

**BYLAWS
OF
CORE KNOWLEDGE INSTITUTE OF PARKER**

ARTICLE I.
NAME, LOCATION AND FISCAL YEAR

SECTION 1. NAME. The name of the organization shall be the Core Knowledge Institute of Parker (Institute).

SECTION 2. LOCATION. The location of the facility shall be in the Douglas Country School District.

SECTION 3. FISCAL YEAR. The fiscal year of the Institute shall coincide with the fiscal year of Douglas County Schools.

ARTICLE II.
OPERATING COUNCIL

SECTION 1. NUMBER. The Institute shall have an Operating Council consisting of nine members, five (5) of whom are parents; 1 community member at large, who may or may not be a parent; 1 teacher; 1 staff member, who may or may not be a parent; and the Director. The Director shall be an ex officio member of the Council. The parent positions must be filled by parents of students currently attending the Institute and may not be filled by teachers or any paid employee. Teachers may hold only one position on the Council in addition to the Director. The staff position shall be an appointed position by a majority vote of the Operating Council. At the option of the Council, 1 parent position may be allocated to an additional community member at large, who may or may not be a parent. This re-allocation of the parent position will be temporary and may be rescinded at any time by action of the Council. The teacher position will be filled by a teacher currently employed as such by the Institute and will be selected by the other currently employed teachers of the Institute. Only one parent per family may serve on the Council at one time.

Addition to SECTION 1. (NEPOSTISM) revised May 21, 2009
No person shall be eligible for election or appointment to the Council if, at the time of the election or appointment, that person or any member of that person's immediate family is employed in a paid position at the Institute by either the Institute or the Douglas County School District. As used herein, "immediate family" means spouse, child, stepchild, parent, grandparent, siblings, and in-laws. Furthermore, should the status of any council member already elected or appointed to the board change to the aforementioned status, such member shall resign his/her position immediately.

SECTION 2. TERM. The initial Council shall hold office until their successors are elected or until their earlier deaths, resignations or removal at which successors will be appointed according to procedures under Section 3. Vacancies. In 1995/96, members will be elected by parents and teachers for two years of service. Council members, other than the Director, shall hold office for two-year terms, except following the first election; Council members will hold a lottery to determine those who will initially serve a two-year term and those who will initially serve a one-year term. Each council member shall hold office until the end of the school year following an election in the year in which his term expires. Council members may be elected to two consecutive terms of office. After a period of one year off the Council, a person could be reconsidered for nomination to the Council. The term "*Council members,*" in reference to this section, shall refer to parent council members only.

SECTION 3. VACANCIES. In the event of dismissal or resignation from the Council, 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 Council from those interested. This vote shall be by secret ballot.

SECTION 4. GENERAL POWERS AND DUTIES. The property, business and affairs of the Institute shall be managed by the Operating Council. Without limiting the generality of the foregoing, the Operating Council may exercise all such powers of the Institute as are provided by State and Federal law, Douglas County Board of Education policy, and these bylaws. The Operating Council will assign duties and responsibilities at the first meeting following an election of Council members. If necessary, these duties and responsibilities may be reassigned at any time at the discretion of the Board.

SECTION 5. COMPENSATION. Members of the Council shall receive no compensation for their services as members of the Core Knowledge Institute Operating Council.

SECTION 6. RESIGNATIONS AND REMOVAL. Any Council member may resign at any time by giving written notice to the President or Secretary of the operating Council. 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. Any member of the Council may be removed at any time, with or without cause, by an affirmative vote of a majority of the remaining Council Members, regardless of whether the number of Council Members remaining constitutes a quorum, whenever, in their judgment, the best interests of the Institute are served by the removal.

SECTION 7. ATTENDANCE. Attendance at Operating Council meetings is mandatory. Missing two meetings in a row without prior Council approval is grounds for immediate dismissal from the Council.

SECTION 8. RULES OF ORDER. Robert's Rules of Order will be used as deemed necessary by the Operating Council.

SECTION 9. COUNCIL MEMBERS CONFLICTS OF INTEREST. Public office is a trust created in the interest of the common good and for the benefit of the people. It is the intent of the bylaws to maintain public confidence and prevent the use of public office for private gain. In order to avoid conflicts of interest, it is the policy of the Council not to contract with the Council members. Council members shall disclose any known or potential conflicts of interest in writing to the Council 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 other Council members in voting on the matter. The written disclosures will be attached to the minutes of the meeting in which Council action occurred relating to the matter disclosed.

