

Destinations Career Academy of Utah

Charter School Proposal

Presented to

The Utah State Charter School Board

Presented by

Career Pathways Education Solutions

A Utah Nonprofit Corporation

Opening: School year 2021 - 2022

June 27, 2019

Charter School Information

1. Name of Proposed Charter School: Destinations Career Academy of Utah
2. Name of Applicant: Career Pathways Education Solutions
3. Authorized Agent: Todd Bingham, Board Chair
4. Mailing Address: PO Box 901565 Sandy, Utah 84090-1565
5. Phone Number: 801.891.6887
6. Email Address: todd@umaweb.org
7. New School Location and Location’s School District(s): Statewide.

Governance Structure

In this section provide information regarding the governance structure. The governing body of a charter school is responsible for the policy decisions of the school. Below, list the names and positions of all Board Members (officers, members, directors) of the school, and their positions. List their area of expertise (education, legal, finance, parent) and any other charters in which they have ever had affiliations. Add rows as necessary.

Name	Position	Area of Expertise	Any Charter Affiliations
Todd Bingham	Board Chair	Charter school board management (former founder); USBE selection committee; management; leadership	None currently
Brian Somers	Vice-Chair	Government; executive management; policy, economic and community development	None currently
Kelvyn Cullimore	Treasurer	Fiscal management; board governance, operations, and management; public service and government	None currently
Ryan Clark	Secretary	Human resources; finance; sales; marketing; management; team building; and work process flow	None currently
Sterling Brown	Member	Government affairs; policy development	None currently
Rikki Hrenko-Browning	Member	Business management; non-profit management; international relations; government affairs	None currently

Enrollment

8. Year School will start: 2021 – 2022.
 9. Grades Served: 6 - 12
- Does the proposed grade configuration match the resident district grade configuration?
- Yes
- No: *Describe the difference.*

10.

Year 1	Grades and Specific Number of Students Served by Grade													Max Enrollment
	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY2021-SY2022	0	0	0	0	0	0	67	67	74	96	96	0	0	400
Year 2	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY2022-SY2023	0	0	0	0	0	0	71	112	118	142	157	150	0	750
Year 3	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY2023-SY2024	0	0	0	0	0	0	69	112	142	165	184	184	144	1000

Waivers

11. Is this proposal seeking special treatment under UCA §53G-5-301?

Yes: *Provide a justification.*

No

12. Is this proposal seeking priority consideration under UCA §53G-5-504?

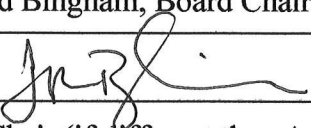
Yes: *Provide a justification.*

No

A charter school may apply to the State Board of Education for a waiver of any rule that inhibits or hinders the school from accomplishing its mission or educational goals set out in its charter.

13. List any waiver requests here (i.e., Rule numbers and titles). No waivers are being requested.

Signatures

WE, THE UNDERSIGNED, do hereby certify that, to the best of our knowledge and belief, the data in this proposal are true and correct. Therefore, this proposal for charter school status and funding is hereby submitted with the full approval and support of the governing body of the proposed charter school.
Name of Authorized Agent: Todd Bingham, Board Chair
Signature of Authorized Agent: 
Name of Charter School Board Chair (if different than Authorized Agent): N/A
Signature of Charter School Board Chair (if different than Authorized Agent): N/A

1. Key Elements

1a. State the proposed school's mission.

The mission of Destinations Career Academy of Utah (UTDCA) is to empower all students to contribute positively to the communities in which they live by preparing them for careers that are relevant in Utah. We will accomplish this by creating a career-focused school that delivers instruction using Project Based Learning and works directly with industry partners throughout Utah. The flexibility and reach we will have as an online school will ensure our students have access to a variety of career pathways to pursue. Our students will graduate job-prepared or ready to pursue their postsecondary education.

1b. State the legislative purpose(s) outlined in UCA 53G-5-104 which this school specifically satisfies.

UTDCA will satisfy many of the purposes outlined in UCA 53G-5-104. Most importantly, UTDCA will: continue to improve student learning; increase the choice of learning opportunities for students including those with disabilities, English Learners, and others; and encourage the use of innovative teaching methods.

Career and Technical Education (CTE) programs have a demonstrated history of improving student outcomes and UTDCA expects to be no exception.^{1,2} UTDCA will continue to improve student learning by providing a K – 12 school that is wholly focused on delivering a quality CTE program.

Traditionally, CTE programs have been tied to physical locations which have left geographic gaps in choice of learning opportunities for students who live in rural areas and/or do not have access to a CTE center or courses at their local schools. As an online school, these geographic barriers will be removed and students will be able to work remotely to learn skills that align with Utah's high demand job forecasts. The School will pair its students with relevant internships to gain hands-on experience in the pathway(s) of their choice in a geographically appropriate area.

In order to encourage the use of innovative teaching methods, the online school will provide foundational learning via an online curriculum and interactive hands-on experiences, which will include Project Based Learning (PBL) methods, internships, and Career Technical Student Organization (CTSO) participation and competitions. This method of teaching will provide our students with the knowledge and professional skills necessary in career development. Additionally, the School will take advantage of various online platforms such as Nepris (<http://qa.nepris.com>) which provides students opportunities to virtually explore careers through live, streamed interviews and workshops from industry professionals in which they share their day-in-the-life experiences.

¹ Dayton, C., Hester, C, and Stern, D (2011). Profile of the California Partnership Academies 2009-2010. Retrieved on April 3, 2019 from <http://www.cde.ca.gov/ci/gs/hs/documents/cpareport2010.pdf>

² Dougherty, Shaun (2016). Career and Technical Education in High School: Does it Improve Student Outcomes? The Thomas B. Fordham Foundation. Retrieved on April 3, 2019 from: <https://fordhaminstitute.org/national/research/career-and-technical-education-high-school-does-it-improve-student-outcomes>.

1c. Explain how this school will promote the State Charter School Board’s mission and vision.

UTDCA will help fulfill the State Charter School Board’s mission by providing a model that isn’t currently available in Utah: an innovative career readiness school that provides school choice and rigorous, relevant, foundation and career oriented curriculum to students statewide. This model puts students first, emphasizing student academic success and preparedness for their futures. The first four words of the State Charter School Board’s vision are, “*Every student has access...*”. Access to all students has been traditionally difficult to achieve in a career readiness environment. What will be innovative about UTDCA is its online platform providing career readiness program options to all students statewide; industry partnerships throughout Utah; and skills training aligned to workforce needs.

One of Utah’s challenges, like most states, is a shortage of qualified CTE teachers. The online nature of UTDCA will maximize the number of students and the reach of CTE teachers to all geographic corners of the state, further enabling student access to a career readiness curriculum.

1d. List the school’s key elements. The key elements of the Charter School, as set forth in the application, are programs and processes that are defining characteristics and make this school unique.

UTDCA will build partnerships with industry, higher education, and student organizations to help students become college and career ready. The program will deliver pathway instruction, workplace experiences, professional skills development, dual credit opportunities, and career counseling services to prepare its students for life beyond high school. It will lay the foundation for a range of careers and provide its students with opportunities to earn industry-recognized credentials.

The School will continuously build partnerships with industry leaders throughout the state to provide students with internships, job shadowing, and networking opportunities. Utilizing PBL methods, UTDCA will provide students the collaborative environment needed to prepare them for the modern workplace. Career counseling will be individualized to each student’s pathway and will include their academic and career interests. Students will be able to earn industry-recognized certifications that open doors for job opportunities. Wraparound services will be provided by a dedicated career readiness staff to provide necessary support to students in the career readiness program. UTDCA will use a variety of software platforms such as Nepris (described above), Naviance for skill and interest identification, Career Cruising and Utah Futures for career exploration, and Tallo (www.tallo.com), a networking platform that connects students with employers and colleges across the country, allowing students to showcase their skills and get discovered.

The Board intends to contract with K12 Inc. (K12) as the education services provider and the curriculum provider. K12’s experience in the management of online schools is unmatched and the company has developed a high quality career readiness education framework and curriculum not found with any other online provider.

1e. Describe the academic goals of this school.

High School

- In 2024, 90% of UTDCA’s graduates will be CTE pathway concentrators receiving 1.5 credits in a state approved pathway.
- In 2024, 75% of UTDCA’s graduates will be CTE pathway completers receiving 3.0 credits in a state approved pathway.

8th Grade

- In 2024, 90% of UTDCA’s promoted 8th grade students will have successfully completed one CTE exploratory course.

State Accountability Goals

- UTDCA will meet or exceed state averages in Proficiency and Growth by the end of SY2022-2023 as measured by the state’s approved annual assessment.
- UTDCA will meet or exceed state’s average Graduation Rate in its first graduation cohort in the spring of 2024.

2. Program of Instruction

2a. Does the school intend to offer any of the following programs:

- Career education is a focus of the charter school.
- Distance and/or online education will be offered.
- A partnership with a four-year college or university to offer early college options will formed.

2b. Briefly present the overall vision for how the school will operate. “A Day in the Life” narrative can be helpful.

UTDCA intends to enroll grades 6 – 10 in year one; grades 6 – 11 in year 2; grades 6 – 12 in year 3; and grades K – 12 in year 4.

The school day for an elementary student will include resources to explore the world of work, identify what careers are of interest, and understand the skills that are valued in the workplace. Students will have access to platforms geared to elementary students such as Paws in Jobland and the Learning Style Inventory. Parents will be encouraged to explore career pathways with their child and instruction will integrate PBL techniques.

During middle school and high school, career readiness components will be integrated into all aspects of the school. Students will be assigned a career counselor and will have licensed teachers for each course. In the middle school years, career counselors will guide students through various career exploration activities using courses and online platforms, help grow professional skills to enable them to interact effectively and harmoniously with others and identify interests and strengths.

During high school, students will begin pursuing specific career pathways and certifications and participating in job shadowing experiences, culminating in internships. High school students will work with peer groups on PBL initiatives and collaborate with a team for a CTSO competitions. Over the course of four years, high school students will build a career portfolio that can be used to aid the student in attaining a job post-graduation or continuing to postsecondary education.

The Board has chosen to use the K12 curriculum and Learning Management System (LMS). Each student will log on to the LMS and be presented with a dashboard outlining upcoming synchronous sessions, course requirements, and project assignments. Instruction will be provided in both synchronous and asynchronous formats in order to provide the

flexibility and individualized instructional methods required in a career readiness program. This flexibility is essential to the efficacy of UTDCA's career readiness program. During synchronous instruction students and teachers interact and build relationships. Synchronous instruction provides teachers with opportunities to assess student skill levels and provide individualized instruction. Synchronous instruction is used for many modalities including teaching state-assessed standards, support/remediation for individual students, enrichment for accelerated learners, student or group projects, community building activities, and providing supportive services for students with disabilities.

Asynchronous instruction allows students to work at their own pace and meets a variety of student learning preferences. Teachers can provide instructional and assessment materials inside the online course, employing audio and video to create a sense of teacher presence in asynchronous courses. Teachers have control over the delivery of and access to online course activities and can assign release conditions to control student access to course content and activities. Asynchronous courses include built-in interim assessments that allows teachers to employ data-driven instruction and individualized teaching methods to easily differentiate instruction for all students, including those with disabilities and English Learners.

2c. Describe the school's overarching educational philosophy.

UTDCA will provide our students with the resources they need to acquire the skills that translate into real jobs in Utah. Foundational teachings in general education coursework and specific career and interpersonal skills coursework will be delivered through PBL which will also provide students with opportunities to engage in experiences that reflect both life and work. UTDCA will prepare our students for the 21st century by teaching self-motivation which is required for success in an online environment, digital proficiency, and collaboration through PBL and CTSO participation. Our students will graduate with knowledge, an entrepreneurial mindset, and critical and creative thinking skills that will prepare them for a job or postsecondary studies.

2d. Provide a description of the intended educational program that includes methods of instruction and either sample curriculum choices or a description of how curriculum will be selected/developed.

UTDCA will be different from a "typical" school. The PBL instructional delivery model will begin in kindergarten and run through both foundation and career readiness coursework. PBL projects are built from the intersection of learning standards and real-world challenges. Students develop and practice professional skills while learning academic content and skills. Many projects, like the authentic challenges they incorporate or simulate, exist across content areas and are best built through an interdisciplinary approach. Hallmarks of the quality of PBL that will be required include student engagement through relevance; alignment to standards; authenticity; opportunities for sustained inquiry; student voice and choice; critique, revision, and reflection; collaboration; and public exhibition of knowledge and skills. By incorporating relevant and realistic challenges, students shift from completing work for the sake of a grade to achieving goals that are meaningful and purposeful for themselves.

With so much of the modern workplace increasingly shifting to virtual spaces, it makes sense to design our instruction to model the best examples of virtual career experiences. PBL

is the educational delivery system that will best position our School to prepare our students for the gig economy and the future of work and citizenship in this country.

During elementary and middle school, students will begin to explore careers and develop professional skills (e.g. communication, organization, presentation). Throughout high school, our students will be part of a cohesive career readiness experience blending PBL courses; career exploration tools; CTSOs; career counselors; National Career Readiness Certificate/Test Prep; work-based experiences; industry partnerships; college credit; dedicated, certified staff; and a statewide general advisory council. Upon graduation, students will be prepared to decide to pursue a specific career pathway and/or postsecondary education. All of this will be grounded in a sound foundational education utilizing K12's research-based curriculum.

