

Cottonwood Valley Charter School

Governing Council Bylaws

(Approved by the GC September 28, 2009; amended June 2010 and February 2015)

Section 1

Name, Location and Fiscal Year

Section 1.1. Name

The name of the organization is the Cottonwood Valley Charter School (hereinafter referred to at times as the “School”).

Section 1.2. Location

The educational facilities of the Cottonwood Valley Charter School (the “School Building”) shall be located in such facilities as the Governing Council referred to in Section 3 below shall determine, and may be located in facilities of the Socorro Consolidated Schools District (the “District”).

Section 1.3. Fiscal Year

The fiscal year of the Cottonwood Valley Charter School shall coincide with the fiscal year of the District.

Section 2

Purpose

In addition to the specific and general purposes of the organization described herein, the purposes of the Cottonwood Valley Charter School shall include, without limitation, applying for a charter to operate a school, entering into a charter contract (the “Charter Contract”) with the Socorro Consolidated Schools Board of Education (the “Socorro Board”) or other charter authority, operating a school, fund-raising therefor and doing all things necessary or convenient to accomplish all or any of the foregoing. The Governing Council shall govern the School in accordance with the terms of its Charter Contract, in compliance with the New Mexico Charter Schools Act, NMSA 1978 §§22-8B-1, et seq. as amended from time to time. The Governing Council shall ensure that the School operates in accordance with all applicable laws and regulations, complies with the Open Meetings Act (NMSA 197810-15-1 et seq.), and meets its commitments to its authorizer as reflected in its charter.

Section 3

Governing Council

Section 3.1 General Powers and Duties

The property, business and affairs of the Cottonwood Valley Charter School shall be managed by its Governing Council (or the “Council”). Without limiting the generality of the foregoing, the Council may exercise such powers of the School as are provided for by law or by the New Mexico Public Education Department (“PED”), the Socorro Board, the Charter Contract or these Bylaws. The Governing Council shall have the following powers and duties:

1. Develop or delegate the development of educational and operational policies;
2. Adopt rules and policies pertaining to the administration of the Governing Council and the School;
3. Employ, supervise and annually evaluate the Administrator of the school, and delegate administrative and supervisory functions of the day-to-day operations of the school to the Head Administrator;

4. Review, approve and monitor the implementation of the annual budget, of anticipated income, and expenditures; vote on Budget Adjustment Requests (BARS), and direct preparation of the annual financial audit;
5. Acquire, lease and dispose of property, both real and personal to the extent permissible by laws applicable to public schools;
6. Initiate lawsuits or take all necessary steps to protect the School's interests;
7. Authorize the repair and maintenance of all property belonging to the School, or for which the School is contractually responsible to maintain and repair;
8. Enter into contracts consistent with the School's approved budget for any service or activity that is required for the School to carry out the educational program described in its charter and in accordance with the New Mexico Charter School Act as amended;
9. Accept or reject any charitable gift, grant, or bequest;
10. Approve amendments to the charter prior to presentation to the authorizer for approval;
11. Make application to the authorizer of the Public School Capital Outlay Council for capital outlay funds;
12. Amend the Bylaws of the Governing Council from time to time consistent with the mission of the School;
13. Delegate to the Administrator the authority to implement the approved charter and the schools' policies and procedures, facilities plans, budget and such other directives and policies adopted by the Governing Council. The Governing Council shall not be involved in the day-to-day operations of the school;
14. The Governing Council will have primary responsibility for the development and review of all major policies; problem resolution which has escalated to the Governing Council according to policies, procedures and appropriate protocol; and review recommendations submitted by the Administrator and other Governing Council consultants and advisors;
15. Promote a cooperative relationship with its charter authorizer; to function in accordance with the New Mexico Charter School Act and resolve any dispute, which may arise between the Governing Council and its authorizer;
16. Review and approve amendments to the Charter;
17. Review strategic plans and progress;
18. Assess compliance and progress in achieving educational goals and requirements;
19. Reserve any other powers and duties as included in the charter and that are not inconsistent with federal or state laws or constitutions, or as otherwise set forth in the Charter Schools Act, NMSA 1978 §§22-8B-1, et seq. and the New Mexico Public School Code, Chapter 22 of the New Mexico Statutes.

The Council shall establish standing and ad-hoc committees. Standing committees will be established in accordance with the Bylaws; the creation of ad-hoc committees will be at the pleasure of the Council depending on its perceived needs. The Council may assign duties and responsibilities to appropriate committees as it may deem necessary.

