JUNIOR ACHIEVEMENT OF ARIZONA, INC.

STATE BOARD OF DIRECTORS RETREAT

**May 19, 2022**

**11:30 AM – 1:00 PM**

[**https://zoom.us/2301452167**](https://zoom.us/2301452167) **Videoconference**

**State Board Members**:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Member** | **Present****Y/N** |  | **Member** | **Present Y/N** |  | **Member** | **Present Y/N** |
| Art Perez | Y |  | Chrisie Ballard | Y |  | Marcia Wepfer | Y |
| Brad Harper | Y |  | Frank Marino – Chair | Y |  | Patricia Waterkotte | Y |
| Cary Smith | Y |  | Karen Quick | Y |  | Pete Rathwell | N |
| Charlie Smith | Y |  | Kim Anderson | Y |  |  |  |

**JAAZ Staff Members**:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Member** | **Present****Y/N** |  | **Member** | **Present Y/N** |  | **Member** | **Present Y/N** |
| Katherine Cecala | Y |  | Amy Schaefer | Y |  | Anne Landers | Y |
| Elizabeth Clements | Y |  | Joss Francheterre | N |  | Sam Alpert | Y |
|  |  |  | Colleen Cox | Y |  |  |  |

**GUEST:**

**CALL TO ORDER and Welcome**

The meeting of the State Board of Directors was called to order by Mr. Marino at 11:30AM.

Ms. Waterkotte and Mr. Marino shared a mission moment of the SAZ Board JA Day and TEP JA Day.

**APPROVAL OF MINUTES OF MARCH Meeting**

Members reviewed the minutes from the 3/18/22 Board Meeting.

**Motion to approve** **the Minutes of the 3/18/22 meeting as amended** was made by Ms. Quick.

**Motion seconded** by Mr. Art Perez.

**Motion unanimously approved.**

**FINANCE REPORTS and BUDGETS**

Ms. Cecala reviewed the 4/30/22 Balanced Scorecard.

Ms. Schaefer reviewed the Financial Statements as of April 30, 2022.

**Motion to approve** **the April 2022 Financials** was made by Mr. Charlie Smith.

**Motion seconded** by Mr. Cary Smith.

**Motion unanimously approved.**

Ms. Schaefer and Ms. Cecala presented the FY22-23 Operating and Capital Budgets.

**Motion to approve** **the FY22-23 Operating and Capital Budgets** was made by Mr. Brad Harper.

**Motion seconded** by Ms. Quick.

**Motion unanimously approved.**

**JA UPDATES**

Ms. Cecala gave an update about JA USA government funding requirement changes under consideration and JAAZ’s unique challenges and caution needed to avoid influencing legislation. Ms. Elizabeth Clements gave an update on staffing. Ms. Colleen Cox gave an update on programs. Ms. Cecala and Mr. Alpert gave an update on events and other fundraising activities.

**VOTING ITEMS FOR JA USA AND COMPLIANE**

Ms. Cecala presented the Expenditure Authorization Matrix

**Motion to approve** **the Expenditure Authorization Matrix** was made by Ms. Quick.

**Motion seconded** by Mr. Harper.

**Motion unanimously approved.**

Ms. Cecala presented the District Operating Agreement.

**Motion to approve** **the District Operating Agreement** was made by Ms. Quick.

**Motion seconded** by Mr. Harper.

**Motion unanimously approved.**

Ms. Cecala presented a Banking-Signers Resolution to update signers for the change in officers.

**Motion to approve** **the Banking Signing Authorization** was made by Ms. Quick.

**Motion seconded** by Mr. Harper.

**Motion unanimously approved.**

Ms. Cecala discussed the GEER grant of $2.7M dollars and ESSER grant of $2M awarded to us. These are federal grants flowing through the State of Arizona and will require us to get an A-133, Single Audit. Additional audit costs are allowable costs under the grants and will be funded with grant dollars. She asked the Board to officially approve accepting the grants. And approve applying for a grant through Senator Kelly’s office.

**Motion to approve** **acceptance of the GEER and ESSER grants, and the grant application submitted to Sen. Kelly’s office** was made by Ms. Quick.

