



Imagine School at North Port

**SARASOTA COUNTY PUBLIC SCHOOLS
CHARTER SCHOOL
2014-15 RENEWAL APPLICATION**



IMAGINE SCHOOL AT NORTH PORT

GOVERNING BOARD

"Excellence through Integrity"

Elementary Campus

1000 Innovation Avenue – North Port, Florida – 34289

Upper Campus

2757 Sycamore Street – North Port, Florida – 34289

January 9, 2015

School Board of Sarasota County
1960 Landings Boulevard
Sarasota, Florida 34231

Dear Sarasota County School Board Members,

Please accept this letter of intent to file a Charter Renewal Application for Imagine School at North Port with the School Board of Sarasota County. Imagine School at North Port, Inc. (the Governing Board), intends to request a 15 year charter due to its High Performing Charter School classification by the Florida Department of Education.

Sincerely,

Chris Phillips
Board President
Imagine School at North Port, Inc.

cc: Imagine School at North Port, Inc. Board Members
Katrina Ward, Supervisor School Choice, Virtual School and Charter Schools
Natalie Roca, Executive Director, Integrated Instructional Services
Aleischa Coover, Elementary Principal, Imagine School at North Port
Steve Black, Upper School Principal, Imagine School at North Port
Kathy Helean, Region Director, Imagine Schools
Rod Sasse, Executive Vice President, Imagine Schools

Renewal Application Cover Sheet

School Name: Imagine School at North Port
School Address: Elementary Campus: 1000 Innovation Avenue—North Port, FL 34289
Upper Campus: 2757 Sycamore Street—North Port, FL 34289
Telephone Number: (941) 426-2050
Fax Number: (941) 426-8659

The school principal and/or the charter governing board chair will be contacted by agency staff if there are issues to be resolved in any of the sections.

Principal Contact Information

Principal's Name: Aleischa Coover: Elementary Campus
Steve Black: Upper Campus
Telephone Number: (941) 426-2050
extension 164: Aleischa Coover
extension 711: Steve Black
Fax Number: (941) 426-8659
Email Address: aleischa.coover@imagineschools.com
steve.black@imagineschools.com

Governing Board Chair Contact Information

Charter Holder Board
Chair's Name: Chris Phillips
Telephone Number: (941) 539-2493
Fax Number: (941) 426-8659
Email Address: Cphillips95@msn.com

Date Charter School Opened: K-8 Charter on August 1, 2008
High School Charter on July 1, 2011
Combined K-12 Charter effective July 1, 2011

End of Current Charter Term End Date: June 30, 2015

Number of Years Requested for Charter Renewal: 15

Is the school presently designated as a "High Performing Charter School?" Yes No

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Section I. Current Information about the Charter School

The School's Mission and Vision:

Imagine School at North Port is a safe, disciplined and productive environment that brings choice and a balance of academic and moral education to our local community. We utilize the Imagine Schools Six Measures of Excellence as guiding principles to obtain the following for our school:

Shared Values of Integrity, Justice and Fun-School stakeholders possess the ability to design their role in contributing toward their own success as well as the success of others in our school community. Our school is a place where we can develop an overarching belief that success is a possibility, and consequently take great joy in owning part of the decision making process.

Academic Growth-Students will be exposed to and challenged by a curriculum which balances fundamental skill development with critical thinking and inquiry-based acquisition of knowledge and perspective. Teachers will harness their love of children combined with a passion for learning into the creation of a pedagogy which constantly measures our daily instructional practices against what is best for our students. The school will, in a thoughtful and meaningful fashion, construct a path for learning and growth of our students which transcends standardized testing and fosters a skill set that ensures success inside and outside of the classroom.

Positive Character Development-School staff models and instructs students in the core values required to become a moral, upstanding citizen of our nation. Students experience high expectations for moral development from the school community, and are able to learn from an effective curriculum paired with an ability to practice these values through school facilitated peer interactions, community service and student leadership opportunities.

Economic Sustainability-School combines an urgent need to provide students with instructional materials and support items which will facilitate their education, with a shared understanding to prioritize our expenditures according to the needs of students, live within our budget, and model fiscal responsibility with public funds. Developing business partnerships and symbiotic relationships with the local community will assist in this effort.

Parent Choice and Satisfaction-Our parents experience satisfaction due to the progress of their children. They work cooperatively with school personnel to establish goals and priorities. They feel welcomed and valued as partners in the educational process, and perennially choose our school as the best and most suitable fit for their children's educational needs.

School Development-School Community concentrates on a systematic pattern of continuous improvement which entrenches our place as a beacon of high quality education within our community, with the ultimate result being a school which operates at full capacity, thereby maximizing the positive impact of our school community in the local community and surrounding area.

The Mission of Imagine School at North Port is to educate all students in a safe, supportive, individualized and challenging environment where they can learn to be contributing citizens of our community.

Motto: Excellence through Integrity

Current student population and composition

- Provide a brief narrative description of the students served at the school:

Imagine School at North Port serves students in grades K-12. Students served include general education and special education students in a full inclusion model. The school draws its enrollment from Sarasota County, Charlotte County, and DeSoto County

- Student 5-year enrollment (number and percentage by grade level and projected enrollment):
See Appendix A.
- Number of ESE and ELL students, and the total number as of the October 2014 Survey period:

	NUMBER OF STUDENTS			
GRADE LEVEL	ESE (IEPs)	ESE GIFTED (EPs)	ELLs	TOTAL
K	1	0	5	6
1	3	0	8	11
2	7	1	5	13
3	5	2	2	9
4	5	1	1	7
5	5	0	5	10
6	6	5	2	13
7	3	4	0	7
8	6	1	0	7
9	8	3	0	11
10	4	2	0	6
11	3	0	0	3
12	3	2	0	5

- Ethnicity and socioeconomic status composition of school for **2014-2015**. Please report the percent and number of students in each category.

GRADE LEVEL	Ethnicity/Race					Low Income
	White % (#)	Black/African-American % (#)	Hispanic % (#)	Native American % (#)	Asian/Other % (#)	Free/Reduced Price Lunch %
K	84% (71)	4% (3)	13% (12)	2% (2)	5% (5)	
1	84% (73)	5% (4)	12% (11)		2% (2)	
2	75% (58)	8% (6)	19% (17)		2% (2)	
3	78% (61)	9% (7)	12% (11)	1% (1)	7% (7)	
4	69% (55)	4% (3)	14% (14)		4% (4)	
5	73% (66)	6% (5)	11% (12)	1% (1)	11% (12)	Elementary 48%
6	79% (93)	3% (4)	13% (17)	1% (1)	6% (8)	
7	71% (67)	4% (4)	13% (18)	1% (1)	10% (13)	
8	72% (74)	4% (4)	19% (24)		5% (7)	
9	82% (56)	4% (3)	13% (15)		9% (11)	
10	73% (38)	4% (2)	12% (13)	1% (1)	8% (9)	
11	77% (44)	5% (3)	13% (12)	2% (2)	5% (5)	
12	77% (30)	3% (1)	12% (11)		2% (2)	Upper 52%

- Please include any information about your students or the services that you provide to those students that you might consider unique to your school.

Imagine School at North Port is a small school option with a family-like feel for parents at the elementary, middle, and high school levels. Currently, it is the only cost free school of choice located in North Port. At the elementary level instruction is delivered through content area teams in grades one, two, four, and five with a possible option for teachers to loop with their students.

- Please describe any future plans to add/change grade levels served, projected enrollment and/or enrollment capacity.

Imagine School at North Port requests that maximum enrollment numbers are not capped at certain grade levels, but at the school level K-12.

Section II. Student Achievement

The Charter School should present evidence in support of the school's attainment of high levels of student achievement and growth.

- Please provide the following data:
 - A graph or chart showing 5-year trends in reading, math, science and writing achievement (percent proficient) based on state assessments, End-of-Course (EOC) exams and any other data that may be relevant.

Imagine School at North Port				
5 Year Schoolwide Overview				
	Reading % Proficient	Math % Proficient	Writing % Proficient	Science % Proficient
2013-2014	70	59	62	55
2012-2013	60	66	64	63
2011-2012	63	61	90	45
2010-2011	77	73	90	52
2009-2010	75	65	91	53

Imagine School at North Port								
5 Year Reading Proficiency Scores								
	Grade 3	Grade 4	Grade 5	Grade 6	Grade 7	Grade 8	Grade 9	Grade 10
2013-2014	70	77	74	72	67	64	63	67
2012-2013	67	59	72	60	60	63	46	48
2011-2012	60	66	67	63	69	55	50	
2010-2011	62	62	63	66	70	56		
2009-2010	72	69	73	77	76			

Imagine School at North Port								
5 Year Mathematics Proficiency Scores								
	Grade 3	Grade 4	Grade 5	Grade 6	Grade 7	Grade 8	Grade 9	Grade 10
2013-2014	39	49	60	71	58	61		
2012-2013	70	69	71	61	61	61		
2011-2012	49	49	60	68	68	56		
2010-2011	49	48	51	60	57	69		
2009-2010	78	61	60	54	66			

Imagine School at North Port					
5 Year EOC Proficiency Scores					
	Algebra EOC	Geo EOC	Biology EOC	US History EOC	Civics EOC
2013-2014	78	69	86	85	
2012-2013	55	78	77		
2011-2012	76	95	96		
2010-2011	94				
2009-2010					

Imagine School at North Port			
5 Year Writing Proficiency Scores			
	Grade 4	Grade 8	Grade 10
2013-2014	68	52	69
2012-2013	72	72	46
2011-2012	70	69	
2010-2011	90		
2009-2010	86		

Imagine School at North Port		
5 Year Science Proficiency Scores		
	Grade 5	Grade 8
2013-2014	48	47
2012-2013	67	47
2011-2012	56	38
2010-2011	54	45
2009-2010	51	

- o A summary chart showing the 5-year history of the accountability ratings (school grades) for your school. (You can access/print from FL DOE website.)

Imagine School at North Port	
5 Year School Grade	
2013-2014	A
2012-2013	B
2011-2012	A
2010-2011	A
2009-2010	A

- For high schools, a summary chart with 5-year graduation/dropout rates.

Data is not yet available. Since opening in 2008 as a K-6 school, the school has added a grade-level each year. 2014-2015 is the first year the school will be graduating seniors.

- Please provide a brief narrative highlighting those areas that you feel reflect the most significant student achievement accomplishments for your school.

With the addition of the middle and high school grade levels after 2008, the school has added a rigorous curriculum at those levels and includes high school credit bearing classes at the middle school level in Algebra, Geometry, Spanish and Speech. At the high school level, the school has built a core program meeting the graduates' needs including Advanced Placement and Dual Enrollment courses.

Part of the school's greatest academic achievements can be identified in the state EOC scores. Imagine School at North Port has a strong track record of high pass rates over the years.

The school works to acknowledge the strengths of its students by honoring achievements including honor roll, college application processes, letters home recognizing student merits and more. This brings a sense of community to the campus and develops the message that education and schooling are important.

- Please describe any discrepancies in goals between the 2013-14 School Improvement Plan (SIP) and the test results from 2014. Please address the goals and targets established for the 2014-2015 SIP.¹

The school set modest goals in 2013-2014 of 4 percentage point increases in the four content areas, math, reading, science, and writing. School-wide, there was success in achieving the goal in the area of reading with an increase of 10 percentage points. The school was unsuccessful in attaining the 4 percentage point goal school-wide in math, writing, and science, but the goal was met at various grade levels.

Imagine School at North Port Change in Proficiency Levels from 2012-13 to 2013-14				
	Reading	Math	Writing	Science
3 rd Grade	-3	-31		
4 th Grade	+18	-20	-4	
5 th Grade	-2	-9		-19
6 th Grade	+12	+10		
7 th Grade	+7	-3		
8 th Grade	-1	0	-20	0
9 th Grade	+17	Alg. +23		
10 th Grade	+19	Geo. -9	+23	Bio. +9
School Wide	+10	-7	-2	-8

¹ Note: There is no need to attach the SIP documents. The 2014-2015 School Improvement Plan (SIP) will be considered by the CRC in the renewal process but the document itself does not have to be included with the renewal application.

The school has retained the goal of four percentage point increases on our 2014-2015 SIP. The leadership team and instructional coaches are working with teachers and teams to increase alignment with focus calendars and resources and are closely monitoring benchmark assessments at all levels.

- In any area in which there is needed improvement, please highlight the strategies in place to remediate problems or strengthen achievement.

PLCs are currently in place at all levels for content area and grade-level teams to analyze student data, share teaching strength and ideas, and to complete professional development as a team. The goal is to build capacity among returning and new staff members within specific content areas.

Instructional Coaches are in place at both campuses to support teacher instruction and targeted skill sets on an individual basis. Instructional Coaches also work to create cohesion across grades and contents by leading and participating in professional development, data chats, and team meetings. Science curriculum has gone through a realignment process at the middle school levels where teachers have moved from an integrated approach to a discipline specific approach to instruction.

Section III. Academic Program

The Charter School should briefly describe the educational program/model currently in place and discuss the proposed changes to the charter, if any, for the school's educational program design and/or curriculum.

- Describe the educational program design and curriculum. If the school serves middle and/or high school grade levels, please describe ACCEL and course recovery options offered.

Imagine School at North Port follows the most current Florida Standards and uses the Sarasota County Instructional Focus Guides, Imagine Schools Standards-Based Curriculum Guides, and Imagine Schools Academic Framework as resources to guide teachers as they implement the current standards, using high-quality instructional materials and resources, many of which are the same as the county's resources. The school follows the Sarasota County Schools Student Progression Plan at all levels.

At the elementary level, students in kindergarten and third grade are in self-contained classrooms with one teacher delivering instruction in all content areas. In grades one, two, four, and five, teachers deliver instruction in content area teams. The English Language Arts/Social Studies teacher partners and shares students with the Math/Science Teacher.

At the middle school level, students are provided with opportunities to obtain high school credit in courses such as Algebra I, Geometry, Speech I and Spanish I. High-performing students at all levels also have the opportunity to qualify to take part in the Sarasota County ACCEL program, allowing them to advance in their coursework. Having an "Upper Campus" serving grades 6-12 benefits the students to experience a seamless education all on the same campus from our teachers at multiple grade levels.

Students also have the opportunity to complete advanced and remedial coursework through Florida Virtual School, whether on or off campus. One-to-one computing at grades 9-12 supports this learning at both ends of the spectrum.

Additionally, high school students have the opportunity to choose to take various Advanced Placement courses, Dual Enrollment courses through State College of Florida (on and off campus), CTE courses through Charlotte Technical Center and CTE coursework in the areas of Robotics and Technical Design, leading to Industrial Certification.

- If any changes will be requested for the new term on the charter, please describe each of the following:
 - The proposed changes/modifications to the school's academic program.

Due to changes in educational requirements, Imagine School at North Port no longer uses the Project CHILD instructional model.

- Any new instructional approaches planned for the future.

With the implementation of one-to-one computing at the high school level, and an increase in technologies available to schools through funding and publishers, Imagine School at North Port will continue and expand its use of various methods of instruction, learning and processing of information. The school currently uses the county's Blackboard Learn platform to enhance learning experiences inside and outside of the classroom.

- The changes to the school's course offerings and how the new courses align with the school's program of study.