Students and teachers will interact online in whole group, small group, and one-on-one scheduled sessions utilizing a web-conferencing tool (e.g., Blackboard Collaborate). They will also communicate via telephone, email, Zoom, instant messaging, and in person. Utah licensed teachers will be assigned to each course, trained in PBL, and will be directly responsible for the engagement, instruction, and learning of their students. Teachers and career counselors will work with parents, guardians and students to ensure student success.

UTDCA's middle school program is based on the principle that students in middle school should grow in knowledge and interest regarding career opportunities and learn about their skills and interests. This aligns with the Utah State Board of Education's vision that middle school students be college and career aware. Our students will be provided with the direction, decision making, and planning needed in order to select their career path. Middle school students will be armed with self-knowledge by the time they enter high school and will have opportunities to explore occupations through two broad exploratory courses, by participating in many of the high school CTSO experiences, and via access to college and career exposure platforms such as Nepris. By the time UTDCA students reach high school they will be well-prepared with necessary professional skills and will understand their interests and how those interests align to career opportunities.

UTDCA's high school students will earn a diploma while having the opportunity to study a specific career pathway(s). Each pathway is designed to accommodate students' specific career interests and capabilities.

The Career Readiness Framework of the career pathways program includes the following components:

Graduation Plan: The starting point for identifying and selecting a career pathway. The graduation plan will be developed beginning in grade 6 and will ensure that every student has a customized plan aligned with state graduation requirements to strategically guide and keep students on track towards graduation.

Courses and Pathways: In addition to their general education courses, students will complete a sequence of elective courses designed to provide foundational and advanced learning in specific pathways and may include concurrent enrollment courses. A course of study will be created for each available pathway and will outline the course requirements and options for students to complete in order to be a concentrator (fulfill 1.5 credits in a pathway) or completer (fulfill 3.0 credits in a pathway).

In its first year of operation, UTDCA proposes to offer the following three clusters, pathways and certifications at the high school level:

Career Cluster	Pathways	Available Certifications
Health and Human Services	<ul style="list-style-type: none"> • Medical Assisting • Dental Assisting • Certified Nurses' Assistant • Pharmacy Technician • Sports Medicine 	<ul style="list-style-type: none"> • Certified Nursing Assistant • NOCTI- Medical Assisting
Information Technology	<ul style="list-style-type: none"> • Programming • Game Design and Programming • Networking • Digital Design 	<ul style="list-style-type: none"> • Adobe (Certiport) • Unity (Certiport) • NOCTI Computer Networking Fundamentals
Manufacturing	<ul style="list-style-type: none"> • TBD based on Utah pathway requirements and the skills required by industry partnerships 	<ul style="list-style-type: none"> • Safety (OSHA) • NOCTI Manufacturing Technology

These three clusters were specifically chosen as they closely align with Utah's workforce needs and the Governor's Talent Ready Utah initiative. These clusters are also conducive to an online delivery platform integrated with hands-on internships and projects.

According to Utah's Department of Workforce Services Job Outlook report³, the Health Science field is one of the fastest growing industries in Utah encompassing two major occupational sectors – personal care and service and health care support – which together have fulfillment need of over 16,000 positions annually. Both sectors are growing at an annual rate of almost 4%.

Information Technology is classified under the occupational sector of computer and mathematics and continues to thrive as an industry in Utah and across the country. While the number of annual job openings aren't quite as staggering as healthcare, Utah expects to need over 5,700 new positions each year with an annual growth rate of 4.4%, the highest growth rate of any occupational sector in Utah.

Manufacturing, while not growing as rapidly as other industries (only 2% annually), is losing its workforce in Utah at a rapid pace. Of the predicted 13,530 annual openings, over 11,000 of those openings are to replace workers. Manufacturing is especially compelling for UTDCA to offer, as this industry is the largest employment sector (almost 12%) in Utah's transitional counties (counties adjacent to urban counties or remote counties with city populations over 50,000).⁴

As enrollment and capacity grows year over year at UTDCA, the School intends to add additional clusters using the Department of Workforce Services Utah Job Outlook data and aligning that data to student interest. Additional clusters being considered include Business, Finance and Marketing; Agriculture, Food and Natural Resources; and Hospitality and Tourism.

Digital Badges: A digital badge is a visual symbol of accomplishment that will be awarded to students who demonstrate competency in specific pathways. Badges are awarded for achievements of all kinds, such as: interest and engagement; knowledge or disposition; formal certification (degrees, certificates); and proficiency, competency or skill.

Career and Technical Student Organizations (CTSOs): CTSOs will allow students to

³ <https://jobs.utah.gov/wi/data/library/employment/occprojections.html>

⁴ State of Utah's Rural Planning Group. (2017). State of Rural Health: Current Analysis and Long Term Trends. Retrieved from <http://www.ruralplanning.org/assets/soru-report.pdf>

network with peers and potential future employers; develop professional skills; and participate in local, state, national, and virtual events and competitions relevant to their futures. CTSOs also provide staff with mentoring and professional development opportunities. UTDCA students will join the 20,000 students in Utah already participating in CTSOs. CTSOs provide students with real-world situations that offer opportunities to develop problem-solving skills and participate in teamwork opportunities.

Work Based Experiences: As part of the career readiness framework, students will have the opportunity to pursue internships, apprenticeships, and other work-related experiences such as job shadowing or summer camps. Several of the pathways, such as those in the Health Science cluster, conclude with credentialing experiences in real industry work environments such as hospitals, nursing homes, dental offices, etc. These experiences will be arranged with third parties who offer such credentialing programs. Meetings about the School have already taken place with BioUtah, the Utah Mining Association, the Utah Manufacturer's Association, Utah's Petroleum Association, and the Farm Bureau. Representatives from each organization have expressed interest in working with the School on multiple levels.

Establishing statewide partnership such as those listed above, along with the flexibility of an online school, will provide our students with access to these industries for career exploration and real world, hands-on experiences to practice and demonstrate key career skills. UTDCA's staff will facilitate this learning through our partner relationships.

Pathway Portfolio: Upon completion of a pathway, students will have a unique portfolio of coursework and projects to demonstrate their achievements to future employers or as part of college applications.

General Advisory Council (GAC): In order to provide clusters and pathways that are relevant to the students and businesses of Utah, UTDCA will establish a GAC. The GAC will be comprised of community leaders from industry, business, government, and education around the state. The primary function of the GAC is to provide market-based expertise, guidance, and assistance around the development, structure, and implementation of the School-provided pathways, internships and community partnerships. The GAC will ensure UTDCA's clusters and pathways remain relevant to Utah's occupational needs.

Exposure to Industry: UTDCA students will have the opportunity through several platforms to research careers, experience a day-in-the-life of many careers, and participate in a networking engine to showcase student talent.

- College and Career Research: Platforms such as Naviance, Career Cruising, Utah Futures, or Voyager allow students to explore careers, occupations, and colleges.
- Career Exposure: Platforms such as Nepris will provide students the opportunity to virtually explore careers through live interviews and workshops from industry professionals who will use live streaming tools such as Zoom to respond to questions, network with UTDCA students, and share their day-in-the-life experiences.
- Networking Engine: The Tallo platform is a powerful engine that will allow students in grades 9 and above to showcase their skills, abilities, and credentials to businesses and colleges and match students with internship and scholarship opportunities.

2e. Provide a description of how the Utah Core Standards will be taught and assessed in the school.

The Board has chosen to use the K12 curriculum. For each standard at each grade level,

K12 alignment specialists identify where in the curriculum the concepts are addressed and note specific units and lessons where students learn or demonstrate an understanding of the skills and knowledge required by the Utah Core Standards.

K12 will actively monitor Utah's review, adoption, and implementation of standards and commits to staying current if Utah should change or replace its Core Standards or statewide assessments, since the curriculum must ensure that students are learning content at the same level of rigor as tested (at a minimum).

School leaders and teachers from the proposed new school will be involved in a review of curriculum, assessments, and supplemental materials each year or upon a change in Utah Core Standards and/or assessments, to ensure standards alignment and ability to differentiate instruction and assessment. This includes instructional mapping, which is a process for collecting and planning instruction using curriculum related data that identifies core skills, processes employed, and priority standards for each subject area and grade level. Modifications will be made throughout the year by school leaders and teachers as necessary.

2f. Explain how the school will meet the needs of all students, including special education students, advanced students, students with disabilities, educationally disadvantaged students, and the like.

UTDCA will welcome the opportunity to serve all students including students that require an IEP or who are identified as English Learners (ELs). Students with special needs will be supported by their general education teacher in the least restrictive environment and will receive the supportive services of a special education teacher. EL students will be provided high-quality language instructional programs that are evidence based. The model, curriculum and culture will support all students from advanced learners to those requiring specialized learning services such as special education or EL services.

The School's mission lends itself well to diverse learning styles; the online curriculum, PBL methods, and workplace experience together will provide differentiated instruction to accommodate our students. The K12 curriculum is aligned with the Web Content Accessibility Guidelines 2.0 Level AA rubric which is compatible with accessibility Application Programming Interfaces, language translation programs and 3rd party assistive technology resources and meets the accessible education media needs of users in accordance with the National Instructional Media Standards (NIMAS). Assistive technology tools can be accessed by all students based on their individual needs and accommodations will be provided as required by a student's IEP. A dedicated career readiness staff will ensure every student will have access workplace experiences and hands-on PBL and CTSO projects.

2g. If any grades 9-12 will be served, explain the proposed graduation requirements.

UTDCA's academic program will be aligned with Utah's graduation requirements. To earn a diploma, students will need to successfully complete the 24 Core Curriculum credit requirements pursuant to state rule R277-700-6. Career readiness coursework will be integrated utilizing Utah State Board's directive coursework requirements and elective requirements. Students may also elect to earn more than the state's required 24 credits. UTDCA will adopt any new high school graduation requirements as they are implemented by the Utah State Board of Education or the Utah State Legislature.

2h. If any boxes were checked in 2a, please elaborate.

UTDCA will be a career-focused charter school in which career readiness will be embedded in the culture. Our students will have well developed professional skills and will graduate with expertise and experience in a career field, ready to go directly into their chosen field or pursue their postsecondary studies.

In order to provide statewide access to this school, UTDCA will be an online school. The Board has chosen to work with K12 as they have worked to develop and curate the best online CTE curriculum available as well as a career readiness framework (see above for details) that encompasses best practices in career readiness education. This framework and the statewide access is what makes our school so unique. Our students will not simply take a few online CTE courses; this will be a robust full time program in which students will earn career-relevant experience and expertise, no matter where they reside.

Finally, while the School intends to establish memorandums of understanding among Utah's community and four-year colleges, the intent is to work with multiple postsecondary entities rather than just one or two partners. By doing this, our students, who will be located throughout the state, will have access to postsecondary institutions near their homes. When possible, UTDCA will encourage students to earn a college certificate of program completion and/or college credits leading to an associate degree while in high school.

3. Market Analysis

3a. State the school's intended location. Be as specific as possible. If the exact location is unknown, describe the characteristics of the areas the school will be seeking and how the governing board will find and acquire the location.

The School will be a statewide online school with administrative offices located in the greater Salt Lake City area.

3b. Justify why this school's educational program is needed in the selected location.

The Utah State Board of Education's website acknowledges the clear value of student participation in CTE programs including the fact that students who take two CTE courses are least likely to drop out of high school and CTE graduates find employment 2.2 times faster than graduates from general education programs.⁵

The state of Utah does an excellent job of integrating CTE into its schools. We recognize that every high school in the state provides some type of CTE offering and that completion of a CTE course is required for graduation. UTDCA, however, will provide something different. The entire School will be dedicated to career readiness. The online nature of the School will provide the necessary flexibility for students to engage in PBL, CTSOs, job shadowing, and internships. As an online school, UTDCA will also be able to provide a variety of pathways. The Board intends to open the School with three clusters and nine Utah approved pathways as well as manufacturing pathways that will be developed to be specific to industry partner needs and Utah requirements. Our goal is that, by the time the School graduates its first class, 90% of our students will be CTE concentrators. By providing a statewide CTE alternative to

⁵ About CTE. Utah State Board of Education. Retrieved from: <https://www.schools.utah.gov/cte/about?mid=2521&tid=1>

Utah students, UTDCA will provide access to a variety of career readiness opportunities for students in Utah, a program that may currently be unavailable to students, especially those residing in rural (having no cities over 50,000) or transitional counties. Rural and transitional counties in Utah accounted for approximately 25% of the state's population in 2016. Furthermore, unemployment rates in Utah's rural communities are significantly higher (5.9%) – more than double - than the rate in urban communities (2.9%)⁶. UTDCA expects that the majority of students it will serve will come from these underserved counties and, in order to ensure these students have access to choices in clusters and pathways, UTDCA must serve students statewide and virtually.

3c. Provide the demographic information for the selected location.

As a statewide school, UTDCA expects its demographics to reflect the state of Utah. The School is prepared to serve all students and expects approximately 12% of its students to have disabilities, 33% to be economically disadvantaged, and 7.5% to require EL services. Like most of Utah, UTDCA expects the majority (>74%) to be white and approximately 17% of our students to be Hispanic.⁷

3d. Explain in detail how the proposed mission, vision, and program of instruction align with the educational needs of the population described in 3c.

As noted in the response to question 2d above, the three clusters the Board has chosen (Health Science, Information Technology, and Manufacturing) are based on both the most relevant industries in Utah as well as the predicted geographic location of our student enrollment. UTDCA intends to prepare our students for in-demand employment in Utah. Too often the types of CTE pathways being taught do not reflect the actual occupational needs of a particular area. One of the primary reasons the Board will establish a General Advisory Council is to ensure the pathways being offered stay relevant to our student population. If, in future years, the Board finds that a particular pathway is not serving the needs of our students – because of where they live or on account of occupational needs, etc. – UTDCA will shift the program in order to provide the best opportunities for our students regardless of their race, economic situation, or special needs requirements.