The day-to-day operation of the School will be the responsibility of the Administrator. The Administrator will be hired, evaluated, and terminated by the Council. The Administrator will be directly accountable to the Council.

Section 3.2. Number, Composition and Term

The Governing Council shall be comprised of seven (7) voting members. Five (5) will be parents of students currently enrolled at the school and who have been previously enrolled for at least one full semester. One (1) will be a community member who is not a parent of student enrolled at the School. For the final member, one (1) can be either a parent or community member. Only one member per family may serve on the Council at any time. State law and the CVCS Employee Policy prevent the Governing Council from contracting with or hiring any person who is related to a Council member. Therefore, parents who have immediate family members that are school employees are ineligible to serve on the Governing Council.

The Council will contain one community member who is not related to any currently enrolled student or related to any school staff member or Governing Council member. "Related" means being an individual's spouse, parent, child or sibling, by consanguinity or affinity.

If a Council member other than the dedicated community member ceases to be eligible to serve on the

council, such Council member shall resign his or her seat no later than five days after ceasing to be eligible to serve on the council; in the event he/she does not resign, the remaining members shall remove him/her from the Council.

The Administrator, one Faculty member selected by the faculty, and one student selected by the faculty will each serve as liaisons to the Governing Council and shall make regular reports to the Governing Council.

The terms for all members begins with the June Council Meeting after their election. The council members serve 2 year staggered terms, with an example of starting dates as follows:

- Seat 1: 2015
- Seat 2: 2016
- Seat 3: 2015
- Seat 4: 2016
- Seat 5: 2015
- Seat 6: 2016 (Parent or Community Member)
- Seat 7: 2015 (Community Member)

Section 3.3. Vacancies

Vacancies will be filled by appointment by the Governing Council based on a majority vote of the quorum. Interested candidates shall submit written letter of interest to the council no later than one week before the next regularly scheduled Governing Council meeting at which the candidates will be reviewed and voted on. The letters of interest will be made publicly available prior to the meeting. After an opportunity is given for public comment at the meeting at which the candidate is considered, a vote to fill vacancy will be taken. The appointed candidate shall fulfill the remainder of the vacant term.

The Council is not bound to select a replacement member from the candidates. If the Council holds that all of the candidates are unsuitable, the Council must advertise the vacant position and solicit new applicants.

Section 3.4. Attendance

Attendance at regular meetings of the Governing Council is mandatory. If a Council Member must miss a regular meeting or leave a meeting early due to extenuating circumstances, the Council Member must give the President twenty-four hours advance notice, if possible. Failure to follow this procedure is grounds for removal from the Council. Missing two (2) regular meetings in a row may result in immediate removal from the Governing Council. Attendance at regular Council meetings is mandatory for the Administrator.

Section 3.5. Compensation

Council Members shall receive no compensation for their services; however, they may be compensated for reasonable expenses in accordance with the New Mexico Mileage and Per Diem Act.

Section 3.6. Resignations

Any Council Member may resign at any time by giving written notice to the President or Secretary. Such resignation shall take effect at the time specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Section 3.7. Recall

Any single Council Member may be recalled. A Petition signed by parents or guardians of students enrolled at the school must be presented to the Council during a special meeting called for such purpose. The Petition must contain signatures totaling least thirty-three percent (33%) of the number of enrolled students as of the date of the Petition. One parent/guardian per family may sign the Petition for each of their enrolled children.

The Governing Council upon receiving the Petition and verifying its authenticity and hearing the Petitioners' complaints, will schedule a special Council Meeting during which the recalled member may be removed, at the discretion of the Council. The removal process in Section 3.10 of the Bylaws will be followed.

Section 3.8. Rules of Order

The President, or in the absence of the President, the Vice-President, shall serve as chairperson at all meetings of the Council. The conduct of the meetings shall be in accordance with established parliamentary procedure. Except as otherwise specified by laws or by Council policies pertaining to its

own operating procedures, the Council shall be governed by the rules prescribed in most recent Robert's Rules of Order.

All Council meetings shall be held in accordance with the New Mexico Open Meetings Act. Executive or closed sessions will be held, when needed and allowed under law, typically at the end of regular meetings, unless the Council needs to be briefed by an expert about the issue in hand. Student council representative reporting shall be scheduled early in the Council meeting agenda. If a Council member is not acquainted with a voting issue (e.g., did not arrive at the time of its discussion, etc.), then that Council member should abstain from voting on such issue, and the exact reason for his/her abstention should be stated in the minutes of such Council meeting.