At the middle school level, Imagine School at North Port will have a heightened awareness and response to the educational needs of students in the area of technology. Whether through an expansion of technology-related courses or thoughtful infusion of technology within the core curriculum, the school will remain current in its educational practices as finances permit.

At the high school level, Imagine School at North Port will refine and expand its course offering in the areas of Advanced Placement, CTE and Dual Enrollment based on funding and the needs and career pathways of the student population.

- Any new instructional materials/resources planned to support/align with the planned academic program changes.

As funding becomes available, Imagine School at North Port will update its core instructional materials to align with Florida's newest standards. The school will increase the availability of digital resources to its students and teachers as finances permit, while still providing a sense of integrity to the current educational practices and requirements.

Section IV. Services for ESE and ELL Students

The Charter School should briefly discuss the services and instructional programs provided to students with disabilities and English Language Learners (ELL).

- Describe the instructional and program services provided for ESE students.

ESE students are provided direct services by both general education and ESE certified teachers in either general education classes or a push in/ pullout model based on student needs as stated in their current IEP. Services are limited to the Regular Education category as designated by the state to include more than 79% of their day with non ESE students. Services include resource teacher push in or pull out, ESE certified teachers teaching general education courses, ESE consult services with students and teachers, speech and language services, and occupational therapy services.

- Describe the instructional and program services provided for ELL students.

ELL students are instructed by general education teachers in a full inclusion model with allowable accommodations.

- Describe any plans for changes in level of services to be provided for ESE and/or ELL students and provide a rationale or support for the proposed change.

No changes are currently planned.

- If applicable, address any complaints filed against the school within the past 5 years with regard to ESE and their findings.

Some parents have made complaints that the service levels provided are not adequate for their child's needs. Through IEP reviews and meeting with administration and district staff, decisions have been made to either: provide a different level of services for the student at Imagine through reevaluation and an updated IEP, or students have returned to their district school to receive a higher level of service than what is provided at Imagine.

Section V. Teacher Qualifications

- Please submit the following information about your current 2014-2015 instructional staff:

GRADE LEVEL	NUMBER OF HIGHLY QUALIFIED TEACHERS	NUMBER OF TEACHERS OUT-OF-FIELD	NUMBER OF TEACHERS WITH ESE CERTIFICATION	NUMBER OF TEACHERS WITH ELL ENDORSEMENT	NUMBER OF TEACHERS WITH READING ENDORSEMENT
K	2	3 (ESOL)	1	2	0
1	5	0	1	4	0
2	3	1 (ESOL)	0	3	1
3	2	2 (ESOL)	0	2	0
4	4	0	1	2	1
5	2	2 (ESOL)	0	2	0
6	9	0	1	1	1
7	7	0	2	1	1
8	4	1	0	0	0
*9-12	13	0	1	2	3

*Teachers at the high school level teach multiple grade levels.

- If there are grade levels without teachers holding credentials to provide ESE, ELL or specialized Reading services, how are students in those grade levels accommodated?

The school has an ESE/Reading Intervention teacher on both campuses to provide push in and pullout services where necessary.

- Describe your process for dealing with teachers who are considered "out-of-field."

Teachers are able to teach out-of-field for only one year. During that time, they are expected to be working towards certification. If they are not certified by the following school year, they will not be able to teach the subject in which they were considered out-of-field. Teachers considered out-of-field for ESOL are expected to comply with the endorsement and/or in-service requirement for their category. Out-of-field teaching assignments are presented to the Governing Board and parent notification is sent home via letter or the school's parent newsletter.

- Provide the percent of instructional staff rated as Highly Effective, Effective, Needs Improvement/Developing and Unsatisfactory for the 2012-2013 and 2013-2014 school years (if available).

Teacher Evaluation Ratings	2013-2014 Percentages
Highly Effective	11%
Effective	85%
Needs Improvement/Developing	4%
Unsatisfactory	0

- Describe any plans for staffing changes.

There are currently no plans for staffing changes.

Section VI. Admissions Policy

Please submit the following information to document your admission and enrollment practices:

- Briefly describe your student admissions policy.

Imagine School at North Port follows Sarasota County School Board procedures and policies and enrolls eligible students by accepting a completed application. During the pre-enrollment period, applications are accepted with a cutoff date of March 1st. If the number of applicants exceeds the capacity of the program, class, grade level, or building, all applicants have an equal chance of being admitted through a random selection process. Preference may be given to siblings of students enrolled in the school, to the child of a member of the Governing Board of the school, or to the child of an employee of the school.

- Please provide a copy of your student and parent contract, if applicable, and describe any planned revisions or modifications.

We do not currently utilize a student and parent contract unless there may be cause for dismissal.

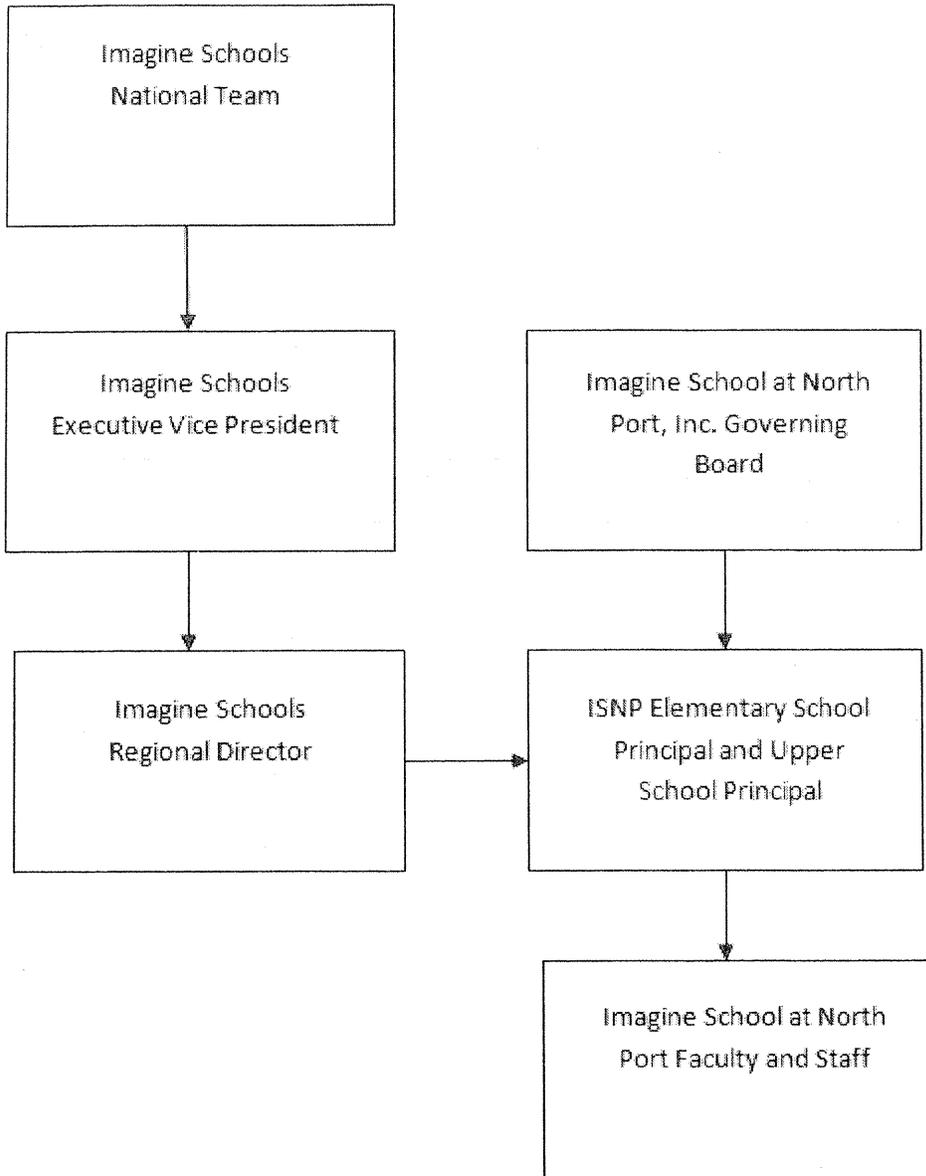
- Pursuant to s. 1002.33(10)(d) and s. 1002.33(10)(e), please describe any proposed changes to the current charter related to enrollment preferences and/or limiting the enrollment to a specific student population.

Imagine School at North Port requests that maximum enrollment numbers are not capped at certain grade levels, but at the school level K-12.

Section VII. Governance Structure and Procedures

The following information is to be submitted to document Charter School compliance with statutory requirements.

- Provide a current organizational chart.



- Attach or list all of the governing board members and contact information and brief description of person's background.

See Appendix B.

- Attach the agendas and meeting minutes for the last six governing board's meetings. See Appendix C.
- Provide evidence of the public notification of the governing board meetings for the last six meetings.

Notice of public posting is addressed in each of the meeting minutes in Appendix C. See Appendix D for evidence of the public posting on our website as well.

- If applicable, identify any governing board member who is directly or indirectly receiving financial compensation from the school and describe the nature of that compensation.

Not applicable.

- Describe changes, if any, to the school's governance and/or changes in Board policies that have occurred within the past 5 years or which are planned for new term of the charter.

There was an amendment to each the Affiliate Agreement and the Governing Board Bylaws. See Appendix E.

- If applicable, please describe any pending and threatened legal actions against the school.

There are currently two pending lawsuits against the school regarding two middle school students involved in two separate "horseplay" incidents that resulted in injury.

Section VIII. Financial Sustainability

Please provide the following information to document the school's financial sustainability:

- Please submit a copy of the school's Financial Recovery Plan (if applicable).
Imagine School at North Port has not had to file a Financial Recovery Plan with the Florida Department of Education. However, Sarasota County Schools Superintendent Lori White requested that the school submit a Financial Plan to her office. Please see Appendix F.
- Please detail any anticipated significant changes in school revenue or expenditures during the next five years, including grants or other external funding, enrollment changes, and capital needs.

Imagine School at North Port does not anticipate any significant changes, but continues to work towards increasing enrollment to meet the charter's full capacity.

- If there is a plan for a change in the school's current site or a plan to move to another site, please give a detailed description of the manner in which those changes would be financed.

There are no plans to change the school's current site at this time.

Section IX. Facilities

The following information is to be submitted related to the existing instructional facilities used by the school:

- Please describe your facility including location(s), the square footage of the building(s) and grounds and any unique features you would like to highlight.

Imagine School at North Port has two Campuses. One for elementary students (grades K-5) and one for secondary students (grades 6-12). The two campuses are located across the street from each other. The elementary campus consists of one building at approximately 36,000 square feet with approximately an additional 20,00 square feet of grounds, totaling approximately 56,000 square feet.

The Upper Campus consists of eight separate buildings totaling 45,000 square feet fenced in on a campus of approximately 4-5 acres.

- Please address findings or stated concerns, if any, related to your latest facility health and safety reports, including fire inspections.

There have been no major findings or concerns addressed in the facility health and safety reports or in the fire inspections. All minor findings are immediately addressed. These reports are on file at the school.

- Please provide a brief description of your technology, access to the internet and any other resources used for administrative and instructional purposes.

Every classroom is equipped with a projector and Mimio (similar to a Smart Board). Every teacher has a laptop. There are 2-4 computers in each classroom K-8, and students in grades 9-12 are issued a school laptop to use at home and at school. The school has 3 stationary computer labs, 2 mobile computer labs, and a mobile Google Chromebook lab. Each campus has wireless internet. The Elementary Campus is currently connected to the Sarasota County Intranet, and the Upper Campus utilizes multiple user groups on their network to account for and control student access to the internet.

- Please submit any plans for changes in the facility including renovations, expansions, moves or changes in use of various parts of the facility or grounds.

There is no major facility change planned at this time.

Section X. Provision of Services Assurances

The charter holder certifies that it has policies and procedures in place that ensure implementation of all federal laws and regulations, Florida laws, State Board of Education rules related to students with disabilities and further certifies that any future amendments to the laws, regulations, and rules will be incorporated and implemented.



Signature of Charter Board Chair



Date

English Language Learner and Section 504 Assurances

- A. The charter holder certifies that it has policies and procedures in place that ensure that it complies with the legal and regulatory requirements concerning identifying and providing appropriate educational services to English Language Learner students.

Check one:

- Yes
 No

Section 504 of the Rehabilitation Act of 1973, 29 U.S.C. §794, prohibits discrimination on the basis of disability in any program receiving federal financial assistance. A recipient that operates a public education program or activity shall provide a free, appropriate public education to qualified individuals.

- B. The charter holder certifies that it has policies and procedures in place that ensure that it complies with the legal and regulatory requirements concerning identifying and providing appropriate educational services to students protected by Section 504.

Check one:

- Yes
 No

I the undersigned hereby certify that the information contained in this document is, to the best of my knowledge, correct and that the governing body of the charter holder has authorized me to provide these assurances.



Signature of Charter Board Chair



Date

Section XI. Certificate of Acknowledgement

This section requires at least a majority of the governing body of the charter holder to certify that it has had an opportunity to review the completed renewal application and has authorized, during an open meeting, submission of the application to the district for consideration of renewal of the charter.

