JUNIOR ACHIEVEMENT OF ARIZONA, INC.

STATE BOARD OF DIRECTORS MEETING MINUTES

636 W Southern Ave., Tempe, AZ

**May 25, 2023**

**11:30 AM – 1:00 PM**

**State Board Members**:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Member** | **Present**  **Y/N** |  | **Member** | **Present Y/N** |  | **Member** | **Present Y/N** |
| Art Perez - Chair | Y |  | Charlie Smith | N |  | Karen Quick | Y |
| Brad Harper | Y |  | Gayle Petrillo | Y |  | Patricia Waterkotte | N |
| Cary Smith | Y |  | Frank Marino | Y |  | Pete Rathwell | N |
|  |  |  |  |  |  |  |  |

**JAAZ Staff Members**:

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

**CALL TO ORDER and Welcome**

The meeting of the State Board of Directors was called to order by Ms. Karen Quick at 11:35 AM.

**APPROVAL OF MINUTES OF PRIOR Meeting**

Members reviewed the minutes from the 3/23/23 Board Meeting.

**Motion to approve** **the Minutes of the 3/23/23 meeting** was made by Ms. Gayle Petrillo.

**Motion seconded** by Mr. Brad Harper

**Motion unanimously approved.**

**BALANCED SCORECARD AND FINANCIAL REVIEW**

Ms. Katherine Cecala presented the April 2023 Balanced Scorecard and the April 2023 financial statements.

**Motion to approve** **the Financial Statements** was made by Ms. Quick.

**Motion seconded** by Mr. Harper.

**Motion unanimously approved.**

**FINANCE & AUDIT COMMITTEE UPDATES**

Mr. Cary Smith reported that FAC had a pre-audit meeting with the auditors and we do not foresee any issues. Mr. Smith gave an overview of the proposed budget for 2023/24. He explained that while we are forecasting a $2.1M surplus for 2022/23, the 2023/24 budget is closer to breakeven with a $322K surplus. Board members discussed the proposed budget.

**Motion to approve** **the Financial Statements** was made by Ms. Quick.

**Motion seconded** by Mr. Frank Marino.

**Motion unanimously approved.**

**LEADERSHIP UPDATES**

Ms. Cecala gave an update on key activities and the status of hiring for the Chief Development Officer position. Ms. Anne Landers shared information about strategic partnerships including the Arizona Coalition for Career Readiness. Mr. Sam Alpert shared that total revenue for 2022/23 was budgeted to be $7.2M and we expect to have about $7.5M. Grant requests from Parsons Foundation ($300K) and Congress ($200K) are pending. We will have 6-7 new shops in JA BizTown. Mr. Francheterre reported that Golfers Dream Day was a success and we were only 1.5 foursomes short of a sellout.

**ANNUAL COMPLIANCE APPROVALS**

The Board reviewed the Expenditure Authorization Matrix and JA USA District Operating Agreement.

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

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

**Motion unanimously approved.**

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

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

**Motion unanimously approved.**

**BOARD ELECTIONS**

**New State Board Member**

**Motion to elect Eli Peart to an initial three-year term on the Junior Achievement of Arizona Statewide Board** was made by Ms. Gayle Petrillo.

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

**Motion unanimously approved.**

**Statewide Board Elections**

**Motion to approve the Slate of Officers and Executive Committee as presented** was made by Mr. Harper.

**Motion seconded by** Ms. Quick.

**Motion unanimously approved.**

**Junior Achievement of Arizona Statewide Board officers:**

* Art Perez – Chair
* Charlie Smith – Vice Chair, Strategy
* Karen Quick – Vice Chair (Central Arizona District Board Chair)
* Gayle Petrillo – Vice Chair (Southern Arizona District Board Chair)
* Cary Smith – Secretary/Treasurer, Chair of Finance & Audit Committee
* Katherine Cecala – President

**Executive Committee**

* Art Perez – Chair
* Karen Quick – Vice Chair (Central Arizona District Board Chair)
* Gayle Petrillo – Vice Chair (Southern Arizona District Board Chair)
* Cary Smith – Secretary/Treasurer, Chair of Finance & Audit Committee

**Term Renewals**

**Motion to reelect the Frank Marino to a third three-year term on the Junior Achievement of Arizona Statewide Board** was made by Mr. Harper.