3e. Provide the characteristics of the proposed charter school that sets it apart from other schools in target location.

UTDCA will set itself apart by being the only statewide online school that is entirely focused on career readiness. Additionally, in year 4, UTDCA intends to expand to the elementary grades and will be the only statewide school in Utah that embeds career exploration and development into the School's culture beginning in kindergarten and continuing through grade 12.

⁶ State of Utah's Rural Planning Group. (2017). State of Rural Health: Current Analysis and Long Term Trends. Retrieved from <http://www.ruralplanning.org/assets/soru-report.pdf>

⁷ Utah Department of Education (2018). Fall 2018 Enrollment by Demographics. Available from UDOE: <https://www.schools.utah.gov/data/reports?mid=1424&tid=4>

Appendix A: Background Information Sheet & Resume

*Provide the following information on each startup board member and any individuals responsible for the day-to-day operation of the school who have already been identified. Complete this form and **include a resume**. This page may be copied as many times as necessary. Delete these instructions.*

Name: Todd R. Bingham

Role: Board Chair

Expertise: Previous Board member for the Athlos Academy Charter School. Former member (three times) of the Utah State Board of Education Nominating and Recruiting Committee. President and CEO of the Utah Manufacturers Association. Former President and CEO of the Utah Mining Association.

Email Address: tbingham@me.com

Select the statements that are applicable and, if applicable, proceed as directed:

I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*

I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: as the board chair of the Destinations Career Academy Charter School I believe I bring tremendous expertise in the areas of administration, manufacturing, mining and general industry. I have served previously for three years on another charter school from its inception to building its facilities, to ultimately resigning from the board to allow parents and others to be involved with the school by serving on the board.

Not-for-Profit History: I was a founding board member for the Athlos Academy Charter School.

Employment History:

- President/CEO Utah Manufacturers Association 2012 – Present
- President/CEO Utah Mining Association 2009 – 2012
- Vice President Public Policy and Governmental Affairs Utah Farm Bureau Federation 2004 – 2009
- President/CEO Associated Builders and Contractors – Utah Chapter 2000 – 2004
- Regional Manager Associated General Contractors of America – Utah Chapter 1995 – 2000
- Director of Membership Services Associated General Contractors of America – Utah Chapter 1994 – 1995

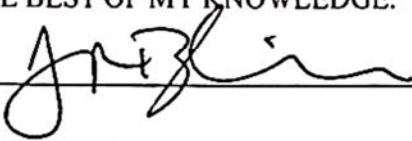
Through my experience and employment, I have been appointed by several of Utah's Governors to serve on a wide array of committees, advisory boards, and task forces. Please see resume for

details.

Education History:

- University of Utah, Salt Lake City, Utah – Business Administration
- Dixie College, St. George, Utah – Business and Marketing
- Salt Lake Community College, Salt Lake City, Utah – General Education

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

A handwritten signature in black ink, appearing to read "J. B. Smith", is written over a horizontal line.

Applicant's Signature

TODD R. BINGHAM

801-363-3885 (W) 801-891-6887 (M)

Email: todd@umaweb.org or tbingham@me.com

PROFESSIONAL OBJECTIVE

Continue to build and develop a longstanding career in association management and administration, government and public relations, lobbying, public policy and marketing in the business/industry community. To continually improve my skills, knowledge and impact within the business community. I am committed to the value of business and industry associations and their essential and vital nature in protecting and improving the economic climate and environment in Utah.

EXECUTIVE HIGHLIGHTS

- **Government and Public Relations Experience** - extensive background and detailed experience in government and public relations representing various business and industry associations on both a state and national level. Wide-ranging knowledge of the legislative and regulatory process' and their potential impact on business and industry. Representation on various appointed boards representing business and industry.
- **Association Management Experience** – significant experience in non profit association management within different sized organizations. Experience working with non-profit executive leadership, board of directors, committees and member companies.
- **Strategic Planning Development and Implementation** – developed, and implemented several strategic planning initiatives for non-profit organizations including a branding strategy, educational effort and public relations campaign and initiative for the mining industry. In the long-term process of creating, and implementing at a core level the educational process between mined products and manufactured goods and their economic impact in Utah.
- **Industry Credibility and Integrity** – existing and longstanding relationships with legislators, regulators and policymakers in the state and nationally. I have worked hard to develop a reputation of credibility and integrity within business circles that facilitates the policies and agenda of multiple business associations.

PROFESSIONAL WORK EXPERIENCE

President/CEO Utah Manufacturers Association 801-363-3885

2012 – Present

- Industry wide representation of manufacturing organization consisting of more than 1100 member companies in all aspects of state and national government relations and public policy issues.
- Areas of expertise include but are not limited to: water issues, private property rights, trespass, public lands management, eminent domain, natural resource and environmental issues (including air quality and water quality), sensitive species mitigation, permitting, energy development, etc.
- Interaction and coordination with state and federal regulatory agencies including Bureau of Land Management (BLM), U.S. Forest Service, School and Institutional Trust Lands Administration (SITLA) and other regulatory agencies such as Department of Environmental Quality (DEQ), Division of Oil, Gas and Mining (DOGGM), U.S. Environmental Protection Agency (EPA), Utah State Tax Commission, Department of Natural Resources (DNR), Division of Air Quality (DAQ), Division of Emergency Response and Remediation (DERR), Division of Water Quality (DWQ), Utah Labor Commission, Mine Safety and Health Administration (MSHA), Occupational Safety and Health Administration (OSHA) and others.
- Serve as lobbyist for state legislative session and national congressional relations. Manage staff and facilitate successful budget in excess of \$1.2 million

President/CEO Utah Mining Association 801-364-1874

2009 – 2012

- Industry wide representation of mining and mining service organization consisting of more than 135 member companies in all aspects of state and national government relations and public policy issues.

- Areas of expertise include but are not limited to: water issues, private property rights, trespass, public lands management, eminent domain, natural resource and environmental issues (including air quality and water quality), sensitive species mitigation, permitting, energy development, etc.
- Interaction and coordination with state and federal regulatory agencies including Bureau of Land Management (BLM), U.S. Forest Service, School and Institutional Trust Lands Administration (SITLA) and other regulatory agencies such as Department of Environmental Quality (DEQ), Division of Oil, Gas and Mining (DOGGM), U.S. Environmental Protection Agency (EPA), Utah State Tax Commission, Department of Natural Resources (DNR), Division of Air Quality (DAQ), Division of Emergency Response and Remediation (DERR), Division of Water Quality (DWQ), Utah Labor Commission, Mine Safety and Health Administration (MSHA), Occupational Safety and Health Administration (OSHA) and others.
- Serve as lobbyist for state legislative session and national congressional relations. Manage staff and facilitate successful budget in excess of \$480,000.
- Annual educational fundraising, sponsorship programs and annual convention generating in excess of \$100,000.

**Vice President Public Policy and Governmental Affairs
Utah Farm Bureau Federation
801-233-3004**

2004-2009

- General representation and voice of agricultural and ranching organization consisting of more than 18,000 members in all aspects of state and national policy issues. Areas of expertise and background include but are not limited to: water issues, private property rights, trespass, public lands management, eminent domain, natural resource and environmental issues, sensitive species mitigation. Electrical rate case representation for irrigation pumpers, interaction with the Committee of Consumer Services and the PSC. Interaction and coordination with federal and state land agencies including Bureau of Land Management (BLM), U.S. Forest Service, School and Institutional Trust Lands Administration (SITLA) and other regulatory agencies such as Department of Environmental Quality (DEQ), Division of Oil, Gas and Mining (DOGGM), Utah State Tax Commission, Department of Natural Resources (DNR), Division of Air Quality (DAQ), Division of Water Quality (DWQ), U.S. Environmental Protection Agency (EPA) and others.

- Close working relationships with many County Commission members throughout the state, especially in rural Utah.
- Manage staff of three contract employees in areas related to mitigation of sensitive species, air quality and water quality related issues. Serve as lobbyist for state legislative session and national congressional relations.
- Coordinate member driven policy development within the 29 counties organization in the state. Plan, facilitate and oversee development and implementation of annual midyear conference with attendance of more than 200 individuals and the Annual Utah Farm Bureau Federation Convention with attendance in excess of 600 individuals.

**President/CEO
Associated Builders and Contractors – Utah Chapter
801-268-2333**

2000 - 2004

- Chief Executive Officer. Manage supporting staff members. Oversee all activities and programs of the chapter through the following activities: development of policies and procedures; manage funds and develop annual budget of more than \$300,000.
- Responsible for staffing, equipment, materials and related resources for accomplishment of chapter strategic plan, goals, initiatives and objectives. Liaison between committees, Chapter Board of Directors, Executive Committee and the Associated Builders and Contractors of America, National Office in Washington D.C.
- Coordinate and plan association annual events including annual convention, Annual Summer Golf Tournament and PAC golf tournament fundraiser, all social events, workshops, seminars, board meetings and awards programs as directed by board of directors.
- Extensive involvement with public and private agencies and with the Utah Legislature as well as U.S. Congressional Representatives.
- Maintain relationships with public and private sector agencies and see that position of membership is enhanced in accordance with the policies and objectives of the organization. Full time registered lobbyist throughout the year on a local and state level.

**Regional Manager
Associated General Contractors of America (AGC) – Utah
Chapter
801-363-2753**

1995 - 2000

Director of Membership Services
Associated General Contractors of America (AGC) – Utah Chapter
801-363-2753

1994 – 1995

PROFESSIONAL EXPERIENCE / SKILLS

- Appointed by several of Utah’s Governors to serve on the following industry committees and boards:
 - Great Salt Lake Advisory Council Board Member
 - Utah Economic Development Task Force
 - Department of Environmental Quality -Mercury Work Group
 - Chairman, Utah Air Quality Policy Advisory Board
 - Co Chair, Inland Port Board - Workforce and Economic Development Committee
 - Utah Department of Environmental Quality (DEQ) PM 2.5 Taskforce
 - Utah Labor Commission – Workers Compensation Advisory Council
 - Department of Workforce Services - Employers Council
 - Active participation in DEQ - Lean Six Sigma process
 - Governor’s Rural Partnership Board
 - Department of Workforce Services – Employment Advisory Council
 - Governors Economic Council
 - Utah Labor Commission - Mine Safety Technical Advisory Council Member
 - Department of Natural Resources - Executive Water Task Force Member
 - (SITLA) School and Institutional Trust Lands Administration Board Nominating Committee (2 Terms)
 - Utah Tax Commission – Farmland Assessment Advisory Committee.
 - Governor’s Blue Ribbon Advisory Council on Climate Change (BRACC) – Alternate member
 - State of Utah Division of Wildlife Resources Board Nominating Committee
 - Governor’s Homeland Security Coordinating Council
 - Utah State Board of Education - Nominating and Recruiting Committee (3 terms)

- Co - Chair and Co -Founder – Rural Utah Coalition
 - Chairman, Utah Agricultural Political Action Committee (AGPAC)
 - Member - Utah Water Coalition
 - Recipient of “Utah Business Magazine” “Top 40 Under 40” Award and recognition
 - Labor Commission of Utah / Occupational Safety and Health Administration (OSHA) Advisory Board Member
 - Member Utah Multiple Use Coalition. Organization focused on multiple use of Utah’s Public Lands.
 - Coordinate and organize weekly Rural Legislative Caucus meetings for 24 rural legislators during the Utah Legislative Session.
 - Former member - West Jordan City Planning Commission
 - Member USAE (Utah Society of Association Executives)
 - Member of the Utah Business Coalition (various business associations and organizations representing free enterprise and the business/industry, including Utah Manufacturers Association, Utah Mining Association, Utah Farm Bureau Federation, Kennecott Utah Copper, Utah Retail Merchants Association, Utah Food Industry Association, Utah Association of Realtors, Questar Gas, Utah Petroleum Association, Utah Trucking Association, Salt Lake City Chamber of Commerce, Utah Bankers Association, Utah Homebuilders Association, Associated General Contractors and others.)
 - Utah Lake Commission - Public Advisory Committee
 - DFCM (Division of Facilities Construction Management Claims Resolution Task Force)
 - Brigham Young University - Construction Management Program Advisory Board Member
 - Weber State University Construction Management Program Advisory Board Member.
 - Numerous other committee appointments and industry achievements.
-

EDUCATION

University of Utah, Salt Lake City, Utah – Business Administration
Dixie College, St. George, Utah – Business and Marketing
Salt Lake Community College, Salt Lake City, Utah – General Education

Appendix A: Background Information Sheet & Resume

*Provide the following information on each startup board member and any individuals responsible for the day-to-day operation of the school who have already been identified. Complete this form and **include a resume**. This page may be copied as many times as necessary. Delete these instructions.*

Name: Brian Somers

Role: President, Utah Mining Association

Expertise: Government, industry representation, policy, economic/community development

Email Address: bsomers@utahmining.org

Select the statements that are applicable and, if applicable, proceed as directed:

I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*

I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Using as much space as necessary, provide a personal statement regarding your role on the governing board (or as administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I have been asked to serve on the governing board to provide oversight and direction to the Destinations Career Academy of Utah, and to ensure that its mission is aligned with the educational and workforce development needs of the State of Utah in general and Utah's mining industry and other industrial sectors in particular.

I am the president of the Utah Mining Association (UMA), which has represented Utah's mining industry since 1915. We advocate for Utah's mineral producers and related companies who support those producers. One of the major issues facing UMA's member companies is a shortage of qualified workers, and a misalignment of Utah's current educational and workforce development programs to meet those needs. There is also a general perception amongst UMA's members that there is a lack of understanding on the part of Utah students as to the numerous and varied career opportunities that are available in the mining industry and other industrial sectors in the state. I believe the Destinations Career Academy of Utah can help to solve both of those problems, benefitting both UMA's members and future graduates who can find important, well-paying jobs in the mining industry and other industrial sectors.