CERTIFICATE OF ACKNOWLEDGEMENT

The undersigned members of the governing body of the charter holder hereby acknowledge that they have had an opportunity to review the completed renewal application and have authorized its submission, during an open meeting, to the Sponsor for consideration of the renewal of the charter:

** Members are to sign the acknowledgement during an open meeting; therefore, the date next to each signature should be the same*

Typed Name <i>(type name next to corresponding signature)</i>	Signature	Date*
Chris Phillips		1-13-15
Jennifer Desrosiers		1/13/15
Brian Beason		1/13/15
David Quaderer		1/13/2015

Appendix A

District Generated Five Year Enrollment Counts by Grade Level

Five Year Enrollment Counts by Gender and Ethnicity

The School Board of Sarasota County, Florida

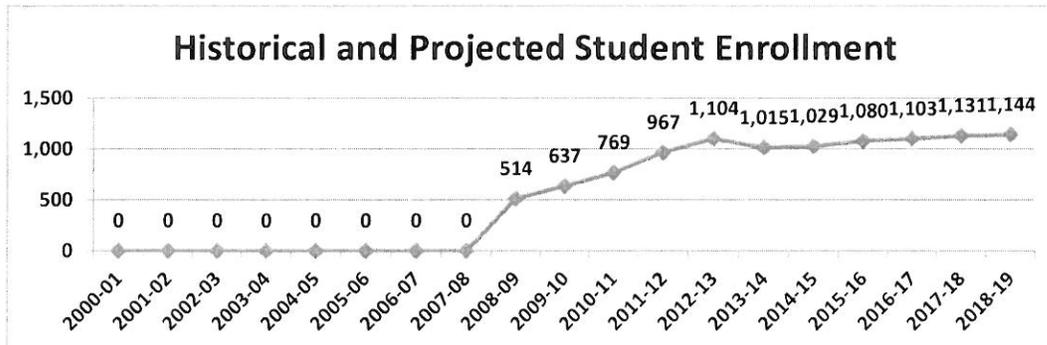
Student Enrollment for the Period 2013-2014 through 2018-2019

Historical Student enrollment by Grade level information (Based upon October of each school year)

Imagine Charter School at NorthPort

School Principal: Year School Opened 2008
 School Address: Buildings are leased
 School Phone: Free / Reduced Lunch Percentage 49.39%
 School Web Site: Title One School No

Student Enrollment by Grade Level						
	2013-2014	2014-2015	2015-2016	2016-2017	2017-2018	2018-2019
PreKindergarten	0	0	0	0	0	0
Kindergarten	76	86	81	81	81	81
First	82	87	86	81	81	81
Second	76	75	87	86	81	81
Third	78	76	75	87	86	81
Fourth	89	81	76	75	87	86
Fifth	92	88	81	76	75	87
Sixth	103	117	88	81	76	75
Seventh	109	100	117	88	81	76
Eighth	109	101	100	117	88	81
Ninth	60	68	111	100	117	88
Tenth	71	52	68	111	100	117
Eleventh	70	58	52	68	111	100
Twelfth	0	40	58	52	68	111
Total by Grade	1,015	1,029	1,080	1,103	1,131	1,144
Students by Program funded through the Florida Education Finance Program						
Basic Education	896	901	945	965	990	1,001
E.S.O.L.	17	19	20	21	21	21
Students with Disabilities k-3	22	19	20	21	21	22
Students with Disabilities 4-8	40	37	38	39	40	41
Students with Disabilities 9-12	13	18	19	20	20	20
ESE Level 4	0	0	0	0	0	0
ESE Level 5	0	0	0	0	0	0
Career Education	5	7	7	8	8	8
Total Students by Program	993	1,001	1,051	1,073	1,101	1,113



Imagine School at North Port Enrollment by Gender and Ethnicity 2011 % (#)

Grade Level	White	Black/African-American	Hispanic	Native American	Asian/Other	Male	Female	Free/Reduced Lunch%
KG	72% (63)	7% (6)	18% (16)		3% (3)	52% (46)	48% (42)	
1	69% (62)	6% (5)	14% (12)	1% (1)	8% (7)	47% (42)	53% (48)	
2	78% (69)	2% (2)	16% (14)		1% (1)	30% (26)	70% (62)	
3	73% (57)	6% (5)	9% (7)	1% (1)	10% (8)	40% (31)	60% (47)	
4	75% (70)	5% (5)	9% (8)	1% (1)	10% (9)	55% (51)	45% (42)	
5	68% (65)	2% (2)	18% (17)	2% (2)	10% (10)	46% (44)	54% (52)	
6	75% (82)	5% (5)	13% (14)		8% (9)	50% (55)	50% (55)	
7	74% (75)	4% (4)	12% (12)		11% (11)	42% (43)	58% (59)	
8	78% (72)	4% (4)	9% (8)	1% (1)	8% (7)	49% (45)	41% (47)	

Elementary Campus

Upper Campus

48%

52%

Imagine School at North Port Enrollment by Gender and Ethnicity 2012 % (#)

Grade Level	White	Black/African-	Hispanic	Native American	Asian/Other	Male	Female	Free/Reduced Lunch%
KG	79% (71)	6% (5)	13% (12)		2% (2)	50% (45)	50% (45)	
1	72% (63)	6% (5)	20% (17)		2% (2)	45% (39)	55% (48)	
2	76% (65)	6% (5)	12% (10)	1% (1)	5% (4)	46% (39)	54% (46)	
3	76% (71)	3% (3)	17% (93)		3% (3)	37% (34)	63% (93)	
4	74% (68)	5% (5)	10% (9)	1% (1)	10% (9)	39% (36)	61% (56)	
5	75% (73)	7% (7)	9% (9)	1% (1)	8% (8)	52% (51)	48% (47)	
6	73% (95)	4% (3)	16% (21)	2% (2)	6% (8)	53%(69)	47% (61)	
7	71% (84)	3% (4)	20% (23)		6% (7)	50% (59)	50% (59)	
8	72% (91)	6% (7)	12% (15)		11% (14)	46% (58)	54% (69)	
9	73% (85)	9% (10)	10% (12)	1% (1)	8% (9)	53% (62)	47% (55)	

Elementary Campus

Upper Campus

49%

59%

Imagine School at North Port Enrollment by Gender and Ethnicity 2013 % (#)

Grade Level	White	Black/African-American	Hispanic	Native American	Asian/Other	Free/Reduced Lunch%	
						Male	Female
KG	72% (68)	7% (7)	13% (12)	2% (2)	5% (5)	54% (51)	46% (43)
1	78% (73)	9% (8)	12% (11)		2% (2)	49% (46)	51% (48)
2	74% (67)	4% (4)	19% (17)		2% (2)	46% (41)	54% (49)
3	74% (70)	6% (6)	12% (11)	1% (1)	7% (7)	46% (44)	54% (51)
4	77% (80)	5% (5)	14% (14)		4% (4)	38% (39)	62% (64)
5	71% (75)	5% (5)	11% (12)	1% (1)	11% (12)	43% (45)	57% (60)
6	74% (99)	6% (8)	13% (17)	1% (1)	6% (8)	52% (69)	48% (64)
7	73% (99)	3% (4)	13% (18)	1% (1)	10% (13)	50% (67)	50% (68)
8	73% (93)	3% (4)	19% (24)		5% (7)	45% (57)	55% (71)
9	66% (77)	12% (14)	13% (15)		9% (11)	52% (61)	48% (56)
10	70% (76)	9% (10)	12% (13)	1% (1)	8% (9)	61% (67)	49% (42)

Elementary Campus
Upper Campus

52%
58%

Imagine School at North Port Enrollment by Gender and Ethnicity 2014 % (#)

Grade Level	White	Black/African-	Hispanic	Native American	Asian/Other	Male	Female
KG	82% (60)	3% (2)	7% (5)	1% (1)	7% (5)	63% (46)	37% (27)
1	76% (60)	6% (5)	13% (10)	2% (2)	2% (2)	53% (42)	47% (37)
2	75% (54)	7% (5)	12% (9)		6% (4)	44% (32)	56% (40)
3	71% (56)	5% (4)	20% (16)		4% (3)	47% (37)	53% (42)
4	74% (67)	4% (4)	13% (12)	1% (1)	7% (6)	43% (39)	57% (51)
5	77% (66)	5% (4)	14% (12)		5% (4)	38% (33)	62% (53)
6	67% (68)	4% (4)	16% (16)	1% (1)	12% (12)	50% (51)	50% (50)
7	71% (73)	6% (6)	16% (16)	1% (1)	7% (7)	49% (50)	51% (53)
8	80% (79)	3% (3)	8% (8)		9% (9)	50% (49)	50% (50)
9	71% (35)	2% (1)	18% (9)		8% (4)	63% (31)	37% (18)
10	69% (37)	7% (4)	11% (6)		13% (7)	57% (31)	43% (23)
11	69% (36)	6% (3)	12% (6)	4% (2)	10% (5)	69% (36)	31% (16)

Free/Reduced Lunch%

50%
56%

Elementary Campus
Upper Campus

Imagine School at North Port Enrollement by Gender and Ethnicity 2015 % (#)

Grade Level	White	Black/African-American	Hispanic	Native American	Asian/Other	Male	Female
KG	84% (71)	4% (3)	9% (8)		4% (3)	49% (42)	51% (43)
1	84% (73)	5% (4)	7% (6)		5% (4)	60% (52)	40% (35)
2	75% (58)	8% (6)	12% (9)	3% (2)	3% (2)	53% (41)	47% (36)
3	78% (61)	9% (7)	6% (5)		6% (5)	42% (33)	58% (45)
4	69% (55)	4% (3)	23% (18)		5% (4)	44% (35)	56% (45)
5	73% (66)	6% (5)	14% (13)	1% (1)	6% (5)	42% (38)	58% (52)
6	79% (93)	3% (4)	12% (14)		5% (6)	38% (45)	62% (72)
7	71% (67)	4% (4)	16% (15)	1% (1)	8% (8)	52% (49)	48% (46)
8	72% (74)	4% (4)	16% (16)	1% (1)	8% (8)	50% (52)	50% (51)
9	82% (56)	4% (3)	7% (5)		6% (4)	53% (36)	47% (32)
10	73% (38)	4% (2)	17% (9)		4% (2)	60% (31)	40% (21)
11	77% (44)	5% (3)	7% (4)		11% (6)	60% (34)	40% (23)
12	77% (30)	3% (1)	13% (5)		8% (3)	64% (25)	36% (14)

Free/Reduced Lunch%

Elementary Campus 51%
Upper Campus 49%

Appendix B

List of Governing Board Members and Contact Information

**Imagine School at North Port
Governing Board Members
2014-2015 School Year**
(effective as of 9/10/14)

Dr. Chris Phillips (President)
Term of Office Expires: July 2016

Home

2109 Charleston Park Drive
North Port, Florida 34287
(941) 539-2493

Work

Company Name: Medical Transition Care
Address: mobile throughout day

Cphillips95@msn.com

Ms. Jennifer Desrosiers (Vice-President)
Term of Office Expires: July 2015

Home

3168 Emerald Lane
North Port, Florida 34286
(941) 628-4959

Work

Company Name: City of North Port
Address: 6644 West Price Boulevard
North Port, Florida 34286

Jdesrosi10@comcast.net

Mr. Brian Beason (Treasurer and Parent Liaison)
Term of Office Expires: July 2016

Home

5388 Royal Poinciana Way
North Port, Florida 34291
(941) 276-8106 (primary #)

Work

Company Name: Frohlich, Gordon & Beason, P.A.
18501 Murdock Circle, Suite 103
Port Charlotte, Florida 33948
(941) 979-9010

bbeason@fgblawfirm.com

Mr. David Quaderer (Secretary)
Term of Office Expires: July 2017

Home

7120 Kenwood Drive
North Port, Florida 34287
(941) 876-4396

Work

Retired
david.quaderer.isnp@gmail.com

To be determined
Term of Office Expires: July 2015

Appendix C

Last Six Governing Board Agendas and Meeting Minutes

Imagine School at North Port

Governing Board Meeting

Tuesday, December 9, 2014, 6:00pm, Upper Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Call to Order and Welcome

Notice of Public Posting

Approval of Minutes of Previous Meetings

November 12, 2014

November 25, 2014

Principals' Reports/Updates

Elementary School

Upper Campus

Financials

- 1. Approve Audit**
- 2. Approve Amended Budget**

Old Business

- 1. Governing Board vacancy update**

New Business

- 1. Approve Charter Renewal Letter of Intent**

Public Participation from floor

Adjournment

**Imagine School at North Port
Governing Board Meeting
Tuesday, December 9, 2014, 6:00pm, Upper Campus
Elementary School: 1000 Innovation Avenue, North Port, Florida
Upper Campus: 2757 Sycamore Street, North Port, Florida**

Present

Jennifer Desrosiers, Brian Beason, David Quaderer, Chris Phillips

In Attendance

Steve Black, Aleischa Coover, Kathy Helean, Patricia Godwin

Call to Order and Welcome 6:03pm

Notice of Public Posting

Notification of the meeting was posted on the marquee and the agenda was sent via email.

Approval of Minutes of Previous Meetings

November 12, 2014

Motion was made by Jennifer Desrosiers to approve the November 12, 2014 minutes, seconded by Brian Beason. Motion passed 4-0.

November 17, 2014

Motion was made by Brian Beason to approve the November 17, 2014 minutes, seconded by David Quaderer. Motion passed 4-0.

Principals' Reports/Updates

Elementary School

Barriers and mulch are planned to be installed around the playground and then it will be ready for use. Will Moran has been voted Teacher of the Year. Students are involved in many activities: Choir performed at North Port Tree Lighting and will be caroling at Chick-fil-A, Girls on the Run 5K, Ataxia Hat Day Fundraiser, Poinsettia Parade, PTO Breakfast with Santa, holiday concerts.

Upper Campus

Club Fest during lunches, grade 6 hearing test, grade 7 Mock Congress and Pathfinders Team Building Day, Fall Athletic Banquet, Junior Class parent information meeting about the college selection process with Mrs. Bailey, Senior yearbook pictures, Toys for Tots fundraiser with drop-off options on both campuses. Congratulations to Peter Baumgartner, voted Upper Campus Teacher of the Year.

Both Campuses

Both Campuses will administer flu shots to students with consent forms on December 11, 2014. The school is working on completing the AdvancED Self Evaluation and Charter Renewal Application. There will be an FTE Audit in the spring. The Leadership Team is working on a postcard to advertise pre-enrollment.

Chris Phillips skipped Financials to wait for Kathy Helean to return from a call.

Old Business

1. **Governing Board Vacancy**

Chris Phillips plans to interview the three candidates.

New Business

1. **Approve Charter Renewal Letter**

Aleischa Coover explained that the letter will be a cover sheet to the Charter Renewal Application Packet. Motion was made by David Quaderer to approve the letter, seconded by Brian Beason. Motion passed 4-0.

Financials

1. **Approve Audit**

2. **Approve BVA**

3. **Approve Amended Budget**

Kathy Helean notified the Board that the auditor would not be present at the meeting. Kathy relayed that the auditor claimed that she did not see the email with the date and time of the meeting, but that she is willing to schedule a visit.

Discussion: Jennifer Desroisers wanted to know why the audit (page 8) reflects the numbers in the newly revised budget. David Quaderer highlighted the auditor's recommendation for a balanced budget (page 34), and recognized that we do not have a balanced budget. He also wanted to know why the contract management issue has appeared in the last three audits, and wanted to know what is being done to address the issue. Brian Beason remembered that last year, the Board was promised that the issue was being addressed. Kathy Helean took responsibility. Brian Beason clarified with Kathy Helean that Patricia Godwin makes journal entries for the school and that it is the responsibility of the Region Finance Director to review the entries. Kathy stated that the Region Finance Director was directed to do this by her. Kathy Helean also explained that she has plans to replace the current Finance Director and is working with Finance Directors from other regions to double check the West Florida Finances. David Quaderer referenced finding 2014-2 and wanted to know why there was not an amended budget at the end of last school year. Kathy Helean explained that the budget was revised in October and February of last year, but the amended budget was not officially adopted by the Board within the 60 day period at the end of the year. Jennifer Desroisers expressed concern because the Board approves the BVA every month. Kathy Helean reiterated that the Board is required to approve a final budget to submit to the auditor. Jennifer Desrosiers requested that the final budget approval be a standing agenda item from now on. Brian Beason asked Kathy Helean how many other schools in our region are having similar issues, and Kathy responded that four out of five schools have similar issues.

Motion was made by David Quaderer to direct staff to review and revise the budget by the next meeting and to make more cuts, seconded by Brian Beason.

Discussion: Jennifer Desroisers expressed concern over the motion, and stated that she believes the school leaders have already made as many cuts as they can. Kathy Helean stated that with the enrollment shortfall, the deficit would have been worse, had the school not made additional cuts in the revised budget. Brian Beason stated that he is not okay with

cutting teachers mid-year, but wants to think ahead and begin planning to make possible cuts in June and balance the budget for the 2015-2016 school year.

The motion fails 3-1.

Motion was made by David Quaderer to approve only the original loan amount of \$270,000. Brian Beason seconded the motion for discussion purposes.