Section 3.9. Conflicts of Interest

Council members shall not be a party to any transaction to sell materials or services, or to work under contract to the school.

Any Council Member, officer, employee or committee member having an interest in a contract or other transaction presented to the Council or a committee thereof for authorization, approval or ratification shall make a prompt, full and frank disclosure of his/her interest to the Council or committee prior to its acting on such contract or transaction. Such disclosure shall include all relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the School's interest. Such transactions presented to a Council committee will not be acted upon without Governing Council approval.

The Governing Council shall thereupon determine whether a conflict of interest exists or can reasonably be construed to exist. If a conflict is determined to exist, such person shall not vote on, nor use his/her personal influence on or participate in the discussion or deliberations with respect to such contract or transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon, and, where applicable, the abstention from voting and participation.

A person shall be deemed to have a "conflict of interest" in a contract or other transaction if he/she has, directly or indirectly, a significant financial or personal interest in the contract or transaction with the School. Any contract or transaction entered into in violation of this Section or N.M.S.A 1978 or failure to make the disclosure required by this Section, shall be cause for removal or termination.

Section 3.10. Removal of a Council Member

A member may be removed for cause by a majority vote of the entire CVCS Governing Council (seven voting members). Cause for removal can be violations of the Code of Ethics found in Section 13 of the Governing Council Bylaws or failing to adhere to the list of responsibilities and commitments expected from Council members (Appendix A, Intent to Serve). A member may be removed for unprofessional or disrespectful conduct during Council meetings or official school functions, or while dealing with the school Administrator, Faculty members, parents or community members.

Section 3.11. Council Member Obligations

Each newly elected member to the Council will sign an Intent to Serve, see Appendix A.

Section 3.12. Authority.

Council members only have governing authority during official council meetings or while on authorized School business. In order for a Council member (other than the Council President) to speak or act on behalf of the Council, that member must have been given that authority by a formal Council vote with that vote recorded in the Council minutes.

The Governing Council shall not be bound in any way by any action or statement on the part of any individual Governing Council member except when such a statement or action is in pursuance of specific instructions from the Governing Council as a whole. Any such exception shall be recorded as an action item of the Governing Council and recorded in the minutes.

Section 4

Election of Council Members

Section 4.1. Time and Manner

Members of the Governing Council shall be elected annually by the Eligible Voters referred to in Section 4.5 below. Elections of Council Members will be held on the First Tuesday of May. Votes may be cast in person or by absentee ballot at the School Building. Elections shall be conducted using authorized secret ballots. Votes will be accepted during normal school hours. If a voter is unable to vote during this time, he or she is recommended to vote via absentee ballot.

Votes shall be tallied upon the close of voting and the results published by the election committee composed of Eligible Voters appointed by the Council. The election committee shall include at least one Council Member and at least one school employee. The election results shall become a permanent record of the School.

Vacant Council positions shall be filled by the corresponding candidates that receive the highest number of votes. In case of elections in which the Parent/Community Member seat is open, the seat shall be filled by the candidate receiving the most votes from the following two possibilities:

- 1) Parent candidate receiving the third most votes of all parent candidates or,
- 2) Community member receiving the most votes of all community member candidates.

Section 4.2 Eligibility of Community Members

Any member of the community who has lived in the County of Socorro for at least one year prior to his/her nomination, and who is at least eighteen years of age, is eligible to serve on the Governing Council.

Section 4.3. Nomination Procedures

No later than 4:00pm on the third Tuesday of April of any given year, all interested parties who wish to serve on the Governing Council shall give their statement of interest to the Cottonwood Valley Charter School's Administrator or his/her designee. The statement shall then be copied and made easily available at least one week prior to the election. The statement shall include the interested party's name and have the following questions answered:

- Why do you want to serve on the Governing Council?
- What are your specific goals for the Governing Council and how do you propose meeting those goals?
- What qualifications and experience do you have that would be assets to the Governing Council and the Cottonwood Valley Charter School?

Section 4.4. Election Procedures

Not later than the first Tuesday of April, Eligible Voters shall be notified of the date of the next Council election, of the required qualifications for the Council positions then open, that candidates must complete written applications for submission to voters, of the procedure for obtaining such application and that completed applications will be accepted until 4:00 p.m. on the third Tuesday of April. The Council shall prescribe the form of the application. The names of qualified candidates will be placed on the ballot upon timely receipt of a completed application therefore and the School shall make copies of such completed applications easily and publicly available to Eligible Voters. The School shall not otherwise communicate with Eligible Voters regarding, or on behalf of, any candidate.