**Motion seconded** by Mr. Harper.

**Motion unanimously approved.**

**BOARD DEVELOPMENT**

Mr. Marino presented members Art Perez, Cary Smith and Charlie Smith for reelection to the State Board for a second term each.

**Motion to approve** **Art Perez, Cary Smith and Charlie Smith** **for reelection to the State Board for a second term each** was made by Ms. Ballard.

**Motion seconded** by Ms. Quick.

**Motion unanimously approved.**

Mr. Marino presented for officers for FY22-23: Art Perez, Board Chair; Charlie Smith, Vice Chair, Strategy; Chrisie Ballard, Vice Chair, Board Development; Cary Smith, Secretary/Treasurer, Chair of Finance & Audit Committee; Karen Quick, Vice Chair/CAZ District Chair, Gayle Petrillo Vice Chair/SAZ District Chair; Katherine Cecala, President.

**Motion to approve as officers for FY22-23 Art Perez, Board Chair; Charlie Smith, Vice Chair, Strategy; Chrisie Ballard, Vice Chair, Board Development; Cary Smith, Secretary/Treasurer, Chair of Finance & Audit Committee; Karen Quick, Vice Chair/CAZ District Chair, Gayle Petrillo Vice Chair/SAZ District Chair; Katherine Cecala, President.** was made by Mr. Harper.

**Motion seconded** by Mr. Charlie Smith.

**Motion unanimously approved.**

Mr. Marino presented to elect to the Junior Achievement of Arizona Statewide Board Executive Committee Mr. Art Perez, Chair; Karen Quick, Vice Chair/CAZ District Chair, Gayle Petrillo Vice Chair/SAZ District Chair; and Cary Smith, Secretary/Treasurer, Chair of Finance & Audit Committee.

**Motion to approve as executive committee Mr. Art Perez, Chair; Karen Quick, Vice Chair/CAZ District Chair, Gayle Petrillo Vice Chair/SAZ District Chair; and Cary Smith, Secretary/Treasurer, Chair of Finance & Audit Committee** was made by Ms. Quick.

**Motion seconded** by Mr. Charlie Smith.

**Motion unanimously approved.**

Mr. Marino presented members Brad Harper, Chrisie Ballard, Karen Quick, Patricia Waterkotte, and Pete Rathwell for reelection to the State Board for a third term each.

**Motion to reelect Brad Harper, Chrisie Ballard, Karen Quick, Patricia Waterkotte, and Pete Rathwell to the State Board for a third term each** was made by Mr. Perez.

**Motion seconded** by Mr. Charlie Smith.

**Motion unanimously approved.**

Mr. Marino presented members to be on the JA Finance & Audit Committee.

**Motion to elect Cary Smith, Chair; Arturo Quezada, Chad Thurston, Chip Griffith, Eliezer Asunsolo, Karen Quick, Kerri Schrage, Leah Karpuk,Nathan Erickson, Nick Wanat, Olivia Howerton, Ryan Quigley, Steve Richins, Ron Butcher, and Art Perez, ex officio to the JAAZ Statewide Board Finance & Audit Committee** was made by Mr. Perez.

**Motion seconded** by Ms. Quick.

**Motion unanimously approved.**

Mr. Marino presented the slate of candidates for the Foundation for Junior Achievement of Arizona.

**Motion to elect Marcia Wepfer, President; Al Augenstein, Katherine Cecala, Secretary; Leo Dembinski; Norm Klein; Frank Marino; and Pete Rathwell to the Board of Trustees for Foundation for Junior Achievement of Arizona** was made by Ms. Quick.

**Motion seconded** by Mr. Cary Smith.

**Motion unanimously approved.**

Mr. Marino presented Marcia Wepfer as a candidate to be invited to join the Emeritus Directors.

**Motion to invite Marcia Wepfer** **to join the Emeritus Directors** was made by Ms. Waterkotte.

**Motion seconded** by Ms. Quick.

**Motion unanimously approved.**

**EXECUTIVE SESSION**

Mr. Marino took the Board into an executive session.

**Other Business**

Ms. Cecala provided the schedule of meeting dates for FY22-23 in the meeting documents.

No further business came before the board.

**Adjournment**

With no further business coming before the members the meeting was adjourned by Mr. Marino at 12:55 PM.

### Minutes prepared by Amy Schaefer

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|  | May 19, 2022 |