Discussion: Brian Beason reiterated that the school has made as many cuts as they can for this school year. Jennifer Desrosiers asked if refinancing our debt through Imagine would help to save money.

The motion fails 3-1.

Motion was made by David Quaderer to begin a hiring freeze. No second.

Motion was made by Brian Beason to have an Early Bird Budget based on actual numbers be presented at the March Governing Board Meeting, seconded by David Quaderer.

Discussion: Jennifer Desrosiers explained that she is still not okay with cutting staff salaries in June.

The motion passed 4-0.

Motion was made by Chris Phillips to delay approval of the audit, budget, and BVA until January, seconded by Brian Beason. Motion passed 4-0.

Public Participation from floor

Mrs. Salzman, mother of an elementary student, expressed concern over rent payments.

Adjournment

Chris Phillips made a motion to adjourn, seconded by Brian Beason. Motion passed 4-0. Meeting adjourned at 7:22pm.

Imagine School at North Port

Emergency* Governing Board Meeting

Monday, November 17, 2014, 5:30pm, Elementary Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Call to Order and Welcome

Notice of Public Posting

Financials

- 1. Approve Promissory Note**

Adjournment

***Use of term "emergency" is based upon the bylaws' requirement of less than ten days advance notice.**

Imagine School at North Port

Emergency* Governing Board Meeting

Monday, November 17, 2014, 5:30pm, Elementary Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Present

Brian Beason, David Quaderer, Chris Phillips

In Attendance

Steve Black, Aleischa Coover, Rod Sasse, Kathy Helean

Call to Order and Welcome

Notice of Public Posting

Notification of the meeting was posted on the marquee and the agenda was sent via email.

Financials

1. Approve Promissory Note

Brian Beason made motion to approve a 10 year loan in the sum of \$921,100 at a rate of 3.25% with repayment as referenced in the amortization schedule, seconded by David Quaderer. Motion passed 3-0.

Adjournment

*Use of term "emergency" is based upon the bylaws' requirement of less than ten days advance notice.

Imagine School at North Port

Governing Board Meeting

Wednesday, November 12, 2014, 6:00pm, Upper Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Call to Order and Welcome

Notice of Public Posting

Approval of Minutes of Previous Meeting

October 7, 2014

Principals' Reports/Updates

Elementary School

Upper Campus

Financials

1. Approve September BVA
2. Auditor's Visit

Old Business

1. Amend 2014-2015 Elementary School Calendar
2. Governing Board Vacancy

New Business

1. Approve A+ distribution plan

Public Participation from floor

Adjournment

**Imagine School at North Port
Governing Board Meeting
Wednesday, November 12, 2014, 6:00pm, Upper Campus
Elementary School: 1000 Innovation Avenue, North Port, Florida
Upper Campus: 2757 Sycamore Street, North Port, Florida**

Present

Jennifer Desrosiers, Brian Beason, David Quaderer, Chris Phillips

In Attendance

Steve Black, Aleischa Coover, Kathy Helean, Dave Barton, Lisa Sturz

Call to Order and Welcome

Notice of Public Posting

Notification of the meeting was posted on the marquee and the agenda was sent via email.

Approval of Minutes of Previous Meeting

October 7, 2014

Motion was made by David Quaderer to approve the October 7, 2014 minutes, seconded by Jennifer Desrosiers. Motion passed 4-0.

Principals' Reports/Updates

Elementary School

Book Fair and Literacy Night were successful events, academic achievement camps will begin in two weeks, and playground will be ordered upon approval of funds.

Upper Campus

Power point informed audience and board of the numerous clubs, activities and events that occurred since the last meeting. Graduation has been scheduled for May 30th from 9-11am at the Charlotte Event Center.

Both Campuses

The elementary campus and the upper campus have been working together to accomplish the following activities/events: Veterans Day program, Literacy Club reading to younger students, food pantry, Odyssey of the Mind and Parents' Night Out.

Principals and Assistant Principals participated in the Teacher Evaluation Qualifying Event, both principals attended Imagine Principals' Retreat last week. They also met with Al Widener to discuss FTE. Aleischa Coover attended AdvancEd training in preparation for our accreditation renewal and will meet with Dave Barton next week to revise the early bird budget.

Financials

The PTO and leadership team decided on a playground from APark. The quote for the equipment, shipping and installation plus removal of the old equipment is \$23,499. The PTO will pay \$10,000 towards the amount. Motion was made by David Quaderer to pay the remaining balance from the school's budget, seconded by Brian Beason. Motion passed 4-0. The Board requested quotes for shades for the next meeting.

1. Approve September BVA

Motion was made by Brian Beason to table the approval of the BvA until the document is in completion, seconded by David Quaderer. Motion passed 4-0.

2. Auditor's Visit

Auditor was not present for the review of the audit. A draft of the audit report was received only a few hours before the board meeting. A final copy is due to the district on November 15th. The board suggested that Imagine request an extension. The motion to approve \$800,000 to the promissory note was made by David Quaderer, seconded by Brian Beason. Motion passed 4-0.

Old Business

1. Amend 2014-2015 Elementary School Calendar

Motion was made to amend the calendar by Brian Beason, seconded by David Quaderer.

2. Governing Board Vacancy

Chris Phillips made the motion to volunteer to interview the three candidates, seconded by Brian Beason. Motion passed 4-0.

New Business

1. Approve A+ distribution plan

Motion was made by David Quaderer to approve the A+ distribution plan, seconded by Jennifer Desrosiers. Motion passed 4-0.

The Board requested a finance workshop to review the budget. The Board will meet on December 9th at 5:00pm.

Public Participation from floor

Ms. Salzman, mother of an elementary student and Mr. Mays, father of an elementary student, spoke about their concerns with how school money is being spent.

Adjournment

Brian Beason made a motion to adjourn, seconded by David Quaderer. Motion passed 4-0. Meeting adjourned at 7:20.

Imagine School at North Port

Governing Board Meeting

Tuesday, October 7, 2014, 6:00pm, Elementary Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Call to Order and Welcome

Notice of Public Posting

Approval of Minutes of Previous Meeting

September 9, 2014

Principals' Reports/Updates

Elementary School

Upper Campus

Financials

1. Approve BVA

Old Business

1. Financial Plan for Sarasota County
2. Governing Board vacancy update

New Business

1. Elementary Campus Drywall

Public Participation from floor

Adjournment

Imagine School at North Port

Governing Board Meeting

Tuesday, October 7, 2014, 6:00pm, Elementary Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Present

Jennifer Desrosiers, Brian Beason, David Quaderer, Chris Phillips

In Attendance

Steve Black, Aleischa Coover, Cher Gardner, Dave Barton

Call to Order and Welcome

Notice of Public Posting

Notification of the meeting was posted on the marquee and the agenda was sent via email.

Approval of Minutes of Previous Meeting

September 9, 2014

Motion was made by Jennifer Desrosiers to accept the September 9, 2014 minutes, seconded by Brian Beason. Motion passed 4-0.

Principals' Reports/Updates

Elementary School

Events/activities: Power outage went smoothly, communicating with FLDOE about having the day out of school waived, clubs are up and running, held first Students of the Month activities, met with City Manager and scheduled City Government presenters, finished FAIR assessment for grades 3-5, receiving quotes for playground

Upcoming events/activities: Upper Campus Literacy Club will be teaching how to write poetry to elementary students, Book Fair will start October 20

Upper Campus

Events/activities: School photos, presentations from college, business, and military representatives, Open House, Princeton Review, financial aid presentation, Science Fair parent meeting, Literacy Club and Booster fundraisers

Upcoming events/activities: New clubs introduced, screenings for height, weight, vision and Scoliosis scheduled, College Night at Roberts Arena, Homecoming, PSAT, National Honors Society Induction Ceremony, Shark Spirit Day, Middle School Dating and Healthy Relationships presentation, Pink Out

Financials

1. Approve BVA

Motion to approve the BvA was made by Jennifer Desrosiers, seconded by Brian Beason.

Motion passed 4-0.

Old Business

1. Financial Plan for Sarasota County

David Quaderer recommended the following changes be made to the document:

- In the letter, include a statement regarding the parent company's financial support.
- Change the word *appreciate* to *understand* in the second sentence of the letter.
- On the second page of the Financial Plan, include a statement regarding the status quo court order.
- On the second page of the Financial Plan, eliminate the statement about the percentage of the salary reduction and replace with *an adjustment in salary*.

Brian Beason and Jennifer Desrosiers agreed with the second and fourth recommendations.

David Barton noted that on the first page of the Financial Plan that *Imagine Schools Nonprofit* should read *Imagine Schools-Nonprofit, Inc.*

Motion was made by Brian Beason to accept the letter and the Financial Plan document with the following changes:

- Change the second sentence of the letter to reflect our understanding of the School Board's responsibility to monitor the financial activity of all schools in the district.
- On the second page of the Financial Plan, eliminate the statement about the percentage of the salary reduction and replace with *an adjustment in salary*.
- On the first page of the Financial Plan, change *Imagine Schools Nonprofit* to *Imagine Schools-Nonprofit, Inc.*

Motion was seconded by David Quaderer. Motion passed 4-0.

2. Governing Board vacancy update

Two applications have been submitted. Jennifer Desrosiers suggested sending the board vacancy information to the Chamber of Commerce. Steve Black will send the information.

New Business

1. Elementary Campus Drywall

Ms. Coover reviewed the actions taken to address the drywall concern. She stated that additional testing could take place for a fee with some assistance from Imagine Schools, but didn't feel it was necessary at this time. Brian Beason made the motion to decline additional testing, seconded by David Quaderer. Motion passed 4-0.

Public Participation from floor

Zach Desrosiers, a 9th grade student from Upper Campus, asked how the gentleman with the drywall concern entered into the school to complete his evaluation. Ms. Coover explained that the family who asked the gentleman to complete the evaluation told the front office staff that he was a family member.

Adjournment

Motion to adjourn was made by Chris Phillips, seconded by David Quaderer. Motion passed 4-0. Meeting was adjourned at 7:00.

Submitted by,

Lisa Starner-Sturz

Imagine School at North Port

Governing Board Meeting

Tuesday, September 9, 2014, 6:00pm, Upper Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Call to Order and Welcome

Notice of Public Posting

Approval of Minutes of Previous Meeting

August 12, 2014

Principals' Reports/Updates

Elementary School

Upper Campus

Financials

Old Business

- 1. Discussion of letter to auditors**

New Business

Public Participation from floor

Adjournment

Imagine School at North Port
Governing Board Meeting Minutes
Tuesday, September 9, 2014, 6:00pm, Upper Campus
Elementary School: 1000 Innovation Avenue, North Port, Florida
Upper Campus: 2757 Sycamore Street, North Port, Florida

Present

Jennifer Desrosiers, Brian Beason, David Quaderer, Chris Phillips

In Attendance

Steve Black, Aleischa Coover, Cher Gardner, Kathy Helean, Dave Barton

Call to Order and Welcome

Notice of Public Posting

Notification of meeting was posted on the marquee and the agenda was sent via email.

Approval of Minutes of Previous Meeting

August 12, 2014

Motion was made by Jennifer Desrosiers to accept the August 12, 2014 minutes, seconded by David Quaderer. Motion passed 4-0.

Principals' Reports/Updates

Elementary Campus

The first PTO meeting was held last Tuesday. Ms. Coover gave parents an overview of new standards and assessment. PTO held a kick-off assembly for their first fundraiser and scheduled a family movie night for this Friday. Installation of the new playground will begin next week. The new after school program is running well. Students have the opportunity to participate in enrichment activities. Choir and Girls on the Run will start in the next few weeks.

Upper Campus

Annual BMI screening will be held next week. Representatives from local colleges have been presenting information to our students. A science Fair meeting is being scheduled for parents with students in grades 6 through 8. Homecoming week and dance are scheduled in mid-September.

Both Campuses

Students finishing STAR assessment. Next week, students will begin FAIR, mid-quarter progress reports will be sent home, and both campuses will be hosting an Open House.

Financials

Old Business

1. Discussion of letter to auditors

Kathy Helean requested letter to be reviewed by the Board. Jennifer Desrosiers recommended that the letter include that there were numerous verbal attempts to resolve the situation. Brian Beason recommended the first sentence in the last paragraph and the words "or reduced" be removed. It was also recommended to remove Robson Powers from signature line and replace with our new Board President. Revised letter will be sent to Brian Beason for review. Jennifer Desrosiers motioned to approve letter with the recommended changes, seconded by Brian Beason. Motion passed 4-0.

New Business

Accept Resignation from Robson Powers

Motion to accept the resignation from Robson Powers was made by David Quaderer, seconded by Brian Beason. Motion passed 4-0.

Brian Beason made motion to nominate Chris Phillips as new board President, seconded by David Quaderer. Brian Beason made motion to nominate Jennifer Desrosiers as new board Vice-President, seconded by David Quaderer. Jennifer Desrosiers made motion to nominate David Quaderer as new board Secretary, seconded by Chris Phillips. Motions passed 4-0. Board held discussion about advertising outside of Imagine for an additional board member. Steve Black will contact the media and the City of North Port. Applications are due by October 17th.

Public Participation from floor

Robyn Hayes, parent and Vice-president of the Booster Club, noticed that the words "or reduced" in another section of the letter to the auditors. Brian Beason made the motion to remove the additional statement "or reduced", seconded by David Quaderer. Motion passed 4-0.

Adjournment

Motion to adjourn was made by Chris Phillips, seconded by David Quaderer. Motion passed 4-0. Meeting was adjourned at 6:35.

Imagine School at North Port

Governing Board Meeting

Tuesday, August 12, 2014, 6:00pm, Elementary Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Call to Order and Welcome

Notice of Public Posting

Approval of Minutes of Previous Meeting

June 10, 2014

Principals' Reports/Updates

Elementary School

Upper Campus

Financials

- 1. Approve BVA**

Old Business

New Business

- 1. Approve 2014-2015 meeting dates**

Public Participation from floor

Adjournment

Imagine School at North Port

Governing Board Meeting

Tuesday, August 12, 2014, 6:00pm, Elementary Campus

Elementary School: 1000 Innovation Avenue, North Port, Florida

Upper Campus: 2757 Sycamore Street, North Port, Florida

Present

Jennifer Desrosiers, Brian Beason, David Quaderer, Chris Phillips

In Attendance

Steve Black, Aleischa Coover, Cher Gardner, Kathy Helean, Dave Barton

Call to Order and Welcome

Notice of Public Posting

Notification of meeting was posted on the marquee and the agenda was sent via email.

Approval of Minutes of Previous Meeting

June 10, 2014

Motion was made by David Quaderer to accept June 10, 2014 minutes, seconded by Jennifer Desrosiers. Motion passed 4-0.

Principals' Reports/Updates

Elementary School

Activities and events: Pizza with the Principal, Kindergarten Sno Cone Party,
First PTO meeting will include a presentation on new standards and assessment

Upper Campus

Activities and events: Family picnic, fall sports have started practicing, football not participating
this year due to a lack of players

Both Campuses

Welcome back breakfast for all staff

Imagine Forum

STAR is new assessment that will replace SAT 10

New teachers have been assigned mentors

Meet the Teacher on Friday

Financials

1. Approve BVA

Brian Beason requested statement from Imagine Corporate indicating change of payments on promissory note. Motion to approve BvA was made by Chris Phillips, seconded by David Quaderer. Motion passed 4-0.

