Meeting Minutes of the BFCS Corporate Board: Preliminary

BFCS Central Office
2450 S. Gilbert Rd., Suite 101
Chandler, AZ 85286

Office of the Board
Maricopa County, Arizona
August 20, 2026
7:00am

1. **Call to Order**

Name	Action	Time
James Candland	called the meeting to order at	7:05

2. **Governing Board Member Roll Call**
Also in attendance: None

Name	Present	Absent
James Candland	x	
Aaron Wilcox	x	
Brett Garner	x	

3. **Pledge of Allegiance**

Name	Action
Brett	led the Pledge of Allegiance

4. **Approval of Today's Meeting Agenda**
Notes: Today, the meeting is primarily to approve the Central Office address change and discuss board accountability and responsibility. A copy of the meeting notice and agenda were posted on August 19, 2026 prior to 7:00am at each BFCS location and on the BFCSAZ website under "Public Notices". A hard copy of this agenda and all associated documents has been made available for all interested parties to review during this meeting.

Roll Call Vote			
Name	**Aye**	**Nay**	**Abstain**
James Candland	x		
Aaron Wilcox	x		
Brett Garner	x		
The motion :	☑ carried.	☐ did not carry.	**Vote: 3-0**

5. **Approval of Minutes from the Last Meeting:**
Notes: The last BFCS Corporate Board meeting was held on July 16, 2026. The BFCS Corporate Board will review these meeting minutes for approval. All BFCS Corporate Board public meeting minutes are posted on the BFCSAZ website under "Public Notices". A hard copy of the meeting minutes under review for approval has been made available for all interested parties to review during this meeting.

Discussion:
The board discussed concerns about the accuracy and completeness of the July 16 meeting minutes. Aaron questioned why relatively minor details—such as Brett arriving late and Aaron not having read a distributed paper—were included while more substantive portions of the discussion appeared to be omitted. The chair explained that, following legal counsel's advice and an effort to improve transparency and compliance with open-meeting laws, meetings are now recorded and transcribed, with summaries prepared for public posting. Aaron emphasized that he supports increased transparency and compliance but wants legal clarification regarding what information should be included in official minutes.

Roll Call Vote			
Name	**Aye**	**Nay**	**Abstain**
James Candland	x		
Aaron Wilcox		x	
Brett Garner			x
The motion :	☐ carried.	☑ did not carry.	**Vote: 1-1**

6. **Approval of the Central Office address change:**
Notes: The BFCS Central Office moved from 690 E Warner Road, Gilbert, AZ to 2450 S Gilbert Road, Chandler, AZ 85286.

Discussion:
The board confirmed that the organization has completed its move to the new Chandler offices, with the chair reporting that the transition is going well and is expected to save approximately **$70,000 to $80,000 annually**. He explained that the previous office arrangement was not financially advantageous, while emphasizing that this was not the fault of the space owner. Although the new location is less elaborate, it comfortably meets the organization's needs, providing an appropriate number of individual offices, smaller meeting spaces for the education and ESS teams, and access to shared meeting space when needed. Overall, the chair described the new office as a practical and effective fit that provides substantial annual cost savings.

Roll Call Vote			
Name	**Aye**	**Nay**	**Abstain**
James Candland	x		
Aaron Wilcox	x		
Brett Garner	x		
The motion :	☑ carried.	☐ did not carry.	**Vote: 3-0**

7. **Discussion: Board Accountability and Responsibility**
Notes: Discussion item only - no action needed.

The board engaged in an extensive discussion about accountability, fiduciary responsibility, and the appropriate role of the corporate board. Brett asked for greater clarity regarding board members' responsibilities following significant organizational changes over the past year. James explained that the bylaws establish the corporate board's primary responsibilities as fiduciary oversight, financial stability, meeting obligations to bondholders, and protecting the organization's long-term health, while the governing board is more directly responsible for school operations and culture. Other board members agreed with the importance of fiduciary oversight but argued that the corporate board may need to address operational or cultural problems when they have significant financial consequences, such as campus leadership issues that contribute to declining enrollment.

A substantial portion of the discussion focused on the organization's past financial difficulties and responsibility for the decisions that contributed to them. James described rapid central-office growth, declining enrollment, reduced cash reserves, and increased payroll as creating an unsustainable financial trajectory that he believed could ultimately have resulted in bankruptcy. He outlined changes made during the past year, including staffing reductions, leadership changes, and increased financial oversight. Board members generally acknowledged that the organization's financial position has improved, but Aaron emphasized that responsibility for past decisions should be shared by the corporate board. James ultimately agreed that the board collectively failed to ask enough questions and adequately exercise its fiduciary responsibilities, while maintaining that changes in executive leadership were necessary to reverse the organization's direction.

The board also debated whether expanding the corporate board would strengthen financial oversight. Aaron argued that the current three-member board is too small and suggested adding members with specialized expertise, such as accounting and legal experience, to provide additional perspectives and help identify financial risks earlier. James disagreed, arguing that small corporate boards are common in charter-school organizations and that the existing board should first improve its effectiveness and participation. This discussion led to disagreement over James's previous conversations with Brett about his future on the board and the possibility of Janet joining. Aaron expressed concern that the situation appeared to be an effort to replace Brett rather than expand the board, while James denied attempting to influence Brett to resign and said his interest in Janet stemmed from her history as a founder and her connection to the organization's original vision and community.

Another major theme was communication, checks and balances, and access to information. Brett expressed concern that James's dual role as organizational president and corporate board member could complicate the flow of information and argued for stronger mechanisms to ensure board members receive complete and independent information. James pointed to the established monthly meetings as the primary mechanism for providing operational updates and emphasized that board members may also contact him, Karly, or Tina directly with questions about day-to-day operations. The board also discussed boundaries imposed by open-meeting requirements, particularly regarding conversations among board members outside properly convened meetings. James agreed to seek additional legal clarification about what information board members may discuss with one another and with members of the public.

Despite disagreements, the discussion concluded with acknowledgment of recent organizational progress and shared long-term goals. Aaron recognized improvements in morale and culture at the Power Campus and credited James for strengthening the organization's financial position. James emphasized that the organization continues to face challenges from changing family expectations, post-COVID enrollment patterns, homeschooling, ESA funding, and increased competition among schools. Both emphasized the importance of maintaining Benjamin Franklin's long-term viability, educational rigor, culture, and character-building mission while adapting to changing community needs. The public portion of the meeting ultimately concluded with a vote to enter executive session to discuss a personnel matter involving a current employee.

The board then exits the executive session and returns to the public board meeting.

8. **Call to Public**
   Notes: No public comment

9. **Next Board Meeting**
   Notes: Discussion item only - no action needed.

Discussion	Next Board Meeting Date	Location
Board member confirms the next board meeting.	September 17, 2026	BFCS Central Office 2450 S. Gilbert Rd., Suite 101 Chandler, AZ 85286

10. **Adjourn Meeting**

Name	Action	Time
James Candland	adjourned the meeting.	9:05am