



3/8/2014

Arizona State Board for Charter Schools
161 West Adams Street Suite 170
Phoenix, Arizona 85007

To Whom It May Concern:

The purpose of this letter is to explain the overall plan for Hillcrest Academy and International Charter School of Arizona as they plan to merge entities.

It is the overall goal to merge the two entities and become one organization.

We plan to accomplish this with the approval of ASBCS in the following order.

- 1) Align the Governing Bodies of the two entities.
- 2) Align the Mission, Vision and Moto of the two entities
- 3) Align the Program of instruction for the two entities.
- 4) Decrease Grade Levels served by Hillcrest to K through 6
- 5) Decrease Grade levels served by ICSA to 7 through 12
- 6) New school site notification for Hillcrest to 3761 South Power Road (under Construction) effective 8-1-14
- 7) New school site notification for ICSA to 3916 East Paradise Lane, Phoenix, Arizona 85032 effective 7-1-14. Currently occupied by Pardes Jewish Day School.
- 8) Additional School site notification for Hillcrest at the ICSA campus effect 7-1-14
- 9) Additional School site notification for ICSA at the Hillcrest campus effective 8-1-14

As all of this is completed and the schools can successfully complete their missions, the two entities will begin the merger process of merging the two entities legally.

I hope that this letter helps explain what we are trying to accomplish. If you have any questions please feel free to give me a call at 480-399-0655

Sincerely,

Ryan Christensen
President

International Charter School of Arizona, Inc
Minutes of the Meeting of the Board of Directors
Held February 27, 2014

The meeting convened at 3:10 pm at the 4710 East Baseline Road in Mesa, AZ. Present were Ryan Christensen, Jerad Hunsaker, Michael Scott and Laurent Badoux (by Phone). Members absent Gordon Digby. Chairman Ryan Christensen conducted the meeting. Members of the public present were Michelle Shelby (by phone joined at 4:01)

1. Minutes of the previous regular meeting had been previously emailed to the members. No Corrections were requested. Jerad moved and Mike seconded to accept the minutes. Voting was unanimous in the affirmative.
2. FY2013 Audit was presented to the board. Discussion of findings and possible corrective action plans were discussed. There was discussion regarding the settlement statement agreement presented by ASBCS Staff.
 - a. Ryan motioned to accept the terms presented by ASBCS staff and that the agreement be signed.
 - b. Jerad Seconded the motion
 - c. All board members agreed.
3. The board discussed options and information gathered by Ryan Christensen & Laurent Badoux from consultants, legal and a meeting with ASBCS staff regarding possible relationship options between Hillcrest Academy and International Charter School of Arizona. The pros and cons of maintaining a Charter Management Agreement were discussed. The Pros and Cons of merging both entities were discussed. Ryan motioned and Jerad Seconded that with the approval of Arizona State Board for Charter Schools (ASBCS) approval, Hillcrest Academy and International Charter School of Arizona work to merge together in the following order 1) align the two boards with the same membership 2) align the Mission and Vision of each 3) align the program of instruction of each and 4) align grade levels so that there are no overlapping grades. Voting was unanimous in the affirmative.
4. Upon Approval from ASBCS, ICSA accepts Michelle Shelby as a new board member.
 - a. Ryan motioned to accept Michelle Shelby as a new board member for International Charter School of Arizona.
 - b. Mike seconded the motion
 - c. All board members agreed.
5. The Board was presented with a revised Mission and Vision statement.
 - a. Jerad motioned to accept Upon Approval from ASBCS, the new mission and vision statement as presented.
 - b. Mike seconded the motion
 - c. All board members agreed
6. The Board discussed using Hillcrest Academy's Logo and Name for marketing. The benefits of cost sharing were identified and that this fit with the long term goal of working towards merging the entities.

- a. Ryan motioned that with the approval of ASBCS, ICSA change the school name to Hillcrest Academy High and that once approved file with the state of Arizona a doing business as Hillcrest Academy
 - b. Jerad Seconded the motion
 - c. All board members agreed
7. The Board was presented with a revised aligned program of instruction
 - a. Mike motioned to accept Upon Approval from ASBCS, the revised program of instruction
 - b. Ryan seconded the motion
 - c. All board members agreed
8. The board discussed the progress on facilities. The board was presented with the ability to move the school site from its Maryland location into an existing facility located 40th Street and Paradise Lane. The Board discussed the benefits of the site and the ability suitable of its Mission and Vision. The Board discussed the growing demand in the area of the site and the ability to fill the school with current demographics.
 - a. Jerad motioned and Mike seconded that with ASBCS approval, ICSA enter into a lease agreement effective 7/1/2014 on the new build-to-suite location.
 - b. All board members agreed Ryan Abstained.
9. The Board discussed new facilities in Mesa to align with Hillcrest. The board was presented with the ability to enter into a build to suite lease agreement for a new facility located at South of the South East Corner of Power Road and Elliot. The Board discussed the benefits of the new site and the ability to build a building suitable to its Mission and Vision. The Board discussed the growing demand in the area of the new site and the ability to fill the school with current demographics.
 - a. Jerad motioned and mike seconded that with ASBCS approval for an expansion site, that Hillcrest enters into a lease agreement effective 7/1/2014.
 - b. All board members agreed. Ryan Abstained.
10. The board discussed the grade levels of each charter and discussed dropping 5th and 6th grade off the ICSA Charter to align with Hillcrest.
 - a. Ryan motioned that upon Approval from ASBCS, to remove the 5th and 6th grades from the ICSA Charter effect 7/1/2014 if ASBCS also approves site relocation, site expansion and enrollment cap increase.
 - b. Jerad seconded the motion
 - c. All board members agreed.

Meeting Adjourned at 4:47pm

The undersigned hereby certifies that he is the duly elected and qualified Secretary and the custodian of the books and records of Hillcrest Academy, Inc., and that the foregoing is a true record of the proceedings of the meeting of the Board of Directors mentioned above.



Michael Scott, Secretary