Old Business

David Quaderer asked for update on letter to the auditor. David Barton informed the board that Imagine has requested a copy of the Audit Engagement Letter from the auditor.

New Business

1. Approve 2014-2015 meeting dates

Motion to approve the 2014-2015 meeting dates with the following revisions was made by Brian Beason, seconded by David Quaderer. Motion passed 4-0.

November date changed to November 12

March date changed to March 17

Public Participation from floor

Charlene Salzman, parent, posed following questions:

Q: Why have so many teachers left Imagine?

A: Each employee had his/her own reason.

Q: How can we make sure PTO and Booster Club well informed of events?

A: All flyers will include contact information.

Q: Bus registration does not include times and how are stops determined?

A: Website has been updated to include times. Routes and stops are reviewed after the first two weeks of school.

Adjournment

Brian Beason motioned to adjourn, seconded by David Quaderer. Motion passed 4-0. Meeting adjourned 6:54.

Submitted by: Lisa Starner-Sturz

Appendix D

Evidence of Public Notification of Governing Board Meetings on the
School's Website

Governing Board

Imagine School at North Port
Governing Board Members
2014-2015 School Year

Dr. Chris Phillips (President) Email

Ms. Jennifer Desrosiers (Vice-President) Email

Mr. Brian Beason (Treasurer and Parent Liaison) Email
(941) 979-9010

Mr. David Quaderer (Secretary) Email

Meeting Dates, Agendas, & Minutes

Tuesday, May 13, 2014 6:00pm, Upper Campus - agenda - minutes

Tuesday, June 10, 2014 6:00pm, Elementary Campus - agenda - minutes

Tuesday, July 8, 2014 6:00pm, Upper Campus - agenda - minutes

Tuesday, August 12, 2014 6:00pm, Elementary Campus - agenda - minutes

Tuesday, September 9, 2014 6:00pm, Upper Campus - agenda - minutes

Tuesday, October 7, 2014 6:00pm, Elementary Campus - agenda -

Wednesday, November 12, 2014 6:00pm, Upper Campus -

Tuesday, December 9, 2014 6:00pm, Elementary Campus

Tuesday, January 13, 2015 6:00pm, Upper Campus

Tuesday, February 10, 2015 6:00pm, Elementary Campus

Tuesday, March 17, 2015 6:00pm, Upper Campus

Tuesday, April 14, 2015 6:00pm, Elementary Campus

Appendix E

Affiliate Agreement and Governing Board Bylaws with Amendments

AMENDED AND RESTATED AFFILIATE AGREEMENT

This Amended and Restated Affiliate Agreement ("Amended Agreement") is entered into effective July 1, 2011, by and between Imagine School at North Port, Inc., a Florida non-profit corporation, d/b/a Imagine School at North Port, (hereinafter referred to as the "Charter School"), and its sole member, Imagine Schools Non-Profit, Inc., a Virginia non-profit corporation (hereinafter referred to as "Imagine").

WITNESSETH:

WHEREAS, the Charter School is authorized to operate a K-12 charter school in Sarasota County, Florida (the "Charter"); and

WHEREAS, the Charter School and Imagine Schools previously entered into an Affiliate Agreement, effective March 21, 2011, which applied only to the Charter School's operation of high school grades; and

WHEREAS, the Charter School and Imagine Schools desire to replace the Affiliate Agreement in its entirety with the Amended Agreement to reflect the Charter School's authorization to operate a K-12 charter school; and

WHEREAS, Imagine Schools is a national family of public charter school campuses ("Imagine Schools") that empowers educators in partnership with parents to prepare students for lives of leadership, accomplishment and character; and

WHEREAS, the Charter School desires to establish itself as an Imagine School and operate in accordance with the purposes, standards, ideals, and spirit of Imagine Schools, including without limitation adherence to Imagine's Six Measures of Excellence; and

WHEREAS, Imagine provides to each Imagine School organizational and operational support to help the school (i) achieve high levels of excellence in serving its charter school community, and (ii) fulfill its mission of helping parents and guardians educate children by creating learning communities of achievement and hope, all with greater efficiency and effectiveness; and

WHEREAS, the parties mutually desire to affirm the terms and conditions upon which they will collaborate to meet the needs of the Charter School community.

NOW, THEREFORE, the parties hereto, for and in consideration of the mutual covenants and conditions herein contained, agree as follows:

1. **CHARTER SCHOOL COMMITMENT.** The Charter School hereby expressly accepts and affirms its adoption of the Imagine Schools mission of helping parents and guardians educate children in learning communities of achievement and hope. The Charter School further agrees to:

- (a) Publicly identify itself as an "Imagine School" and to conduct its educational program and operations in conformity with the standards and ideals established by Imagine, including Imagine's Shared Values of Integrity, Justice and Fun.
- (b) Create a school culture that emphasizes not only academic achievement, but also positive character development as critical aspects of a successful learning environment.
- (c) Annually measure and report its performance on each of Imagine's Six Measures of Excellence.
- (d) Collaborate with Imagine to design and implement strategies for attaining excellence in the areas of Shared Values, Academic Achievement, Character Education, Parent Satisfaction, and Economic Sustainability.
- (e) Administer annual fall and spring standardized tests to measure same student learning gains.
- (f) Administer annual surveys to parents, staff and students to measure stakeholder satisfaction and Charter School adherence to Shared Values.
- (g) Create a collaborative work environment, including encouraging Charter School staff to seek advice from Imagine leaders and other Imagine Schools and share best practices with other Imagine Schools
- (h) Adhere to the personnel and operating policies of Imagine and consult with Imagine in developing its own policies and procedures, all in accordance with the terms and conditions of the Charter and all applicable laws, rules and regulations.
- (i) Contribute to the cost of providing the Imagine services and benefits realized by the Charter School and as set forth in this Agreement, all designed to help the Charter School achieve high levels of excellence in serving its various stakeholders.
- (j) Cooperate with Imagine in furnishing all information and submitting all forms and reports required in connection with the Charter and/or Imagine's provision of the support services and benefits set forth in this Agreement, including providing timely notice of all Charter School Board of Directors meetings.

2. **IMAGINE COMMITMENT.** Imagine will provide to the Charter School development and operational support in accordance with and in furtherance of the Imagine Shared Values and Measures of Excellence adopted by the Charter School and the terms and conditions of the Charter. Services and benefits provided to Imagine Schools, include without limitation:

- (a) **Charter Development.** Imagine assists its schools with all aspects of the charter application, contracting, and renewal process.
- (b) **Educational Program Development and Implementation.** Imagine makes available instructional staff to implement the educational program at each Imagine School. Imagine provides curriculum development and support services, as requested. Imagine provides a proprietary K-8 curriculum, including a proprietary character education curriculum for grades 5-12, which may be used by Imagine Schools. Imagine assists with coordination of school-wide scope and sequence in core content areas, development of pacing guides and student action plans, and curriculum alignment to state standards, as needed. Imagine also provides expertise and guidance in connection with national accreditation processes.
- (c) **Assessment Services.** Imagine assists in coordinating administration and interpretation of

standardized student assessments administered each fall and spring to measure same-student learning gains. Imagine also assists with administration and interpretation of results of all state and district assessments. Imagine consults with instructional leaders, as appropriate, to develop instructional goals and objectives based on assessment results.

- (d) **Personnel Resources**: Imagine provides a nationwide system for staff recruitment, including coordination and development of the Imagine Schools Growing Our Leaders Program, and salary and benefits administration, including administration of the Imagine retirement plan.
- (e) **Professional Development**. Imagine assists in coordinating professional development opportunities for charter school staff, including an annual New Principals' Boot Camp and an annual National Forum and Celebration.
- (f) **Sharing Best Practices**. Imagine facilitates the sharing of best practices among Imagine Schools regionally and nationally through administrator meetings and conference calls, regional and national task forces, newsletters, a web-based intranet, School of Excellence Program Reviews, an annual New Principals' Boot Camp, and an annual National Forum and Celebration.
- (g) **General Administration**. Imagine provides administrative expertise in all areas of charter school operations, including assistance, as needed, with procurement and financing of contract equipment and other contract services, conduct of school site needs assessments, development of school-wide and region-wide performance plans, and development of operating guidelines, policies and procedures.
- (h) **Financial Administration**. Imagine provides support and assistance, as needed, in developing the annual charter school budget, selecting and working with an independent auditing firm, and preparing periodic financial reports required by the charter sponsor or other organizations. Imagine provides access to financial accounting software products tailored to meet the needs of Imagine Schools and technical assistance in connection with the accounting software and other financial reporting questions. Imagine assists with the design and implementation of appropriate internal accounting controls.
- (i) **Facilities Development**. Imagine assists with identification, procurement, development, and equipping of suitable facilities for operation of the charter school. Imagine provides guidance and support, as requested, with respect to facilities maintenance and repairs.
- (j) **Technology Support**. Imagine provides IT consultation services as requested, including assisting with the development of individual Imagine school websites and providing links from the national Imagine website to individual Imagine schools sites. Imagine maintains a web-based intranet and e-mail capabilities to enable communication among Imagine Schools personnel throughout the nation, and coordinates use of and assistance with technology data systems for management of student data.
- (k) **Marketing and Public Relations**. Imagine provides assistance, as requested, with development of enrollment and marketing plans and materials. Imagine also provides consultation and support in the areas of crisis management and stakeholder communications.
- (l) **Compliance Support**. Imagine provides guidance and support in completing all reports required by the charter sponsor and such other local, state and federal authorities as may have jurisdiction over the charter school.
- (m) **Risk Management**. Imagine assists in all aspects of insurance program procurement and administration, including national pooled product bidding to attain cost savings, claims

management and monitoring, and acting as a liaison as requested with the carrier.

- (n) **Contingency Support**. Imagine provides working capital advances to Imagine Schools needing short-term financial assistance. Imagine Schools are also eligible to participate in the Imagine Loss Mitigation Program, which provides a financial safety net and debt relief for Imagine Schools that may experience periods of significant financial hardship.

In connection with delivering the aforementioned services and benefits, Imagine will furnish to the Charter School all of the necessary school site staff, including without limitation such administrative, instructional and non-instructional school site staff as may be required by the Charter School to sustain the operations of the Charter School (collectively, the "Loaned Employees"). Loaned Employees may be assigned to work at the Charter School site on a full or part-time basis. If on a part-time basis, the Loaned Employees may also be assigned to work at other Imagine Schools. Loaned Employees, in collaboration with Imagine's regional and national managerial and support staff, shall be responsible for the administration and supervision of the personnel, materials, equipment, and facilities necessary for the provision of educational services to students, and the management, operation and maintenance of the Charter School in accordance with Imagine's Six Measures of Excellence, the parties shared mission of helping parents and guardians educate children in learning communities of achievement and hope, and the Charter School's educational goals, curriculum, methods of pupil assessment, admission policy and criteria, school calendar and school day schedule, age and grade range of pupils to be enrolled, all as determined by and adopted by the Board of Directors of the Charter School and included in the Charter and such policies and procedures as may be duly adopted by the Charter School's Board of Director. The Charter School shall have the right to pre-approve the school Principal furnished by Imagine, and may request that Imagine replace the Principal if his or her performance is deficient or below expectations. The Principal, with the assistance and advice of Imagine regional and/or national support staff and in particular the Imagine Regional Director or Executive Vice President assigned to work with the Charter School, shall select, supervise and discipline other school site staff. The number and configuration of staff members assigned to the Charter School shall be consistent with the staffing levels approved by the Charter School Board of Directors in the Charter School budget and sufficient to meet the programmatic requirements set forth in the Charter. All decisions made by Imagine, and any discretion exercised by Imagine, in its decisions regarding staffing levels and its selection, evaluation, assignment, discipline, and transfer of personnel, shall be consistent with state and federal law, and consistent with the parameters adopted and included within the Charter and this Agreement.

3. **CONTINGENCY SUPPORT AND LOSS MITIGATION**. Each Imagine School is expected to function in an economically sustainable manner. But, at times, unforeseen problems may result in financial hardship. For example, a shift in demographics of a school's parent/student population resulting in lower enrollment, state charter school funding challenges, or issues/delays may cause financial difficulties. The Imagine Loss Mitigation Program is a voluntary debt relief program designed to ensure that each participating Imagine School is given the best opportunity to survive these challenges by providing a financial safety net that helps the school avoid incurring debt amounts so substantial that they may result in school closure or risk to the charter authorization. The Charter School does not elect to participate in the Imagine Loss Mitigation

Program. In the event the Charter School's cash flow, for any reason, is insufficient to pay such operating expenses of the Charter School as may then be due and owing, the Charter School may request operating capital advances from Imagine to pay for operating expenses of the Charter School ("Operating Capital Advances"). During the fiscal year in which an Operating Capital Advance is made, on the first date that funds become available to the Charter School, which funds are not otherwise reserved under the Charter School budget, Imagine shall be automatically reimbursed for any outstanding Operating Capital Advances attributable to the then current fiscal year. Such Operating Capital Advances as remain outstanding as of the first day of the fiscal year immediately succeeding the fiscal year in which the Operating Capital Advances are made shall accrue interest until paid in full at a rate per annum equal to the Prime Rate (as defined below) compounded monthly ("Interest"). As used herein, the "Prime Rate" shall mean the rate of interest reported by the Wall Street Journal, Money Rates Section as the "Prime Rate" on the last day of the month immediately preceding the month in which the applicable Operating Capital Advances are made and adjusted on the first day of each Fiscal Year to the Prime Rate reported on May 31 of the immediately preceding Fiscal Year. Interest shall be calculated monthly on the basis of the outstanding balance as of the last day of the immediately preceding month. At the request of Imagine, the Charter School shall execute a promissory note in form acceptable to Imagine and the Charter School. Pursuant to § 1002.33(14), Florida Statutes, Operating Capital Advances are not obligations of the State of Florida or the School District of Sarasota County, but are obligations of the Charter School and are payable solely from Charter School revenues. Neither the School District of Sarasota County, Florida nor the State of Florida shall be liable for repayment of Operating Capital Advances or any accrued interest.

