the Board) as it shall deem appropriate, which may include, without limitation, an Arts Committee, School Committee, and Business Committee.

ARTICLE 7 LIMITATION OF AUTHORITY

No action by any committee, employee, director or officer shall be binding upon, or constitute an expression of, the policy of the Corporation until it shall be approved or ratified by the Board of Directors. No committee, employee, director or officer shall represent himself/herself (implicitly or explicitly) as speaking for the Corporation in a public forum without explicit approval by the Board. Violation of this rule shall be grounds for dismissal, termination or expulsion from the Corporation by a majority vote of the Board of Directors.

ARTICLE 8 EXECUTION OF INSTRUMENTS

Section 8.1. Checks, Drafts, etc. All checks, drafts and orders for payment of money, and notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, or agent or agents, of the Corporation and in such manner as shall from time to time be determined by resolution of the Board.

Section 8.2. Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances. No loans shall be made by the Corporation to any of its directors or officers.

Section 8.3. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may select.

Section 8.4. Contracts. The Board may authorize any officer or officers, or agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 8.5. Conflicts of Interest and Procurement. The directors and officers of the Corporation shall have no undisclosed economic interest in the process of securing contracts. If any person who is a director or officer of the Corporation is aware that the Corporation is about to enter into any business transaction directly or indirectly with himself, any member of his family, or any entity in which he has any legal, equitable or fiduciary interest or position, including without limitation as a trustee, officer, shareholder, partner, beneficiary or trustee, such person shall (a) immediately inform those charged with approving the transaction on behalf of the Corporation of his interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within his knowledge that bear on the advisability of such transaction from the standpoint of the Corporation, and (c) not be entitled to vote on the decision



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to enter into such transaction. In all cases, Corporation transactions with any director or officer or any entities as described above is to be avoided unless absolutely necessary.

ARTICLE 9 INDEMNIFICATION

Section 9.1. Indemnification of Directors and Corporation Agents. The Corporation hereby declares that any person who serves at its request as a director, officer, employee, chairperson, or member of any committee, or on behalf of the organization as a trustee, director, or officer of another organization, whether for profit or not for profit, shall be deemed the Corporation's agent for the purposes of this Article and to the extent allowed by law, shall be indemnified by the Corporation against expenses (including attorney's fees), judgment, fines, excise taxes, and amounts paid in settlement actually and reasonably incurred by such person who was or is a party or threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative by reason of such service, provided such person acted in good faith and in a manner he reasonably believed to be in the best interest of the Corporation and, with respect to any criminal action or proceedings, had no reasonable cause to believe his conduct was unlawful. Except as provided in Section 9.3. below, termination of such action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not of itself create either a presumption that such person did not act in good faith and in a manner which he reasonably believed to be in the best interest of the Corporation or, with respect to any criminal action or proceeding, a presumption that such person had reasonable cause to believe that his conduct was unlawful.

Section 9.2. Indemnification against Liability to the Corporation. No indemnification shall be made with respect to any claim, issue, or matter as to which a person covered by Section 9.1. shall have been adjudged to be liable for negligence or misconduct in the performance of his/her duty to the Corporation unless and only to the extent that the court in which such action, suit, or proceeding was brought shall determine upon application that, despite the adjudication of the liability, but in view of all the circumstances of a case, such person is fairly and reasonably entitled to indemnification for such expenses which such court deems proper.

Section 9.3. Indemnification of Criminal Actions. No indemnification shall be made in respect of any criminal action or proceeding as to which a person covered in Section 9.1. shall have been adjudged to be guilty unless and only to the extent that the court in which such action or proceeding was brought shall determine upon application that, despite the adjudication of guilt, but in view of all the circumstances of the case, such person is entitled to indemnification for such expenses, or fines which such court shall deem proper.

Section 9.4. Period of Indemnification. Any indemnification pursuant to this Article shall: (a) be applicable to acts or omissions which occurred prior to the adoption of this Article, and (b) continue as to any indemnified party who has ceased to be a director, officer, employee, or agent of the Corporation and shall inure to the benefit of the heirs and personal representatives of such indemnified party. The repeal or amendment of all or any portion of these bylaws which would have the effect of limiting, qualifying, restricting any of the powers or rights of indemnification provided or permitted in this Article shall not solely by reason of such repeal or



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amendment, eliminate, restrict, or otherwise affect the right or power of the Corporation to indemnify any person, or affect any right of indemnification of such person, with respect to any acts or omissions which occurred prior to such repeal or amendment

Section 9.5. Advances of Costs and Expenses. The Corporation may pay costs and expenses incurred by a director, officer, employee or agent in defending a civil or criminal action, suit or proceeding, in advance of the final disposition of the action, suit or proceeding upon receipt of an undertaking by or on behalf of the person that he or she shall repay the amount advanced if it is ultimately determined that he or she is not entitled to be indemnified by the Corporation as authorized by these bylaws.

Section 9.6. Personal Liabilities of Directors and Officers. No director or officer of the Corporation shall be personally liable to the Corporation for civil claims arising from acts or omissions made in the performance of his or her duties as a director or officer, unless the acts or omissions are the result of his or her fraud, or malicious or willful misconduct, or the illegal use of alcohol or a controlled substance.