Section 4.5. Eligible Voters

"Eligible Voters" shall mean such persons who are registered to vote in the Socorro Consolidated School District elections or parents/guardians of children enrolled at the school.

Section 4.6. Notice

Whenever notice to Eligible Voters is given or required to be given under these Bylaws, such notice shall be sufficient if given in accord with all applicable local, state and federal laws governing elections.

Section 4.7 In the Event of a Tie

If a tie vote occurs between two or more candidates the following procedure will be used as a tiebreaker. All ballots are returned to the box from which they were drawn for the original count. Ballots are then

drawn one at a time in a random manner, and the votes for the tied candidates only are noted. Ballots are drawn until the tie or ties are broken. When the tie or ties are broken the drawing stops. The published election results will reflect the original vote count only.

The tiebreaker ballot draws do not contribute to final vote counts, they only serve as tiebreakers.

Section 5

Election of Faculty Liaison

Section 5.1. Time and Manner

The full time teaching staff of the Cottonwood Valley Charter School shall annually elect one faculty liaison to the Governing Council.

Section 5.2. Eligibility

Any faculty member currently employed by the Cottonwood Valley Charter School is eligible to serve as liaison to the Governing Council.

Section 5.3. Election Procedures

No later than May 25 of any given year, the teaching staff of the Cottonwood Valley Charter School will meet in a special election meeting or as part of a regularly scheduled Faculty meeting, and there elect a Faculty liaison . Votes shall be tallied and the results made known to the faculty members. In the event of a tie vote, the tiebreaker procedure described in Section 4.7 will be used to break the tie.

Section 6

Meetings of the Governing Council

All meetings of the Governing Council shall be held in accordance with the New Mexico Open Meetings Act, NMSA 1978 §§10-15-1, et seq.

Section 6.1. Regular Meetings

The Governing Council shall meet at least once a month at a time and place to be set by the Council and in accordance with the Open Meetings Act. The Governing Council shall pass a resolution annually describing what notice of a public meeting is reasonable when applied to the Governing Council. The resolution shall describe meeting time and frequency, appropriate notice and methods for posting agendas for regular, special and emergency meetings of the Governing Council.

Section 6.2. Special Meetings

Special meetings of the Council may be called by the President or by any two Council Members. Notice of any special meeting shall be given to each Council Member by the person(s) calling such meeting not less than two days prior to such meeting in accordance with the Open Meetings Act and the Council's annual notice resolution.

Section 6.3. Quorum

A majority of the voting members of the Council 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, all actions taken by the Governing Council shall require majority vote of the Council Members present and voting.

Section 6.5. Notices

The Governing Council shall give timely notice of meeting in accordance with the New Mexico Open Meetings Act. Reasonable notice of the Governing Council shall include broadcast stations licensed by the Federal Communications Commission and newspapers of general circulation that have provided a written request for such notice. Notice of meetings and the availability of meeting agendas shall be consistent with the Governing Council's annual resolution. An agenda will be made public and contain items of business to

be discussed. Public participation will be made available at a specific time in each agenda. Except in cases of emergency the Governing Council shall only act on matters identified on the agenda.

Section 6.6 Agenda

A written agenda for every regular meeting of the Council shall be prepared by the Secretary and approved by the President, and for every special meeting of the Council by the person(s) calling such meeting. Agendas shall be available 24 hours in advance of the meeting. The agenda shall include the time to be allotted to each item and a matter not concluded within the time allotted shall be tabled unless the Council extends the time for discussion. Any matter requested in writing by a Council Member and delivered to the Secretary and approved by the President at least three days prior to a regular meeting shall be included in the agenda.

Section 6.7. Public Comment

Members of the public present at any Council meeting shall be invited to comment at public meetings of the Council, and "Public Comment" shall be a standing item on Council agendas. The Council may place reasonable time limits on public comment.

Section 6.8 Attendance via Telephone Conference Call.