I bring two decades of professional experience in government, executive management, business development, and communications.

I am committed to the application as written.

Not-for-Profit History: Using as much space as necessary, provide your nonprofit history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a charter school, nonprofit corporation, governing board experience, and background in group organization.

I have no specific experience operating a charter school. However, I am currently the president of an non-profit industry association which represents one of Utah's largest industrial sectors which has a multi-billion dollar annual economic impact.

I have extensive executive management experience as the former managing director of the Utah Science Technology and Research Initiative (USTAR), a state agency with a \$25 million budget and 20 employees, and the deputy director of the Utah Department of Heritage & Arts, a state agency with a nearly \$40 million budget and 150 employees. In both roles, I was responsible for overseeing all operational, budgetary, human capital, policy, legislative affairs, communications, and other issues.

The Utah Mining Association has a board of directors and executive committee which provides direction and oversight to our organization. As president, I am an officer of the board, member of the executive committee, and both work with and am accountable to the board. In my previous roles in state government, I worked with 12 different governor-appointed boards which all had oversight responsibilities, and some had budget, rule-making, grant-making, and/or policy responsibilities.

Employment History: Using as much space as necessary, provide your employment history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management. Also include any for-profit or financial dealings with charter schools.

I have no for-profit or financial dealings with charter schools.

I am currently the president of the Utah Mining Association and am responsible for overseeing all operational and financial aspects of this 104-year-old non-profit industry association, including budgeting, membership development, management of reserves, and more.

I have extensive executive management experience as the former managing director of the Utah Science Technology and Research Initiative (USTAR), a state agency with a \$25 million budget and 20 employees, and the deputy director of the Utah Department of Heritage & Arts, a state agency with a nearly \$40 million budget and 150 employees. In both roles, I was responsible for overseeing all operational, budgetary, human capital, policy, legislative affairs, communications, and other issues.

In previous employment, I managed my own private strategic communications consultancy

business, managed divisional budgets, was responsible for business/revenue development, supervised/hired employees, and more.

In short, I bring two decades of professional experience in all aspects of small business, non-profit, and government agency management.

Education History: Using as much space as necessary, provide information on your educational training (including degrees earned, dates enrolled, and institutions) that *supports your qualifications* to be considered sufficiently qualified to operate a charter school.

I have a Bachelor of Science degree in Business Management, with a minor in History, from George Mason University in Fairfax, Virginia. I also spent a year as a visiting student at the University of Oxford in Oxford, England, where I completed comprehensive studies in business strategy, marketing, and history.

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

A handwritten signature in black ink, appearing to be 'S. S.', written in a cursive style.

Applicant's Signature

brian cole somers

296 Maxine Circle | Bountiful, Utah 84010 | phone 703.626.3873 | bcsomers@gmail.com

skills & summary of qualifications

- ✦ Tested experience in executive leadership and enterprise-wide strategic planning, performance, and oversight
- ✦ High-level experience with legislative affairs, executive branch/interagency collaboration, and policy advocacy and implementation
- ✦ Demonstrated results in strategic planning, strategic communications, public/media relations, social media, marketing, and branding
- ✦ Outstanding writing and communication skills
- ✦ Smart, tenacious, motivated, and flexible

work experience

2019-Present	Utah Mining Association	President	Salt Lake City, Utah
2017-2019	Utah Science Technology and Research Initiative (USTAR)	Managing Director/Interim Executive Director	Salt Lake City, Utah
2013-2017	Utah Department of Heritage & Arts	Deputy Director/Interim Executive Director	Salt Lake City, Utah
2011-2012	Office of Utah Governor Gary R. Herbert	Associate Director of Communications	Salt Lake City, Utah
2007-2011	Imaginisti Consulting	Principal	Bountiful, Utah
2007	InsideSales.com	Director of Marketing	Provo, Utah
2004-2006	Visual Language Interpreting (VLI)	Director of Business Development & Marketing	Washington, DC
2002-2004	Resource Development International	Sales & Marketing Manager	Alexandria, VA
2001	The Frederiksen Group	Strategic Brand Coordinator	Falls Church, VA
1999	Fleishman-Hillard Public Relations	Intern	Washington, DC

education

George Mason University
Fairfax, Virginia

- ✦ B.S., Business Management (with Distinction)
- ✦ Dean's List (all terms)
- ✦ Minor, History
- ✦ Member of Alpha Chi & Golden Key National Honors Societies

University of Oxford
Oxford, England

- ✦ Spent a full academic year as a visiting student and completed comprehensive studies in marketing and strategy at the university's Saïd Business School

volunteer work

- ✦ **Ecclesiastical Leader** – Served as liaison to youth and Scout programs and administered congregational activities for 400-person congregation
- ✦ **Volunteer Mission** – Church of Jesus Christ of Latter-day Saints, Central Italy
- ✦ **Volunteer communications and strategy consulting** – Herbert for Governor; Liljenquist for U.S. Senate; Gardiner for Utah House; Gochnour for Weber County Commission; Mitt & Ann Romney (post presidential campaign)

Appendix A: Background Information Sheet & Resume

*Provide the following information on each startup board member and any individuals responsible for the day-to-day operation of the school who have already been identified. Complete this form and **include a resume**. This page may be copied as many times as necessary. Delete these instructions.*

Name: Kelvyn H. Cullimore Jr

Role: Board of Directors

Expertise: Executive Leadership and Financial Management

Email Address: Kelvyncullimore@outlook.com

Select the statements that are applicable and, if applicable, proceed as directed:

I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*

I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Using as much space as necessary, provide a personal statement regarding your role on the governing board (or as administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

I have had extensive involvement in education for the past 30 years. I served for several years as the School Community Council Chair for Bella Vista Elementary in Cottonwood Heights Utah in the 1980's. During that period of time we lost our Principal due to criminal behavior and I worked with the Jordan School District to facilitate a transition to a new Principal and efforts to reassure the community after a difficult situation in school leadership. We also worked to raise hundreds of thousands of dollars for major playground improvements.

Professionally, I was CEO of a publicly traded medical device manufacturer, Dynatronics Corporation, located in Cottonwood Heights, Utah. I was recruited to serve as a member of the Jordan Education Foundation which I did for approximately 7 years. We helped raise funding to supplement educational efforts and costs associated with the Jordan School District.

I served as Mayor of Cottonwood Heights Utah from 2005-2018. During that period of time, I chaired the committee of Mayors that formed the Canyons School District, the first new school district in Utah in over 100 years. As Mayor I worked closely with the leadership of the Canyons School District and facilitated many programs between our two entities. I also served as an ex-officio member of the Canyons Education Foundation and helped get that foundation established.

Not-for-Profit History: Using as much space as necessary, provide your nonprofit history that supports your qualifications and relates your experiences to be considered sufficiently qualified

to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a charter school, nonprofit corporation, governing board experience, and background in group organization.

Specifically related to non-profit organizations I have served on the board of the Jordan Education Foundation, Canyons Education Foundation and am currently the CEO of BioUtah, a non-profit trade association.

Governing board experience is vast. It includes the following boards that I have either chaired or served on:

- *Dynatronics Corporation – A publicly traded manufacturer of Medical Devices, Chairman of the Board from 2005-2018*
- *ITEC Attractions – An entertainment and restaurant company located in Branson, MO. Board Advisor and Board Member since 1993*
- *City of Cottonwood Heights – Served on Committee to form the city then served as first Mayor. As Mayor I served as chair of the City Council for 13 years. As Mayor I also served on the following governing boards:*
 - *Unified Fire Authority, the largest fire agency in the state of Utah. I served as the Finance Committee Chair for 13 years.*
 - *Council of Governments Public Works Committee – I served as a member or chair of this committee for 8 years. We managed funding of corridor preservation funds.*
 - *SL County Tourist, Recreation, Cultural and Convention Advisory Board – I served as chair of this board for 8 years. TRCC advised the County on how to manage over \$60M of tax funds for the Tourist, Recreational, Cultural and Convention needs in the County.*
 - *Member of Council of Governments – a Council of Mayors and County leaders that met Quarterly.*
 - *Central Wasatch Commission – Founding member of this Commission which oversees use and policy regarding the Canyons along the Wasatch Mountains in SL County.*
 - *Wasatch Front Regional Council – An organization that does regional transportation planning. Served for approximately 8 years.*
 - *State of Utah Sober Living Subcommittee – This committee recommended policy on management of sober living establishments in SL County. Served for approximately four years.*
- *Medical Device Manufacturers Association – a national trade association located in Washington DC that represented medical device companies nationwide and advocated policy favorable to the industry. Served on this board for 13 years from 2002 to 2015.*

Employment History: Using as much space as necessary, provide your employment history that supports your qualifications and relates your experiences to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management. Also include any for-profit or financial dealings with

charter schools.

See attached resume. My employment history is primarily tied to Dynatronics Corporation, a company founded by my father and me in 1979. I served as CEO from 1992 to 2018. We grew the company from a start up to approximately \$65M in sales. We also took the company public. I was responsible for quarterly reporting to the SEC and to shareholders. We had operations in five states and employed approximately 350 people at our peak.

In addition to my experience with Dynatronics, I was also a leader in the founding of the city of Cottonwood Heights and served for 13 years as the first Mayor. I was intimately involved in the establishment and growth of the city from its beginnings. I personally helped manage the creation of the budget each year and even edited the budget documentation and presentations. I also served as Finance Chair of the Unified Fire Authority and worked with them on their budgets each year and edited their financial statements. My strength in financial management was a skill used often on committees where I served.

I recently took over as the CEO of BioUtah, a non-profit trade association for life science companies in Utah.

During the formative years of Dynatronics, I also served as Administrative VP of its parent company that also was involved in food manufacturing businesses. I was responsible for financial management of all subsidiaries.

Education History: Using as much space as necessary, provide information on your educational training (including degrees earned, dates enrolled, and institutions) that *supports your qualifications* to be considered sufficiently qualified to operate a charter school.

I attended High School in Miami, Oklahoma and graduated with Honors.

I graduated Cum Laude from Brigham Young University with a degree in financial and estate planning and a minor in French.

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.



Applicant's Signature

KELVYN H. CULLIMORE JR.,

2143 Worchester Drive

Cottonwood Heights, UT 84121

Home: (801) 942-1353; Mobile: (801) 580-4523

BUSINESS EXPERIENCE

BioUtah, President & CEO

2018 – Present

BioUtah is a trade association representing the Life Sciences industry in Utah. I assumed the position of President and CEO in October 2018. BioUtah advocates for the Life Science industry in legislative, policy and economic development matters. It also hosts events to enhance participation in the life sciences industry and represents the state with national affiliates representing the industry. The objective is to provide a unified voice for the industry in various forums, including raising the profile of the industry with the public.

Dynatronics Corporation, Chairman/ President/CEO & Director

1979 – Present: Director
1979 – 1988: Secretary/Treasurer
1988 – 1992: Administrative Vice President
1992 – 2018: President/CEO
2005 – 2018: Chairman/President/CEO

Dynatronics Corporation manufactures and distributes advanced technology medical devices, orthopedic soft goods and supplies, treatment tables, and rehabilitation equipment for the physical therapy, pain management, sports medicine and other related medical markets. Products are sold domestically and internationally, principally to physical therapists, hospitals, orthopedists, chiropractors, and professional and college sports programs. I co-founded the company in 1979, and we began commercializing products in 1987. Dynatronics has been a public company since 1984 with its stock traded on the NASDAQ Small Cap market under the symbol DYNT. I will be stepping down as chairman/president/CEO in June 2018, although I will remain as a member of the board of directors. During my tenure, the company has grown to include significant manufacturing operations in Utah, Tennessee, Minnesota and New Jersey, with small warehouses in Michigan and Texas. Sales for fiscal year 2018 are expected to reach a \$70 Million run rate. In the last three years, I have been instrumental in raising approximately \$20 Million to finance an aggressive acquisition model that doubled the company's size from Fiscal year 2017 to Fiscal year 2018.

