

# CROWN POINTE ACADEMY OF WESTMINSTER BYLAWS

## ARTICLE I NAME, LOCATION, MISSION AND OBJECTIVE

### Section 1. Name

The name of the organization will be Crown Pointe Academy of Westminster (herein after referred to as “Crown Pointe Academy”).

### Section 2. Location

The location of Crown Pointe Academy will be in the Adams County School District #50 (the “District”).

### Section 3. Vision-Mission Statements

#### **Vision Statement:**

All Crown Pointe Academy alumni possess the skills, character and confidence to reach their personal potential.

#### **Mission Statement:**

The mission of Crown Pointe Academy is to promote creativity, curiosity, character and community in a challenging Core Knowledge environment.

### Section 4. Objectives

The objectives of the Governing Board (hereafter referred to as the “Board”) are as follows:

- A. To ensure that the Mission Statement and Operating Contract between Crown Pointe Academy and the District (hereafter referred to as the “Operating Contract”) are adhered to in all activities and decisions of the Board, the staff, parents, and Crown Pointe Academy advisory committees.
- B. To serve as final authority in matters affection staffing, budget, curriculum, calendar decision and Crown Pointe Academy concerns, and to ensure that these are consistent with, and promote the educational goals of, the Mission Statement, Charter Contract, and official Crown Pointe Academy policy.
- C. To encourage faculty, parents, and students to be aware and responsive to the needs and concerns of Crown Pointe Academy as a whole, and of the unique learning styles, challenges and talents of individual students.

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D. To act as the official voice of Crown Pointe Academy with regards to public information, media contacts and public relations.

E. To adopt policies and procedures which will govern Crown Pointe Academy. These policies and procedures will adhere to the Mission Statement.

## ARTICLE II GOVERNING BOARD

### Section 1. Number of Members

Crown Pointe Academy will operate under a governing board referred to as the Board. The Board will consist of at least five but no more than seven members. Four members of the Board shall be elected by parents of children enrolled at Crown Pointe Academy (Parent Members) and these Parent Members must be parents of children enrolled at Crown Pointe Academy. At least one and no more than three Community Board Members, in addition to the four Parent Members, may serve at the invitation of the Board, who may or may not be a parent of a child enrolled in Crown Pointe Academy. The Board will decide on the number of Community members at large that serve any given year. The number of Community members at large may be reduced only upon the vacancy of a position. In the event of vacancies of either elected parent members or community members, where there are no longer four elected parent members and or no qualified community members, a search will commence to fill the vacancy. A suitable parent replacement shall be elected through a special election. A Community member shall be appointed. In either case, the new member will complete the term of the member who has vacated his or her position. During a search, the sitting Board members may carry out the business of the Board in this reduced state. This may continue for up to three months of the vacancy occurring or until the end of the Board term, which ever occurs first. The initial Board will be appointed by the founders of Crown Pointe Academy. Only one member per family may serve on the Board at any one time. No member may receive re-numeration for Board Services.

### Section 2. Terms

The initial five member Board will consist of two members who will serve a two-year term and three members who will serve a three-year team. Thereafter all newly elected Board members will serve a two-year term. If a Board member's child graduates from Crown Pointe Academy during his or her term, the parent will be allowed to complete his/her term. Newly elected members' terms will begin July 1 and end two year thereafter on June 30.

### Section 3. Elections

A. Elections will be held annually during the last full week of April.

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B. The Board shall advertise for Board candidates during the third week of March. Candidates shall declare themselves to the Board by the end of the first full week in April. The Board shall publish a list of the candidates not less than two weeks prior to the scheduled election. Within two weeks of the election, the Board will hold a public meeting at which interested persons will have the opportunity to meet the candidates.

C. Each Crown Pointe Academy family will be accorded one vote per available position. In the case of divorced parents, the custodial parent will vote. In the case of joint custody, each parent will have ½ vote. Proxy voting is prohibited. Absentee voting will be allowed.