Except to the extent otherwise provided by law, any meeting of the Governing Council may be attended by any or all of the Council Members by means of a teleconference device (or similar communications equipment) when it is otherwise difficult or impossible for the member to attend the meeting in person, provided that each member participating by conference telephone can be identified when speaking, all participants are able to hear each other at the same time and members of the public attending the meeting are able to hear any other member of the Governing Council who speaks during the meeting. Such attendance shall constitute presence by the Governing Council member as if in person at such meeting and for purposes of determining a quorum. Any action taken by the Governing Council at such meeting shall constitute a valid action of the Governing Council.

Section 6.9 Minutes.

The Governing Council shall keep written minutes of all its meetings. The minutes shall include at minimum the date, time and place of the meeting, the names of members in attendance and those absent, the substance of the proposals considered and a record of any decisions and votes taken that show how each member voted. All minutes are open for public inspection. Draft minutes shall be prepared within ten working days after the meeting and shall be approved, amended or disapproved at the next meeting where a quorum is present. Minutes shall not become official until approved by the Governing Council.

Section 7

Officers

Section 7.1. Officers

The officers of the Governing Council shall be President, Vice-President and Secretary. The Governing Council, in its discretion, may provide for different categories of officers, including, without limitation and/or Assistant Secretaries. The duties of certain officers are set forth herein. If/When an Officer is unable to perform the duties thereof or when there is no incumbent of an office (both such situations referred to hereafter as the "absence" of the Officer), the duties of the office shall, unless otherwise provided by the Governing Council or these Bylaws, be performed by the next Officer set forth in the following sequence: President, Vice President and Secretary.

Section 7.2. Election and Term

Officers shall be elected by the Governing Council annually at its regular June meeting. Candidates may be nominated by Council members or volunteer for candidacy. Every Council member should volunteer or be nominated for office at least once during their two year term. Officers shall serve until their successors are elected. In the event of a tie vote, the tiebreaker procedure in Section 4.7 will be used.

Section 7.3. Vacancies

Any vacancy shall be filled by a vote of the Governing Council.

Section 7.4. President

The President shall be elected from among the members of the Governing Council. The President shall preside at all meetings of the Governing Council. The President and Vice President shall execute contracts, except if otherwise required by law or these Bylaws and except and to the extent the execution thereof shall be expressly delegated by the Governing Council to some other officer or agent of the School. All communications addressed to the President shall be considered by him/her for appropriate action, which consideration may include consulting with legal counsel, and consideration by the Governing Council. The President shall sign legal documents as required by law and perform such other duties as may be prescribed by the Governing Council. It is the President's responsibility to ensure that Governing Council members uphold their commitments/responsibilities to the school. The President, in collaboration with the Administrator, is responsible for compiling the topics for business to be placed on the agenda. Any member of the Governing Council may offer items to be heard or discussed at any meeting of the Council. The President will act as a liaison between the Governing Council and the Administrator and Business Manager. The President will coordinate all orders and resolutions of the council with the Administrator and Business Manager and will review progress with these individuals at the Governing Council Meetings.

Section 7.5. Vice-President

The Vice-President shall have all the powers and perform all the duties of the President in the absence or incapacity of the President. The Vice-President shall perform such other duties as from time to time may be assigned by the President. If no other person is designated, the Vice- President shall act as a liaison between the Council and the District Board, will attend all of their public meetings, and will report to them on the progress of the School.

Section 7.6. Secretary

The Secretary shall keep and maintain, or cause to be kept and maintained, minutes of all the meetings of the Council. The Secretary shall attend the meetings of the Council and shall act as clerk thereof and record minutes in one or more books to be kept for that purpose. The Secretary shall see that all notices are duly given in accord with the provisions of these Bylaws or as required by law and shall perform such other duties as may be assigned by the President or the Council. In the absence of the Secretary, the President may direct that the Secretary's duties be performed by any other person.

Section 7.8. Resignation and Removal

Any Officer may resign at any time by giving written notice to the President or Secretary. 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.

An officer can be asked to step down by a simple majority vote of the remaining members of the Council if in the eyes of Council the officer is inadequately performing his/her duties or overstepping the authority of office. The officer is not thereby removed from the Governing Council.

Section 7.9 Directors and Officers Insurance.

The Governing Council may secure officers and directors insurance in excess of the coverage provided by the NM Public School Insurance Authority upon appropriate approval of the Governing Council and if provided for in the charter school's approved budget.

Section 8

Committees

Section 8.1. Designation and Authority

The Governing Council may from time to time create one or more standing or ad hoc committees to serve at the pleasure of the Council, including an executive committee which, to the extent provided by the Council and permitted by law, shall have all the authority of the Council. Each committee shall assist the Council in the discharge of its duties to the extent delegated by the Council.

