

LINCOLN ACADEMY CHARTER SCHOOL

A Jefferson County Public Charter School

BYLAWS

August 30, 2009

L.A. BOARD OF DIRECTORS



ARTICLE I NAME, LOCATION AND FISCAL YEAR

SECTION 1.1 NAME The name of the organization shall be Lincoln Academy Charter School (hereinafter sometimes referred to as the “school”).

SECTION 1.2 LOCATION The location of the school’s facility shall be in the Jefferson County School District.

SECTION 1.3 FISCAL YEAR The fiscal year of the school shall coincide with the fiscal year of the Jefferson County School District.

ARTICLE II MEMBERS

SECTION 2.1 NO MEMBERS The corporation shall have no members.

ARTICLE III GOVERNING BOARD

SECTION 3.1 GENERAL POWERS The business and affairs of the corporation shall be managed by its Board of Directors, except as otherwise provide in the Colorado Nonprofit Corporation Act, the articles of incorporation, or these bylaws.

SECTION 3.2 NUMBER, TENURE AND QUALIFICATIONS The Board shall have a maximum of ten members with a minimum of 6 members. Board members may not be teachers or other paid employees of the school except the principal who will be a non-voting member. No more than seven Board members will be parents/legal guardians of students currently enrolled in

the school (Lincoln Board Members) with up to two additional Board members from the community at large (Community Board Members). Any parent/legal guardian who wishes to apply for a Board vacancy must have served a minimum of one school year in one of the following committees with an attendance rate of fifty percent or better: SAC, PTO, or other capacity approved by the Board.

A Member of the community at large, who is not a parent/legal guardian of a student currently enrolled in the school, may be nominated to a Board vacancy by the Board. A Community Board Member is a voting member, has no one school year service requirement and may chair a Board Committee.

Each Board member shall be elected to a term of three years. The current board will adjourn during the regular May Board meeting, and the newly elected board will convene for the purpose of electing its officers. Newly elected Board members shall otherwise assume a non-voting Board position at the first Board meeting following the election, with voting privileges to begin the following school year, commencing June 1. Board members leaving the Board will retain their positions until May 31 of the current school year. Board members may be elected to a maximum of two consecutive full terms of office. After a period of one year off the Board, including adjunct or any other Board position, a former member may be elected to or appointed to fill a vacancy. Only one person from an immediate family may serve on the Board at a time. Each Board member will agree to the qualifications and terms of the BOARD MEMBER PROFILE AGREEMENT.

The Board may add up to two adjunct Board members, as it deems appropriate, to assist with Board functions. They would be appointed at a regular Board meeting. The adjunct members would participate in all Board responsibilities except that they would function as non-voting members.

SECTION 3.3 VACANCIES In the event of resignation or removal of a Board member, all persons eligible to fill the vacancy will be invited to apply and an applicant will be selected by a vote of the Board. This vote shall be by secret ballot. All vacancies must be filled within 30 business days. The Board may instead fill the vacancy by directing that a special election be held for that purpose on terms prescribed by the Board. In any such special election, all eligible voters shall be entitled to vote.

SECTION 3.4 COMPENSATION By resolution of the Board of Directors, any director may be compensated for expenses incurred on behalf of the Board or for attendance at meetings. Directors are otherwise unpaid by the corporation.

SECTION 3.5 RESIGNATIONS Any Board member may resign at any time by giving written notice to the President or Secretary of the Board. Such resignation shall take effect at the time specified therein and, unless otherwise stated therein, the acceptance of such resignation shall not be necessary to make it effective. If the Board member resigns or is dismissed they may not fill or run for a Board position for a minimum of two consecutive elections.

SECTION 3.6 TEMPORARY LEAVE A Board member may take a leave of absence for

health or other family needs, with a unanimous vote of the remaining members of the Board.

SECTION 3.7 REMOVAL Upon the petition of 20% of eligible voters, an election shall be held on terms prescribed by the Board to determine whether a Board member shall be removed from the Board. All eligible voters shall be entitled to vote in such and election. The Board member shall be removed if the number of votes cast in favor of the removal exceeds the number of votes cast against the removal. A Board member may be removed for good cause, as determined by the Board, upon a 2/3 vote of the remaining members of the Board. A director having two or more consecutive absences from the monthly meetings without prior notification and approval by the President or Secretary shall be deemed to have resigned as a director.