D. Those candidates receiving the most votes will fill the available seats on the Board. In the event of a tie vote for a position, the tie will be broken by a flip of a coin to occur in open public session.

E. Upon official notice or other declaration of a vacant elected Parent Member position, the Board will advertise a special vacancy election, request candidates, and publish a list of candidates not later than two weeks prior to a regular monthly Board meeting, at which time families will elect a new Parent Member to complete the term of the vacant Parent Member position. Election procedure as established in Section 3. A – D will prevail.

F. Following each April election, the Board will select its own leadership.

## ARTICLE III ACADEMY BOARD'S RESPONSIBILITIES

### Section 1. Board's Responsibilities

The following sets forth the general duties and responsibilities of the Board as a whole, and its individual members.

A. The Board will set forth and enforce policy and assure that Crown Pointe Academy is run in a manner consistent with the Mission Statement and in compliance with all applicable laws and the Operating Contract.

B. The Board will develop and approve an annual budget, and operate within that budget and in doing so maintain their fiduciary responsibility.

C. The Board will maintain complete and accurate accounting records, and provide the District with audited financial statements within the time required by the District.

D. The Board will establish and publish the school calendar, including any changes made during the school year.

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E. The Board will maintain any records required by law or provide for by the Operation Contract.

F. The Board will negotiate and approve any changes to or renewals of the facilities, its use and maintenance, and will establish a policy for facilities use.

G. The Board will convene at least one regularly monthly meeting, subject to the provisions of the Colorado Sunshine Act of 1972, will provide an opportunity for public input, and will maintain minutes of its proceedings. In addition, the Board may convene work sessions or executive sessions as it deems appropriate.

H. The Board will adopt and administer a grievance policy and procedure.

I. The Board will approve an admissions policy, and assure compliance with all aspects of such policy.

J. The Board will approve or disapprove all hiring and firing recommendations, and negotiate and approve all employment contracts.

K. The Board shall enforce all contract issues, including employment, leases, and charter agreements with the District and the State of Colorado.

L. The Board will implement and monitor a code of conduct and discipline policy consistent with applicable law and the Operating Contract.

M. The Board will perform such other duties as appropriate and necessary for the safe and safe effective operation of Crown Pointe Academy, and which promote Crown Pointe Academy's commitment to educational excellence.

N. The Board will not carry on activities or use the assets of Crown Pointe Academy to support propaganda or otherwise attempt to influence legislation. The Board will not participate or intervene in any political campaign on behalf of any candidate for public office.

O. The Board will not conduct or carry on any activities not permitted to be conducted or carried on by an organization, which is tax exempt under the provision of Section 501(c)3 of the Internal Revenue Code of 1954, as amended.

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## ARTICLE IV OFFICERS

### Section 1. Officers and Selection

The officers of the Board will consist of President, Vice President, Secretary and Treasurer. Board members will select the officers of the Board by written ballot. Each Board member will be accorded one vote per available position. In the event of a tie vote for a position, a second ballot will be cast for that position only, with only the tied candidates participating. Should a second tie occur, a result will be obtained by flipping a coin.

### Section 2. Terms

Terms are for one year. The term will begin July 1 and end one year thereafter on June 30. At its own discretion, it may reorganize following the filling of a vacancy by election procedures established in ARTICLE IV, Section 1.

### Section 3. President

The President will preside over all regular and other official Board meetings, have general charge of the business of the Board, and carry out its policies under the direction of the Board. The President will have the expressed authority to ensure that the Board runs efficiently, and that the Board has the resources to do so. The President will have authority to delegate duties and responsibilities to other Board members. The President will form committees as required, and appoint committee chairs and other committee members, subject to concurrence of the Board. The President will be given authority to ensure that Crown Pointe Academy and the Board adhere to the Mission Statement, the Operating Contact, and the By-laws.

### Section 4. Vice President

The Vice President shall have all the powers and perform the duties of President in the absence or disability of the President. The Vice President will perform such other duties as from time-to-time may be assigned by the President or by the Board. The Vice President will take full responsibility for organizing and overseeing election to the Board, except in those instances, where the Vice President's involvement in the election could constitute a conflict of interest, in which case the President shall appoint another Board member to oversee the elections.