Section 8.2. Membership

The composition of committees shall be broadly representative of eligible members, and shall take into consideration the specific tasks assigned to the committee. Members will be selected by the Council from among volunteers who are eligible members, teachers currently employed by the School, other employees

of the School, community members or other persons that have expertise in the area of that committee's responsibility. Any number of Council Members constituting less than a quorum of the Council may sit on a committee and the chairperson of such committee, except standing committees designated as such in these Bylaws, shall be a Council Member. All members of the executive committee shall be Council Members. The Governing Council may remove any member of any committee, with or without cause.

Section 8.3. Instruction and Responsibility

Each committee shall be clearly instructed, via Council Resolution or adopted committee description, as to the length of time each member is to serve, the service the Council wishes the committee to render, the extent and limitations of responsibility, the resources the Council will provide, and the approximate dates on which the Council wishes to receive major reports. Recommendations of advisory committees shall be based on research and fact.

Section 8.4. Powers and Prerogatives

The Governing Council possesses certain legal powers and prerogatives which cannot be delegated or surrendered to others. Therefore, all recommendations of a committee must be submitted to the Council for action, either directly or by special designation to the President. The Council shall have the power to dissolve any committee at any time.

Section 8.5. Meetings

Committee meetings are open to the public. Committee meetings shall comply with the Open Meetings Act if the purpose of such meeting is to set policy affecting the School.

Section 9

Standing Committees

Section 9.1. Accountability/Advisory Committee

The Accountability/Advisory Committee is established as a standing committee to review and advance the educational program of the School. This committee will meet at least annually to provide advice to the School for keeping standards, assessment and curriculum up-to-date and at a challenging level for all students.

Section 9.2. Budget/Fundraising Committee

The Budget Committee is established as a standing committee to work with the Business Manager to develop and recommend to the Governing Council a proposed budget for the next school year and to monitor and report on the current budget throughout the year. A Council Member shall be the chairperson of the Budget Committee. The committee also organizes fundraising, including grants, to advance the mission, goals and objectives of CVCS and to provide for special programs.

Section 9.3. Gifted Advisory /Special Education Committee

In accord with N.M.S.A. 1978 Comp. §22-13-6.1, the School must establish a Gifted Advisory Committee composed of parents, community members, staff and students who are knowledgeable and interested in gifted education. Said committee must reflect the cultural diversity of the student body and must meet periodically to review the School's gifted program. Meets regularly to review special education services provided by CVCS.

Section 9.4 Facilities Committee

Meets to review and update the schools facility needs, makes recommendations to the GC, search for funding to improve facilities, and work to apply for funding.

Section 9.5 Safety/ Discipline Committee

Meets to review discipline policy annually to ensure that it meets the needs of our current student body and personnel. Ensures the School Safety plan is up to date concerning facilities and current practices. The committee makes recommendations to GC concerning both.

Section 9.6 Technology Committee

Meets to review and update the School Technology Plan to ensure that it meets the needs of our current student body and personnel. Ensures the School's technology is adequate for the School's needs.

Section 10

The Administrator

The Administrator shall oversee the day-to-day operation of the School, as well as the School's personnel administrator, and shall perform such other services and duties as shall be assigned directly by the Governing Council. The Administrator shall serve as the philosophical and instructional leader, promoting the mission of the School in all respects. The Administrator may also serve as a supplementary teacher.

The Administrator is responsible for hiring, evaluating and dismissing School employees. All responsibilities of risk management shall be vested in the Administrator. Preparation of annual reports and enforcement of all terms and conditions of the Charter Contract are duties of the Administrator.

The Administrator will be appointed and supervised by the Governing Council and may be removed by the Governing Council.

The Administrator shall make GC members aware of regulations affecting the formation and implementation of school policies.

10.1 Setting Strategic Administrative Goals

The GC shall meet annually to review and past strategic goals and set future strategic goals for the Administrator. The meeting may be in an informal retreat workshop, if appropriate under the Open Meetings Act. A facilitator can be invited. Funds for such meeting shall be appropriated at the annual public budget meeting.

10.2 Periodic Progress Reports

Periodic written progress reports about the progress of the school and its students shall be generated by the Administrator. It is the privilege of the President or two or more GC members to request a special written progress report.

