

LA ACADEMIA DOLORES HUERTA
“Charter School”

BYLAWS

ARTICLE I. NAME

The name of the charter school is La Academia Dolores Huerta, hereafter referred to as La Academia.

ARTICLE II: GOVERNANCE

The affairs of *La Academia* shall be governed by a Governing Council that will function in accord with provisions of these By-laws and such other applicable public and school district policies, rules, regulations, and statutes.

ARTICLE III: COUNCIL’S ROLE, RESPONSIBILITIES AND AUTHORITIES:

The governing council shall:

1. *Establish and promulgate all policies regarding the operations of La Academia, its mission, goals and objectives.*
2. *Have sole responsibility for the selection, appointment, monitoring and evaluation of the chief administrator (Principal), who in turn shall have and exercise the authority to hire, monitor, evaluate, promote, demote or terminate all other employees.*
3. *Develop, and approve the school’s yearly operating budget and revisions thereto, and through its Secretary/Treasurer shall monitor financial transaction during the course of a fiscal year.*
4. *Approve the curriculum and any changes thereto proposed by the Principal.*
5. *Establish and implement procedures governing the processes and actions of the council.*
6. *Approve all major contracts and agreements executed on behalf of the school and approve any legal action(s) that may need to be initiated, and authorize accessing legal counsel when legal action is initiated against the Council or the school.*
7. *Conduct all meetings in accord with adopted schedule and in compliance with provisions of these by-laws and in accordance with other legal provisions or requirements.*
8. *Through its President, act as the primary point of contact and negotiation with the Authorizer’s governing entity with the Principal being the primary point of contact with the Authorizer’s chief administrative officer or his/her designee.*
9. *Through its Officer and members promote the involvement and interaction of the community, parents and professionals with the school and thereby*

strengthen and sustain the school's resource base, public image and recognition.

ARTICLE IV. GOVERNING COUNCIL

1. Composition: *The Governing Council shall consist of seven (7) or nine (9) members as determined by vote of the majority of the Council.*
2. Qualifications: *At least two members of the Council shall be parents or guardians of students attending La Academia during the current school year. The remaining members shall be individuals from the community who demonstrate a commitment to the mission and values expressed in the school's charter and these By-laws.*
3. Conflicts of Interest: *No member of the governing council may be related to a member of the staff or the governing council. "Related to" means spouse, child, parent, grandparent, sibling, cousin, aunt, or uncle. This includes adoption, step relations, and relations by marriage. If one of these relations is hired as a member of the staff while the council member is serving on the council, that council member will submit his or her resignation by the next regularly scheduled council meeting.*
4. Recruitment and Election: *New members to the Council shall be recruited by public solicitation of applications. All applications shall be provided to all Council members. A copy of all applications will also be provided to the Chancellor. At an open session of the Council, the President shall appoint a two-member nominating committee to review the applications, select the top three applicants if more than three have been submitted, and to interview the applicants (only the top three if more than three were submitted). A notice of the applicants will be posted when the agenda is posted for the Council meeting in which applicants will be considered. This will give the public an opportunity to provide a written response, if any, regarding the applicants. The written response shall be forwarded to the President of the Council who will provide it to the nominating committee. At an open session of the Council, the nominating committee will provide comments about the applicant(s). After these comments have been made, the President will allow a discussion by the Council members. The President will then have the Council elect, by majority vote in open session, the applicant(s) to fill the open council member vacancy(ies). The President shall cast the tie-breaking vote, if necessary. The President may allow the newly-elected members to provide a brief comment; however, the newly-elected member(s) shall not be officially seated (and therefore shall not vote on any issue) until the next meeting (regular, special, or emergency meeting) following the vote of election.*
5. Term of Office: *The term of office shall be three (3) years. The terms shall be staggered with three (3) members initially seated for the three (3) year terms with the other two members seated for two (2) year terms. Thereafter all members shall be seated for three (3) year terms.*
6. Vacancies: *When a vacancy occurs the remaining Council members shall implement the established processes for recruitment, interviewing and*

appointment of the replacement member. The person appointed shall serve for the remaining part of the tenure of the member being replaced, and will be eligible to serve an additional two years.

