

CANYON CHARTER SCHOOL

GOVERNING BOARD

BYLAWS

ARTICLE I

NAME

The name of this organization shall be the “Canyon Charter School Governing Board” (hereinafter referred to as the “Governing Board”).

ARTICLE II

PURPOSE AND OBJECTIVES

The purpose of this Governing Board is to govern and oversee operation of Canyon Elementary Charter School (“Canyon”) with the intention of providing the highest quality educational experiences possible for all Canyon students. This Governing Board is established exclusively for nonprofit educational purposes and is not organized for the private gain of any person. The specific objectives of this Governing Board shall be to create and implement policies and programs and to operate as Canyon’s decision-making body in the following areas, among others: Scheduling, Discipline, Budget, Personnel, Communication, Safety, Authorization of Committees, Admissions, Curriculum, Assessment, Site Maintenance/Operations, Compliance with Canyon’s Charter and other LAUSD Categorical, and Program requirements.

ARTICLE III

PRINCIPAL OFFICE

The principal office for the transaction of the business of the Governing Board is located at Canyon, at 421 Entrada Dr. Santa Monica CA 90402, in the County of Los Angeles, California.

ARTICLE IV

GOVERNING BOARD MEMBERSHIP

(a) Voting Members. The authorized categories and numbers of voting Governing Board members (“Members”) shall be as follows:

(i) Four Canyon teacher representatives (one representative is the current UTLA chair) and two Alternates

(ii) Three parent/community representatives and two Alternates. Eligible parents are parents of a student attending the school, including natural or adoptive parent, legal guardian, or other person having primary responsibility for the support and welfare of the student. Community representatives are adult residents of the school's attendance area.

(iii) One Canyon Administrator

(iv) One Classified Representative

(b) Non-Voting Members. The Governing Board shall appoint a Secretary, who shall serve as an ex-officio non-voting Member of the Governing Board.

(c) Canyon Administrator. The Principal at Canyon shall be a voting member of the Governing Board, serving as the Canyon Administrator.

(d) Annual Elections of Teacher, Parent/Community, and Classified Representatives.

(i) Elections shall be held annually to fill teacher and parent/community representative vacancies on the Governing Board.

(ii) Teacher, classified, and parent/community representatives shall be elected by their respective peer groups at Canyon.

(iii) Parent/Community elections shall be by ballot, and shall be collected and counted in the presence of an ad hoc Election Committee, the membership of which is to consist of members of the Principal and the UTLA Chapter Chair and other members of the Governing Board as determined by the Governing Board, but exclusive of any members running for office. If any questions arise, the original ballots will be reviewed and counted again by the Co-Chairpersons, the Principal, and a UTLA representative. Only authorized ballots marked in ink will be considered valid and counted. The Election Committee shall have the sole and ultimate authority to invalidate a ballot.

(e) Alternate Members – Parent/Community, Teacher, and Classified. During the course of a Governing Board election, if there are more candidates than positions to be filled, then the "Election Committee" shall declare the parent/community representative candidate not elected and receiving the most votes after the candidates elected to be the parent/community "Alternate." The two teacher representative candidates not elected and receiving the most votes after the candidates elected to be 1st and 2nd "Alternates." And the classified candidate receiving the most votes after the elected candidate, to be the classified "Alternate". The Alternate members shall have all the rights and privileges of the other members of the Governing Board, except that Alternate members will only be allowed to vote on matters if and to the extent that a Governing Board member from the group (teacher, parent/community, or classified) they represent as an Alternate is absent.

(f) Special Elections. If for any reason, all Governing Board vacancies are not filled after an annual election has been conducted, or if a vacancy otherwise occurs on the Governing Board pursuant to Section (h) below and there is no Alternate to assume the vacant position, then the Governing Board shall call a special election to fill any such outstanding vacancies. The special election shall be conducted pursuant to the procedures set forth herein.

(g) Terms of Office.