Section 9.7. Insurance for Corporate Agents. The Board members shall adopt a resolution authorizing the purchase and maintenance of directors and officers liability insurance.

ARTICLE 10 FINANCES

Section 10.1. Funds. All money paid to the Corporation shall be placed in a restricted fund or the general operating fund according to GAAP and Board of Director approval.

Section 10.2. Fiscal Year. The fiscal year of the Corporation shall begin on July 1 and close on June 30 of each year.

Section 10.3. Budget. A committee appointed by the Board Chair shall compile a budget of estimated expenses for the coming year, with staff support, and submit it to the Board of Directors for approval by the Board.

Section 10.4. Annual Audit. The accounts of the Corporation shall be audited annually by a certified public accountant. The audit shall at all times be available to the directors.

Section 10.5. Bonding. The Board Chair and such other officers and staff as the Board may designate by majority vote shall be bonded by a sufficient fidelity bond in an amount set by the Board and paid for by the Corporation.

ARTICLE 11 PROHIBITION AGAINST SHARING IN CORPORATE EARNINGS

No director, officer or employee of or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided that this shall not prevent the payment to any such



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person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All directors of the Corporation shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Board may determine or as may be determined by a court of competent jurisdiction upon application of the Board, exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

ARTICLE 12 EXEMPT ACTIVITIES

Notwithstanding any other provision of these bylaws, no director, officer, employee, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations promulgated thereunder as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE 13 PARLIAMENTARY AUTHORITY

The current edition of Roberts Rules of Order shall be the final source of authority in all questions of parliamentary procedure when such rules are not inconsistent with the bylaws of the Corporation or with an explicit majority vote on the matter by the Board of Directors.

ARTICLE 14 AMENDMENT OF BYLAWS AND ARTICLES OF INCORPORATION

These bylaws and the Articles of Incorporation of the Corporation may be amended, altered, changed, added to or repealed by an affirmative vote of a two-thirds (2/3) of the Board at any regular or special meeting of the Board.

ARTICLE 15 CONFLICTS; CONSTRUCTION

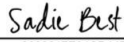
Any discrepancies or conflicts between the provisions of the Nonprofit Act, the Articles and Bylaws shall, unless otherwise provided, be resolved by giving priority first to the Nonprofit Act, second to the Articles, and third to the Bylaws.



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SECRETARY'S CERTIFICATE

I, THE UNDERSIGNED, being the secretary of Utah Arts Academy, a Utah nonprofit corporation, do hereby certify the foregoing to be the bylaws of such corporation, as adopted by written consent of its Board, dated effective the ____ day of 4/26/2021, 2021.

DocuSigned by:

3693617E04CB44B
Sadie Best, Secretary



10. Minutes from Governing Board meetings

Attach a copy of the minutes in which the board approved the Articles of Incorporation and Bylaws. If waivers are requested, include the minutes for which this motion appears. If there are executed contracts or MOUs, include the minutes for which these motions appear.

Board Meeting Minutes

Utah**ARTS**Academy

19 April 2021 | 6:00 PM | 1160 N. 645 W., Washington, UT 84780

BOARD MEMBERS PRESENT: Victoria L. Wilson(e), Nelson Hafen, Sadie Best, Jennifer Fouche (e), Chelsea Bergeron, Aubrey Johnson, Dustin Ence (e)

Absent: Tim Cooper, Josh Little

Welcome: Kent Brown: CFO/HR Director of THSA (Tuacahn High School for the Arts)

- Kent Brown introduced Utah Arts Academy, the Articles of Incorporation, and the process that he and the state have worked on to create UAA.
- Kent Brown introduced our new UAA Board Members, the process to select the new board, and read a short bio about each:
 - Victoria L. Wilson (Business/Real Estate) - Business Owner
 - Aubrey Johnson (Education) - Instructional Coach, GWA
 - Chelsea Bergeron (Education, Parent) - Director, Mountain View Montessori
 - Nelson Hafen (Business/Charter Finance) - Business Owner
 - Josh Little (Business/Legal) - Lawyer
 - Sadie Best (Parent) - Yoga Instruction
 - Tim Cooper (Artist) - AEA Actor, Educator
 - Jennifer Fouche (Artist) - AEA Actor
 - Dustin Ence (Construction) - Ence Construction
- Kent Brown turned the time to Chair Wilson

Motion: UAA Executive Director Appointment



- Chair Wilson motioned to elect Dr. Drew Williams as the Interim Executive Director, subject to full time ED pending finalization of all UAA/THSA discussions and negotiations. The motion was seconded by Board Member Sadie Best, and was unanimously approved through a roll call vote. Chair Wilson turned the time over to Dr. Drew.

Public Discussion: Dr. Drew Williams

- Dr. Drew answered questions about UAA, the process, the potential location, next steps and school programming and curriculum. Members of the community provided discussion and input as well as members of the Board.

Motion: Adjourn

- Chair Wilson motioned to adjourn the first UAA Board Meeting. It was seconded by Aubrey Johnson and unanimously approved. The meeting was adjourned.