American Consolidated Industries

1979 – 1992: Secretary/Treasurer & Director
1983 – 1992: Executive VP and Chief Operating Officer

American Consolidated Industries was a holding company for multiple subsidiaries primarily focused on food manufacturing. Subsidiaries included Ike's Candy Company, Dunford Bakery and Mix Plant, Salt Lake Donut Company and Dynatronics Corporation. In 1984, Dynatronics became a separate public company with ACI as the primary shareholder. By 1992 all operating subsidiaries had been sold and ACI was merged into Dynatronics Corporation

Related Business & Industry Activities

- 1986 - 2018: Director/ Board Advisor, ITEC Attractions (Branson, MO)
- 1981 - 1982: Financial Manager, Color Craft Press (High Speed Printing Operation)
- 1986 - 1990: Treasurer, Cook Lumber Company (Wholesale and Retail Building Materials)
- 1999: Finalist for Ernst and Young Entrepreneur of the Year Award
- 2002 - 2015: Board of Directors, Medical Device Manufacturers Association, Washington, D.C., and member of the Association's Executive Committee from 2006 to 2013
- 2014 - 2018: Trustee of the Utah Technology Council

EDUCATION

Brigham Young University, 1980

B. S. Degree in Financial/Estate Planning; Minor in French
Graduated Cum Laude, Awarded Phi Kappa Phi, and Outstanding Senior Graduate Award
Student Body Vice President, 1979-80

COMMUNITY SERVICE

- 2004 – 2018: **Mayor**, Cottonwood Heights, Utah, a city of 34,000 residents formed in Salt Lake County, UT in 2005. Related service includes:
 - Board Member and Finance Committee Chairman of the Unified Fire Authority, the largest fire services agency in Utah (2005-2017)
 - Vice-President (2009) & Treasurer (2008), Salt Lake County Council of Governments
 - Chairman, Salt Lake County Conference of Mayors (2008)
 - Board Member of Wasatch Front Regional Council, a metropolitan planning organization for transportation planning (2004-2018)
 - Member of the Salt Lake County Zoo, Arts and Parks (ZAP) Advisory Board (2006)
 - Chair, Interlocal Committee of Mayors that formed the Canyons School District (2007 - 2008)
 - Chairman, Salt Lake County Tourist, Recreational, Cultural and Convention (TRCC) Advisory Board (2008-2017)
 - Founding Board Member of the Central Wasatch Commission (2017-2018)
- 2002 - 2005: **Member of Executive Committee**, Cottonwood Heights City Organizing Committee
- 2002 - 2008: **Board Member**, Jordan Education Foundation
- 1988 - 2005: **Volunteer**, Boy Scouts of America, including service as Scoutmaster, Chartered Organization Representative, and Unit Executive. Recipient of the District Award of Merit.
- 1988 - 1994: **Chairman**, Bella Vista Elementary School Community Group

PERSONAL INFORMATION

- Married to Laurie Lyn Cook, five children and thirteen grandchildren.
- Local Precinct Chair, County and State Delegate.
- Fluent in French.

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*Provide the following information on each startup board member and any individuals responsible for the day-to-day operation of the school who have already been identified. Complete this form and **include a resume**. This page may be copied as many times as necessary. Delete these instructions.*

Name: Ryan C. Clark

Role: Board Member

Expertise: Serial Entrepreneur

Email Address: ryanclark42@gmail.com

Select the statements that are applicable and, if applicable, proceed as directed:

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I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Using as much space as necessary, provide a personal statement regarding your role on the governing board (or as administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

My background is in manufacturing, product development, and marketing. I was Vice-President at Design-Tek Tool & Plastics for seven years before becoming CEO of my company, Ziggurat Products. At Design Tek, I advised businesses as they developed new products and took them to market. At Ziggurat, I complete this same process for my custom products as a wholesaler in the home improvement industry.

In addition to my manufacturing experience, I am a serial entrepreneur. I built a real estate company with multiple properties in Weber County, and I own a country swing dance club called the Country Dance Ogden. With each of these projects, I have years of experience and access to a network of industry professionals.

I am passionate about this school because I've worked with companies across the Wasatch Front who are continually looking for talent acquisition. I believe I will be an asset in forming relationships with these companies to create internship programs and hire trained students.

Not-for-Profit History: Using as much space as necessary, provide your nonprofit history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a charter school, nonprofit corporation, governing board experience, and background in group organization.

I have had and continue to have leadership roles and experience in HR, finance, sales, marketing, management, team building, and work process flow in both the private and non-profit businesses.

I am a life-long member of the Church of Jesus Christ of Latter-Day Saints, a non-profit organization based in Utah. I served a two-year mission for the Church in Kingston, Jamaica from 2002-2004. Additionally, I've been assigned several leadership and organizational callings. These experiences provided exceptional insight into a well-run, international non-profit organization.

Employment History: Using as much space as necessary, provide your employment history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management. Also include any for-profit or financial dealings with charter schools.

My entrepreneurial background is where the classroom meets real life. I know the opportunities and hurdles these students will face- and how to work through them.

With my background in manufacturing, I will be able to help connect Destinations Career Pathways Charter School to various needed positions in the field that requires experience or schooling in specific trades such as machinists, quality control, design engineers, mechanical engineers, production supervisors/managers, welders, woodworkers, semiconductor processors, and many others. Through my experience with real estate and construction, I will be able to help connect students with General Contractors to intern and possibly work in other related fields.

I've managed multiple companies' finances and can benefit the board with my practical knowledge of interpreting financial documents. I am not afraid of implementing change as needed to help the charter school in succeeding in their goals to educate and succeed both internally and financially.

Education History: Using as much space as necessary, provide information on your educational training (including degrees earned, dates enrolled, and institutions) that *supports your qualifications* to be considered sufficiently qualified to operate a charter school.

I earned a Bachelor of Science Degree in Entrepreneurship and a minor in Marketing in 2009 from Utah State University. I studied both for profit and non-profit businesses and completed many case studies on each business type.

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's Signature *Ryan C. Clark*



RYAN CLARK

ENTREPRENEUR

ABOUT

I am a serial entrepreneur starting since college. I enjoy finding new ideas and new ways to launch and market businesses. I have been Vice President in a manufacturing business and have created several other income streams. I have worked in several different areas and have had to adapt and learn new things. In many of my roles I have developed management, HR, Sales, Purchasing and other Clerical work skills.

PROFESSIONAL SKILLS

Find and manage people
Resourceful
Sales
Quick Learner
Purchasing
Marketing
Innovative
Property Management
Networking
Market research

PERSONAL SKILLS

Creative spirit
Reliable and professional
Organized
Time management
Team player
Fast learner
Motivated
Leadership

CONTACT

P: 435-512-9771
E: ryanclark42@gmail.com

SOCIAL

fb.me/ciaclarktower

WORK EXPERIENCE

CEO

Ziggurat Products LLC | May 2016 - Present

- Invented and patented a product called Snap to Vent
- Created marketing material and websites to launch new product
- Had molds and product made to spec and launched at National Hardware Show
- Setup Amazon and online website as well as went after local sales for \$90,000 in gross annual sales the first year of business
- Currently selling in Lowes.com, Homedepot.com and in the process for an in store trial with both. In discussion with Menard's as well.

RENTAL PROPERTY OWNER

Clark Ventures/Duplex | September 2013 - Present

- Bought duplex to live in and rent out the other unit
- Fixed up basement unit and rented it out
- Moved out in 2014 and converted all into a rental property
- Full every year and has outstanding rental revenue
- Currently building a 4-Plex in South Ogden to own and rent
- Starting a construction company in the near future

VICE PRESIDENT

Design-Tek Tool & Plastics Inc. | Jan 2010 - July 2017

- Met, managed and oversaw new and existing sales accounts bringing in new customer accounts in at \$300,000 per year in growth with residual business from ongoing clients
- Quoted all new business with excel spreadsheet calculator I created for the business to help Design-Tek go from \$750,000 business to \$1.5 million dollar business
- Created marketing material and websites to attract new clientele
- Hired and managed new employees
- Held team meeting and made people accountable
- Worked on process flow between engineering, mold making and production

APARTMENT MANAGER

Stonebrook Apartments | January 2010 - July 2016

- Interviewed and hired property managers who oversaw 24 units
- Helped fix processes withing management for easier check-in/outs
- Created multi-user shareable documents to track rosters and create new ones
- In 2011 capacity was half full so I adjusted the price and created new streams of advertising to fill the apartments, as of today they are full every year and I've been able to increase the price by 20% since then
- Maintained and fixed up apartments as things broke down

CLUB CO-OWNER

The Country Dance Ogden | September 2012 - Present

- Operate a small dance club in Ogden at the Union Station every Wednesday night
- Market for weekly dances as well as dance events
- Mostly for fun and being involved in the community with parades and been fun to bring people together for social events
- ROI is 4 times the one time investment cleared on the 1st year, been operating the dance for 6 years
- Met my wife there who was going to be our marketing intern, best return on investment ever

EDUCATION

BACHELOR OF SCIENCE, MAJOR IN ENTREPRENEURSHIP MINOR IN MKT

Utah State University | 2004 - 2009

Appendix A: Background Information Sheet & Resume

*Provide the following information on each startup board member and any individuals responsible for the day-to-day operation of the school who have already been identified. Complete this form and **include a resume**. This page may be copied as many times as necessary. Delete these instructions.*

Name: Sterling Brown

Role: Board Member

Expertise: Local and state government relationships; public policy development and implementation; leadership development.

Email Address: sterling.brown@fbfs.com

Select the statements that are applicable and, if applicable, proceed as directed:

I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*

I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Using as much space as necessary, provide a personal statement regarding your role on the governing board (or as administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

As a Board Member, I bring a wealth of rural contacts and relationships. I have worked closely with many rural local community leaders, particularly regarding agriculture, public lands and water issues. I have worked in public policy development and implementation for two decades and understand and know the importance of properly building partnership and coalitions. I have commitment to education and continue my commitment to serving on this Board.

Not-for-Profit History: Using as much space as necessary, provide your nonprofit history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a charter school, nonprofit corporation, governing board experience, and background in group organization.

I have worked all my professional career with the Utah Farm Bureau Federation which is a non-profit organization. I fully understand the importance of staff vs. volunteer relations, roles and limitations. There is a distinct role for professional staff and volunteers.

Employment History: Using as much space as necessary, provide your employment history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and

background in financial management. Also include any for-profit or financial dealings with charter schools.

I have served the Utah Farm Bureau Federation for the past 19 years and currently serve as the Vice President of Public policy. In this role, I serve on many committees and task forces (see resume). I have a solid understanding of governance and business. I do not have any specific history or formal roles with past charter schools or public schools other than sending my children to public schools.

Education History: Using as much space as necessary, provide information on your educational training (including degrees earned, dates enrolled, and institutions) that *supports your qualifications* to be considered sufficiently qualified to operate a charter school.

- 1999 – MS of Agronomy at Brigham Young University – Provo
- 1998 – BS of Agronomy at Brigham Young University - Provo
- 1996 – AS of Crops & Soil Science at Ricks College – Rexburg

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DIGITAL SIGNATURE: *Sterling Brown*

Applicant's Signature

STERLING BROWN

Vice President – Public Policy

Utah Farm Bureau Federation

Office: 801-233-3004

sterling.brown@fbfs.com

OBJECTIVE

- Provide contacts, expertise and experience to a Committee charged with surfacing names to best serve on Utah’s School and Institutional Trust Lands Board of Directors.

EXPERIENCE

- Utah Farm Bureau Federation 2000 to present
 - Northern Regional Manager 2000-2003
 - Associate Director of Public Policy 2003-2005
 - Vice President – Organization 2005-2010
 - Vice President – Public Policy 2010-present

Current job responsibilities include:

Direct research, state legislative and regulatory affairs, local affairs, and political education programs and provide staff assistance to policy development activities and assure maximum effectiveness in implementing organizational policies.

Serve and/or participate on the following Committees:

Governor’s State Water Strategy Task Force
Utah’s Executive Water Task Force
Utah Agriculture Water Conservation & Efficiency Committee
USU Extension Water Initiative Review Committee
Utah State Tax Commission & Farmland Assessment Committee
Endangered Species Mitigation Fund Committee
Utah Business Coalition
Envision Utah Board
Utah Agriculture Sustainability Task Force
Utah Multiple-Use Coalition

SKILLS

- Public speaker
- Offer positive influence and discussion
- Willing & cooperative attitude
- Invest in the success of others
- Possess good prioritization and organizational skills
- Exercise initiative

EDUCATION

- 1999 – MS of Agronomy at Brigham Young University – Provo
- 1998 – BS of Agronomy at Brigham Young University - Provo
- 1996 – AS of Crops & Soil Science at Ricks College - Rexburg

Appendix A: Background Information Sheet & Resume

Name: Rikki Hrenko-Browning

Role: Board Member

Expertise: President of the Utah Petroleum Association

Email Address: rhrenko-Browning@utahpetroleum.org

Select the statements that are applicable and, if applicable, proceed as directed:

I intend to become an employee of the school. *Provide your role and the timeline for your transition from the governing board to this role.*

I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.*

Statement of Intent: Using as much space as necessary, provide a personal statement regarding your role on the governing board (or as administration), expertise you bring to the board (or administration), and commitment to this application as it has been written.

Based on my previous experience as a board member (noted below) for other non-profit organizations, I believe three key roles of a board should be i) to set strategic long term goals, ii) to provide oversight to ensure that operations are proceeding efficiently, per legal requirements, but always with a focus on meeting the long term strategic goals set by the board, and iii) to provide resource where necessary to facilitate in achieving those long term goals.

I am excited by the opportunity Destinations Career Academy (DCA) stands to provide to students and families in the state who, I believe, are searching for alternatives to conventional education models. Given our state's population growth and other demographics, there is a true need to provide opportunities focused on career ready education. DCA's vision in including the state's major job creation industries on the board of the Academy is impressive and speaks to the foresight with which they are approaching this venture. Including the major trade associations, such as UPA, on the board will not only provide the resources necessary to guide relevant curriculum, but will also support career pathways for future graduates. UPA represents both the oil and natural gas industry, covering upstream production, midstream processing and transportation, and downstream refining. Our members span a wide range of technical disciplines from general management to skilled trades. As someone who has spent considerable time in rural eastern Utah, the opportunities that this educational model will open for students is another exciting component of why I am committed to supporting DCA. I look forward to working collaboratively to set ambitious but relevant goals and provide the necessary oversight and resources to support DCA's success.

Not-for-Profit History: Using as much space as necessary, provide your nonprofit history that supports your qualifications and relates your experiences to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the operation and management of a charter school, nonprofit corporation, governing board experience, and background in group organization.

As President of the Utah Petroleum Association, a 501(c)(6) organization, I am currently directly responsible for all operations of a nonprofit. This includes the financial and legal requirements associated with running a non-profit, as well as the direct day to day operations (and challenges) of running a non-profit. I have also previously served on the board of two other non-profit associations, both the National Oil Shale Association (NOSA) as well as the Utah Mining Association (UMA), where I had the opportunity to serve as a board member, an executive committee member and then an officer (Second Vice President).