The terms of office are as follows:

(i) Parent/Community representatives each shall serve two year terms. Elections for parent representative will staggered so that at least one vacancy occurs every year. Votes will be tabulated in ranked order. The parent/community representative(s) with the highest number of votes will serve a two-year term(s) as a parent representative. The parent/community representative with the next highest number of votes will serve a two-year alternate position. The alternate will be encouraged to run for the parent/community representative position in the following year's election..

(ii) Teacher representatives each shall serve one-year terms.

(iii) Classified representative shall serve a one-year term.

Each Member, including a Member elected to fill a vacancy or elected at a special election, shall hold office until the expiration of the term for which elected and until a successor has been duly elected. No parent/community representative may hold office for more than two consecutive terms.

(h) Vacancies

(i) Events Causing Vacancy. A vacancy or vacancies on the Governing Board shall be deemed to exist on the occurrence of any one of the following: (i) the death or resignation of any Member as set forth below; (ii) a final order of court that a Member is of unsound mind or has been convicted of a felony; (iii) the failure to fill all vacant Member positions at an election of Members as set forth above; (iv) a sitting teacher representative or the Canyon Administrator representative no longer holding their respective professional positions at Canyon; or (v) a sitting parent representative no longer having a child enrolled at Canyon, (vi) a sitting community representative moves out of the school attendance area

(ii) Resignations. Except as provided in this paragraph, any Member may resign, which resignation shall be effective upon giving written notice to one of the Co-Chairpersons (as defined below in ARTICLE VII) or the full Governing Board or at such later date as may be indicated in the notice. Any Member who fails to attend three consecutive full Governing Board meetings without such absence being excused by the Governing Board shall be deemed to have resigned, effective on the date of the third consecutive unexcused absence. Written notice of such intended action shall

be given by the Co-Chairs of the Governing Board at least five (5) working days prior to this process.

(iii) Vacancies Filled By Alternates. Parent/Community and Teacher representative vacancies on the Governing Board shall be filled by the 1st Alternate and then by the 2nd Alternate in each category, respectively. Upon assuming office, an Alternate shall fill the vacancy until the expiration of the term for which the vacating Member was elected and until a successor has been elected and qualified.

(iv) No Vacancy On Reduction of Number of Members. No reduction of the authorized number of Members shall have the effect of removing any Member before that Member's term of office expires.

ARTICLE V

GOVERNING BOARD MEETINGS

(a) The Canyon Governing Board abides by the laws that pertain to its meetings as set forth in the Brown Act (CA Gov Code Section 54950-549630).

(b) The Governing Board supports the letter and the spirit of the preamble to the Brown Act, in which it is said: "It is the intent of the law that their actions be taken openly and that their deliberations be conducted openly," and "The People of this State do not yield their sovereignty to the agencies which serve them. The people, in delegating authority, do not give their public servants the right to decide what is good for the people to know and what is not good for them to know. The people insist on remaining informed so that they may retain control over the instruments they have created."

(c) The types of meetings of the Governing Board are Regular, Special, and Closed. The general rules governing meetings and the rules which are respectively applicable to each type of meeting are herein set forth.

(d) A meeting (quoting from the Brown Act, Section 54952.2)
includes:

(i) Any congregation of a majority of the members of a legislative Body in the same time and place to hear, discuss, or deliberate upon any item that is within the subject matter jurisdiction of the legislative body or the local agency to which it pertains.

(ii) Any use of direct communication, personal intermediaries, or technological devices that is employed by a majority of the members of the legislative body to develop a collective concurrence as to action to be taken on an item by the members of the legislative body.

(e) Attendance at social and ceremonial occasions without discussion of Board business among Board members and contracts or conversations between a Board member and other persons are not considered meetings.

(f) All meetings, Regular or otherwise, shall be held within the principal office facilities reasonably large enough to accommodate anticipated attendance by the public. If facilities prove to be inadequate, other facilities will be sought.

(g) Except as hereinafter provided under the heading "Closed Session," all meetings of the Governing Board shall be open to the public.