SECTION 3.8 PARLIAMENTARY AUTHORITY The rules contained in the current edition of Roberts rules of order shall govern this Board in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Board may adopt.

SECTION 3.9 BOARD POLICY The policies enacted by the Board shall be shall governed by the Carver Policy Governance© model

SECTION 3.10 CONFLICT OF INTEREST Public office is a trust created in the interest of the common good and for the benefit of the people. It is the intent of this section to maintain public confidence and prevent the use of public office for private gain. In order to avoid conflict of interest, it is the general policy of the school not to employ or contract with Board members or employees (except for the employee's employment), members of their families, or persons or entities having an ongoing business or financial relationship with them. Board members and employees shall disclose any known or potential conflicts of interest in writing to the Board prior to the time set for voting on any such transaction and a Board member making such disclosure shall not vote on the matter or attempt to influence the decision of the other Board members in voting on the matter. The written disclosure shall be attached to the minutes of the meeting in which Board action occur relating to the matter disclosed. Any contract entered into in violation of this section shall be void and failure to make the disclosure required by this section shall be grounds for removal or termination.

ARTICLE IV OFFICERS OF THE GOVERNING BOARD

SECTION 4.1 OFFICERS The Officers of the Governing Board shall be President, Vice President, and Secretary.

SECTION 4.2 ELECTION AND TERM Officers shall be elected annually at the regular May meeting of the Governing Board, as provided by Section 3.2 (Article III) of these Bylaws. Officers shall serve until their successors are elected or until their deaths, resignation or removal.

SECTION 4.4 PRESIDENT The President shall prepare the agenda and preside at all meetings of the Governing Board, and shall perform such other duties as may from time to time be assigned by the Board. Upon request of the principal or of any two Board members, the President may issue written directions to the principal regarding any matter affecting the school which shall be binding until the next regular or special meeting of the Board. The President shall execute all contracts, except where required by law to be otherwise signed or where the signing thereof shall be expressly delegated by the governing Board to some other Officer or agent of the school. In general, the President shall perform all duties and may exercise all rights incident to the office of the President.

SECTION 4.5 VICE PRESIDENT The Vice President(s) shall have all the powers and perform all the duties of the President in the absence or disability of the President. The Vice President shall perform such other duties as may from time to time be assigned by the President or by the Board.

SECTION 4.6 THE SECRETARY The Secretary shall keep minutes of all meetings of the Governing Board. The Secretary shall attend the meetings of the Governing Board and shall act as clerk thereof and record all the acts and votes and the minutes of all proceedings in one or more books to be kept for that purpose. The Secretary shall see that all notices are duly given in accordance with these Bylaws or as required by law and shall perform such duties as may from time to time be assigned by the President or by the governing Board. In the absence of the Secretary, the President of the Board may direct that the Secretary's duties be performed by any other person.

SECTION 4.7 THE TREASURER The Treasurer shall ensure that the Financial Secretary keeps regular books of account for the school that set out business transactions of the school, such books to be at all times open to inspection at their place of keeping to any Board member. The Treasurer shall be the chair of the Financial Committee, which shall oversee and submit an annual budget, in conjunction with the School Principal and the School Financial Secretary, for the consideration and approval of the Board. The Treasurer shall ensure that the Financial Corporation with such depositaries as shall be designated by the Board. The Treasurer shall provide oversight to the Financial Secretary in the investment and reinvestment of funds of the school and the disbursement of funds of the school as may be ordered by the Board. The Treasurer shall render to the Board and the members of the school community, statements evidencing the current financial condition of the school. The Treasurer shall ensure that the Financial Secretary establishes. A system of adequate financial recording showing quarterly income and expenditures.

ARTICLE V BOARD ELECTIONS AND APPLICATION

SECTION 5.1 TIME AND MANNER Elections of Board members will be held annually on the third Tuesday of April. At this time, other matters that are determined by the Board to be submitted for voter approval may also be voted on by eligible voters. Votes may be cast in

person or by absentee ballot at the school. Elections shall be conducted using authorized secret ballots. Votes will be accepted during school office hours from the third Tuesday in April until the third Friday in April. Votes shall be tallied upon the close of voting and the results published by an election committee made up of eligible voters appointed by the Board, including a Board member and an employee designated by the principal. Every vote cast shall be counted unless, prior to the close of voting it is challenged by an eligible voter on the ground that the vote was cast without authorization by a child's parent or legal guardian. The election results shall become a permanent record of the school.