I have had the valuable opportunity to sit on both sides of the table - both serving on nonprofit boards as well as now running a nonprofit. These experiences have provided a strong foundation as to the necessity of the oversight role that non-profit board members play. From my current perspective of managing the UPA and reporting up to my board, I have learned the value of leveraging my board as an asset and tapping into the broader expertise, networks, and resources that they are able to provide. I regularly work with my members to agree on common goals, positions and projects. From the alternative view of being a board member myself, I appreciate the opportunity it provides to step back from the day to day operations and offer an alternative and bigger picture view.

On both sides of this table, the ability to cultivate consensus and compromise is crucial. Good boards often have bold and sometimes competing or divergent views of where an organization should go or how to prioritize objectives. Strong nonprofit leaders often have more good ideas than resources realistically available. Being able to cooperate with fellow board members to agree on priorities and a path forward, and articulate a common vision, allocate resources and set performance metrics upfront are skills that I have developed over time. Being able to report to a board with divergent views and priorities is a skill that I am actively developing in my current role. This is particularly relevant given that I have a board split between upstream and downstream interests which are often competing and at times conflicting.

In my current position at UPA I have also experienced first hand the importance of an active and engaged board, and the problems that can result from an “absentee” board not providing adequate oversight. When starting with UPA, the previous President had already left the organization several months prior to my start. The previous President and some of the previous board members seem to have grown complacent, with the board not providing the proper checks and balances on multiple operational details. As a result, I inherited a number of organizational challenges that had to be corrected and resolved, consuming significant valuable resources. An active board that not only sets out a clearly charted objective and provides adequate resources, but that also asks questions and asks as a check and balance is crucial to a non-profit organization’s success.

Employment History: Using as much space as necessary, provide your employment history that *supports your qualifications and relates your experiences* to be considered sufficiently qualified to operate a charter school. Specifically address your qualifications and experiences as they relate to the development of academic programs, operations of a school or a small business, and background in financial management. Also include any for-profit or financial dealings with charter schools.

In my prior role as CEO of Enefit American Oil (EAO), I was responsible for running a small business. While EAO was backed by a larger parent company, this was the company's first venture outside of their home country of Estonia. I was part of the team that negotiated the business deal establishing EAO and then moved from Estonia to Utah to set up and run the company. I grew EAO from just myself to a team of 7 full time employees and multiple long term, dedicated, third party contractors. Running a small business in a heavily regulated environment (a combination of mining and oil and gas) with a parent company literally half a world away meant that I had to learn on the fly, wear many hats, and get creative in terms of problem solving. I was also responsible for developing and adhering to our annual and long range project budgets - both for ongoing operations as well as overseeing the financial modelling for the project development of a multibillion dollar facility.

During my time serving with the Utah Mining Association (UMA) I worked with the education committee to provide guidance and feedback on the development of their 4th grade "Mining Ambassador" program and updates to the grade 7, 8, and 9 lesson plans. The plans were developed jointly by students in the University of Utah's mining engineering program and industry practitioners, and then piloted by teachers in the Alpine school district.

As the President of the Utah Petroleum Association, I am also responsible for forecasting revenue and developing goals and strategies to grow revenue as well as annual budgeting. Additionally, UPA has a Political Action Committee (PAC) on which I serve as the Secretary & Treasurer, responsible for financial contributions, expenditures and reporting.

Education History: Using as much space as necessary, provide information on your educational training (including degrees earned, dates enrolled, and institutions) that supports your qualifications to be considered sufficiently qualified to operate a charter school.

My attached resume highlights the institutions from which I have earned degrees, (Miami University and Carnegie Mellon) and from which I have voluntarily sought continued professional education (Stanford). While these are all highly regarded institutions, I strongly support alternative education, particularly with a focus on a technical curriculum and career pathway.

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Applicant's Signature

RIKKI HRENKO-BROWNING

email: rhrenko-browning@utahpetroleum.org; tel.: 435 219 0963

PROFESSIONAL EXPERIENCE

Utah Petroleum Association

President

Salt Lake City, Utah

1/2019- current

- Accountable for all non-profit trade association oversight, including all finances, reporting, membership engagement, legislative and regulatory lobbying, PR and media relations and programming implementation.
- Responsible for strategic planning and overseeing contributions, expenditures, and reporting for UPAs Political Action Committee.

Enefit American Oil

CEO

Salt Lake City, Utah

2011–12/2018

- Responsible for all aspects of one of Central Eastern Europe's largest energy company's US shale oil project, including overseeing a nearly \$30M development budget and managing all of the project planning, engineering, permitting, lobbying and PR.
- Spokesperson for the company, including regular lobbying and networking with federal, state and local politicians and media. Responsible for media and PR strategy for a greenfield mining and fossil fuel development project which has 55% state-wide and 84% basin-wide support.
- Set up European parent's first US business, including all legal, financial, office setup and team recruitment and created and oversaw company budget and project schedule.

Enefit/Eesti Energia

International Projects Director/Project Manager

Tallinn, Estonia

2007 – 2011

- Headed all US oil shale activities, including technology sale opportunities, screening and selection of property acquisition targets, due diligence, and acquisition of 2.6B bbl oil shale property for \$42M.
- Responsible for all environmental aspects of Eesti Energia's international development projects – review and analysis of legal framework in target countries, set-up and management of all environmental studies and plans to support project engineering and permitting.
- Worked with the Ministry of Environment in Jordan to develop new environmental regulations for the country's oil shale industry, ensuring compliance with IFC and World Bank standards.

Enefit/Eesti Energia

Environmental Expert

Tallinn, Estonia

2006 – 2007

- Supported the decision-making process on various strategic international and EU level environmental issues ranging from long term policy planning to compliance and operational developments.
- Initiated and oversaw the creation of a company-wide environmental database.
- Designed and managed new environmental testing program for operating facility to show compliance with EU environmental requirements.

Stockholm Environmental Institute

Summer Policy Intern

Tallinn, Estonia

2005 – 2006

- Recommended policy changes to Baltic marine oil transport regulations, emphasizing oil spill prevention and response based on OPA 90 & Exxon-Valdez.
- Analyzed 2004 revision of EU Lisbon Strategy and impacts to EU environmental policies.
- Provided input to management to form Estonia's national position on UNEP reform.

PA CleanWays

Project Assistant

Pittsburgh, PA

2005 – 2006

- Researched illegal dumping and enforcement trends, developed multifactor database and GIS maps, drafted NGO position points based on trend analysis to lobby for policy improvements.

Miami University, Botany Department

Researcher / Hughes Internship, DUOS Grant

Oxford, OH

2003– 2004

- Conducted independent, grant funded botanical research, collaborated on research projects, and [published peer reviewed papers](#)

EDUCATION

Stanford University, Graduate School of Business

Executive Program for Women Leaders

Stanford, CA

2013

Carnegie Mellon University

Master of Science in Environmental Policy and Management

Graduated with distinction

Pittsburgh, PA

2005-2006

Miami University

Bachelor of Science in Botany and Environmental Science

Graduated cum laude

Oxford, OH

2001-2004

HONORS

- 30 Women to Watch, Utah Business magazine, 2014
- Enefit Employee of the year, 2009 (10 awards given out of 8, 465 employees)
- The National Dean’s List; The National Society of Collegiate Scholars; Alpha Lambda Delta
- Young Botanist Award, Botanical Society of America; Outstanding Woman Senior in Science, Engineering, & Technology, AWIS; Heinz Scholarship Recipient

ACTIVITIES

- Member, Kem C Gardner University of Utah Energy Policy Advisory Committee
- Officer, Member of the Executive Committee, and Member of the Board, Utah Mining Association
- Chair, Mine Developer Committee, Utah Mining Association
- Member, Natural Resources Business Council, SLC Chamber of Commerce
- Member, Alta Club
- (Previous) Member of the Board, National Oil Shale Association
- (Previous) Leadership Utah, SLC Chamber of Commerce
- 2010-2014 Organizing Committee member, Colorado School of Mines Oil Shale Symposium
- 2009 Chair, International Oil Shale Symposium (largest oil shale conference in Europe)



RECEIVED

JUN 12 2019

Utah Div. of Corp. & Comm. Code

**ARTICLES OF INCORPORATION
OF
CAREER PATHWAYS EDUCATION SOLUTIONS**

A Utah Nonprofit Corporation

The undersigned natural person of the age of eighteen (18) years or more, acting as incorporator under the provisions of the Utah Revised Nonprofit Corporation Act (the "Act"), adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is "Career Pathways Education Solutions" (the "Corporation").

ARTICLE II

Duration

The duration of the Corporation is to be perpetual.

ARTICLE III

Purposes

The Corporation is organized and operated exclusively for educational and charitable purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation may, consistent with the foregoing, engage in all lawful purposes, activities, and pursuits presently or hereafter allowed to be carried on by a corporation which qualifies under § 501(c)(3) of the Code.

ARTICLE IV

Powers

In furtherance of the Corporation's purposes set forth in Article III hereof, the Corporation may receive property by gift, devise, or bequest, invest or reinvest the same, and apply the income and principal thereof as the Board of Directors may from time to time determine, and shall likewise, in furtherance of its corporate purposes and as long as not in

contravention with any other provision herein, have all the general powers enumerated in § 16-6a-302 of the Act or any successor law or regulation, together with the power to solicit grants and contributions for such purposes. By way of clarification, but in no way intended to limit the Corporation's general powers as heretofore stated, the Corporation is empowered to borrow money either upon or without security, giving such promissory notes or other evidences of indebtedness and such pledges, mortgages, or other instruments of hypothecation as it may be reasonable and appropriate for the Corporation to further its purposes as set forth in Article III hereof.

ARTICLE V

Members

The Corporation shall not have voting members.

ARTICLE VI

Shares

The Corporation shall issue no capital stock.

ARTICLE VII

Limitations

In all events and under all circumstances, and notwithstanding any other provisions of these Articles of Incorporation or any merger, consolidation, reorganization, termination, dissolution, or winding up of the Corporation, voluntarily, or by operation of law, or upon amendment of the Articles of Incorporation, the Corporation's operations and activities shall be strictly of a non-profit nature and:

(a) The Corporation shall not have nor exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying and continuing to qualify (i) as a corporation described in § 501(c)(3) of the Code, and (ii) as a corporation contributions to which are deductible under §§ 170(c)(2), 642(c), 2055 or 2522 of the Code.

(b) The property, assets, profits and net income of the Corporation are irrevocably dedicated to the purposes set forth in Article III hereof, and no part of the assets or net earnings of the Corporation shall ever inure to the benefit of or be distributable to its incorporator, Directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make reimbursement in reasonable amounts for expenses actually incurred in carrying out the purposes set forth in Article III hereof.

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(c) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(d) At no time shall the Corporation engage in any activities which are unlawful under the laws of the United States of America or under the laws of the State of Utah.

(e) Neither the whole, nor any part or portion, of the assets or net earnings of the Corporation shall be used, nor shall the Corporation ever be operated, for objects or purposes other than those set forth in Article III hereof.

(f) Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Code or the corresponding section of a future federal tax code, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Directors

The affairs of the Corporation shall be managed by its Board of Directors. Except for the initial Board of Directors whose names are set forth below, the Board of Directors shall be elected or appointed as provided in the Bylaws. The number of Directors constituting the Board of Directors of the Corporation shall be fixed by the Bylaws, except that there shall not be less than three (3). The names and addresses of the persons who are to serve as Directors until the first annual meeting of the Board of Directors or until their successors are elected and qualified, are as follows:

<u>Name</u>	<u>Address</u>
Todd Bingham	11284 Slate View Drive South Jordan, UT 84095
Ryan Clark	592 N. 150 W. Kaysville, UT 84037
Kelvyn Cullimore	2143 Worchester Drive Cottonwood Heights, UT 84121
Brian Somers	296 Maxine Circle Bountiful, UT 84010

The majority of the members of the Board of Directors shall constitute a quorum, and are authorized to adopt Bylaws to govern the operation of the Corporation to transact the business and exercise the powers of the Board of Directors as herein provided.

ARTICLE IX

Incorporator

The name and address of the incorporator of the Corporation is:

Name

Address

Robyn Bagley

P.O. Box 901565
Sandy, UT 84090-1565

ARTICLE X

Registered Office

The location and street address of the Corporation's initial registered office is:

9046 S. Cobble Canyon Lane
Sandy, UT 84093

P.O. Box 901565
Sandy, UT 84090-1565

ARTICLE XI

Registered Agent

The name of the Corporation's initial registered agent at the above address shall be Robyn Bagley.

ARTICLE XII

Elimination of Liability of Directors and Officers

To the fullest extent permitted under § 16-6a-901, *et. seq.* of the Act, as amended, or pursuant to any successor statute with similar effect, no Director, officer or incorporator of the Corporation shall be personally liable to the Corporation or its members for civil claims arising from acts or omissions made in the performance of his or her duties as a Director, officer or incorporator. Any repeal or modification of the foregoing paragraph by the Directors of the Corporation shall not adversely affect any right or protection of a Director, officer or

incorporator of the Corporation existing at the time of such repeal or modification. Further, the private property of the Directors, officers, and the incorporator shall be forever exempt from the debts, obligations and liabilities of the Corporation.