4. **PAYMENT.** Imagine shall be entitled to payment as follows:

- (a) **Direct Expenses.** The Charter School shall reimburse Imagine for the costs and expenses incurred by Imagine in connection with such Loaned Employees as may be assigned to the Charter School and the performance by said Loaned Employees of the responsibilities set forth herein (the "Direct Expenses"). The parties hereby agree that Direct Expenses, including, without limitation, wages, salaries, employee benefits, bonuses, taxes and overtime payments, may be paid directly by the Charter School or may be reimbursed to Imagine if first paid by Imagine. Direct Expenses shall not include the salary and benefits costs and expenses incurred by Imagine in connection with its regional and national managerial and support staff
- (b) **Indirect Cost Allocation.** As is the case with most schools, be they public, private or charter schools, that benefit from economies of scale in the provision of centralized administrative and financial support services, the Charter School in addition to the Direct Expenses identified in Section 4(a) above shall benefit from general development, management, and operational support as described in Section 2 above. In consideration thereof, each Imagine School agrees to bear its fair share of the cost to Imagine of providing said support services and benefits. Historically, the cost of providing these centralized support services has approximated twelve percent (12%) of the per-pupil funding provided by state and local governments during each fiscal year (the "Indirect Cost Allocation"). The

parties agree that the Charter School shall pay to Imagine, on a monthly basis, the Indirect Cost Allocation, which amount shall be determined in accordance with the budget approved by the Charter School's Board of Directors. In the event that the actual per-pupil funding provided by state and local governments for the immediately preceding fiscal year as reflected in the Charter School's annual audit reflects a shortfall of Indirect Cost Allocation, the amount of such shortfall shall be immediately paid to Imagine. Any overpayment of the Indirect Cost Allocation for the immediately preceding fiscal year shall be applied first to repayment of any operating capital advances made by Imagine to the Charter School and next to the Indirect Cost Allocation due for the then current fiscal year

- (c) **Contingency Support Repayment.** The Charter School shall repay Operating Capital Advances, whether or not incorporated in a promissory note, upon the terms and conditions set forth in Section 3 above or such different or additional terms and conditions as may be hereafter included in a promissory note executed by Imagine and the Charter School.
- (d) **Annual Review.** The payments required by this Agreement are subject to annual review by the Charter School, and any changes to the payments required by this Agreement will be negotiated by the parties and may be amended upon mutual agreement by the parties.

5. **TERM.** This Agreement shall be effective as of the Effective Date and, provided Imagine remains the sole member of the Charter School, shall continue until termination or expiration of the Charter, including any extensions or renewals thereof.

6. **INTELLECTUAL PROPERTY.** Imagine shall own all copyright and other proprietary rights to all instructional materials, training materials, curriculum and lesson plans, and any other materials developed by Imagine, its employees, agents or subcontractors, or by any individual working for or supervised by Imagine which is developed during the routine performance of the individual's duties. Imagine shall have the sole and exclusive right to license such materials for use by other Imagine Schools, school districts or customers. The Charter School shall own all proprietary rights to curriculum or educational materials that are developed at the express direction of the Charter School's Board of Directors with funds specifically dedicated by the Board of Directors for the development of such curriculum or materials. Nothing in this Section shall be construed to grant the Charter School proprietary rights over curriculum or educational materials that are part of the general curriculum development of Imagine not directly paid for by the Charter School with designated funds.

7. **INDEMNIFICATION.**

- (a) **By the Charter School.** The Charter School agrees that it shall indemnify and hold Imagine, and each of Imagine's subsidiaries and affiliates, harmless from and against any and all claims, liabilities, damages, losses, costs and expenses (including attorney's fees and expenses) of whatsoever nature or kind arising out of, caused by, resulting from or in any way connected with: (i) the employment or termination of any Loaned Employee who is

assigned to the Charter School site, (ii) any material breach of this Agreement, by the Charter School, or (iii) any negligent or intentional act or omission committed by the Charter School in the performance of its obligations hereunder. The indemnification obligations of the Charter School hereunder may be achieved by the purchase of appropriate insurance policies.

- (b) **By Imagine.** Imagine agrees that it shall indemnify and hold the Charter School harmless from and against any and all claims, liabilities, damages, losses, costs and expenses (including attorney's fees and expenses) of whatsoever nature or kind arising out of, caused by, resulting from or in any way connected with: (i) any material breach of this Agreement by Imagine, or (ii) any negligent or intentional act or omission committed by Imagine in the performance by Imagine of its obligations hereunder. The indemnification obligations of Imagine hereunder may be achieved by the purchase of appropriate insurance policies.

8. **SUBCONTRACTS.** Imagine may subcontract any and all aspects of the support services it provides; however Imagine shall be responsible for the management of all subcontractors in the performance of their work and shall remain individually responsible for the performance of any subcontractors it engages to perform such support services on its behalf.

9. **AGENCY.** The Charter School designates the employees of Imagine, including without limitation the Loaned Employees, as agents of the Charter School having a legitimate educational interest for the sole purpose of obtaining access to educational records under 20 U.S.C. § 1232g, the Family Rights and Privacy Act. Nothing in this Agreement or in any other document, shall be interpreted or construed as making the Charter School the agent or representative of Imagine, nor does the Charter School have any authority to commit or bind Imagine, except as may be specifically authorized by appropriate action of Imagine.

10. **ASSIGNMENT.** This Agreement shall inure to the benefit of and shall be binding upon the respective successors and assigns of the parties hereto, but neither this Agreement nor any rights, duties or obligations created hereunder may be sold, assigned, transferred or conveyed by either party without the prior written consent of the other party.

11. **FORCE MAJEURE.** Notwithstanding any other sections of this Agreement, neither party shall be liable for any delay in performance or inability to perform due to acts of God or due to war, riot, embargo, fire, explosion, sabotage, flood, accident, labor strike, or other acts beyond its reasonable control.

12. **NO WAIVER.** No waiver of any breach or breaches of any provision, covenant or condition of this Agreement shall be construed to be a waiver of any preceding or succeeding breach of such provision, covenant or condition, or of any other provision, covenant or condition.

13. **NOTICES.** All notices, demands or communications of any kind which may be required or desired to be served, given or made by the Charter School upon or to Imagine under

the terms of or in connection with this Agreement, shall be sufficiently served, given or made (as an alternative to personal service upon Imagine) if sent by registered United States mail, Return Receipt Requested, addressed to:

Imagine Schools Non-Profit, Inc.
1005 North Glebe Road, Suite 610
Arlington, VA 22201
Attn: General Counsel

(or to such other address as may hereafter from time to time be designated for this purpose by Imagine to the Charter School in writing). All notices, demands or communications of any kind which may be required or desired to be served, given or made by Imagine upon or to the Charter School, under the terms of or in connection with this Agreement, shall be sufficiently served, given or made (as an alternative to personal service upon the Charter School) if sent by registered United States Mail, Return Receipt Requested, addressed to:

Imagine School at North Port, Inc.
Attn.: Barbara McKeathon, President or Current President
1000 Innovation Ave.
North Port, FL 34289

14. **ENTIRE AGREEMENT.** This Agreement reflects the entire agreement among the parties relating to the subject matter hereof and may not be varied or amended except by an instrument in writing executed subsequent to the execution of this Agreement and signed on behalf of Imagine and the Charter School by persons respectively duly authorized.

15. **NO MERGER OR PARTNERSHIP.** This Agreement does not constitute a merger or consolidation. Imagine and the Charter School remain solely responsible and liable for its respective claims, debts, obligations, and liabilities. Except to the limited extent delegated herein or expressly provided for in other agreements, neither entity hereby succeeds to the rights, interests, powers, privileges, assets or liabilities of the other. The relationship between the parties hereto shall be solely as set forth herein and neither party shall be deemed to be an employee, agent, partner, or joint venture of the other. Neither Imagine nor the Charter School shall become bound by any representation, act, or omission of the other not expressly provided for in this Agreement.

16. **GOVERNING LAW, CONFLICT RESOLUTION, VENUE, AND JURISDICTION.** This Agreement shall be construed and interpreted under and enforced in accordance with the laws of the State of Florida. All parties recognize that conflicts or disputes may occasionally arise. If any dispute cannot be resolved in private meetings, the parties agree, as an alternative to litigation, to enter mediation and, if mediation is unsuccessful, legally binding arbitration in accordance with the rules of the American Arbitration Association as set forth in www.adr.org. The parties agree that venue shall be in the county where the Charter School is located, and hereby waive any and all objections to the laying of venue in such county. The parties further agree that any arbitration award may be entered in any court having jurisdiction over the subject matter or parties. The parties understand that these methods shall be the sole remedy for any controversy or claim arising out of this Agreement or the subject matter hereof, and expressly waive

their right to file a lawsuit or claim against one another for such disputes, except to enforce an arbitration decision. This provision shall survive termination of this Agreement.

17. **ATTORNEYS' FEES.** In the event any action shall be brought by either party hereto against the other to recover any sum, or on account of the breach of any provision, covenant or condition herein contained, the prevailing party in said action shall be paid by the other party a reasonable sum as fees for the attorneys of said prevailing party in said action to be assessed and fixed by the court wherein such action shall be brought.

18. **HEADINGS.** The headings contained in this Agreement are for convenience of reference only, and shall not limit or otherwise affect in any way the meaning or interpretation of this Agreement.

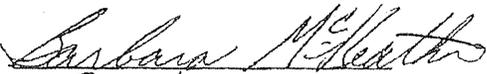
19. **SEVERABILITY.** If any part of this Agreement or any other agreement entered into pursuant hereto is contrary to, prohibited by or deemed invalid under applicable law or regulation, such provision shall be inapplicable and deemed omitted to the extent so contrary, prohibited or invalid, but the remainder hereof shall not be invalidated thereby and shall be given full force and effect so far as possible.

20. **COUNTERPARTS.** This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, and all of which together shall constitute one and the same instrument.

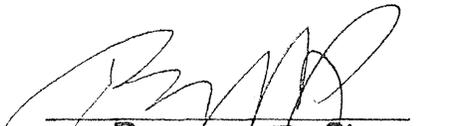
THIS AGREEMENT CONTAINS A BINDING ARBITRATION PROVISION WHICH MAY BE ENFORCED BY THE PARTIES.

IN WITNESS WHEREOF, the parties herein have set their hands and seals, effective July 1, 2011.

IMAGINE SCHOOL AT
NORTH PORT, INC., d/b/a
IMAGINE SCHOOL
AT NORTH PORT


By: President
Its: _____

IMAGINE SCHOOLS NON-PROFIT, INC.


By: Barry J. Sharp
Its: Treasurer

**FIRST AMENDMENT TO
AMENDED AND RESTATED AFFILIATE AGREEMENT**

THIS FIRST AMENDMENT TO AMENDED AND RESTATED AFFILIATE AGREEMENT ("Amendment"), is entered into, effective May 1, 2013, by and between Imagine School at North Port, Inc., a Florida non-profit corporation (hereinafter referred to as the "Charter School"), and its sole member, Imagine Schools Non-Profit, Inc., a Virginia non-profit corporation (hereinafter referred to as "Imagine").

WHEREAS, the Charter School and Imagine previously entered into an Affiliate Agreement, effective March 21, 2011; and

WHEREAS, said Affiliate Agreement was replaced by an Amended and Restated Affiliated Agreement, effective July 1, 2011; and

WHEREAS, the Charter School and Imagine would like to amend the Amended and Restated Affiliate Agreement to change the Indirect Cost Allocation set forth therein, effective as of May 1, 2013.

NOW THEREFORE, for and in consideration of the mutual covenants and conditions set forth herein, receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Section 4.(b) is hereby deleted in its entirety and replaced with the following:

Indirect Cost Allocation. As is the case with most schools, be they public, private or charter schools, that benefit from economies of scale in the provision of centralized administrative and financial support services, the Charter School in addition to the Direct Expenses identified in Section 4(a) above shall benefit from general development, management, and operational support as described in Section 2 above. In consideration of the supports, services and benefits provided by Imagine to the Charter School, the Charter School shall pay to Imagine an indirect cost allocation (the "Indirect Cost Allocation"). The Indirect Cost Allocation for each fiscal year shall be calculated to be an amount equal to eight and one-half percent (8.5%) of State Revenues for said fiscal year. As used herein, the term "State Revenues" shall mean all state and local revenues allocated to the Charter School based on the number of students, including Voluntary Prekindergarten ("VPK") students, at the Charter School, excluding only Teacher Lead funds, Merit Award Program funds, Florida School Recognition Program funds, before and after care revenues, fee based enrichment program revenues (e.g., summer programs, clubs, and activities, non-VPK prekindergarten program), facility rental revenues, donated funds, proceeds of fundraisers and grants from private sources. State Revenues shall not include any entitlement funds or other grant revenues allocated by the federal government. The Indirect Cost Allocation shall be paid monthly in an amount equal to one-twelfth (1/12th) of the annual amount reflected in the budget approved by the Charter School Board of Directors. In the event that the actual State Revenues for

the immediately preceding fiscal year as reflected in the Charter School's annual audit reflects a shortfall of Indirect Cost Allocation, the amount of such shortfall shall be immediately paid to Imagine. Any overpayment of the Indirect Cost Allocation for the immediately preceding fiscal year shall be applied first to repayment of any operating capital advances made by Imagine to the Charter School and next to the Indirect Cost Allocation due for the then current fiscal year.

2. All other provisions of the Amended and Restated Affiliate Agreement will remain the same, and the Amended and Restated Agreement, as amended hereby, shall remain in full force and effect.

IN WITNESS WHEREOF, the parties herein have set their hands and seals, effective as of May 1, 2013.

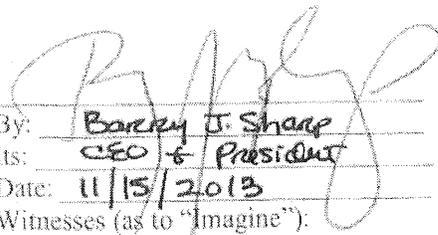
"CHARTER SCHOOL"
IMAGINE SCHOOL AT
NORTH PORT, INC.


By: Robson Rivas
Its: President
Date: 11/15/13
Witnesses (as to "Charter School"):


Printed Name: Kassy Helman

Printed Name: _____

"IMAGINE"
IMAGINE SCHOOLS NON-PROFIT, INC.


By: Barclay J. Sharp
Its: CEO & President
Date: 11/15/2013
Witnesses (as to "Imagine"):


Printed Name: William C. Abruzzo


Printed Name: ER Glasser

BYLAWS
OF
IMAGINE SCHOOL AT NORTH PORT, INC.

ARTICLE I

General

1.1 Name. The name of the Corporation shall be Imagine School at North Port, Inc., a not-for-profit Florida corporation and shall be hereinafter referred to as the "Corporation."

1.2 Address. The Corporation shall have its principal place of business located at 9275 49TH Avenue East, Palmetto, FL 34221, and may have such other places of business as the Board of Directors may designate from time to time.

1.3 Registered Agent. The Corporation's agent for service of process shall be Corporation Service Company, a Delaware corporation, or such other qualified person or entity as the Board of Directors may designate.

ARTICLE II

Purpose of the Corporation

2.1 Purpose. The general purposes for which the Corporation is organized are as follows:

a) To provide charitable and educational services through the operation of one or more charter schools within the State of Florida.

b) To act consistent with all applicable statutes, ordinances, rules and regulations affecting the actions of the Corporation and to do all other things otherwise permitted by law.

c) To do such other and further things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

d) To carry out any business, occupation, undertaking, enterprise, and exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Chapter 617, Florida Statutes, as may be amended, it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 617, Florida Statutes, as may be amended.

e) To engage in any fundraising activities necessary to promulgate the purposes of the Corporation.

2.2 Dedication of Assets. The Corporation's assets are irrevocably dedicated to its public benefit purposes. No part of the net earnings, properties, or assets of the Corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any Director or Officer of the Corporation. Upon dissolution of this Corporation, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, including disposition of assets pursuant to any applicable charter contract or law applying to charter schools, shall be distributed to a nonprofit fund, foundation, or corporation that is organized exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision in any future tax code.

ARTICLE III

Membership

3.1 Sole Member. The sole member of the Corporation shall be Imagine Schools Non-Profit, Inc., a Virginia non-profit corporation (the "Member").