**Motion seconded by** Ms. Quick.

**Motion unanimously approved.**

**Finance and Audit Committee**

**Motion to elect the following people to the Junior Achievement of Arizona Statewide Board Finance & Audit Committee** was made by Mr. Harper:

* Cary Smith -- Chair
* Arturo Quezada
* Chip Griffith
* Eliezer Asunsolo
* Karen Quick
* Kerri Schrage
* Leah Karpuk
* Nathan Erickson
* Nick Wanat
* Olivia Brasher
* Raymond Smith
* Ron Butcher
* Ryan Quigley
* Steve Richins
* Art Perez – ex officio

**Motion seconded by** Ms. Quick.

**Motion unanimously approved.**

**Foundation for Junior Achievement of Arizona**

**Motion to re-elect the following people to the Board of Trustees for Foundation for Junior Achievement of Arizona** was made by Ms. Quick:

* Marcia Wepfer -- President
* Al Augenstein
* Katherine Cecala – Secretary
* Leo Dembinski
* Norm Klein
* Frank Marino
* Pete Rathwell

**Motion seconded by** Ms. Petrillo.

**Motion unanimously approved with Mr. Marino abstaining.**

**ANNOUNCEMENTS**

Ms. Cecala thanked Mr. Charlie Smith and Mr. Cary Smith for hosting the Board Social earlier in May. Members shared how much fun it was to be treated to guitar playing and singing from the “Smith Brothers” and Mr. Brad Harper. Ms. Cecala shared that the Staff Year-End Celebration is scheduled for May 26 and the theme is Cirque du JA. Karen Quick will be presented with JA USA’s Gold Leadership Award, the highest award in the JA system, on June 13 in Washington DC. Mr. Perez thanked the Board members for their outstanding service.

**Other Business**

No further business was brought before the board.

**Adjournment**

With no further business coming before the members the meeting was adjourned by Mr. Perez at 12:31 PM.

### Minutes prepared by Katherine Cecala

|  |  |
| --- | --- |
|  |  |
|  | May 25, 2023 |

**Nominations for Elections to Boards, Offices and Certain Committees**

**New State Board Member**

***Motion: I move to elect Eli Peart to an initial three-year term on the Junior Achievement of Arizona Statewide Board.***

**Statewide Board Officers**

***Motion: I move to elect the following people to the Junior Achievement of Arizona Statewide Board offices:***

* Art Perez – Chair
* Charlie Smith – Vice Chair, Strategy
* Karen Quick – Vice Chair (Central Arizona District Board Chair)
* Gayle Petrillo – Vice Chair (Southern Arizona District Board Chair)
* Cary Smith – Secretary/Treasurer, Chair of Finance & Audit Committee
* Katherine Cecala – President

**Executive Committee**

***Motion: I move to elect the following people to the Junior Achievement of Arizona Statewide Board Executive Committee:***

* Art Perez – Chair
* Karen Quick – Vice Chair (Central Arizona District Board Chair)
* Gayle Petrillo – Vice Chair (Southern Arizona District Board Chair)
* Cary Smith – Secretary/Treasurer, Chair of Finance & Audit Committee

**Term Renewals**

***Motion: I move to reelect the following people to a third three-year term on the Junior Achievement of Arizona Statewide Board:***

* Frank Marino

**Finance and Audit Committee**

***Motion: I move to elect the following people to the Junior Achievement of Arizona Statewide Board Finance & Audit Committee:***

* Cary Smith -- Chair
* Arturo Quezada
* Chip Griffith
* Eliezer Asunsolo
* Karen Quick
* Kerri Schrage
* Leah Karpuk
* Nathan Erickson
* Nick Wanat
* Olivia Brasher
* Raymond Smith
* Ron Butcher
* Ryan Quigley
* Steve Richins
* Art Perez – ex officio

**Foundation for Junior Achievement of Arizona**

***Motion: I move to elect the following people to the Board of Trustees for Foundation for Junior Achievement of Arizona:***

* Marcia Wepfer -- President
* Al Augenstein
* Katherine Cecala – Secretary
* Leo Dembinski
* Norm Klein
* Frank Marino
* Pete Rathwell