7. *Removal and Suspension: A member or officer of the Governing Council may be removed or suspended by a vote of three (3) of the remaining four (4) Council members for malfeasance, unexcused absenteeism, violation of its adopted Code of Ethics, or for misrepresentation of the council or the school.*
8. *Conflicts of Interest: If a Council member knows that he/she is in a conflict of interest regarding any matter coming before the Council, or in matters concerning personnel, that member will voluntarily excuse him/herself from discussing, participating or voting on said matter. Should the member fail to excuse him/herself voluntarily, the President is empowered to suspend the member from all proceedings regarding the particular matter under consideration.*
9. *Ex Officio Membership: In order to establish and sustain an effective working relationship between the School Advisory Committee (SAC) a member of the SAC shall be seated as an Ex officio, non-voting member of the Council except during closed door sessions regarding personnel or potential litigation; and the Council's President shall designate in rotation, a Council member as an Ex officio representative at SAC meetings.*

ARTICLE V. OFFICERS

1. *Composition: The officers for the Governing Council shall consist of: 1) President; 2) Vice-President; 3) Secretary/ Treasurer.*
2. *Election: Council officers shall be elected at the Council's annual meeting held in September of each year.*
3. *Term of Office: The term of office for each position shall be for one (1) year with a maximum of 2 consecutive years. An officer after serving the maximum of two (2) terms may not be elected to another officer position without a lapse of one year. If there is no other member of the governing council willing or able to serve in a particular officer position, then an officer may serve for more than two years without the one year lapse. If a Governing Council member is willing and able to step forward to serve in an officer position of someone who has served for more than two years, then an election must be held to elect the new officer. If elected, this new officer will carry out the remainder of the officer position.*
4. *If an officer position becomes vacant for any reason during the term of appointment, the council member voted to replace the officer will fulfill that original person's term. That time shall not be counted in the maximum two-year time period. Nevertheless, at no time shall the time of vacancy replacement and the time of regular term exceed two years nine months without the required laps of one year.*
5. *Vacancies: Should a vacancy occur in any officer position by removal, relinquishment or resignation, the position shall be filled by majority vote of*

the remaining Council members at the meeting immediately following the creation of the vacancy.

ARTICLE VI. DUTIES AND RESPONSIBILITIES OF OFFICERS

1. President: *The president shall:*
 - a. *Preside at all Council meetings.*
 - b. *Create such committee(s) as may be deemed necessary, and appoint the chairperson for each committee.*
 - c. *Represent the Council in dealings with state and local public school entities, the media and general public.*
 - a. *Be the recipient of any/all complaints that may come under the Council's jurisdiction as set forth in adopted policies regarding "complaints".*

2. Vice-President: *The Vice-President shall:*
 - a. *In the absence or unavailability of the President, serve in that capacity.*
 - b. *Perform other such duties as may be assigned by the President.*

3. Secretary/Treasurer: *The Secretary/Treasurer shall:*
 - a. *Record (or have recorded), keep, preserve, distribute, or cause to be distributed to Council members, minutes of all meetings conducted by the Council within ten (10) days following the meeting.*
 - b. *Be responsible for the proper public posting and notification of meetings in compliance with adopted council policies and/or applicable state statute.*
 - c. *Act as the Council's officer to receive, confirm, and report all fiscal and financial activities undertaken by administrative staff.*
 - d. *Be responsible to assure that all budgetary transfers and transaction are in compliance with applicable contract requirements and acceptable accounting practices.*
 - e. *Represent the council at meetings regarding budgets, finances, and audits.*
 - f. *Provide a monthly financial status report to the Council at the Councils regularly scheduled monthly meetings.*

ARTICLE VII. MEETINGS

1. Annual Meeting: *The annual meeting of the Council shall held in September of each year at which, in addition to any other business the Council shall seat new members, and shall conduct the election of its officers.*

2. Regular Meetings:

- a. *The Council shall meet in regular session at least once per month, but more often as provided for in these By-laws.*
 - b. *A calendar of regular meetings shall be established with the creation of the annual budget. Modification of the calendar may occur during the year by resolution of the quorum majority of Council members.*
 - c. *Minutes of the previous meeting shall be made available to each Council member within ten (10) days prior to the date of the subsequent meeting.*
 - d. *An agenda for each regular meeting shall be provided to each Council member not less than three (3) days prior to the date of the next scheduled meeting.*
 - e. *“Notice of meeting” shall be publicly posted at the school’s facilities and/or on the school’s website not less than three (3) days prior to the date of the scheduled meeting.*
3. *Special Meetings:* *For purposes of these By-laws, a special meeting is defined as “a meeting called and conducted as an additional meeting to the established schedule of “regular meetings”, and:*
 - a. *Shall be called by the President (or Vice-President in the absence of the President).*
 - b. *Posting of notice of a special meeting shall be made at the school’s facility and/or posted on the school’s website at least three (3) days prior to the date of the meeting; and an agenda for a special meeting shall be made available to each Council member and the general public not less than two (2) days prior to the date of the meeting.*
4. *Emergency Meetings:* *For purposes of these By-laws, an emergency meeting is defined as “a meeting called due to conditions and circumstances that are of an urgent or critical matter that require the immediate attention of the Council”, and:*
 - a. *Shall be called by the President (or the Vice-president in the absence of the President) at the request of any two Council members.*
 - b. *Notice of the meeting shall be posted at the school’s facilities two (2) days prior to the date of the meeting. The agenda for an emergency meeting shall be limited to only the issue that caused the emergency need for a meeting. Minutes of an emergency meeting shall be made available to each council member not less than three (3) days prior to the next scheduled regular meeting.*
5. *Executive Closed-Door Meetings:* *The Council at any properly convened regular, special or emergency meeting, may go into executive, closed session by majority vote of a quorum present at such meeting, and:*
 - a. *Shall be called only for the purpose of dealing with issues or topics stipulated under the New Mexico Open Meetings Act.*