ARTICLE III. ELECTIONS

Elections of Council Members will be held annually on the third Tuesday of April. Elections will be held from 7AM to 7 PM at the Institute. At this time, other issues that are determined by the Council to require parental approval may be voted on by eligible voters. For these purposes, eligible voters shall include the parents of all children currently attending the Core Knowledge Institute of Parker, teachers currently employed at the Institute, and paid employees of the Institute. Elections shall be conducted using secret ballots. Voters shall be required to sign a roster of voters confirming their eligibility to vote. Each voter shall be allowed only one vote, regardless of the number of children attending the Institute. Votes shall be tallied and publicized by a group of volunteers made up of eligible voters. Each Council member shall hold office until the end of the school year following an election in the year in which his term expires. Newly elected Council members shall attend April and May Council meetings but shall not assume office until the end of the school year following their election.

ARTICLE IV. MEETINGS OF THE OPERATING COUNCIL

SECTION 1. MEETINGS. The Operating Council will meet at least once a month to discuss institute operations and to hear reports and updates from Council Members and committees, to consider and to adopt or change policy, and to consider requests and concerns from parents, students and teachers. Operating Council Members have equal weight when voting for change to school policy, approving budgets, etc. All actions taken by the Operating Council will require a majority vote.

SECTION 2. NOTICES. WHEREAS, the provisions of the Bylaws of Core Knowledge Institute of Parker:

Colorado Sunshine Act of 1972, C.R.S. 24-6-401 et. seq., as amended by the Colorado General Assembly on April 29, 1991, require that full and timely notice to the public be given of meetings of the Operating Council: and WHEREAS, in addition to any other

means of giving full and timely notice. The Act provides that the council 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 to the School district no less than twenty-four hours prior to the meeting: THEREFORE, BE IT RESOLVED, by the Operating Council of the Core Knowledge Institute of Parker, that notice, including specific agenda information where possible, of any meetings of the Council at which the adoption of any proposed policy, position, resolution, rule, regulation, or formal action occurs or at which a majority or quorum of the Council is or is expected to be in attendance may be posted twenty-four hours in advance on the outside window of the office of the Institute. 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 Operating Council.

SECTION 3. QUORUM. For voting purposes, a quorum shall consist of five (5) Council members.

SECTION 4. MANNER OF ACTING. The act of a majority of the Members of the Council present at a meeting at which a quorum is present shall be the act of Operating Council.

SECTION 5. EXECUTIVE SESSIONS. All regular and special meetings of the Operating Council shall be open to the public, except that, upon a vote of 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 or negotiations; 4. sensitive personnel matters. The motion requesting the executive session shall state the nature of the matter to be discussed and the specific citation to the section of the state statute authorizing the executive session. Only those persons invited by the Board may be present during the executive sessions. The Board shall not make final policy decisions, nor shall any resolution, rule, regulation, or formal action or any action approving a contract or calling for the payment of money be adopted or approved at any session which is closed to the general public. Matters discussed during executive sessions shall remain confidential among those attending. The Secretary of the Operating Council or designee shall maintain an electronic recording of all executive sessions as required by state law.

ARTICLE V OFFICERS OF THE OPERATING COUNCIL

SECTION 1. OFFICERS. The Officers of the Operating Council shall consist of President, Vice President and Secretary.

SECTION 2. ELECTION AND TERM. The initial Officers shall be volunteers and shall serve until the first election of the Operating Council and until their successors are elected and qualified or until their earlier deaths, resignations or removal. Officers of the Council shall be elected at the first meeting of the Operating Council after the

election and shall serve until the meeting following the next annual election of the Operating Council and until their successors are elected and qualified or until their earlier deaths, resignations or removal.

SECTION 3. VACANCIES. Any vacancy among the Officers shall be appointed by the Operating Council. An officer appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office.

SECTION 4. PRESIDENT. The President shall be the executive officer of the Core Knowledge Institute of Parker. He shall, in general, supervise and control all of the business and affairs of the Institute, and shall see that all orders and resolutions of the Operating Council are carried into effect. He shall preside at all meetings of the Operating Council. 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 Operating Council to some other Officer or agent of the Institute. In general, the President shall perform all duties and may exercise all rights as are incident to the Office of President of the Operating Council and such other duties as may be prescribed by the Operating Council or these Bylaws.

SECTION 5. VICE-PRESIDENT. The Vice-President shall have all the powers and 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 by the President or by the Operating Council.

SECTION 6. SECRETARY. The Secretary shall keep full minutes of all the meetings of the Operating Council. The Secretary shall attend the meetings of the Operating Council and shall act as clerk thereof and record all the acts and votes and the minutes of all proceedings in one or more books to be kept for that purpose. The Secretary shall see that all notices are duly given in accordance 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 by the Operating Council.