### Section 5. Secretary

The Secretary will keep or cause to be kept full minutes of all meetings of the Board, including a record of each member's attendance, and all acts and votes of the Board. The minutes will be kept in one or more bound books, and will be available in the Crown Pointe Academy office for inspection by members of the public. The Secretary will see that all notices of upcoming meetings are duly posted in accordance with the provisions of these bylaws or as required by President or by the Board.

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## Section 6. Treasurer

The Treasurer shall have general supervision of the financial affairs of Crown Pointe Academy, subject to Board approval. The Treasurer shall ensure the financial records are complete and accurate and cause monthly financial statements including a balance sheet, a report of revenue and expenses, and fund balances to be presented to Board for consideration and approval. The Treasurer shall cause an independent, professional outside audit to be performed and such audit shall be presented to the Board no later than 120 days after the close of the fiscal year. The Treasurer shall cause all Colorado Department of Education (“CDE”) financial reports to be made on a timely basis. The Treasurer shall also perform other duties as from time to time may be assigned by the Board.

## ARTICLE V MEETINGS OF THE GOVERNING BOARD

### Section 1. Meetings

The Governing Board shall meet at least once a month to discuss Crown Pointe Academy operations, to hear reports and updates from Board members and committees, and to consider requests and concerns from parents, students and teachers. A quorum must be present in order to conduct business. Each Board member’s vote will carry equal weight when voting. All actions taken by the Board will require a majority vote.

Emergency meetings in addition to the regular monthly meeting can be requested, as needed by anyone on the Board by first notifying and obtaining approval of the President and Secretary. The President, in turn, will request that the Secretary notify the other Board members giving them twenty-four hours advance notice before time of the scheduled meeting, except in the event of a meeting to vote for the removal of a member of the Board, when seven days notice must be given, see ARTICLE VI, Section 3 of these bylaws.

### Section 2. Quorum

For voting purposes, a Quorum shall consist of a majority of seated members in office at the time that are eligible to vote, except in the case of removal of an officer or vacancies when a quorum will be greater than or equal to 50% of Current Board members.

### Section 3. Attendance

Attendance at Board meetings is compulsory. If a member must miss a meeting due to extenuating circumstances, s/he must give the President twenty-four hours advance notice, if possible. Failure to follow this procedure may be grounds for immediate removal from the Board. Any member missing two consecutive monthly meetings, or four meetings annually, shall be removed from office, unless the majority of the remaining members determine that circumstances warrant retaining the member.

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The Crown Pointe Academy Director will attend all Board meeting in an advisory non-voting role.

## Section 4. Notices

Full and timely notice of meetings will be given to the public by the Board. All meeting dates, times, locations, and agenda will be publicly posted no less than twenty-four hours prior to the meeting in a designated public place within the boundaries of the District and on the outside window of the office of Crown Pointe Academy or is an agreed upon visible place.

If the means of posting notice to the public is changed by the Board, both the District and the public will be notified within seventy-two hours of any such change by the above stated means.

## Section 5. Manner of Acting

The act of a majority vote of the Board present at a meeting at which a quorum is present shall be the act of the Board, excluding the removal of any member of the Board. See ARTICLE VI, Section 3.

## Section 6. Board Member conflict of Interests

Members of the Board hold a position of trust, created in the interest of the common good and for the benefit of Crown Pointe Academy. It is the intent of this Section to maintain public confidence and prevent the use of public office for private gain. Board members will 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 will not be present during a cote on the matter or attempt to influence the decision of other Board members in voting on the matter. The written disclosures will be attached to the minutes of the meeting in which Board action will occur relating to the matter disclosed. Failure by a Board member to bring notice of a potential conflict of interest to the attention of the Board in this manner may constitute cause for removal from the Board.