3.2. Associates. Nothing in this Article shall be construed as limiting the right of the Corporation to refer to persons associated with it as "members" or "associates" even though such persons are not members of the Corporation within the meaning of Section 617.0601, Florida Statutes, and no such reference shall make anyone a member within the meaning of Section 617.0601, Florida Statutes, including honorary or donor members. Such individuals may originate and take part in the discussion of any subject that may properly come before any meeting of the Board, but may not vote. The Corporation may confer by amendment of its Articles of Incorporation or these Bylaws some or all of the rights of a member, as set forth in the Florida Not For Profit Corporation Act, upon any person who does not have the right to vote for the election of directors, on a disposition of all or substantially all of the Corporation's assets, on the merger or dissolution of the Corporation, or on changes to its Articles of Incorporation or Bylaws, but no such person shall be a member within the meaning of Section 617.0601, Florida Statutes. The Board may also, in its discretion, without establishing membership, establish an advisory committee or honorary board or such other auxiliary groups as it deems appropriate to advise and support the Corporation.

3.3 Rights of Sole Member. The sole member shall have the exclusive right to approve any amendments to the Articles of Incorporation or the Corporation's Bylaws, to appoint members of the Board of Directors, to vote on the disposition of all or substantially all of the Corporation's assets, to vote on any merger and its principal terms and any amendment of those terms, and to vote on any election to dissolve the Corporation, and as otherwise required under the Florida Not For Profit Corporation Act and/or set forth in these Bylaws.

ARTICLE IV

Seal

The seal of this Corporation shall have inscribed on it the name of this Corporation, the year of its organization, and the words "Corporate Seal, State of Florida."

ARTICLE V

The Board of Directors

5.1. General Powers. Except as provided in the Articles of Incorporation, and as otherwise provided in these Bylaws, the direction and management of the affairs of the Corporation shall be vested in a Board of Directors.

5.2. Number and Appointment. The business and affairs of the Corporation shall be managed by a Board of Directors of not less than three (3) nor more than five (5) members. All directors shall be appointed by the Member. The Member shall appoint and fill vacancies for two (2) of the Board members (the "Open Criteria Directors") on the basis of any criteria it deems relevant to the selection of Directors, consistent with the Corporation's mission. The Member shall appoint and fill vacancies for three (3) other Board members (the "Community Criteria Directors") on the basis of any criteria it deems relevant to the selection of Directors consistent with the Corporation's mission; provided, however, that particular consideration will be given to individuals whom the Member considers to be well representative of the charter school community served by the Corporation. After the appointment of the initial Board by the Member, the Board shall elect new Directors to fill any Governing Board vacancies in accordance with the provisions of this Section 5.2, subject to the approval of the Member, which approval shall not be unreasonably withheld. The Member may remove a Director at any time if in the reasonable judgment of the Member: (i) a Director has acted inconsistent with the mission,

purposes, standards, ideals, and spirit of Imagine Schools, including without limitation adherence to the Imagine Schools' Six Measures of Excellence, as set forth in Section 1 of the Affiliate Agreement between the Corporation and the Member, as may hereafter be amended or restated, and (ii) to the extent required to maintain the tax-exempt status of the Corporation. The Member shall inform the Secretary in writing of all such appointments and removals. The appointment or removal shall be effective only upon receipt of this written communication. This Corporation shall not be bound by such appointments and removals unless the person signing the written communication has been properly authorized by the Member. Each Director shall serve until his successor shall be duly appointed and qualified by the Member, or until an earlier resignation, removal, or other termination of services of any Director, or death.

5.3. Terms of Directors. The initial Board of Directors shall be divided into three (3) classes of approximately equal size, with the term of each Director ending in each of the next three (3) consecutive years so that the offices of approximately one-third of the total number of Directors shall become vacant each year. Thereafter, the term of a Director shall be for three (3) years, unless the Director is sooner removed by or as a result of the earliest to occur of: (1) operation of law; (2) an order or decree of any court of competent jurisdiction; (3) voluntary resignation, or (4) removal by the Member. An individual who has served a term as Director may not be eligible for another term until one (1) year has passed following the last day of the individual's preceding term as Director.

5.4 Powers of the Board of Directors. The Board of Directors shall have power:

- a) To call meeting of the Board of Directors.
- b) In anticipation of or during an emergency, if a majority of the Board of Directors cannot readily be assembled because of some catastrophic event, then any number of the Directors shall have the power and authority to do and perform all acts and functions, permitted for an organization described in §627.0303, Florida Statutes, as amended, or subsequent legislation not inconsistent with these Bylaws, the Articles of Incorporation, or the laws of the State of Florida.
- c) To authorize and cause the Corporation to enter into contracts for the day-to-day operations of the Corporation and the discharge of its responsibilities and obligations.
- d) To exercise for the Corporation all powers, duties and authority vested in or delegated to the Corporation.

5.5. Duties of the Board of Directors. It shall be the duty of the Board of Directors:

- a) To cause to be kept a complete record of all its actions and corporate affairs.
- b) To supervise all officers, agents, and employees of the Corporation and to see that their duties are properly performed.

5.6. Vacancies. If a vacancy should occur in the Board of Directors, the Member shall appoint an individual to serve on the Board for the remainder of the vacating Director's three-year term consistent with the criteria utilized by the Member to appoint the vacating Director, as described in Section 5.2.

5.8 Resignation and Removal. Any Director may resign at any time by giving written notice to the Corporation, the Board of Directors, or its chairperson. The resignation of any Director shall take effect when the notice is delivered unless the notice specifies a later effective date, in which event the pending vacancy may be filled as set forth herein before the effective date provided that the successor does not take office until the effective date. Any Director may be removed by the Member at any time if in the reasonably judgment of the Member: (i) a

Director has acted inconsistent with the mission, purposes, standards, ideals, and spirit of Imagine Schools, including without limitation adherence to the Imagine Schools' Six Measures of Excellence, as set forth in Section 1 of the Affiliate Agreement between the Corporation and the Member, as may hereafter be amended or restated, and (ii) to the extent required to maintain the tax-exempt status of the Corporation. The Member shall inform the Secretary in writing of all such appointments and removals. The Board may also vote for the removal of a Director by a two-thirds majority of the Directors then in office and present at any regular or special meeting of the Board, subject to the approval of the Member.

5.9. Compensation. Directors shall not receive salary for their services as Directors. A Director may be reimbursed for authorized expenses if such expenses are approved by the Board at their direction.

ARTICLE VI

Meetings of the Board

6.1. Place of Meetings; Attendance. The meetings of the Board of Directors will be held at a location so designated by a majority of the Board. Meetings may be held telephonically, or such other electronic means as may be designated by the Board of Directors, as permitted by Florida law. In such event, participation by any Director in such telephonic or electronic meeting shall constitute attendance.

6.2. Time of Regular Meeting; Notice. The Board of Directors shall determine, at the annual meeting, the dates and times the Board will meet throughout the year. Notice of such meetings shall be distributed to the Board and Members of the Corporation. This notice may be given either personally, or by sending a copy of the notice through the United State Mail, by facsimile or other electronic means.

6.3. Special Meetings. Special Meetings of the Board of Directors may be called at any time by the Chairman of the Board or by any two Directors.

6.4. Notice of Special or Emergency Meetings. Written notice of each special meeting, setting forth the time and place of the meeting shall be given to each Director at least ten (10) days before the meeting. This notice may be given either personally, or by sending a copy of the notice through the United State Mail, by facsimile or other electronic means. Notice of emergency meeting shall be given to each Director in a manner and in a time period that is reasonable under the circumstances.

6.5. Voting and Quorum. Except as otherwise provided below, a majority of the Directors in office shall be necessary to constitute a quorum for the transaction of business; provided, however, that whenever a vacancy occurs for any reason in the Board of Directors, a quorum shall consist of a majority of the remaining Directors until the vacancy has been filled. If a quorum is present, the acts of a majority of the Directors in attendance shall be the acts of the Board. Each Director shall have one (1) vote. If a quorum is not present, no business shall be conducted at the meeting. Any Director not present at a meeting may vote on any matter by general or specific proxy or by power of attorney directed to another Director present or by specific instructions in writing. Except for the appointment of the school principal, the approval of the school budget, the selection and financing of the school facility, and removal of a Director, all of which shall require a quorum of two-thirds of the Board of Directors, a quorum for the transaction of any particular business at a meeting of the Board shall be a majority of the

Directors then in office. Any less number may: (1) set a time to adjourn, (2) adjourn, (3) recess, or (4) take measures to obtain a quorum.

6.6. Action Without a Meeting. Unless prohibited by Florida law or contractual provision binding the Corporation, any action required or permitted to be taken at a meeting of the Board of Directors or a committee thereof may be taken without a meeting if a consent in writing, stating the action so taken, is signed by a majority of the directors or of the members of the committee, as the case may be. A consent signed under this section shall have the effect of a meeting vote and may be described as such in any document.

6.7. Attendance. Any member of the Board unable to attend a meeting of the Board shall notify the Secretary and state the reason for his or her absence, though a Director may assign by written proxy pursuant to Section 6.5 of this Article another Director to substitute for him or her at meetings. If a Director is absent from two (2) meetings in a fiscal year, he or she may be removed by a two-thirds vote of the Board.

6.8. Meetings by Means of Conference Telephone Call or Similar Electronic Equipment. Members of the Board of Directors or a committee thereof may participate in a meeting of the Board or such committee by means of a conference telephone call or similar communications equipment if all persons participating in the meeting can hear each other at the same time, and provided that such action is permitted by Florida law. In such event, participation by such means constitutes presence in person at a meeting.

6.9. Open Meetings. So long as the Corporation's contract for operation of a public charter school remains in effect, to the extent required by such laws, rules and regulations as govern the operation of such public charter school; all meetings of the Board of Directors will be noticed and conducted in accordance with the Sunshine Act (Section 286.011, Florida Statutes).

6.10. Presumption of Assent. A Director who is present at a meeting of the Board when Corporate action is taken is deemed to have assented to the action taken unless (1) the Director objects at the beginning of the meeting, or promptly upon his or her arrival, to holding it or transacting specified business at the meeting or (2) the Director votes against, or abstains from, the action taken. The Secretary or any other officer performing the Secretary's duties shall maintain accurate records of all votes of the Board of Directors.

6.11. No Duty to Consult. Except as otherwise provided herein, the Directors shall have no duty or obligation to consult with or seek the advice of the Member in connection with the conduct of the business of the Corporation.

6.12. Committees of the Board of Directors. The Board of Directors, by resolution adopted by a majority of the full Board, may designate from among its members an executive committee and one or more other committees each of which, to the extent provided in the resolution, shall have and may exercise all the authority of the Board of Directors, except as prohibited by the Florida Statutes, Chapter 617. Each committee shall consist of two (2) or more Directors. The Board of Directors, by resolution adopted in accordance with this article, may designate one or more Directors as alternate members of any committee, who may act in the place and stead of any absent committee member(s) at any meeting of the committee.

6.13. Advisory Committees. Advisory committees not having and exercising the managerial authority of the Board of Directors may be established by resolution duly adopted by the Board. Membership of such committees shall not be limited to the Directors of the Corporation. Members of such committees shall be appointed by a majority vote of the Board. Any member of such committee may be removed by the Board when, in the judgment of the Board, the interests of the Corporation would be served best by such removal.

6.14. Nomination Committee. The Board of Directors shall appoint a nominating committee to recommend to the Member candidates to fill any vacancies on the Board of Directors. The nominating committee shall provide the Member with a copy of the slate of candidates at least thirty (30) days prior to the expiration of the term of one or more Directors or within thirty (30) days of the resignation or removal of one or more Directors. Notwithstanding this provision, the Member may, in its discretion, and subject to the criteria set forth in Article V, appoint one or more persons not included in the slate of nominees presented by the Board.

ARTICLE VII

Officers, Agents and Employees

7.1. Officers. The executive officers of the Corporation shall be elected by the Board of Directors and may consist of a President, Vice-President, Secretary, Treasurer or other officers, assistant officers or agents that the Board of Directors from time to time may deem necessary. Any two or more offices may be held by the same person.

7.2. Other Officers, Employees and Agents. Each and every other officer, employee, and agent of the Corporation shall possess, and may exercise, such power and authority, and shall perform such duties, as may from time to time be assigned to him or her by the Board of Directors, the officer appointing him or her, and such officer or officers who may from time to time be designated by the Board to exercise supervisory authority.

7.3. Election and Term of Office. The Officers of the Corporation shall be elected by the Board of Directors annually at the first meeting of the Board held in each fiscal year. If the election of Officers shall not be held at such meeting, such election shall be the first order of business at the next regular meeting of the Board. Each Officer shall hold office until his successor shall have been duly elected or until an earlier resignation, death or removal in the manner herein provided.

7.4. Removal. Any officer of the Corporation may be removed with or without cause, at any time, by a majority vote of the Board or by the Member

7.5. Resignation. Any officer of the Corporation may resign from his or her respective office or position by delivering notice to the Corporation. The resignation is effective when delivered unless the notice specifies a later effective date. If a resignation is made effective at a later date and the Corporation accepts the future effective date, the Board of Directors may fill the pending vacancy before the effective date if the Board provides that the successor does not take office until the effective date.

7.6. Vacancies. When a vacancy occurs in one of the executive offices by death, resignation or otherwise, it shall be filled by the Board of Directors. The officer so selected shall hold office until his successor is duly elected and qualified, or until an earlier resignation, death or removal in the manner herein provided.

7.7. Compensation. Directors who serve as officers shall not receive any compensation for their services. Officers who are not also Directors may be compensated in accordance with the budget approved by the Board of Directors.

7.8. President. The President shall be the Chairman of the Board of Directors, shall be the chief executive officer of the Corporation, and shall have general supervision and control of the business of the Corporation. He/she shall preside at all meetings of Directors, Committees of the Board of Directors on which he/she may serve, and discharge the duties of a presiding officer. At each annual meeting of the Board of Directors, the President or the President's designee shall report on the business of the Corporation for the preceding fiscal year; and shall

perform whatever other duties of the Board of Directors may from time to time prescribe, and as are incident to the offices of President and Chief Executive Officer.

7.9. **Vice-President.** The Vice-President shall be the Vice-Chairman of the Board of Directors. The Vice-President shall, in the absence or disability or inability of the President, perform the duties and exercise the powers of the President. He/she also shall perform whatever duties and have whatever powers the Board of Directors may from time to time assign him/her. In the event the President refuses to act, the Vice-President may act for him/her at the direction of the Board of Directors.

7.10. **Secretary.** The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the Corporation; and keep a register of the address of each Member of the Corporation. In addition, the Secretary shall possess, and may exercise, such power and authority, and shall perform such duties, as may from time to time be assigned to him or her by the Board of Directors and as are incident to the office of Secretary.

7.11. **Treasurer.** The Treasurer shall have custody of corporate funds. He/she shall keep or be responsible for full and accurate accounts of receipts and disbursements, an accurate and full account of all assets and liabilities, and shall deposit all corporate monies and other valuable effects in the name and to the credit of the Corporation in a depository or depositories designated by the Board of Directors. He/she shall disburse the funds of the Corporation and shall render to the President or the Board of Directors, whenever they may require it, an account of his/her transactions as Treasurer and of the financial condition of the Corporation. In addition, the Treasurer shall possess, and may exercise such power and authority, and shall perform such duties, as may from time to time be assigned to her/him by the Board of Directors and as are incident to the office of Treasurer.

