

**Amended and Restated Memorandum of Understanding
Board and Committee Structure**

**School for the Arts – NM
New Mexico School for the Arts**

Effective _____, 2010

This Amended and Restated Memorandum of Understanding is made by the School for the Arts - NM (“SA-NM”), a tax exempt arts educational institution and the New Mexico School for the Arts (the “Charter School”), a New Mexico public charter high school for the purpose of establishing a board and committee structure that will assure collaboration and cooperation with each other and will further their mission and educational purposes.

1. RECITALS

1.1 Independent Organizations. SA-NM and the Charter School are separate legal entities and each of them has independent governance, including the election of their board members, officers and committee members.

1.2 Statement of Purpose. SA-NM and the Charter School were created to give New Mexico students who demonstrate exceptional promise, aptitude and passion for the arts the opportunity to excel in the arts and to earn a New Mexico high school diploma by engaging in the highest standards of artistic and academic excellence and to prepare for competing on a national level for post secondary education and/or professional careers in the arts.

1.3 Board and Committee Structure. This Memorandum of Understanding defines the relationship between the Board of Trustees of SA-NM and the Governing Council of the Charter School and provides a structure for the interaction and collaboration in order to assure that the leadership and the operation of SA-NM and the Charter School and that the curriculum, policies, programs and activities of SA-NM and the Charter School complement and coordinate with each other and provide for the management, direction, and promotion of SA-NM and the Charter School in accordance with the highest ethical, educational and professional standards.

2. BOARD STRUCTURE

2.1 Charter School Governing Council. The members of the Governing Council of the Charter School (“Governing Council”) will be selected in accordance with its Charter.

2.2 SA-NM Board of Trustees. The members of the Board of Trustees of SA-NM will be selected in accordance with the Bylaws of SA-NM. The members of the Board of Trustees will include members of the Governing Council of the Charter School provided that the number of members of the Governing Council serving on the SA-NM Board of Trustees shall be less than a quorum of the Governing Council.

2.3 Board Chair. The Governing Council and the Board of Trustees of SA-NM acknowledge that the development and continuation of a collaborative leadership for SA-NM and the Charter School would be best served if the same person served as the chair of the governing board of each organization. For this reason the Board of Trustees of SA-NM Board and the Governing Council each agree to cooperate, communicate and work together as appropriate so that whenever possible the same person will be selected to serve as the Chair of each of their governing boards.

2.4 Goals and Objectives. The Board of Trustees of SA-NM and the Governing Council will cooperate and collaborate with each other with input from the Chair and the Executive Director and Head of School before or within a reasonable time following the annual meetings of the Board of Trustees of SA-NM and the Governing Council of the Charter School in order to develop and establish their goals and objectives for the year.

3. COMMITTEE STRUCTURE

SA-NM and the Charter School agree that the ability to cooperate and collaborate will be enhanced if certain committees are appointed by each of their respective governing boards and if certain members of the Charter School's Governing Council are appointed to serve on certain committees of SA-NM. For this reason, the committee structure of SA-NM will be organized to assure that a sound collaborative and cooperative relationship exists between SA-NM and the Charter School and to assure representation of the diverse constituencies of SA-NM and the Charter School.

3.1 Committees. The Committees of the Board of Trustees of SA-NM may include an Executive Committee, Long Range Planning Committee, Finance Committee, Nominating Committee, Advancement Committee and Executive Director Evaluation Committee which will be a subcommittee of the Executive Committee. The Committees of the Governing Council of the Charter School may include a Long Range Planning Committee, Finance Committee, Nominating Committee, Head of School Evaluation Committee, Parent Committee and Compliance/Policy Committee. The Committees of the Board of Trustees of SA-NM and of the Governing Council of the Charter School with similar functions may meet jointly in order to facilitate collaboration and cooperation between SA-NM and the Charter School. The Charter School will comply with the Open Meetings Act if the number of Governing Council members attending a joint committee meeting would constitute a quorum of the Governing Council.

3.2 SA-NM Committees.

3.2.1 Executive Committee. The Executive Committee will meet on an as needed basis to address matters that arise and need discussion between meetings of the Board of Trustees. The Executive Committee may act on behalf of the Board of Trustees in matters which have been expressly authorized by the Board of Trustees. The members of the Executive Committee will include the officers and committee chairs of SA-NM.

