

**Bylaws of Marble Charter School
(As of January 17th 2013)**

Article I.

NAME, LOCATION, and FISCAL YEAR

Section 1. NAME: The name of the Organization is the Marble Charter School (School). The school has received Charter #17 from the Colorado Department of Education (CDE).

Section 2. LOCATION: The location of the facility is in the Gunnison Watershed School District (GWSD) in Marble, CO.

Section 3. FISCAL YEAR: The fiscal year of the School shall coincide with the fiscal year of GWSD, 1 July – 30 June.

Article II.

BOARD

Section 1. NUMBER: The School shall have a Board consisting of a minimum of five (5) and a maximum of seven (7) members, the majority of whom shall be parents. The Director (s) shall be an ex officio member of the Board. The parent positions must be filled by parents of students currently enrolled in the School and may not be filled by teachers or any other contract employee of the School. At the option of the Board, one parent position may be allocated to a non-parent. This reallocation of a parent position will be temporary and may be rescinded at any time by action of the Board. Only one parent per family may serve on the Board at one time.

Section 2. TERM: The Board members shall hold office until their successors are elected or until their early deaths, resignations or removal at which time their successor will be appointed according to procedures under Section 3. The Board members will be elected by eligible voters as specified in ARTICLE III, ELECTIONS for two years of service. Board members shall hold office for two-year terms, alternating the number of positions available each year, three one year, and four the next at a maximum. Each Board member shall hold office until the first Board meeting following the election in the year in which his/her term expires. There is no limit (a limit of 3 terms) on the number of terms that may be served.

Section 3. VACANCIES: In the event of dismissal or resignation from the Board, volunteers to serve the remainder of the term for any particular seat will be asked to apply. A volunteer will be selected by a vote of the Board from among those who have volunteered. This vote shall be by secret ballot. Should resignation or dismissal of Board members leave the Board with five members, then the elected member may not be replaced.

Section 4. GENERAL POWERS AND DUTIES: The Board will lead and represent the School. Without limiting the generality of the foregoing, the Governing Board may exercise all such powers of the School as are provided by State and Federal law, GWSD Board of Education policy, and these Bylaws. The Board will assign duties and responsibilities in accordance with its Governing Policies.

Section 5. COMPENSATION: Members of the Board shall receive NO compensation for their services as members of the School's Board.

Section 6. RESIGNATION AND REMOVAL: And Board member may resign at any time by giving written notice to the President or Secretary of the Board, either by letter or email. Such resignation shall take effect at the time specified therein; and, unless otherwise stated (delete therein), the acceptance of such resignation shall not be necessary to make it effective. Any member of the Board may be removed at any time, with or without cause, following Board policies and by an affirmation vote of two-thirds of the remaining Board members, regardless of whether the number of Board members remaining constitutes a quorum, whenever, in their judgment, the best interest of the School are served by the removal. The Board's Policy on this subject, provides further detail on the procedural steps to be followed, GP-10.

Section 7. ATTENDANCE: Attendance at Board meetings is mandatory. Missing two meeting in a school Board year, May to April, is considered to be a resignation from the Board as is stated in the Board Policy on this subject. The so resigned member may ask for reinstatement and be reinstated by a majority vote of the other Board members.

Section 8. BOARD MEMBER CONFLICTS OF INTEREST: Public office is a trust created in the interest of the common good and for the benefit of the people served. It is the intent of this BYLAW to maintain public confidence and prevent the use of public office for private gain. In order to avoid conflict of interest, it is the Policy of the Board not to employ or contract with Board members, without explicit approval and authority of the Board. Board members shall disclose any known or potential conflicts of interest in writing to the Board prior to the time set for voting on any such transaction and shall not vote on the matter or attempt to influence the decisions of the voting Board members on the matter. The written disclosures will be attached to the minutes of the meeting in which Board action occurred relating to the matter disclosed.

ARTICLE III

ELECTIONS

Elections of Board members will be held every two years in April. Elections at the School for Board members will be by mail ballot. An Actual election will be held regardless of the number of candidates and seat available. For these purposes,

eligible voters shall include each parent of all students currently attending the School, teachers currently employed at the School, and paid or contracted employees of the School. Elections shall be conducted by secret ballot produced by the secretary. They should be sealed in envelopes and mailed to all eligible voters and ready to mail by the last board meeting of April. To be valid they must be returned with a self addressed envelope by the first Thursday of May. SAC will count the ballots. Ballots shall be printed so that voters may indicate "Yes, "No", or "Abstain" for each candidate. Election to the Board requires an absolute majority of the votes cast. Each voter shall be allowed only one ballot regardless of the number of children attending the School. Voters shall be tallied and publicized by a group of volunteers (SAC) with one non- eligible Board member present. Board members will be notified at as soon as possible when the results are tallied. Newly elected Board members shall assume office at the first Board meeting following their election, the May meeting.