- b. *No “action” shall be taken during the executive session.*
 - c. *The Council shall move and vote to return to “open session”.*
 - d. *Any action deriving from the discussion held in “closed sessions” shall be enacted by a majority vote of a quorum of Council members in open session.*
 - e. *No person except the Council members shall participate in a closed session unless a two-thirds majority of the Council member present in quorum votes to allow an individual to be present for purposes of obtaining or clarifying information pertinent and critical to the issue under discussion.*
6. *Work Sessions:* *The Council may meet for purposes of general discussion of matters of interest or concern to the Council; in no case shall a vote be taken that can or may be construed to constitute, or in fact constitutes establishing a policy or acts regarding fiscal matters. Public notice shall be posted at the school’s facilities not less than three (3) days prior to the date of the work session.*
7. *Open Meeting Act.* *All meetings without exception shall be conducted in accordance with the New Mexico Open Meetings Act.*
8. *Quorum:* *A quorum shall consist of a majority of the seated Council members present regardless as to the type of meeting. A quorum shall be required for all matters being voted on regarding matters of:*
- a. *Policies.*
 - b. *Personnel.*
 - c. *Fiscal.*
 - d. *Legality.*
 - e. *Contracts.*
9. *Standing Authority:* *All meetings shall be conducted in accord with Robert’s Rules of Order”.*

ARTICLE VIII. PUBLIC INPUT

The agendas for all Council meetings except those of executive and work sessions, shall provide for public input as an action item; however, public input on a particular item under discussion or consideration by the Council may be allowed at the discretion of the presiding officer. In order to maintain the order and conduct of the meeting, public input participation shall be subject to the following:

- 1. *The President must “recognize” the individual, and shall stipulate a time limit.*
- 2. *The individual recognized by the presiding officer shall;*
 - a. *Give his/her name, and state whether he/she is a teacher, parent, student, or other;*
 - b. *The Secretary shall note the person’s identification in the minutes of the meeting;*

- c. *Be limited to speaking only to a particular agenda item at the time that the item is being discussed and considered; but may address a non-agenda subject during the period specifically designated for public input in the agenda.*

All decisions regarding granting of time, appropriateness of topic and control of time shall reside in the authority of the President.

ARTICLE IX. COMMITTEES

The President (or the Vice-President in the absence of the President) may:

1. *Appoint Ad Hoc, standing or special committees from the Council membership as deemed necessary and appropriate;*
2. *Specify the mission, tasks, and deadlines assigned to each committee.*
3. *Appoint the chair for each committee.*
4. *Establish the term of each committee and its membership.*
5. *Limit each committee's council membership to two members in the case of a five-member Council, or three members in the case of a seven member Council in order to avoid the quorum stipulations in the New Mexico Open Meetings Act.*
6. *Membership on committees may include representation of teachers, staff and/or parents.*
7. *Standing committees may, but are not necessarily limited to the areas of policy, finance, and nomination of potential council members. Other Ad Hoc committees may be established at the President's discretion.*
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ARTICLE X. AMENDMENTS

These By-laws may be amended by a two-thirds vote of a quorum of seated Council members present at a properly called meeting of the Council.

ARTICLE XIII. ADOPTION AND EXECUTION

Adoption of these By-laws will be by a majority of a quorum of the Council at a properly convened meeting in which action of adoption is placed on the agenda provided to the Council members not less than 10 days prior to the date of the meeting. These By-laws once adopted shall become effective on the date of their adoption, and shall remain in effective until otherwise officially amended or withdrawn by appropriate action of the Council.

DATE OF ADOPTION: This By-laws were formally adopted by unanimous vote of the Council members convened on September 26th, 2013 at which date the contained provisions become applicable and enforceable. Article IV Section 1 and 5 Amended on May 1, 2014.