7.12. **Designation of Duties.** Whenever an officer is absent or whenever, for any reason, the Board of Directors may deem it desirable and as permitted by Florida law, the Board may delegate the powers and duties of an officer to any other officer or officers or to any Director or Directors or agent.

ARTICLE VIII

Books, Records and Reports

8.1 **Books and Records.** In compliance with Section 617.1601, Florida Statutes, as amended, or any successor thereto, the Corporation shall keep as permanent records correct and complete books and records of accounts and shall keep minutes of the proceedings of the Board of Directors and committees having any authority of the Board of Directors. All books and records of the Corporation shall be kept in written form or in another form capable of conversion into written form within a reasonable period of time.

8.2 **Annual Reports.** The Corporation shall file with the Department of State of the State of Florida a sworn annual report on such forms and containing such information as the Department of State may prescribe.

8.3 **Inspection Rights.** The Member and every Director shall have the right at any reasonable time to inspect the Corporation's books, records, documents of every kind, and physical properties, as permitted by Florida and federal law.

ARTICLE IX

Contracts, Deposits, Checks and Contributions

9.1 Contracts. Except as otherwise provided in these Bylaws, the Board of Directors may authorize any Officer or agent to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation, and such may be general or confined to a specific instance. Unless so authorized by the Board of Directors, no officer, employee, agent or representative shall have the power or authority to bind the Corporation by any contract or engagement, or to pledge its credit, or render it liable pecuniarily for any purpose or to any amount.

9.2 Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories of, invested from time to time for and on behalf of the Corporation, as the Board of Directors may elect.

9.3 Checks, Drafts, Orders of Payment. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officers or officers, agent or agents of the Corporation and in such manner as the Board of Directors from time to time shall determine by resolution. In the absence of such determination, such instruments shall require the signatures of both the President and the Treasurer of the Corporation.

9.4 Contributions. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise of any property whatsoever, for the purposes of the Corporation.

ARTICLE X

Fiscal Year

The fiscal year of the Corporation shall commence on July 1 of each year and end on June 30 of the following year.

ARTICLE XI

Indemnification

The Corporation shall indemnify and advance expenses on behalf of its Directors and Officers to the fullest extent permitted under Section 617.0831, Florida Statutes, as amended, or any successor thereto. Said indemnification shall extend to any and all liabilities of the Directors and Officers arising from their relationships with the Corporation in any and all capabilities. By resolution duly adopted, the Board of Directors may authorize the Corporation to (i) indemnify any or all of its employees and agents who are not Directors to any extent that the Board of Directors may determine, up to and including the fullest extent permitted under Section 617.0831, Florida Statutes, as amended, or any successor thereto, and/or (ii) provide insurance coverage to any or all of its directors, officers, employees and agents against any or all risks or liabilities that such persons may incur by virtue of their relationship with the Corporation.

ARTICLE XII

Bylaws-Amendments: Effective Date

12.1 Bylaw Amendments. These Bylaws may be amended from time to time only by a written instrument approved by the Member and the Corporation and executed by the Member and the Corporation.

12.2 Bylaws Effective. These Bylaws shall not be effective until approved by the Member.

The foregoing Bylaws of Imagine School at North Port, Inc., were adopted and approved this 7th day of 2010 July, by a majority vote of a quorum of the Board of Directors.

Stephen Hudak
Secretary
Printed Name: Stephen Hudak

Approved by the Member, Imagine Schools Non-Profit, Inc., this 7th day of July, 2010.

Dennis W. Ralke
Its CEO
Printed Name: Dennis W. Ralke

FIRST AMENDMENT TO BYLAWS
OF
IMAGINE SCHOOL AT NORTH PORT, INC.

THIS FIRST AMENDMENT TO BYLAWS ("Amendment"), of Imagine School at North Port, Inc., is intended to amend the original Bylaws of the Corporation, effective as of the latest date of approval set forth below.

WHEREAS, the Corporation adopted its Bylaws, effective July 7, 2010; and

WHEREAS, the Corporation and its sole member, Imagine Schools Non-Profit, Inc. ("Member"), desire to clarify the Bylaws relating to removal of Directors from the Board of Directors.

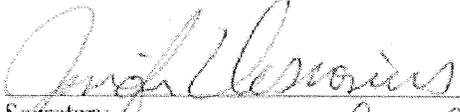
NOW THEREFORE, in consideration of the foregoing premises, the Bylaws are amended as follows:

1. Article V, Section 5.8 is amended as follows:

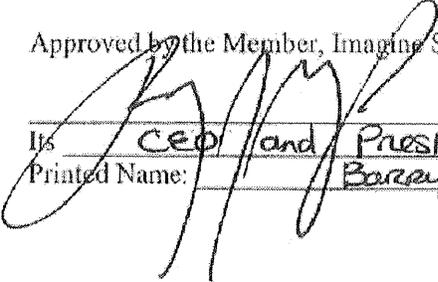
Resignation and Removal. Any Director may resign at any time by giving written notice to the Corporation, the Board of Directors, or its chairperson. The resignation of any Director shall take effect when the notice is delivered unless the notice specifies a later effective date, in which event the pending vacancy may be filled as set forth herein before the effective date provided that the successor does not take office until the effective date. Any Director may be removed by the Member at any time if in the reasonable judgment of the Member: (i) a Director has acted inconsistent with the mission, purposes, standards, ideals, and spirit of Imagine Schools, including without limitation adherence to the Imagine Schools' Six Measures of Excellence, as set forth in Section 1 of the Affiliate Agreement between the Corporation and the Member, as may hereafter be amended or restated, and (ii) to the extent required to maintain the tax-exempt status of the Corporation. Disagreement over terms and conditions of the Charter Contract, the Articles of Incorporation, Bylaws, Amended and Restated Affiliate Agreement, or other binding agreements involving Corporation and the Member, or submittal of such disagreement pursuant to the Conflict Resolution provisions in Section 16 of the Amended and Restated Affiliate Agreement, shall not in and of itself, be grounds for removal. To the extent that such right may be waived, the Member hereby waives its rights of removal set forth in Section 617.0808, Florida Statutes. The Member shall inform the Secretary in writing of such appointments and removals. The Board may also vote for the removal of a Director by a two-thirds majority of the Directors then in office and present at any regular or special meeting of the Board, subject to the approval of the Member.

2. All other provisions of the Bylaws will remain the same, and the Bylaws, as amended hereby, shall remain in full force and effect.

The foregoing First Amendment to Bylaws of Imagine School at North Port, Inc., was adopted and approved this 8th day of October, 2013, by a majority vote of a quorum of the Board of Directors.

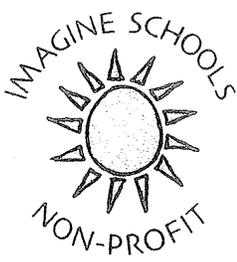

Secretary
Printed Name: Jennifer Desrosiers

Approved by the Member, Imagine Schools Non-Profit, Inc., this 19th day of June, 2014.


Its CEO and President
Printed Name: Barry J. Sharp

Appendix F

School Financial Plan Prepared at the Request of the Sarasota County
School District



IMAGINE SCHOOL AT NORTH PORT

GOVERNING BOARD

"Excellence through Integrity"

Elementary Campus

1000 Innovation Avenue – North Port, Florida – 34289

Upper Campus

2757 Sycamore Street – North Port, Florida – 34289

October 8, 2014

Ms. Lori White, Superintendent
School Board of Sarasota County
1960 Landings Boulevard
Sarasota, Florida 34231

Dear Ms. White,

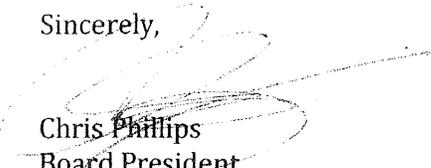
I am writing in response to your request for our board's financial plan for Imagine School at North Port. We understand your responsibility to watch the financial activity of all of your schools. The working relationship we have developed with all of your staff has contributed to our school's grade A designation, and continuing to be one of your high-performing charter schools in the Sarasota School District.

Parents in Sarasota County are fortunate to have many exceptional options for their students, including Imagine School at North Port. We are very proud of the program we've developed. It offers a strong educational program, as well as an infused character development program.

Included with this correspondence is the Financial Plan our Governing Board formally approved on October 7, 2014. It has been prepared at your request. It is not prepared as a result of a deteriorating financial condition or financial emergency, as preliminary results of the independent financial audit for fiscal year ending June 30, 2014 did not show any such conditions nor do any such conditions currently exist.

We again thank you and your staff for working together with us to ensure the best outcome for the students of Imagine School at North Port. We look forward to a lasting relationship with the Sarasota Public Schools, by continuing to provide a great choice and a quality education to Sarasota County students.

Sincerely,



Chris Phillips
Board President

Imagine School at North Port, Inc.

Cc: Imagine School at North Port, Inc. Board Members
Sarasota School District Board Members
Mitsi Corcoran, Chief Financial Officer
Al Weidner, Deputy Chief Financial Officer
Natalie Roca, Executive Director, Integrated Instructional Services
Katrina Ward, Supervisor, School Choice and Charter Schools
Steve Black, Principal Upper Campus, Imagine School at North Port
Aleischa Coover, Principal Elementary Campus, Imagine School at North Port
Kathy Helean, Region Director, Imagine Schools
Rod Sasse, Executive Vice President, Imagine Schools



IMAGINE SCHOOL AT NORTH PORT

GOVERNING BOARD

"Excellence through Integrity"

Elementary Campus

1000 Innovation Avenue – North Port, Florida – 34289

Upper Campus

2757 Sycamore Street – North Port, Florida – 34289

FINANCIAL PLAN¹

Approved by Governing Board – October 7, 2014

Imagine School at North Port opened in 2008. The School had strong enrollment and was able to maintain a surplus and growing fund balance until the spring of 2013. The previous Governing Board's decision to ignore provisions within the operating agreement to mediate disagreements with Imagine Schools Non-Profit, Inc. resulted in a highly publicized legal contest. This situation resulted in a change of leadership, decreased enrollment and the formation of a new Governing Board.

The School is an "A" rated school, has a state designation of High Performing Charter School and is housed on two campuses. Annual parent survey results also demonstrate strong support for the instructional, operational, personnel and parent opportunities at the School.

The breakeven enrollment number for the School is approximately 1100 students, and there are currently 1031 students enrolled for the 2014-2015 school year. The Board's number one priority is to increase enrollment which in turn will increase the School's revenue stream.

Listed below are highlights that portray the steps taken to recover and improve the financial condition of the School.

- Spring 2013- Capital purchases were made by former principal and approved by the previous Governing Board in preparation for the opening of additional high school classrooms and the construction of a Gymnasium. (The amount spent exceeded the fund balance.)
- May 2013 – Former principal re-hired all staff at the school for the 2013-2014 school year, recommended a 4.7% raise for all staff, and presented a preliminary budget showing 1200 student enrollment. All of these items were approved by the previous Governing Board.
- May 31, 2013- Per court order, this was the last day of work for the former Principal.
- July/August 2013- Dr. Steve Black and Dr. Mary Anderson were appointed by the new Governing Board to be the Principals for the Upper Campus and Elementary Campus.
- August 2013- Enrollment was 200 students less than projected in the preliminary approved budget
- September 2013- The new Governing Board was informed of the enrollment shortfall.
- October 2013- FTE numbers verified budget shortfall and Imagine School Administrative staff made recommendations of budget revisions to the new Governing Board. School leaders assured that spending would be strictly monitored.
- November 2013- The new Governing Board approved an amended budget with over a million dollar deficit due to faculty/staff already being hired and to adhere to commitments made by previous Governing Board. Principals were asked to only make necessary purchases, examine all staffing needs carefully and explore a Sports Participation Fee for the next school year. The

¹ This Financial Plan has been prepared at the request of the Sarasota County School District. It is not prepared as a result of a deteriorating financial condition or financial emergency. Such conditions are set forth in Sections 218.503(1) and 1002.345, Florida Statutes, and are further described in Chapter 6A-1.0081(2), F.A.C. The independent preliminary financial audit for fiscal year ending June 30, 2014 does not show any such conditions nor do any such conditions exist as of the date of this Financial Plan.

Board approved the budget with an operating advance from Imagine Schools Non-Profit Inc., and the understanding that a promissory note would be drawn up following the FY2014 audit.

- December 2013- Imagine North Port Principals, Imagine Region Director and Imagine Region Finance Director met with Al Weidner, Dr. Natalie Roca and Katrina Ward to inform them of the school's financial situation and the new Governing Board's plans to move forward
- January 2014- Governing Board advised that operating advance need may be as much as \$1.5 million. (Additional Gymnasium costs/permitting/fencing/architectural costs, etc that were not budgeted by the previous Principal.)
- April-June 2014- To further marketing plans and to inform the community of Imagine North Port's K – 12 program, Imagine Schools paid for video advertising through Cox Cable and online banner ads
- May 2014- An Economic Sustainability task force composed of 12 volunteer staff members scrutinized Imagine North Port's entire budget and identified areas to reduce so that a balanced budget could be achieved for 2014-15. The Task Force recommended some renegotiations of third party contracts, continued spending on required items only, an adjustment in salary, and restructured personal leave time with a buy-back option for unused days. In addition, several staff positions were reduced or eliminated without harming the educational program.
- June 2014- The Governing Board approved a preliminary budget that includes the need of an Imagine operating advance of approximately \$250K. The Board chose to continue expanding course/program offerings in order to market the school to new families looking for a high school option. This budget also included payment on the promissory note to Imagine Schools of approximately \$137,000 per year based on the projected \$1.5 million dollar advance at 3.25% interest.
- June 2014- Staffing reductions/additions were made based on enrollment and course selections by students.
- August 2014- Preliminary 2013-2014 audit indicates a deficit of approximately \$900,000 instead of the originally projected \$1.5 million due to the financial attentiveness of the administration of the school and the new Governing Board's oversight. This will reduce the amount of the promissory note by approximately \$600,000.
- September-October 2014- The independent audit will be completed and the promissory note will be drawn up between the new Governing Board and Imagine Schools Non-Profit, Inc.
- After the October FTE, the Governing Board will revise the budget to align with current enrollment and the finalized promissory note.

Imagine School at North Port has experienced some financial challenges in the last year, but the increasing enrollment, excellent academic results and the growing reputation of the School makes us very confident about our future. We recognize that the enrollment growth must come at the high school level, and that our challenge is in filling junior and senior grade spots. We are currently 70 students away from being independently sustainable.

The Governing Board of the School shall and will implement and monitor this Plan and will continue to review the financial condition of the School at each of its scheduled Board Meetings. The Governing Board will notify the Sponsor if there has been any deviation from this Plan. The Sponsor will also receive progress reports on the monitoring of this Plan as reflected in the minutes of the Board Meetings provided to the Sponsor. We invite the Superintendent and all Sarasota County Board Members to visit the School and/or any of our Governing Board meetings, and see first-hand the educational process being implemented at Imagine School at North Port and the governance being done by the School's Governing Board.