(h) Regular Meetings: The Governing Board shall meet on a regular monthly basis throughout the course of the school year, for a minimum of ten meetings. Additional regular meeting may be held at the discretion of the Governing Board at a time and date to encourage greater parent and community participation. Notice of all regular meetings and the proposed meeting agendas must be posted at the school and on the school's web site to assure that the community and school stakeholders are informed of the scheduled meetings at least 72 hours in advance of the date and time of the meeting.

(i) Special Meetings: Special meetings may be called by the co-chairpersons or by a majority vote of the Governing Board. Such meetings must be posted at the school and on the school's web site no later than 24 hours prior to the meeting time and date.

(j) Closed Sessions: Closed sessions may only be held where explicitly allowed by the Brown Act, by some other laws (such as those concerning student discipline and receipt of gifts), or inferred from some other confidentiality provision of law (such as by Act of Congress). Closed sessions may only be held during a regular or special meeting and included with a brief description on the meeting's agenda. A special meeting may be called for the sole purpose of conducting a closed session.

(i) Brown Act: The Brown Act, in the order set forth in the Act, permits closed sessions as hereinafter set forth. Note: Only brief descriptions are given below. Applicable Brown Act sections are incorporated by reference as a part of these Bylaws.

(ii) Real Property: The Governing Board may meet with its negotiator in regard to the purchase, sale, exchange, or lease of real property. The Agenda is to specify what is to be negotiated, that is, price and terms.

(iii) Existing or Anticipated Litigation: The Governing Board may, upon advice of its legal counsel, meet with or receive advice from such counsel, when discussion in open session would prejudice the position of Canyon. The Agenda is to specify either existing litigation or number of anticipated cases.

(iv) Liability Claims: The Governing Board may meet to consider claims of tort liability, public liability, or workers' compensation liability. The Agenda shall specify the name of the claimant and agency claimed against.

(v) Threat to Public Services: The Governing Board may meet with law enforcement representatives concerning threats to the security of buildings or public access to services and buildings. The Agenda shall specify the name and title of the law enforcement representatives.

(vi) Personnel Matters: The Governing Board may meet to consider the appointment, employment, evaluation of performance, or dismissal of a public employee or to hear complaints or charges brought against the employee by another person or employee, the employee shall be given written notice of his or her right to have the complaints or charges heard in an open session rather than a closed session, which notice shall be delivered to the employee personally or by mail at least 24 hours before the time for holding the session. If notice is not given, any disciplinary or other action taken by the legislative body against the employee based on the specific complaints or charges in the closed session shall be null and void.

(vii) Salaries and Fringe Benefits: The Governing Board may meet with the School District's representative as to salaries, salary schedules, and fringe benefits. The Governing Board may also meet with a state conciliator. No discussion shall be included concerning availability of funds, funding priorities or budget. The Agenda shall specify the name of the District negotiator, the employee organization or the name of the position or title of an unrepresented employee.

(viii) Student Suspension and Discipline: Unless the student requests a public hearing, the Governing Board shall consider suspension or disciplinary action or any other action as to students (except expulsion) in closed session if a public hearing would lead to the giving out of information concerning students which would be in violation of law. The final action shall be taken at a public meeting.

(ix) Gifts: The Board may hold closed sessions to consider gifts from a donor who wishes to remain anonymous.

(x) Confidentiality of Materials: Materials used by the Governing Board during discussion of closed session agenda items shall be considered confidential, provided they meet the requirements of Section 6254 of the California Public Records Act. The Governing Board Co-Chairs may direct that such confidential materials remain in the custody of the Secretary between closed sessions and until such time as the matter under discussion has been resolved. The Governing Board Co-Chairs may also direct that the Governing Board Secretary make such confidential materials available to a Governing Board member for viewing between scheduled meetings. In such cases, the Governing Board member shall not make copies of the confidential materials.

(xi) Notices: Prior to holding a closed session, an announcement must be made at an open meeting as to what is to be discussed. After a closed session, the Governing Board shall reconvene into open session and report on action taken in the closed session.

(xii) Penalties for Violation of Closed Session Confidentiality: Applicable penalties may be imposed by the Governing Board for violation of the confidentiality of Closed Session meetings.