SECTION 5.2 APPLICATION TO THE BOARD Eligible voters shall be notified in a timely manner of the date of the next Board election and of the qualifications for the Board positions then open. A candidate must complete written application for submission to voters and the Board shall prescribe the form of application. Completed applications will be accepted until 4:00 p.m. on the third Tuesday of March. At the first Board meeting in April all applicants for the Board will have time to speak at the regular Board meeting.

SECTION 5.3 ELIGIBLE VOTERS Eligible voters shall include each parent or legal guardian of every child currently enrolled in the school, teachers currently employed by the school, and all other paid employees of the school.

SECTION 5.4 NOTICE Whenever notice to eligible voters is given or required to be given under these Bylaws, such notice shall be sufficient if given by the school's normal means of communicating with all parents and staff, and the school shall have no obligation to separately notify parents or staff who, through no action of the school, lack access to such means of communication.

ARTICLE VI MEETINGS OF THE GOVERNING BOARD

SECTION 6.1 REGULAR MEETINGS Regular meetings of the Governing Board will be held monthly, except for July, with place to be set by the Board no later than the previous regular meeting.

SECTION 6.2 SPECIAL MEETINGS Special Meetings of the Board may be called by the President and any other member, or by any three members. Notice of any special meeting shall be given to each Board member not less than two day prior to such meeting in person, by telephone, by voicemail or by any other method reasonable calculated to provide actual notice.

SECTION 6.3 QUORUM A majority of the Board shall constitute a quorum for the transaction of business at any meeting.

SECTION 6.4 MANNER OF ACTING Except as otherwise required by law or by these Bylaws, the act of a majority of the members of the Board present at a meeting at which a quorum is present shall be the act of the Board.

SECTION 6.5 AGENDA A written agenda for every regular or special meeting of the Board shall be prepared by the President and posted with or included in every public notice of the meeting. Any matter requested by any Board member for inclusion shall be included in the agenda. Hearing of persons will be an agenda item at the beginning of each board meeting and public comments will be heard without action or comment by the Board.

SECTION 6.6 PUBLIC COMMENT Members of the public present at any Board meeting shall be invited to comment on every proposed action on which, after a motion is pending, any Board member has commented. At the discretion of the Board, public comment may be invited with respect to any matter affecting the school.

SECTION 6.7 NOTIFICATION All regular and special Board meetings will be posted by the school not less than 24 hours prior to the meeting.

SECTION 6.8 BYLAW CHANGES The amendment of bylaws shall take place at any regular or special Board meeting with at least ten days notice by posting in the lobby and/or flyer in the Principal's memo, with a 2/3 vote required for passage.

ARTICLE VII GOVERNING BOARD COMMITTEES

SECTION 7.1 COMMITTEES There shall be the following standing committees. Each committee shall be chaired by a board member. The president of the board shall not be a voting member of any committee but shall be an ex-officio member of every committee. Each committee will adopt, with the approval of the Board, a set of written guidelines and goals which will become a part of the Board process manual. The committees will be as follows:

1. Finance Committee
2. Governance Committee
3. Facilities Committee
4. Academic Excellence Committee
5. Development Committee

SECTION 7.2 MEETINGS Each committee shall comply with the State of Colorado Open Meeting law.

ARTICLE VIII ADVISORY COMMITTEES TO THE BOARD

SECTION 8.1 DESIGNATION AND AUTHORITY The Governing Board may from time to time adopt a resolution convening an advisory committee to assist the Board in the discharge of it's duties.

SECTION 8.2 MEMBERSHIP The composition of the advisory committees shall be broadly

representative and shall take into consideration the specific tasks assigned to the committee. Members will be selected by the Board from among volunteers who are approved by the Board. Any number of Board members may sit on an advisory committee.

SECTION 8.3 INSTRUCTION AND RESPONSIBILITY Each committee shall be clearly instructed as to the length of time each member is to serve, the service the Board wishes the committee to render, the extent and limitations of responsibility, the resources the Board will provide, and the approximate dates on which the Board wishes to receive major reports. Recommendations of advisory committees shall be based on research and fact.

SECTION 8.4 POWERS AND PREROGATIVES The Governing Board possesses certain legal powers and prerogatives which cannot be delegated or surrendered to others. Therefore, all recommendations of an advisory committee must be submitted in writing to the Board for action.

SECTION 8.5 MEETINGS Committees shall comply with the requirements of the Colorado Open Meetings law.