## Section 7. Conduct of Meeting

The President of the Board, or in the absence of the President, the Vice-President, will serve as Chair at all regular and special meetings of the Board. The Conduct of the meetings shall be in accordance with established parliamentary procedure. Except as otherwise specified by state law, or by Board polices pertaining to its own operating procedure, the Board will be governed by the rule prescribed in *Robert's Rule of Order, Newly Revised*.

## Section 8. Executive Sessions

The Crown Pointe Academy Board will comply with the Colorado Open Meeting Law (Colorado Statutes 24.6.401) in every respect

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## ARTICLE VI VACANCIES, RESIGNATIONS AND TERMINATIONS

### Section 1. Vacancies

In the event of a Board Member's resignation, removal from Board of death, the Board will arrange a special vacancy election as specified in ARTICLE II, Section 3 (E).

### Section 2. Resignations

Any Board member may resign at any time by giving thirty days prior written notice to the President or Secretary of the Board. It is the responsibility of the resigning member to complete satisfactorily all on-going projects and responsibilities before the resignation will take effect. The resignation will take effect at the time specified, and unless otherwise stated, the acceptance of such resignation will not be necessary to make it effective. Any member of the Board may be removed at any time, with or without cause determined by a majority vote of no confidence from the entire remaining members of the Board.

### Section 3. Terminations

A Board member may be terminated without the consent of the subject member by a two-thirds vote of the remaining Board members. All remaining members of the Board must record a vote. If any voting member is out of town he or she must send in her vote by certified mail to the officer who called the meeting. In the event of failure to make contact with a Board member before the meeting, voting will be delayed until contact is made.

### Section 4. Unethical Conduct

Unethical or illegal conduct will be grounds for immediate removal, whether or not such conduct occurs while acting in the capacity of a Board member.

### Section 5. Removal by Petition

If a petition to remove one or more members is presented to the Board, such petition will compel the Board to add the petition as an item on the agenda for the next regular Board meeting. Such a petition must contain the names of one-third of total Crown Pointe Academy families. A petition to remove one or more Board members must be provided to either the Board President or Secretary no less than fifteen days prior to the Board meeting date. Should the petition not be withdrawn, one month later the Board will submit the matter to a vote of the Board following procedures under ARTICLE VI, Section 3.

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## ARTICLE VII COMMITTEES TO THE BOARD

### Section 1. Membership

The Board may constitute committees as it deems necessary to promote the goals and objectives of Crown Pointe Academy. The composition of committees will take into consideration the specific tasks assigned to the committee. Committee members may be parents of children attending Crown Pointe Academy, teachers, and other employees of Crown Pointe Academy and the community at large. Appointment to a committee will be determined by the Board on a case-by-case basis. Committee membership and committee chairs will be reviewed annually.

### Section 2. Instruction and Responsibility

Each committee and committee chair will be clearly instructed as to the length of time each member is being asked to serve, the service the Board wished 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 committees will be based on research and fact.

### Section 3. Committee Powers and Prerogatives

The Board possesses certain legal powers and prerogatives, which cannot be delegated or surrendered to others. Therefore, all recommendations of committees must be submitted to the President or Secretary of the Board in writing, ten days prior to the next scheduled Board meeting, for official review. The Board will have the power to dissolve any committee, remove any committee Chair, Vice-Chair or member, and will reserve the right to exercise this power at any time during the life of any committee.

### Section 4. Meetings

Committees to the Board will comply to the Board with the requirements concerning public meetings that are specified in ARTICLE V, Section 4 "Notices".

## ARTICLE VIII CONTRACTS, GRANTS AND USE OF ASSETS

### Section 1. Contracts

All contracts must be approved by the Board and intent to proceed on the contract must be secured through consensus agreement of the Board. Only the President and Secretary of the Board, in consultation with each other and with joint agreement, will be authorized to enter into

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any Board approved contract and to execute and to deliver any Board approved instrument in the name of and on behalf of Crown Pointe Academy.