Article IV.

MEETINGS OF THE BOARD

Section 1. MEETINGS: The Governing Board will meet monthly unless the Board determines that a meeting is not necessary. Content and conduct of the meeting is governed by the Board's Governance Policies and Robert's Rules of Order. (Any other)

Section 2. NOTICES: Whereas, the provisions of the Colorado Sunshine Act of 1972, C.R.S. 24-6-401 et seq., as amended by the Colorado General Assembly of April 29, 1991, require that full and timely notice to the public be given of meetings of the Board; and Whereas, in addition to any other means of giving full and timely notice, the Act provides that the Board shall be deemed to have given the requisite notice if the notice of the meeting is posted in a designated public place within the boundaries of the School District property no less than 24 hours prior to a meeting; Therefore, be it resolved, by the Board of the School that notice, including specific agenda information where possible, of any meeting of the Board must be posted 24 hours in advance on the door of the School. The posting of such notice shall be one means of providing full and timely notice to the public of such meetings and that the location for the posting of notice as approved in the Resolution shall continue in effect until changed by subsequent official action by the Board.

Section 3. QUORUM: For voting purposes, a quorum shall consist of a majority of current Board members.

Section 4. MANNER OF ACTING: The act of a majority of the members of the Board present at a meeting at which a quorum is present shall be the act of the Board.

Section 5. EXECUTIVE SESSIONS: All regular and special meetings of the governing Board shall be open to the public, except that, upon a vote of a majority of the

members present, an Executive Session may be held to discuss any one or more of the following: 1. attorney-client matters; 2. acquisitions or sales of property; 3. contract proposals and negotiations; 4. sensitive personnel or student matters. The motion requesting the Executive Session shall state the nature of the matter to be discussed. Only those persons invited by the Board may be present during the Executive Session. The Board shall not make final policy decisions, nor shall any resolution, rule, regulation, or formal action and any action approving a contract or calling for the payment of money be adopted or approved at any session that is closed to the general public. Matters discussed during Executive Sessions shall remain confidential among those attending. The Secretary of the Board shall maintain topical minutes of the Executive Sessions.

Article V

OFFICERS OF THE BOARD

Section 1. OFFICERS: The Officers of the Board shall consist of President, Vice President, Treasurer, and Secretary.

Section 2. ELECTION and TERM: Officers of the Board shall be elected at the first meeting of the Governing Board after an election and shall serve until the meeting following the next election of the Board and until their successors are elected and qualified or until their early death, resignation or removal.

Section 3. PRESIDENT: The President supervises the School Director. He/ she shall preside at all meetings of the Board, or as otherwise appointed. The President shall execute contracts, except where required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board to some other Officer or agent of the School. In general, the President shall perform all duties and may exercise all rights as are incident to the Office of the President of the Board.

Section 4. VICE-PRESIDENT: The Vice-President shall perform all the duties of the President in the absence or disability of the President. The Vice-President shall perform such other duties as from time-to-time may be assigned to him/ her by the President of the Board.

Section 5. SECRETARY: The Secretary shall keep minutes of all the meetings of the Board. The Secretary shall attend the meetings of the Board and shall act as clerk thereof and record all the acts and votes and the minutes. The Secretary shall see that all notices are duly given in accordance with the provision of these BYLAWS or as required by State and Federal law and shall perform such other duties as may be assigned by the President or by the Board. The Secretary shall sign any and all legal documents in regard to the fiduciary and physical needs of the School, as required.

Section 6. TREASURER: The Treasurer shall advise the Board on financial matters. The Treasurer shall assist the Director (s) in preparing the annual budget and assisting in the annual audits. The Treasurer shall perform such other duties as may be assigned by the President or by the Board.

Article VI

COMMITTEES OF THE BOARD

The Board's committee's principles and structures are governed by its Governance Policies, GP-7.

Article VII

DIRECTOR

The roles and responsibilities of the CEO are delineated in the Board's Executive Limitations.

Article VIII

CONTRACTS, GRANTS, and RECORDS

All matters relating to contracts, grants, and records are controlled by the Board's Governance Policies.

Article IX

BOOKS and RECORDS

The School shall keep correct records and shall also keep minutes of the proceedings of its members, Board and committees, and shall keep at its registered or principal office a record giving the names and addresses of the Board and operating committees. All records of the School are considered public documents and may be inspected at any responsible time. However, student records, personnel records and any other record protected under privacy laws are excluded.

Article X

PROCEDURE TO AMEND THE BYLAWS

The Bylaws may be amended, altered or repealed and new Bylaws adopted upon the affirmative vote of the Board and upon approval of the GWSD Board of Education in matters of material conflict with the Marble Charter School contract.