

BYLAWS OF SUMMIT MIDDLE CHARTER SCHOOL, INC.

- I. Name
 - a. The corporation shall be named Summit Middle Charter School, Inc., and hereafter shall be referred to as the "School".
 - b. The governing body of the School shall be the Board of Directors.

- II. Purpose
 - a. The School shall have the purpose of operating an exemplary charter middle school in a manner consistent with the Mission Statement of the School.
 - b. The Board of Directors shall administer and govern the School pursuant to such agreements as the School and the Board of Education of the Boulder Valley School District (hereafter referred to as "BVSD" or the "District") may enter into [C.R.S. 22- 305-104 (4)J]. The Board of Directors is responsible for the operation of the School, including but not limited to, preparation of a budget, contracting for services, and personnel matters [C.R.S. 22-30.5-104 (7) (a)].
 - c. All money raised, after payment of related expenses, shall be utilized in support of the School. The Board of Directors shall allocate resources to the School at its sole discretion.
 - d. No person shall receive compensation for his or her role as a member of the Board of Directors or member of a standing committee overseen by the Board of Directors.

- III. Membership
 - a. Families of students enrolled in Summit Middle School will be members of the School. Each family unit will have one vote per student enrolled.
 - b. Faculty and staff of the School will also be voting members if they are employed at least halftime and are not already voting as parents.
 - c. General meetings of the membership will be held no less than annually.
 - d. The Chair of the Board of Directors or designated substitute will preside at the general meetings.

- IV. Board of Directors
 - a. Board Members
 - i. Voting Members
 - 1. The number of directors shall be as determined by the Board of Directors from time to time by an absolute two-thirds majority vote. No reduction of the authorized number of directors shall have the effect of removing any director before that director's term of office expires. Beginning with the Board term that commences on June 1, 2008, the Board of Directors of the School will consist of nine voting Members. In no circumstance will the Board have fewer than 7 voting members.
 - 2. At least two of the voting members will be parents of Summit Middle School students elected by vote of the general membership.
 - 3. Offices held by voting members will consist of Chair, Vice-Chair, Secretary, and Treasurer.
 - ii. Non-voting Members
 - 1. The Principal of the School will serve as a non-voting member of the Board.

- b. Powers
 - i. To set a budget for each school year based on the BVSD funds allocated to the School.
 - ii. To determine any fees due from students in accordance with District, State of Colorado, and federal guidelines.
 - iii. To create a Hiring Committee, an Accountability Committee (School Improvement Team), and other committees deemed necessary by the Board.
 - iv. To design personnel selection procedures and job descriptions consistent with legal requirements, to be used by the Hiring Committee.
 - v. To hire and terminate staff members within the budget and means of the School.
 - vi. To review and participate in the implementation of BVSD evaluation standards and criteria, for the purpose of strengthening the goals, objectives and instructional philosophy of the School.
 - vii. To set policy necessary for the orderly day-to-day operation of the School.
 - viii. To promote enrollment in the School.
 - ix. To select at least one voting Board member to serve on the Accountability Committee and at least one to serve on the Hiring Committee.
 - x. To assess performance on standardized tests, and evaluate and recommend other assessments as required.
 - xi. To fill, by a majority vote, any vacancies that may occur on the Board of Directors until the next regular election.
To elect members of the Board of Directors to the positions of Chair, Vice- Chair, Secretary, and Treasurer.
- c. Meetings
 - i. Regular meetings of the Board of Directors will be held at least once a month during the school year.
 - ii. Notice of all meetings of the Board of Directors will be given to all members at least one week in advance.
- d. Quorum
 - i. At any meeting of the Board, a majority of the Board members will constitute a quorum for the transaction of business.
 - ii. When a quorum is present, the affirmative vote of a majority of the Board members present will decide any question, except when a larger vote is required by these Bylaws.
 - iii. A tie vote of the Board of Directors constitutes a failure of that item to pass.
- e. Nominations
 - i. A ballot of candidates for the Board of Directors will be prepared in March by a Nominating Committee consisting of no fewer than three members appointed by the Board of Directors.
 - ii. The Nominating Committee will solicit nominations from the membership for candidates for the Board of Directors.
 - iii. The Nominating Committee will prepare, under the direction of the Board of Directors, a ballot consisting of a subset of those nominated to be candidates.
 - iv. A petition for a nominee signed by a minimum of ten (10) percent of the members will automatically place that nominee on the ballot as a candidate.
 - v. Whenever possible, there will be more candidates than the number of vacancies to be filled.
- f. Elections
 - i. Members will vote for candidates by secret ballot in the spring.
 - ii. Members may vote for as many candidates as there are vacancies to be filled.
 - iii. Election of the members of the Board of Directors will be determined by a plurality of the votes cast. The candidates receiving the most votes will be elected to fill the number of vacancies available.