10.3 Periodic Evaluation

An executive session can be held during Council meetings to informally evaluate the performance of the Administrator. A formal evaluation shall be conducted annually, in accordance with PED regulations and New Mexico law, per Section 10.4 below.

10.4 Annual Evaluation

The GC shall formally evaluate the administrator annually using any forms prescribed by the PED, and as supplemented by the Council, based on the Administrator's duties and job description. A formal written evaluation shall be generated and placed in the Administrator's personnel file. The Secretary and one other member may collect confidential surveys from staff, teachers, students, parents and GC members about the administrator's performance. A report may be generated based on surveys and presented to the Administrator in an executive session.

Section 11

Business Manager

The Business Manager shall serve as chief financial administrator for the fiscal management of the School. The Business Manager shall follow the Internal Control Procedures in the fiscal management of the school, and shall operate the Fiscal Management System. The Business Manager shall maintain and upgrade the Fiscal Management System.

The Business Manager shall be the contact person for the PED and local school district and shall attend all conferences, workshops and meetings in regards to the School's fiscal matters. The Business Manager shall provide a budgetary update and requests for BARs for review at all regular Council meetings and shall

attend all Budget/Fundraising committee meetings.

The Business Manager is supervised by the Administrator.

Section 12

Books and Records

The Secretary of the Governing Council shall keep, or cause to be kept, minutes of the proceedings of the Governing Council and committees, and shall keep at the school's principle office a record of the names and addresses of the Council Members of the Governing Council, members of committees, and eligible CVCS members. All records of the School are considered public documents and may be inspected at any reasonable time, pursuant to the New Mexico Inspection of Public Records Act. Student records, personnel records, intent to enroll forms and any other record protected by law from disclosure are excluded from inspection.

The Governing Council shall pass a resolution annually describing its intent on following the requirements of the Inspection of Public Records Act and how these requirements will be met.

Section 13

Code of Ethics

1. All items discussed during executive session of all meetings shall be kept confidential. There shall be no discussion of items outside the executive session with non-GC members, or members not present during the session.
2. A GC member shall never use their position to create advantages for him/herself or others associated with him/herself.

Any violation of the above should be investigated by the Council, a report generated and one of the following actions taken: dismissal of charges, reprimand, and dismissal from the Council.

3. A total separation between being a parent and being a Governing Council member should apply at all times. In discussions with school personnel, it should be very clear that the relationship is based on parenthood. The authority that exists in the Governing Council only exists when the council is in session except for the president when he or she is acting in his or her capacity as liaison between the Governing Council and the administrator.
4. Governing Council meetings shall be conducted with respect for all opinions. Members should respect other members views and the president of the GC should allow for the minority opinions to be heard.
5. Duties specific to officers:

At Council meetings, the President (or, in the President's absence, the Vice-President) should act as a facilitator so that all members who wish to speak can be heard. When the President wishes to speak on an issue, his or her opinion should be viewed in the capacity of one of the GC members. The President, in consultation with the Administrator, sets the meeting agenda, but should be objective and should not put forward or promote his/her own personal agenda. Any GC member may request that an item be placed on the Council agenda. The GC calendar shall be consulted to insure important business items are included.

6. Items for discussion during the GC meeting must be in accordance with the agenda and subjects pertaining to the agenda. Only discourses that enrich the discussion of the agenda are permitted.
7. Common courtesy and respect for other should be the tone of all meetings.

Section 14

Policy Adoption, Revision, Suspension or Revision

All GC members must be aware of state requirements regarding all adopted or to be adopted policies. Examples: Employee policies, Special Ed policies, and other policies that must be submitted to the state. It is the Administrator's job to make GC members aware of regulations affecting the formation and implementation of school policies.

Policies shall be drafted, reviewed, and revised by the Administrator and/or committees sanctioned by the CVCS GC. If a policy draft is to be reviewed and voted on at a Council meeting, it is available for public review prior to the public meeting, upon request, and notice of the meeting shall include that a discussion of the policy and potential vote is pending.

Repeal of policy can occur upon the recommendation of the Administrator and/or the appropriate committee, and vote of the Council.

Suspension of policy can occur if:

- a) originating reason for policy no longer exists
- b) another policy supersedes the scope of existing policy
- c) extenuating circumstances exist

The final decision on policies must be made by a majority vote of the Governing Council.

Section 15

Council Communications

15.1 Communication between Council members

No policy discussions or discussions of School business should be done in violation of the Open Meetings Act.