## Section 2. Grants

The President and Treasurer of the Board together may accept on behalf of Crown Pointe Academy any contributions, gift, grant, bequest, or device for the general purposes or for any special purpose of Crown Pointe Academy. Donations of the above must be reported to the Board at the next scheduled meeting. These two officers act as the Board's agents and have the Board's consent to pursue monies to support Crown Pointe Academy's activities. Any cash or in-kind donations which have restrictions attached, the potential donors are asked to first submit a letter detailing the nature of the gift and any designated purpose toward which it must be used, if applicable, to the Secretary of the Board who will bring it to the Board's attention. This must be submitted and approved by the Board before the President and Treasurer accept any funds.

The Director of Crown Pointe Academy will also review and make recommendations on all proposals.

## Section 3. Use of Crown Pointe Academy Funds

No part of the income or net earnings of Crown Pointe Academy will inure to the benefit of, or on the behalf of, or be distributed to, any member, director or officer of Crown Pointe Academy of any other private individual, except that reasonable compensation may be paid for services rendered to or for Crown Pointe Academy affecting one or more of its purposes, and except that reimbursement may be made for any expenses incurred for Crown Pointe Academy by any office, director, agent or employee, or any other person or corporation, pursuant to and upon authorization of the Board. Further, no member, director or officer of Crown Pointe Academy, or any other private individual, will be entitled to share in any distribution of any of the assets of Crown Pointe Academy on dissolution of Crown Pointe Academy or otherwise.

## ARTICLE IX BOOKS AND RECORDS

### Books and Records

The Secretary of the Board will keep on behalf of Crown Pointe Academy, minutes of the proceedings of its members, Board and Committees, and will keep at its registered or principle office a record giving the names and addresses of the Board members and operating Committees. All records of Crown Pointe Academy are considered public documents and may be inspected at any reasonable time at the location where the records are maintained. However, student records, personnel records and any other record protected under the privacy laws are excluded from this provision.

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## ARTICLE X AMENDMENTS

### Section 1. Amendments to the Bylaws

Proposed amendments to these bylaws will be submitted in writing to the Board President. Copies will be provided to all Board members at least one week prior to a regularly scheduled Board meeting. Consideration of amendments will include an opportunity for the public to comment. An affirmative vote of all seated members will be necessary to adopt any proposed amendments.

This procedure will also require the approval of the District only in matters of material conflict with Operating Contract.

KNOW ALL MEN BY THESE PRESENT that I, the undersigned Secretary of the Crown Pointe Academy Board in District #50 of Adams County, Colorado, does hereby certify that the within and foregoing bylaws were adopted as revised on the 7<sup>th</sup> day of December, 2004 constitute the Bylaws of the Crown Pointe Academy of Westminster, in The County of Adams in the State of Colorado.

IN THE WITNESS WHEREOF, I hereby subscribe my name

Maureen Fallet, Secretary

Printed and distributed January 25, 2005

Bylaws of Crown Pointe Academy of Westminster

Revision Approval: December 7, 2004, April 19, 2010 added Revised Mission Statement to include safe environment

I, the undersigned Vice President of the Crown Pointe Academy Board in #50 of Adams County, Colorado, does hereby certify that the within and foregoing bylaws were adopted on the 4<sup>th</sup> day of October in 2014 constitute the Bylaws of the Crown Pointe Academy of Westminster, in the County of Adams in the State of Colorado.

I hereby subscribe my name,

Dawn Baird, Crown Pointe Academy Vice President

October 4, 2014 change of Mission Statement addition of Vision Statement

March 12, 2015 “one of whom must be a resident, an ad valorem taxpayer, or elector within the District “ deleted and “In the event of vacancies of either elected parent members or community members, where there are no longer four elected parent members and or no qualified community members, a search will commence to fill the vacancy. A suitable parent replacement shall be elected through a special election. A Community member shall be appointed. In either case, the new member will complete the term of the member who has vacated his or her position. During a search, the sitting Board members may carry out the business of the Board in this reduced state. This may continue for up to three months of the vacancy occurring or until the end of the Board term, which ever occurs first.” was add