SECTION 7. RESIGNATION AND REMOVAL. Any Officer may resign at any time by giving written notice to the President or Secretary of the Operating Council. Such resignation shall take effect at the time specified therein; and, unless otherwise stated therein, at the acceptance of such resignation shall not be necessary to make it effective. Any Officer may be removed at any time, with or without cause, by an affirmative vote of a majority of the Council Members regardless of whether the number of Council Members remaining constitutes a quorum, whenever, in their judgment, the best interests of the Institute are served by the removal.

ARTICLE VI. ADVISORY COMMITTEES TO THE COUNCIL

SECTION 1. MEMBERSHIP. The composition of advisory committees shall be broadly representative and shall take into consideration the specific tasks assigned to the

committee. Members will be selected by the Council from a list of volunteers who are parents of children attending Core Knowledge Institute of Parker, teachers currently employed by the Institute and employees of the Institute, and community members at large who are approved by the Operating Council.

SECTION 2. INSTRUCTION AND RESPONSIBILITY. Each committee shall be clearly instructed as to the length of time each member is being asked 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 3. COMMITTEE POWERS AND PREROGATIVES. An Operating Council possesses certain legal powers and prerogatives which cannot be delegated or surrendered to others. Therefore, all recommendations of an advisory committee must be submitted to the Council for official action. The Council shall have the power to dissolve any advisory committee and shall reserve the right to exercise this power at any time during the life of any committee.

SECTION 4. MEETINGS. Advisory committees to the Council shall comply with the requirements concerning public meetings that are specified in Article IV. Section 2. "Notices" above.

ARTICLE VII.

BUILDING ACCOUNTABILITY ADVISORY COMMITTEE

SECTION 1. PURPOSE. The purpose of the Building Accountability Advisory Committee (BAAC) is to advance the educational program of the Core Knowledge Institute of Parker. The Committee, comprised of parents, teachers, administrators, classified staff and community members, is responsible for adopting school plans with high, but achievable, goals. This grass-roots evaluation is forwarded to the District Accountability Committee (DAC) and then to the Douglas County Board of Education to help set the bases for educational improvement in Douglas County. A BAAC member must be selected by the BAAC to attend the monthly DAC meetings. In working cooperatively with the Operating Council, the committee adopts goals and objectives for the improvement of education consistent with the goals of the Colorado State Board of Education (graduation rate, attendance, and student achievement). Working with the school's staff and the District, the Operating Council proposes study topics, school goals, and objectives to the BAAC. This committee is advisory to the Operating Council. This is a permanent standing committee which will fulfill the requirements of state law and district procedures regarding this committee.

ARTICLE VIII. THE DIRECTOR

The Director shall serve as chief administrator for the day-to-day operations of the Institute as well as such other services and duties as shall be assigned by the Operating Council. At all times, the Director shall account to and serve at the direction of the Council. The Director shall be appointed by the Operating Council and may be removed by a vote of the majority of the Council, with or without cause, whenever in their judgment, the best interests of the Institute are served by such actions.

ARTICLE IX.
CONTRACTS AND GRANTS

SECTION 1. CONTRACTS. The Operating Council may authorize any member or members of the Council to enter into any contract and to execute and to deliver any instrument in the name of and on behalf of the institute. Such authority may be general or confined to specific instances or transactions.

SECTION 2. GRANTS. The Council or any member of the Council may accept on behalf of the Institute any contribution, gift, grant, bequest or devise for the general purposes or for any special purpose of the Institute.

ARTICLE XI.
BOOKS AND RECORDS

The Institute shall keep correct records and shall also keep minutes of the proceedings of its members, Operating Council and Committees, and shall keep at its office a record giving the names and addresses of the Operating Council and operating Committees. All records of the Institute are considered public documents and may be inspected at any reasonable time. However, student records, personnel records and any other protected under privacy laws are excluded.

ARTICLE XII
CONSTRUCTION

The masculine gender, where appearing in these Bylaws, shall be deemed to include the feminine gender and the singular shall be deemed to include the plural unless the context clearly indicates to the contrary.

ARTICLE XIII
PROCEDURE TO AMEND THE BYLAWS

The bylaws may be amended, altered, or repealed and new bylaws adopted upon the affirmative vote of the Operating Council and upon approval of the Douglas County Board of Education in matters of material conflict with the Core Knowledge Institute of Parker Contract. The initial bylaws will come into effect if approved by a majority of voters as defined in Article III.