- iv. To provide continuity of leadership, newly elected board members are encouraged to attend Board meetings as non-voting members until they formally assume their duties as Directors.
 - v. The term of office for Board members will be from June 1 to May 31.
 - g. Terms of Office
 - i. Board members will be elected for two-year terms.
 - ii. The terms will be staggered such that each year some of the Board seats are up for election.
 - iii. Board members may run for re-election.
 - h. Initial Board of Directors
 - i. The initial Board of Directors of the School will be the Board of Directors of Summit Middle School as of October 2, 2000.
- V. Duties of the Officers
- a. Chair
 - i. Will preside at all meetings of the Board of Directors.
 - b. Vice-Chair
 - i. Will assist the Chair as necessary.
 - ii. Will preside at all meetings in which the Chair is absent.
 - c. Secretary
 - i. Will keep a copy of all important documents.
 - ii. Will keep a record of all meetings of the Board in a book that will be open at all reasonable times to the inspection of any member.
 - iii. Will provide a copy of the minutes of the Board of Directors meetings to all members of the Board.
 - d. Treasurer
 - i. Advises the Board of Directors on budget matters and monitors periodic budget reports from the District and the School administrative staff.
- VI. Qualifications of the Board of Directors
- a. An appreciation of the educational philosophy of the School.
 - b. A willingness to learn about research and developments in education.
 - c. A capacity to play an active part in the affairs of the School.
- VII. Removal of a Member of the Board of Directors
- a. One quarter of the membership, or a majority of the Board of Directors, may introduce a petition to the Board of Directors requesting the removal of any Board member and stating the reasons for the request for removal.
 - b. After full and fair discussion, during which any person sought to be removed will have adequate opportunity to defend him or herself, the Board member may be removed by an affirmative vote of at least two-thirds of those casting votes, where at least 40 percent of the membership must have voted.
 - c. Two weeks prior to the introduction of any such petition, copies of the petition will be given to the person or persons named in the petition and to the general membership.
- VIII. Amendments
- a. The mission, bylaws, and goals and objectives of the School may be altered, amended or repealed by the affirmative vote of at least two-thirds of those casting votes, where at least forty (40) percent of the membership must have voted.
 - b. Proposals will be submitted to the Board of Directors for its approval, at least three weeks before the meeting at which they are to be considered. A copy of all proposed amendments or alterations will be sent to general membership at least two weeks before the meeting at which they are to be considered.

IX. Contracts, Loans, Checks and Deposits

- a. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the School. Such authority may be general or confined to specific instances.
- b. Loans. No loans shall be contracted on behalf of the School and no evidences of indebtedness shall be issued in its name unless authorized by a vote by the Board of Directors. Such authority may be general or confined to specific instances. This language should not be construed to mean that the School cannot issue purchase orders or pay for approved expenditures in the ordinary course of business.
- c. Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the School shall be signed by such officer or officers, agent or agents of the School and in such manner as shall be from time to time be determined by resolution of the Board of Directors.
- d. Deposits. All funds of the school not otherwise employed shall be deposited to the credit of the School in such banks, trust companies or other depositories as the Board of Directors may select.

X. Fiscal Year

- a. The fiscal year of the School shall begin on the 1st day of July of each year and end on the 30th day of June of the following year.

XI. Corporate Seal

- a. The Board of Directors shall provide a corporate seal that shall be circular in form and shall have inscribed thereon "Summit Middle Charter School, Inc" and the words "Corporate Seal."

XII. Waiver of Notice

- a. Unless otherwise provided by law, whenever any notice is required by any Board of Directors member under the provisions of these Bylaws or under the provision of the Articles of Incorporation or under the provisions of the applicable Business Corporation Act, waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

XIII. Use of Assets and Dissolution

- a. The School is a not-for-profit corporation, and no member or officer may be unduly enriched from assets of the School. All assets are held solely for the support of the School.
- b. Upon dissolution of the School, corporate assets will be contributed to:
 - i. Other Colorado public charter schools; or
 - ii. The public school district to which such schools belong.
- c. The allocation of assets among these organizations shall be made at the sole discretion of the Board of Directors.

XIV. Offices

- a. The principal office of the School in the State of Colorado shall be located at 4655 Hanover Avenue, Boulder, in the County of Boulder. The School may move this office and/or have other offices as the Board of Directors may require from time to time.

The above Bylaws are certified to have been adopted on the 18th day of December 2000 and amended on the 26th day of September 2007 and further amended on the 3rd day of April 2012.



Secretary