ARTICLE XIII

Indemnification

The Corporation will indemnify and hold harmless any and all of its existing and former directors and officers to the fullest extent permitted by Utah law and the Corporation's Bylaws and any contract. If Utah law is amended to authorize corporate action broadening the Corporation's ability to indemnify its directors and officers, the Corporation will indemnify its existing and former directors and officers to the fullest extent permitted by Utah law, as amended, provided that any such indemnification is not inconsistent with the Corporation's status as an organization described in Section 501(c)(3) of the Code. Any repeal or modification of this Article XIII will not adversely affect any right or protection of any existing or former director or officer of the Corporation existing hereunder with respect to any act or omission occurring prior to or at the time of such repeal or modification.

ARTICLE XIV

Limitation of Liability of Utah State Charter School Board and State of Utah

Neither the Charter School Authorizer (as defined in Utah Code Section 53G-5-102(3)) nor the state of Utah, including an agency of the state of Utah, is liable for the debts or financial obligations of any charter school established by the Corporation or persons or entities that operate any such charter school.

ARTICLE XV

Discrimination Not Permitted

In rendering its functions and in fulfilling its purposes, the Corporation shall not practice or permit unlawful discrimination on the basis of sex, age, race, national origin, religion, physical handicap or disability, or sexual orientation.

ARTICLE XVI

Meetings of Board of Directors

Regular meetings of the Board of Directors of the Corporation shall be held at the times and at the places specified in the Bylaws.

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ARTICLE XVII

Bylaws

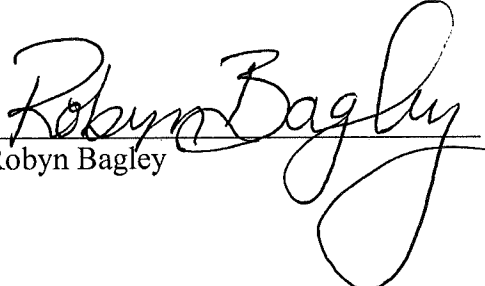
The Board of Directors shall have the power to make such Bylaws as it deems proper for the management of the affairs of the Corporation. Except as provided by applicable statutes of the State of Utah, the Bylaws may be altered and amended or repealed and new Bylaws may be adopted by the Board of Directors at any regular or special meeting.

ARTICLE XVIII

Amendment

These Articles of Incorporation may be amended by the vote of a majority of the directors of the Corporation; provided, however, that Articles III, IV, and VII may be amended only in a manner consistent with Code § 501(c)(3).

IN WITNESS WHEREOF, the undersigned, being the incorporator of the Corporation, executes these Articles of Incorporation and certifies to the truth of the facts herein stated this 11th day of June, 2019.


Robyn Bagley

JUN 12 '19 PM2:15

BYLAWS
OF
CAREER PATHWAYS EDUCATION SOLUTIONS

Adopted Effective June 18, 2019

**BYLAWS
OF
CAREER PATHWAYS EDUCATION SOLUTIONS**

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**BYLAWS
OF
CAREER PATHWAYS EDUCATION SOLUTIONS**

ARTICLE I – ARTICLES OF INCORPORATION

Section 1.1 References to Articles

Any reference herein made to the Corporation’s articles of incorporation will be deemed to refer to its articles of incorporation and all amendments thereto as at any given time on file with the Utah Department of Commerce, Division of Corporations and Commercial Code, together with any and all certificates filed by the Corporation with the Utah Department of Commerce, Division of Corporations and Commercial Code (or any successor to its functions), pursuant to applicable law.

Section 1.2 Seniority

The articles and the Utah Revised Nonprofit Corporation Act (the “Act”) will in all respects be considered senior and superior to these bylaws, with any inconsistency to be resolved in favor of the articles and such law, and with these bylaws to be deemed automatically amended from time to time to eliminate any such inconsistency which may then exist.

ARTICLE II - NAME, PURPOSE, AND OFFICES

Section 2.1 Name and Purpose

Career Pathways Education Solutions (the “Corporation”) has been organized, pursuant to the Act, as a non-profit corporation to operate exclusively as an educational and charitable organization which is exempt from income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”). The Corporation may, consistent with the foregoing, engage in all lawful purposes and activities presently or hereafter allowed to be carried on by a corporation which is qualifies under Section 501(c)(3) of the Code, including but not limited to managing, operating, guiding, directing and promoting a Utah Public Charter School.

Section 2.2 Offices

The Corporation may have such offices, whether within or without the State of Utah, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time. The Corporation shall have and continuously maintain in the State of Utah a registered office, and a registered agent, as required by the Act. The registered office may be, but need not be, identical with the principal office, and the Board of Directors may change the address of the registered office from time to time.

ARTICLE III - BOARD OF DIRECTORS

Section 3.1 General Powers

The affairs of the Corporation shall be administered by the Board of Directors. In this respect, the Board of Directors is responsible for overall policy and direction of the Corporation and delegates authority for day-to-day operations to the principal/head of the charter school appointed by the Board of Directors. More specifically, the Board of Directors shall have the following duties, powers and authority:

- (a) appointing or electing the Chairman of the Board and the Vice-Chairman of the Board;
- (b) removing the Chairman of the Board and the Vice-Chairman of the Board;
- (c) amending the Articles of Incorporation;
- (d) amending, altering or repealing these Bylaws;
- (e) authorizing the sale, lease, exchange, mortgage or pledge of all or substantially all of the Corporation's property or assets;
- (f) authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore;
- (g) adopting a plan for the distribution of the assets of the Corporation on dissolution; and
- (h) appointing and removing members of the Board of Directors from office in accordance with these Bylaws.

Further, the Board of Directors may adopt such rules and regulations for the conduct of the business of the Corporation as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

Section 3.2 Number, Tenure and Qualification

The number of members of the Board of Directors of the Corporation, excluding ex officio members, shall be no less than three (3) and no more than nine (9). Except as provided below for initial Directors, each Director shall hold office for a three (3) year term, unless elected to serve the remaining term of a previously elected Director, and until his or her successor shall have been elected and qualified, unless he or she is removed or resigns in accordance with the provisions of these Bylaws. The Board of Directors shall constitute itself by appointing individuals to serve as Directors, consistent with the provisions of these Bylaws. Nothing herein shall preclude members of the Board of Directors from being appointed to successive terms.

The terms of the Directors shall be staggered so that approximately one-third of the terms expire each year. At the first meeting of the Board of Directors after the adoption of the Articles of Incorporation and these Bylaws, the Board of Directors shall determine the terms for the initial four (4) Directors as follows: (i) two (2) of the initial Directors shall be elected for an original term of two (2) years; (ii) one (1) of the initial Directors shall serve an original term of three (3) years; and (iii) one (1) of the initial Directors shall serve an original term of four (4) years. After the first term of each respective initial Director, each subsequent Director shall be nominated and elected for a term of three (3) years.

The Board of Directors shall have the power to establish and appoint ex officio members of the Board of Directors or an Advisory Committee. The ex officio and Advisory Committee members of the Board of Directors shall be included among its members and shall in all respects hold the same privileges as elected Directors, except that the ex officio members shall not be voting members of the Board of Directors or of an Advisory Committee.

Section 3.3 Vacancies

A vacancy in the Board of Directors shall be deemed to exist in case of death, resignation, or removal of any Director, or if the authorized number of Directors is increased. The Board of Directors may fill any such vacancy for the balance of the term thereof at any regular or special meeting.

Section 3.4 Removal of Directors

Directors may be removed for “cause” at any time by vote of a majority of the remaining Directors at any meeting duly called for that purpose. Such vacancy may be filled by the Board of Directors at any regular or special meeting of the Board. No reduction of the authorized number of Directors shall have the effect of removing any Director prior to the expiration of his or her term of office.

For purposes of these Bylaws, “cause” for removal shall be an act or omission to act which: (1) would constitute a felony; (2) would constitute a crime involving moral turpitude; (3) would constitute fraud or a material misrepresentation threatening or bringing discredit upon the Corporation; (4) would materially violate a duty imposed by State law; or (5) would materially breach the Director’s fiduciary duties, including any conflict of interest policy or code of ethics adopted by the Corporation.

Section 3.5 Resignations

A Director may resign at any time. Resignation shall become effective upon its receipt by the Board of Directors.

Section 3.6 Compensation

Directors shall not be paid or compensated for their service as Directors, except that they may be reimbursed for reasonable expenses incurred on behalf of the Corporation.

Section 3.7 Chairman of the Board and Vice-Chairman of the Board

(a) Election or Appointment. The Board of Directors, upon an affirmative vote of a majority of votes cast thereon, shall appoint or elect a Chairman of the Board and Vice-Chairman of the Board.

(b) Term. The Chairman of the Board and the Vice-Chairman of the Board shall be appointed or elected to serve in such respective roles for a two (2) year period, unless or until such individual resigns or is removed from such role in accordance with the rules set forth Sections 3.5 or 3.4, respectively. In the absence of a duly elected or appointed successive Chairman of the Board or Vice-Chairman of the Board, the then-current Chairman of the Board or Vice-Chairman of the Board shall continue to serve in such respective role until a new successor has been duly elected or appointed.

(c) Chairman of the Board. The Chairman of the Board shall preside at all meetings of the Board of Directors. The Chairman of the Board shall, subject to the control of the Board of Directors, have general supervision of the affairs, business, and officers of the Corporation. He or she shall also perform such other duties and have such other powers as may be assigned to him or her from time to time by the Board of Directors.

(d) Vice-Chairman of the Board. The Vice-Chairman of the Board shall perform the duties of the Chairman of the Board in the absence of the Chairman of the Board or in the event of his or her inability or refusal to act. The Vice-Chairman of the Board shall be first in line to perform the duties in the absence of the Chairman of the Board. When so acting, he or she shall have all of the powers of and be subject to all the restrictions upon the Chairman of the Board. In the absence of the Chairman of the Board, the Vice-Chairman of the Board shall preside at all meetings of the Board of Directors. The Vice Chairman shall perform other duties as may be assigned by the Chairman of the Board or the Board of Directors.

Section 3.8 Advisory Board Members

The Board of Directors may elect advisory members of the Board of Directors for indefinite terms with no privileges as Directors and without vote or compensation. Such members shall periodically meet with and lend their expertise and resources to the Board of Directors in order to further the purposes of the Corporation. The Board of Directors

shall review the advisory board membership bi-annually and disassociate those members who have ceased to be active.

ARTICLE IV - OFFICERS

Section 4.1 Election of Officers

The Board of Directors shall appoint or elect the Chairman of the Board, Vice Chairman of the Board, Secretary, Treasurer and such other officers it deems appropriate. Each such officer shall hold office for such period and shall have such duties as may be prescribed in these Bylaws or as the Board of Directors may determine.

Section 4.2 Resignations

Any officer may resign at any time by delivering a written resignation either to the Chairman of the Board or to the Chairman of the Board. Unless otherwise specified therein, such resignation shall take effect upon delivery.

Section 4.3 Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise or if a new office shall be created, may be filled by the Board of Directors for the unexpired portion of the term.

Section 4.4 Chairman of the Board

The Chairman of the Board shall be the Chief Executive Officer of the Corporation subject to the direction of the Board of Directors. The Chairman of the Board shall be a voting member of all committees. The Chairman of the Board may sign, execute and acknowledge, in the name of the Corporation, deeds, mortgages, bonds, contracts or other instruments authorized by the Board of Directors. Contracts in excess of \$5,000 and not adopted, as parts of the Corporation's budget approved by the Board of Directors require the approval of the Board of Directors. The Chairman of the Board shall submit to the Board of Directors periodic reports of the operations and affairs of the Corporation. He or she shall also perform such other duties and have such other powers as may be assigned to him or her from time to time by the Board of Directors.

The Chairman of the Board, with the approval or upon the authorization of the Board of Directors, may appoint other such officers, not specifically provided for in these Bylaws, as may be deemed necessary including vice presidents, financial officers, or assistant secretaries, to hold office for such period as may be specified with respect to any such appointment.

Section 4.5 Treasurer

The Treasurer shall have or shall provide for the custody of all funds, securities and other property of the Corporation; shall collect and receive or provide for the collection or receipt of money earned by or in any manner due to or received by the Corporation; shall collect all member dues, as applicable; shall deposit or cause to be deposited all such moneys in such banks or other depositories as the Board of Directors may from time to time designate; shall make disbursements of Corporation funds upon appropriate vouchers; shall keep full and accurate accounts of transactions of his or her office in books belonging to the Corporation; shall have established proper accounting procedures for the handling of public and private funds; shall, whenever so required by the Board of Directors, render an accounting showing his or her financial transactions, and the financial condition of the Corporation; and in general, shall discharge any other duties as may from time to time be assigned to him or her by the Board of Directors.

Section 4.6 Secretary

The Secretary shall cause to be kept and shall sign 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 (including, without limitation, the Utah Open and Public Meetings Act); be the custodian of the corporate records and of the seal of the Corporation; keep a register of the address of each member of the Board of Directors; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Board of Directors.

Section 4.7 Removal of Officers or Agents

Any officer or agent may be removed by a majority vote of the Board of Directors whenever in its judgment the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create any contract rights.

Section 4.8 Salaries

The salary and other compensation of the Chairman of the Board shall be set by the Compensation Committee. The Chairman of the Board, with the advice of the Compensation Committee, shall determine the salaries of the employees of the Corporation.

Section 4.9 Surety Bond

The Board of Directors may require any officer, agent, or employee of the Corporation to execute to the Corporation a bond in such sums and with such surety or sureties as the Board of Directors may direct, conditioned upon the faithful performance of his or her duties to the Corporation, including responsibility for negligence and for the

accounting of all property, monies or securities of the Corporation which may come into his or her hands.

ARTICLE V- MEETINGS

Section 5.1 Regular Meetings

(a) The Board of Directors shall hold regular annual meetings, unless changed by resolution of the Board.

(b) Subject to Section 5.8, the Board of Directors may provide, by resolution, the time and place for the holding of their regular meetings without notice other than such resolution.