(k) Quorum: The presence of two-thirds of the total voting membership shall be required in order to constitute a quorum necessary for the transaction of the business of the Governing Board.

(l) Conflict of Interest: Any member with a financial interest or other conflict of interest in a matter to be voted on shall disclose such conflict of interest in advance of the discussion of the matter and in advance of the vote on the matter at an open meeting and abstain from participating in any discussion and voting on the matter.

(m) Deliberations and Voting: Consensus building is the preferred decision-making process. Governing Board members receive input from their constituents and committees and present that information to be used in deliberations. The ideas and opinions of each Governing Board member are equally important in arriving at decisions. The Governing Board shall strive to consider all points of view and shall solicit the advice of all interested parties as needed. Each Governing Board member not disqualified from voting by a conflict of interest or any of the provisions in section IV(h) of these Bylaws, shall be entitled to one vote. Voting may be by hand, voice or ballot. If a quorum is present, the affirmative vote of the majority of the members of the Governing Board shall be regarded as the act of the Governing Board unless the vote of a greater number of Members is required by law, these Bylaws, LAUSD policy, or duly adopted Governing Board rules or policies.

ARTICLE VI

NO FEES, COMPENSATION, OR LIABILITY FOR MEMBERS

Officers, Members and committee members shall receive no compensation for their services in such capacity, but may receive such reimbursement of out-of-pocket expenses as may be determined by resolution of the Governing Board, kept on file with the minutes of the Governing Board. No Officer, Member, or committee member shall be personally liable for the debts, liabilities or obligations of Canyon or any dues or assessments for their participation.

ARTICLE VII

COMMITTEES

(a) Standing Committees. The standing committees of the Governing Board shall include, but not be limited to, the following:

- (i) Behavior
- (ii) Community Service
- (iii) Curriculum

- (iv) Landscape and Design
- (v) Safety
- (vi) Digital Learning

(b) Additional Committees. The Governing Board may, by resolution adopted by a majority of the Members then in office, designate additional standing or ad hoc committees, or Task Forces, each consisting of two or more school community members, to serve at the pleasure of the Governing Board. Ad hoc committees may include, but are not limited to the following:

- (i) Budget
- (ii) Charter Accountability and Vision
- (iii) Communication
- (iv) Human Resources
- (v) Instructional Leadership
- (vi) Outreach
- (vii) Parent Education

(c) Committee Membership. All Governing Board committees, standing or ad hoc, may include both parent/community and professional staff representation and shall be open to parent/community representatives and professional staff regardless of whether they are Members of the Governing Board.

(d) Committee Powers. Committees may only exercise those powers specifically granted them in the authorizing Governing Board resolution, but under no circumstances shall any committee have the authority to act in the place of the Governing Board. Committee actions shall be deemed advisory to, and shall be referred to the Governing Board for review and final action. More specifically, no committee, regardless of Governing Board resolution, may (i) take any final action on matters which, under applicable law, LAUSD policy, the Canyon Charter, or these Bylaws requires Governing Board approval, (ii) approve any budget or authorize the expenditure of any funds, (iii) amend, repeal, or adopt new Bylaws or Governing Board resolutions, (iv) modify any committee's mandate or appoint any other committees of the Governing Board, or (v) participate in or support, directly or indirectly, any activity in which the Governing Board is prohibited from participating.

(e) Committee Meetings; Actions. Meetings and actions of all committees shall be governed by, and held and taken in accordance with, the provisions of Article V of these Bylaws, except that the dates and times for regular or special meetings of committees may be determined either by the Governing Board or the

committee. Minutes shall be kept of each meeting of any committee and shall be reported to and filed with the Governing Board records at the next upcoming Governing Board meeting. The Governing Board may adopt any additional rules for the governance of any committee not inconsistent with the provisions of these Bylaws.

ARTICLE VIII

OFFICERS

(a) Regular Officers. The “Officers” of the Governing Board shall be as follows: Co-Chairpersons consisting of one parent/community and one teacher, and a Secretary. The parent/community Co-Chairperson will be selected by the Parent representatives and Alternative members, and teach Co-Chairperson will be selected by the Teacher representative and Alternate member. All Officers shall be Members in good standing, and no two offices may be held by the same person. All Officers' terms shall be for a period of one year, unless terminated earlier in accordance with these Bylaws. Officers may be re-elected.