Board Meeting Minutes

Utah**ARTS**Academy

26 April 2021 | 5:30 PM | ZOOM

BOARD MEMBERS PRESENT: Victoria Wilson, Nelson Hafen, Aubrey Johnson, Jennifer Fouche, Josh Little, Chelsea Bergeron, Sadie Best

Absent: Timothy Cooper, Dustin Ence

- **Welcome & Roll Call :** Victoria Wilson Board Chair UAA (Utah Arts Academy)

Motions-

- **Approval of 19 April 2021 Minutes :** Motion to approve minutes Aubrey Johnson, second Jennifer Fouche. Motion passed unanimously.

- **Approval of Bylaws** : Motion to approve Bylaws Nelson Hafen, second Aubrey Johnson. Motion approval was unanimous.
- **Approval of Articles of Incorporation** : Motion to approve Articles of Incorporation Josh Little, second Aubrey Johnson. Motion passed unanimously.

Appointment of Officers-

- **Appointments** : Vice Chair (Aubrey Johnson), Secretary (Sadie Best), and Treasurer (Nelson Hafent)

Discussion/Action Items-

- **DocuSign** - Victoria Wilson made board members aware of a *Resolution of Board of Directors of the Utah Arts Academy* and a *Conflict of Interest Policy* that needs to be DocuSigned by all members ASAP. Jennifer Fouche mentioned she did not have the emails and Kent Brown said he would resend.
- **Time turned over to Drew Williams** interim Executive Director (UAA). Brief hello, and thank you for everyone's hard work. Turned time over to Kent Brown.
- **Update on status of Charter and Asset Assignment Agreement with TCA/THSA** Kent Brown CFO/HR Director of THSA (Tuacahn High School for the Arts) indicated that UAA, THSA, and the State Charter School Board are working together to complete the Asset Agreement.
- **Update on status of facility options/negotiations** Kent Brown gave an update on the Sunset Corner location. All previous meetings with the owners of the location have been positive, and the sole tenant in the building is in favor of the school occupying the space. Things are looking positive for a rental agreement to be secured in the coming days.
- **Update on status of Transfer Application** Discussions continue with the Utah State Charter School Board. Drew Williams indicated that the application is ninety-eight percent complete. Once the space is secured the application will be complete.
- **Discussion of proposed written Resolutions and Bylaws** No board members had any questions or concerns regarding the proposed written Resolutions and Bylaws.
- **Discussion of Conflict of Interest Policy** No board members had any questions or concerns regarding the Conflict of Interest Policy.
- **Committees**- Three board member committees are being formed. Board members present voiced committee preferences as follows.
 - **Business**- Nelson Hafen, Josh little, Victoria Wilson
 - **General School**- Aubrey Johnson, Chelsea Bergeron, Sadie Best, Victoria Wilson
 - **Art**- Jennifer Foche, Victoria WilsonDrew Williams encouraged all in attendance to participate as volunteer opportunities become available to the community.

Public Comment-



- **Vicky Wilson opened the meeting to public comment/question** Drew Williams addressed a question about the process of moving off campus-special attention will be taken to assure that Student Records are secured. Community Question about information sessions for parents and students was answered by Drew and other board members. Discussion about how to keep current and prospective students informed occurred.

Next Meeting Scheduled: Monday May 3, 2021, 7PM MST

Motion-

- **Adjourn:** Chair Wilson motioned to adjourn UAA Board Meeting. It was seconded by Jennifer Fouche. The meeting was adjourned.

11. Executed contract(s) or MOUs with Education Service Providers

Has the board entered into any contractual relationships for services (e.g. building development, school design, ESP) to be provided upon condition of approval as a charter school?

☐ Yes, we have entered into a contractual relationship for services. (Complete section 11A)

☒ No, we have not entered into a contractual relationship for services. (Skip section 11A)

Does the board intend to have a contractual relationship with an ESP?

☒ Yes, we intend to contract with an ESP. (Complete section 11B)

☐ No, we do not intend to contract with an ESP. (Skip section 11B)

11A. Executed Contracts or MOUs

Disclose all such contracts and provide the executed contract or memorandum of understanding (MOU) between the school and the contractor including, at a minimum, proposed services, performance evaluation measures, fee structure, renewal and termination provisions, and terms of property ownership (real, intellectual, and personal).

Discuss the school's decision to work with these businesses, in general, and the selected business, in particular. Describe the planned relationship between the governing board, school administration, and the contractor, and how that relationship will further the school's mission and educational program. Provide a clear description of the services to be provided by the contractor. Describe the contractor's roles and responsibilities in relation to the school's management and governing board. Describe the governing board's performance expectations for the contractor. Discuss how the governing board evaluates the contractor's performance. Explain why the



contractor was selected, including what due diligence efforts were conducted to inform the selection.

Provide a summary of the contractor's history, including relevant performance data for other schools that the contractor has worked with (e.g., development, academic, financial, governance) and a list of all schools in the state of Utah which have contracted with this provider, with contact information.

11B. Intention to Contract

We will use, if any, the same ESP contracts that we used for THSA and follow the same protocol. All have been vetted using appropriate procurement ([63G-6a](#)) and due diligence.