15.2 Communication between Council and parents

Governing Council members shall restrict discussion on policy, Council business, and decisions to GC meetings when reviewing decisions. GC members can discuss with parents informally what policies are and how they are arrived at but policy and GC decisions shall be restricted to objective discussions during GC meetings.

15.3 Communication between GC members and Administrator

For discussions of matters to be put before the GC, the President shall be the liaison between the GC and the Administrator. The President can designate someone from the Council to act on his or her behalf. GC members can discuss informally issues with the Administrator but should make clear that the discussion is informal and they are acting in the capacity of parents not as GC members. If an issue comes up that requires GC attention, it is the duty of the member to inform the President so the Council can be made aware of the issue formally.

15.4 Communication between GC members and other entities

If a GC member wishes to formally contact other entities such as another school, the district, the PED, state charter school organizations and other such organizations, the GC as a whole should be made aware of the contact and purpose and the contact should be authorized by the Council.

Section 16

Contracts

The Governing Council shall approve all contracts, except for employee contracts (other than the Administrator's) and purchases up to the limit of the New Mexico Procurement Code, unless approval is specifically delegated by the Council to the Director.

Section 17

Training/Professional Development

Newly elected board members will be expected to participate in trainings, review the charter bylaws and content, and review meeting minutes. The Governing Council will support members by ensuring he/she feels prepared to participate in the decision-making process.

The Governing Council will attend training in charter school law, budget, policy, procurement code, open meetings act, code of ethics, strategic planning and the Council will support the New Mexico Coalition for Charter Schools as appropriate. The School will provide each Council member travel and training expenses in accordance with the New Mexico Per Diem and Mileage Act, and as appropriated by the Council.

Council members shall attend the mandatory, annual Governing Council training sessions prescribed by New Mexico law, NMSA 1978 §22-8B-5.1.

Section 18

Amendment of Bylaws

These Bylaws may be altered or amended by an affirmative vote of the Governing Council at any regular meeting or at a special meeting called for the purpose, provided that a written notice shall have been personally delivered, sent by facsimile or sent by regular mail or e-mail to the last known address of a Governing Council member for receipt at least three (3) days before the date of such regular or special meeting, which notice shall state the alterations or amendments which are proposed to be made in such Bylaws. Only such changes as have been specified in the notice shall be made.

If, however, all GC members shall be present at any regular or special meeting, these Bylaws may be amended by a unanimous vote, without any previous notice, and should be reflected in the meetings minutes.

CERTIFICATION

The foregoing Bylaws of the Governing Council of CVCS were revised and adopted by the Governing Council of the school at a duly called meeting on _____, _____, at which a quorum was present.

President: _____

Date: _____

Attest:

Secretary: _____

Appendix A

Intent to Serve

Service on the Cottonwood Valley Charter School (CVCS) Governing Council (GC) is a privilege and responsibility and requires a level of personal and moral commitment. The following list is a guideline designed to inform the candidate of the minimum responsibilities required when he/she agree to serve, asserting that he/she will:

- a) read the charter so I can effectively ensure that it is being followed.
- b) focus on the development of policies that insure the goals and objectives of the charter are being met.
- c) exercise all duties and responsibilities of this office with integrity, spirit of cooperation and the schools best interest at heart.
- d) participate in self-assessment of the GC and abide by the results.
- e) set as my priority attending all GC meetings, development and training workshops and other educational venues that will improve my ability to govern.
- f) represent CVCS and the policies developed by the GC in a positive and supportive manner at all times, in all places and in my actions.
- g) understand that I am an ambassador in the community for CVCS and as such I will be available to educate and inform.
- h) come prepared to contribute to the discussion and business to be addressed at the scheduled meetings and I will expect the staff to provide me with the information necessary to do perform this effectively.
- i) agree to act as a liaison for at least one standing committee.
Liaisons will insure the committee understands its tasks and has reasonable timelines and goals. The liaison will bring progress reports to the GC at scheduled meetings.
- j) refrain from intruding in the administrative issues that are the responsibility of the CVCS staff in the capacity of a GC member.
- k) support and attend special events relating the school.
- l) make a personal contribution of time and expertise as generous a manner as possible and I will actively participate in all development activities as appropriate.
- m) agree to avoid conflicts of interests with both by personal and business life and reveal them when they arise and refrain from voting if necessary.
- n) understand that if I cannot fulfill my responsibilities that I can resign or be removed from the GC.

Member: _____

Date: _____

Attest:

President or Vice-president: _____