(b) Additional Officers. The Governing Board may appoint such other or subordinate Officers, at the Governing Board’s discretion, as the Governing Board shall deem necessary or appropriate. Each such additional Officer shall have the title, hold office for the period, have the authority and perform the duties specified in these Bylaws or determined from time to time by the Governing Board.

(c) Removal or Resignation of Officers. All Officers shall serve at the pleasure of the Governing Board, and may be removed by the Governing Board, with or without cause, at any regular or special meeting of the Governing Board. Any Officer may resign at any time by giving written notice to the Governing Board. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective.

(d) Vacancies. A vacancy in an office because of death, resignation, removal, disqualification or any other cause shall be filled as quickly as possible in the manner prescribed in these Bylaws for regular appointments to that office.

(e) Responsibilities of Officers

(i) Co-Chairpersons. The Co-Chairpersons shall (i) preside at meetings of the Governing Board, (ii) at the beginning of each school year, appoint Members to committees (and if unable to agree on such appoints, then submit such appointments to the Board for a vote), (iii) give, or cause to be given, required and appropriate notice of all meetings of the Governing Board and all committees, in the manner and at the times required by law, LAUSD policy, these Bylaws, or other rules, policies, or directives of the Governing Board, (iv) act as official spokespersons for the Board, (v) sign and transmit all pertinent documents evidencing official Board action, and (vi) exercise and perform such other powers and duties as may be assigned to them from

time to time by the Governing Board or these Bylaws. In all their actions, the Co-Chairs shall make every effort to be fair and impartial, and promote consensus.

(ii) Secretary. The Secretary shall keep or cause to be kept those reports and records set forth in Article IX (a) below, and shall have such other powers and duties as may be assigned from time to time by the Governing Board or these Bylaws.

ARTICLE IX

RECORDS AND REPORTS

(a) Maintenance of Governing Board Records. The Governing Board shall keep:

(i) A copy of its most recently approved budgets;

(ii) A Book of Minutes of all meetings and votes and actions of the Governing Board and all committees, with the time and place of holding all such meetings and a list of those present. The minutes of all special meetings also shall include, how such meeting was authorized and the notices given to comply with the notice requirements of these Bylaws. All committee and other reports and correspondence filed with the Governing Board shall be kept in the Book of Minutes; and

(iii) A roster of its Members, Voting and Alternative Members, giving their names, email addresses and phone numbers.

All such records shall be kept at Canyon's administrative office, available for inspection upon request by any Canyon teacher or parent/community representative as set forth below.

(b) Inspection of Records.

Every Member and Canyon parent/community representative or teacher or other representative shall have the absolute right at any reasonable time to inspect and copy all books, records and documents of every kind. Minutes and other records of Closed sessions, and all rights to inspect and copy such minutes and records, shall be governed by the Brown Act.

ARTICLE X

AMENDMENTS

Except as otherwise provided herein, these Bylaws may be amended or repealed by the affirmative vote of two-thirds of the authorized number of voting Members, provided however, that (a) a bylaw specifying or changing the number of teacher or parent/community representatives on the Governing Board may only be adopted with the affirmative vote of 2/3 of the sitting Members in such category to be affected, and (b) any bylaw which requires the vote of more than a majority of the Members shall not be altered, amended, or repealed except upon the affirmative vote of the greater number of Members required to vote.

CERTIFICATE OF CHAIRPERSONS AND SECRETARY

The undersigned, certify that they are the presently elected and acting Co-Chairpersons and Secretary of CANYON CHARTER SCHOOL GOVERNING BOARD, and the above Bylaws, consisting of ten pages, are the Bylaws of this Governing Board as approved and duly adopted at a meeting of the Governing Board held on

_____.

Dated: _____, 2015

Co-Chairperson

Co-Chairperson

Secretary