Section 5.2 Special Meetings

(a) Special meetings of the Board of Directors may be called by order of the Chairman of the Board, the Chairman of the Board, or by two (2) of the Directors.

(b) The Secretary shall give notice of the time, place and purpose or purposes of each special meeting in accordance with the notice requirements in Section 5.4 and Section 5.8 of these Bylaws.

Section 5.3 Quorum

(a) A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business.

(b) A majority of the members of a committee shall constitute a quorum for transaction of business.

Section 5.4 Notice

(a) Amount of Notice. Written notice of any regular or special meeting of the Board of Directors shall be given to each Director at least seven (7) calendar days prior thereto.

(b) Manner of Giving Notice. Written notice shall be given by delivered personally, or delivered by confirmed overnight courier, telegram, facsimile transmission (“fax”), e-mail or first class mail to each Director at his or her home or business address.

(c) Effective Date of Notice. If sent by confirmed overnight courier or mail, such notice shall be deemed to be given when delivered to the courier service or deposited in a first-class postage-prepaid envelope in the United States mail addressed to such Director’s home or business address. If given by e-mail or fax, such notice shall be deemed to be given upon the date it is actually received by the addressee.

(d) Notice to Non-Voting Directors. Non-voting members of the Board of Directors shall be given notice of and may attend all meetings of the Board of Directors; however, failure to give notice to a non-voting member of the Board of Directors shall not affect the validity of the meeting or of any action taken at such meeting.

(e) Contents of Notice. The notice of each regular and special meeting shall specify the business to be transacted at such meeting.

(f) Waiver of Notice. Any Director member may, in writing, waive notice of a meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 5.5 Voting

(a) Board of Directors Meetings. At all meetings of the Board of Directors, each voting Director shall have one vote. Voting rights of a member of the Board of Directors shall not be delegated to another or exercised by proxy.

(b) Committee Meetings. At all meetings of a committee, each voting member shall have one vote. Voting rights of a member of a committee shall not be delegated to another or exercised by proxy.

(c) Equality of Votes. In the event of equality of votes at a meeting of the Board of Directors, the Chairman of the Board shall have an additional or deciding vote.

Section 5.6 Presumption of Assent

A Director or committee member who is present at a meeting at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before adjournment thereof or shall forward such written dissent to the Secretary of the Corporation within 48 hours after the adjournment of the meeting.

Section 5.7 Meetings by Conference Telephone

Directors or committee members may participate in a meeting through the use of conference telephone or similar communications equipment, so long as: (a) any meeting subject to the Utah Open and Public Meetings Act, Utah Code Section 54-2-101 et seq. (the "OPMA") meets all applicable requirements of the OPMA; (b) any meeting not subject to the OPMA has at least one Director present; and (c) all members participating in, and all members of the press and public attending such meeting, can hear one another. Participation in a meeting through telephonic means shall constitute presence in person at such meeting.

Section 5.8 Open Meetings

The Board of Directors may, in its discretion, adopt and follow procedures under which their meetings shall be open to the public to the extent required by the OPMA. Where applicable, the Board of Directors shall adopt and follow the procedures of the OPMA. In the event that any provision of the OPMA conflicts with any provision of these Bylaws or requires additional action before a meeting to transact business or finalize decisions can be held, the conflicting OPMA provision shall control.

ARTICLE VI - COMMITTEES

Section 6.1 Standing Committee

The Board of Directors may organize one or more standing committees including a fundraising committee. If organized, standing committees shall be composed of at least two (2) members of the Board of Directors, the Chairman of the Board, and such additional individuals as the Board of Directors may select. The members of standing committees shall be appointed by and be subject to the direction of the Board of Directors. The chairperson of all standing committees shall be a member of the Board of Directors.

Section 6.2 Additional Committees

Additional committees may be established at any time as deemed necessary by a majority vote of the Board of Directors in order to carry out the objectives and purposes of the Corporation. Chairpersons and members of such committees shall be appointed by the Board of Directors. Such committees shall exist for the period required to accomplish their respective objectives, but in no case for longer than specified by the Board of Directors when such committees are created unless extended by the Board of Directors. At least two (2) members of each such committee must be members of the Board of Directors.

Section 6.3 Resignation and Removal

Any member of any committee may resign at any time by giving notice to the chairperson of the committee or the Board of Directors. Such resignation need not be accepted to be effective.

ARTICLE VII - CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 7.1 Contracts

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation; and such authority may be general or confined to specific instances.

Section 7.2 Loans

No loan or advance shall be contracted on behalf of the Corporation, no negotiable paper or other evidence of its obligation under any loan or advance shall be issued in its name, and no property of the Corporation shall be mortgaged, pledged, hypothecated or transferred as security for the payment of any loan, advance, indebtedness or liability of the Corporation unless and except as authorized by the Board of Directors. Any such authorization may be general or confined to specific instances.

Section 7.3 Deposits

All funds of the Corporation not otherwise employed shall be invested or deposited from time to time to the credit of the Corporation in such instruments or securities, banks, trust companies or other depositories as the Board of Directors may select, or as may be selected by any officer or agent authorized to do so by the Board of Directors.

Section 7.4 Checks

All notes, drafts, acceptances, checks, endorsements and evidences of indebtedness of the Corporation shall be signed by such officer or officers or such agent or agents of the Corporation and in such a manner as the Board of Directors from time to time may determine.

ARTICLE VIII - AMENDMENTS

These Bylaws may be altered, amended, repealed, or new Bylaws adopted by the affirmative vote of a majority of those present at any legally constituted meeting of the Board of Directors for which notice of intent to amend said Bylaws has been given.

ARTICLE IX - FISCAL YEAR

The fiscal year of the Corporation shall end on the last day of June, or on such other date as may be fixed from time to time by the Board of Directors.

ARTICLE X - CORPORATE SEAL

The Corporation may have an official seal which shall bear the name of the Corporation and the state and year of incorporation. The Board of Directors may alter, at will, the corporate seal.

ARTICLE XI - INDEMNIFICATION

Section 11.1 Indemnification

No officer or Director shall be personally liable for any obligations of the Corporation or for any duties or obligations arising out of any acts or conduct of said officer or Director performed for or on behalf of the Corporation. The Corporation shall and will indemnify and hold harmless each person and his or her heirs and administrators who shall serve at any time hereafter as an officer or Director of the Corporation from and against any and all claims, judgments and liabilities to which such persons shall become subject by reason of his or her having heretofore or hereafter been a Director or officer of the Corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted to have been taken by him or her as such Director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against or reimbursed for any judgment or expense incurred in connection with any claim or liability arising out of a criminal prosecution or willful misconduct which results in a monetary profit to him or her. The rights accruing to any person under the foregoing provisions of this section shall not exclude any other right to which he or she may lawfully be entitled, nor shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case, even though not specifically herein provided for. The Corporation, its Directors, officers, employees and agents shall be fully protected in taking any action or making any payment or in refusing so to do in reliance upon the advice of counsel.

The indemnification herein provided shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any provision of these Bylaws, an agreement, vote of members or disinterested Directors, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, officer or employee and shall inure to the benefit of the heirs, executors and administrators of such person.

Section 11.2 Insurance

The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, officer, or employee of the Corporation, or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against liability under the provisions of this section or of the Act.

CERTIFICATE OF ADOPTION

I, Ryan Clark, certify that I am the Secretary of Career Pathways Education Solutions, a Utah nonprofit corporation (the "Corporation"), and have been designated by the Board of Directors of the Corporation to act in that capacity. I also certify that the foregoing Bylaws were adopted as the Bylaws of the Corporation by its Board of Directors on the 18 day of June, 2019. I further certify that these Bylaws, as of the date of this Certificate, have not been repealed, altered, amended, restated, or superseded, and remain in full force and effect.

DATED this 18 day of June, 2019.

CAREER PATHWAYS EDUCATION
SOLUTIONS, a Utah nonprofit corporation

By: 

Name: Ryan Clark

Its: Secretary

APPENDIX D:
Minutes from Governing Board meetings

**BOARD MEETING MINUTES
CAREER PATHWAYS EDUCATION SOLUTIONS**

Monday, June 24, 2019

Under the direction of Chairman, Todd Bingham, an electronic board meeting was held to vote on the addition of two new Directors. The addition of said Directors had been discussed at the previous board meeting. At that time, they were each awaiting authorization from their respective associations to join the Career Pathways Education Solutions Board.

Participants

Todd Bingham, Board Chair
Ryan Clark, Secretary
Kelvyn Cullimore, Treasurer
Brian Somers, Vice-Chair

Absent

None

I. Voting Items:

RESOLVED, that the persons named, Rikki Hrenko-Browning and Sterling Brown, be approved and appointed to serve as Directors of the Board of Career Pathways Education Solutions.

Ayes: Unanimous

Nays: 0

**BOARD MEETING MINUTES
CAREER PATHWAYS EDUCATION SOLUTIONS**

Telephonic Board Meeting
Tuesday, June 18, 2019 - 4:00 pm
Conference Number: (888) 824-5783, 66847092#

I. Call to Order: 4:07pm

Todd Bingham

Roll Call:

Present

Todd Bingham, Board Member
Ryan Clark, Board Member

Kelvyn Cullimore, Board Member
Brian Somers, Board Member

Absent
None

II. Voting Items:

RESOLVED, that the Articles of Incorporation of the Corporation filed with the Utah Department of Commerce, Division of Corporations and Commercial Code on June 12, 2019, be placed in the Corporation’s minute book as part of the permanent records of the Corporation.

Motion: Todd Bingham Second: Brian Somers
Ayes: Unanimous Nays: 0

RESOLVED, that the Bylaws bearing the same date as this instrument be and hereby are adopted as the Bylaws of the Corporation, and that a copy of such Bylaws be placed in the Corporation’s minute book as a part of the permanent records of the Corporation.

Motion: Brian Somers Second: Ryan Clark
Ayes: Unanimous Nays: 0

RESOLVED, that the persons named below be, and they hereby are, appointed to the offices set forth opposite such persons’ names, to serve until their resignation, removal or disqualification:

<u>Name</u>	<u>Office</u>
Todd Bingham	Chairman of the Board
Brian Somers	Vice Chairman of the Board
Kelvyn Cullimore	Treasurer
Ryan Clark	Secretary

Motion: Ryan Clark Second: Todd Bingham
Ayes: Unanimous Nays: 0

RESOLVED, that the fiscal year of the Corporation shall be the fiscal year ending June 30.

Motion: Todd Bingham Second: Ryan Clark
Ayes: Unanimous Nays: 0

RESOLVED, that the Chairman of the Board of the Corporation be, and the same hereby is, authorized and directed to cause to be filed with the Internal Revenue Service an Application for Employer Identification Number and, when appropriate, an Application for Tax-Exempt Status.

Motion: Kelvyn Cullimore Second: Ryan Clark
Ayes: Unanimous Nays: 0

RESOLVED, that the Treasurer and Chairman of the Board be, and the same hereby are, authorized to select a bank or banks and designate such bank or banks as official depositories for the funds of the Corporation, and that the Chairman of the Board be, and the same hereby is, authorized and empowered to establish a checking account with such bank or banks, and to execute any and all forms required in connection therewith, including, but not limited to, any corporate bank resolution form and signature cards in the form required by such bank or banks, and further that any and all checks drawn on the Corporation's bank accounts shall be signed by one or more of the following officers: Chairman of the Board, Vice Chairman of the Board, Secretary or Treasurer as specified in the bank records.

Motion: Ryan Clark Second: Kelvyn Cullimore
Ayes: Unanimous Nays: 0

RESOLVED, that the Corporation engage the law firm of Jones Waldo to represent the Corporation in connection with the organization of the Corporation, including preparation and filing of organizational documents.

Motion: Kelvyn Cullimore Second: Ryan Clark
Ayes: Unanimous Nays: 0

RESOLVED, that the Corporation approves receipt of a grant from K-12 Inc. to cover the organizational and startup costs of the Corporation.
(Motion adopted with the addition of the language to the resolution, "in the amount of \$10,000.")

Motion: Brian Somers Second: Ryan Clark
Ayes: Unanimous Nays: 0

RESOLVED, that Todd Bingham act as registered agent for purposes of the charter application to be submitted to the State Charter School Board.

Motion: Kelvyn Cullimore Second: Ryan Clark
Ayes: Unanimous Nays: 0

RESOLVED, that the Chairman of the Board of the Corporation be, and the same hereby is, authorized and directed to pay the expenses of the organization of the Corporation.

Motion: Brian Somers Second: Todd Bingham
Ayes: Unanimous Nays: 0

RESOLVED, that the Chairman of the Board of the Corporation be, and the same hereby is, authorized to execute all documents and to take all such actions as he may deem necessary or advisable in order to carry out and perform the purposes of the resolutions adopted herein.

Motion: Kelvyn Cullimore Second: Brian Somers
Ayes: Unanimous Nays: 0

RESOLVED, that the charter Proposal written according to the guidelines be approved for submission to the Utah State Charter School Board.

Motion: Ryan Clark Second: Kelvyn Cullimore
Ayes: Unanimous Nays: 0

RESOLVED, that any and all actions taken on behalf of the Corporation prior to the date of this instrument by the incorporator be and are hereby approved and ratified in all respects.

Motion: Brian Somers Second: Kelvyn Cullimore
Ayes: Unanimous Nays: 0

III. Other Items of Business

- a) Background Information Sheet & Resume due
- b) Letters of support

IV. Motion to Adjourn: 4:21pm

Motion: Ryan Clark Second: Kelvyn Cullimore
Ayes: Unanimous Nays: 0