

**BYLAWS
OF
Bonneville Academy**

ARTICLE I — NAME AND PURPOSE

Section 1 — Name: The name of the organization shall be Bonneville Academy. It shall be a nonprofit organization incorporated under the laws of the State of Utah.

Section 2 — Purpose: The purposes of the corporation are charitable purposes as authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with the powers described in the Utah Nonprofit Corporation Act and the Utah Cooperation Association Act, as amended and supplemented. Specifically, Bonneville Academy's purpose is to provide educational services as a public charter school serving grades Kindergarten through eighth grade, located in Tooele County. Bonneville Academy will foster critical thinking and problem solving skills in a challenging, student-centered environment with an emphasis in Science, Technology, Engineering, and Math.

ARTICLE II — MEMBERSHIP

Section 1 – There shall be no members.

ARTICLE III — BOARD OF DIRECTORS

Section 1 — Board Role, Size, and Compensation: The Board is responsible for overall policy and direction of the school and delegates responsibility of day-to-day operations to the School Director and staff. The Board shall have up to seven, but no fewer than five members. The Board receives no compensation other than reasonable expenses. Board members will be designated by the system of Board member A-G with Board member G being the PTO President.

Section 2 — Board Appointments: The Board will be appointed by current Board members except for Board member G, who will be voted in by parents and staff.

Section 3 — Terms: Board members A-F shall serve three-year terms. Terms will begin June 1. Terms will be staggered so there is no full turnover of the Board at any time. Two Board positions will be up for appointment at a time. Terms will be limited to three consecutive terms per person, and members may only serve as Chair for a total of six years or two terms. Board positions A and C (2019), B and E (2020), D and F (2021) will be up for reappointment at the same time. Position G or the PTO President will change yearly.

Section 4 — Meetings and Notices: The Board shall meet monthly at least ten times annually at an agreed upon time and place. The Board agenda will be set by the Board Chair, sent out to all Board members, and posted publicly no less than 24 hours prior to all regularly scheduled Board meetings.

Section 5 — Appointment Procedures: The Governance Committee will be responsible for nominating a slate of qualified prospective Board members. In addition, any Board member can nominate a candidate to the slate of nominees. End of term appointments to the Board will be made during the school's May open Board meeting. Newly appointed members will begin serving June 1st. In the event of a vacancy, the Board may fill the open Board position at the next open Board meeting.

Section 6 — Quorum: A quorum must be attended by a majority of Board members for business transactions to take place and motions to pass.

Section 7 — Officers and Duties: There shall be four officers of the Board consisting of a Chair, Vice-Chair, Secretary, and Treasurer. Their duties are as follows: the Chair shall convene regularly scheduled Board meetings and shall preside or arrange for other members of the Board to preside at each meeting in the following order: Vice-Chair; Secretary; and Treasurer. The Vice-Chair shall preside and conduct at meetings when the Chair is unavailable. The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all Board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained. The Secretary is responsible for keeping the Board in compliance with Utah's Open Meeting Act. The Treasurer shall make a report at each Board meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, and make financial information available to Board members and the public.

Section 8 — Resignation, Termination, and Absences: Resignation from the Board must be in writing and received by the Chair or Secretary. Board members may be terminated from the Board due to excess absences: more than three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a two-thirds vote of the remaining members.

Section 9 — Special meetings: Special meetings of the Board shall be called upon at the request of the Chair or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member and publicly posted at least 24 hours in advance, or in the case of an emergency meeting, as soon as is practical.

ARTICLE IV — COMMITTEES

Section 1 — Committee Formation: The Board may create committees as needed, such as governance, fundraising, curriculum, assessment, human resources, public relations, data collection, etc. The Board approves all committee chairs.

Section 2 — Executive Committee: The Chair, Vice-Chair, and Secretary serve as the members of the Executive Committee. In the absence of a member of the Executive Committee, the Treasurer may fill in as needed. The Executive Committee is subject to the direction and control of the full Board.

Section 3 — Finance Committee: The Treasurer is the chair of the Finance Committee, which includes one other Board member. The Finance Committee is responsible for developing and reviewing fiscal policies and procedures and the annual budget with other Board members. The Board must approve the budget, and all expenditures must be within budget. Any major change in the budget must be approved by the Board. The fiscal year starts July 1st and ends June 30th. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members, and the public.

Section 4 - Governance Committee: The Governance Committee is primarily responsible for matters pertaining to the recruitment, orientation, training, and evaluation of Board members. The Governance Committee is also tasked with creating, updating and recommending policies to be approved by the Board of Directors.

ARTICLE V — DIRECTOR AND STAFF

Section 1 — School Director: The school director is hired by the Board. The school director has day-to-day responsibilities for the organization, including carrying out the school's goals and Bonneville Academy policies. The school director will attend all Board meetings, report on the progress of the school, answer questions of the Board members, and carry out the duties described in the job description. The Board can designate other duties as necessary.

ARTICLE VI — AMENDMENTS

Section 1 — Amendments: These bylaws may be amended when necessary by two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

CERTIFICATION - These bylaws were approved at a meeting of the Board of Directors by a two-thirds majority vote on September 15, 2015.

These bylaws were updated at a meeting of the Board of Directors by a two-thirds majority vote on April 14, 2020.