



*'O'ohē pau ka 'ike i ka hālau hō'okati*

## **Connections Public Charter School**

*A Community, Business & Education Learning 'Ohana*

# **Connections Public Charter School**

## ***Governing Board Bylaws***

### **I. Membership**

The Connections Public Charter School (CPCS) Governing Board (Board) shall include members from the following participant groups:

- Staff: Three representatives, to include one faculty member, one administrative representative and one support staff representative, as selected by their respective role groups.
- Parents and Community: Six representatives, to include at least one (and no more than five) unrelated parents of students attending CPCS, who are not members of another participant group, appointed by the Board; and at least one (but no more than five) community representatives who are not members of another participant group, appointed by the Board.
- Each member may appoint a designee from their role group to act on their behalf at any meeting if he/she is not able to attend.

### **II. Powers**

The Board shall exercise its powers and oversee the affairs of CPCS, subject to the limitations of the State of Hawai'i (State) and the mandates of Hawai'i Charter School laws. Without limiting the generality of the powers here granted, but subject to the same limitations, the Board shall have all the powers enumerated in these Bylaws, and the following specific powers:

- To seat, and remove with cause, Board members or officers (Section XII Members' Responsibilities; Section III Officers' Responsibilities)•
- To select, and remove with cause, officers, agents, and employees of CPCS; to prescribe powers and duties for them; and to fix their compensation in accordance with applicable collective bargaining agreements.
- To oversee fiscal management, and oversee control of the affairs and operations of CPCS, as follows:

*The Board shall delegate the day-to-day direction of the operations and fiscal management of CPCS to the Chief Educational Officer/Director of Operations, so long as the operational affairs of CPCS are managed under the Board's ultimate jurisdiction. The evaluation of the Director of Operations shall be done by the Board, or a Committee appointed by the Board.*

- To establish (and revise, as necessary) rules, regulations, and policies for CPCS
- To enter into contracts, leases, and other agreements which are deemed by the Board to be necessary and/or desirable in ensuring and promoting the interests and operations of CPCS.
- To acquire real or personal property (as allowed by State law), by purchase, exchange, lease, gift, devise, bequest, or otherwise, and to hold, improve, lease, sublease, mortgage, transfer in trust, encumber, convey, or otherwise dispose of such property (as allowed by State law).

### **III. Officers**

The Board shall elect members to the offices of President, Vice President, Secretary, and Financial Officer, and may also have such other officers as the Board deems necessary.

The responsibilities of the officers are as follows:

- The President maintains general supervision and direction of the affairs of the Board, and such other powers and duties as the Board may prescribe. When present, the President shall preside at Board meetings.
- The Vice President shall perform all the President's duties when the President is absent. The Vice President may have other such powers and duties as the Board may prescribe.
- The Secretary shall keep or cause to be kept, at such place as the Board deems appropriate, agendas and minutes of all Board meetings, committee reports, financial statements, pertinent communications, and documents including current approved Board policies and bylaws. Board meeting minutes shall include the meeting time and place, names of members present and absent, guests present, proceedings and actions, as well as the nature of the meeting (Regular, Executive). The Secretary shall also give or cause to be given notice of Board and committee meetings and agendas, and may have other powers and duties as the Board prescribes.
- The Financial Officer shall, on the Board's behalf, exercise oversight of CPCS' financial records by meeting monthly with the CPCS business manager, bookkeeper, and/or any other financial manager to review all school purchases, purchase orders, receipts, bank statements and any other financial documents requested. The Financial Officer shall report to the Board.
- When a vacancy occurs due to resignation or removal of a member within the term, the Board shall determine the process for filling the vacancy for the remainder of the term at the next scheduled meeting. The Board shall elect a replacement officer, in the event of removal or resignation, at the next regularly scheduled meeting. In the event of removal or resignation of the President, the Vice President shall assume the office of the President immediately, and the Board shall elect a replacement Vice President at the next regularly scheduled meeting.

### **IV. Selections and Elections, Terms of Service, Terms of Office, Removal or Resignation of Members**

#### **A. Selections and Elections**

- Faculty and staff role groups shall select their representative in June, to be seated at the next regularly scheduled meeting. Other role groups shall recruit suitable candidates based on their ability to contribute input pertinent to Board matters
- Board officers shall be elected and seated at the next regularly scheduled meeting after June selections.

#### **B. Terms of Service, Terms of Office**

- There shall be no limit on the term of service for Board members so long as they are selected to continue by their participant group (or reappointed by the Board as Community Representative) in June, and so long as they serve in the best interest of CPCS and the Board faithfully and effectively, as determined by their responsibilities according to these Bylaws.
- There shall be no limit on the number of terms for Board officers, so long as they are elected to continue by the Board at the time of elections, and so long as they perform the duties of their office in the best interests of CPCS and the Board faithfully and effectively, as determined by their responsibilities according to these Bylaws.

#### **C. Removal of a Member or Officer**

The Board may not remove a Member or Officer without cause.

The Board may remove a Member or Officer who:

- has failed to attend two consecutive meetings without giving the Board President notice;

- has failed to serve in the best interest of CPCS and the Board faithfully and effectively, as determined by these bylaws;
- has been convicted of a felony or declared of unsound mind by a Court of Law;
- or is unable to perform their duties.

#### D. Resignation of a Member

A member may resign by giving written notice to the Board President. The resignation shall be effective on the giving of the notice, or at any later date specified in the notice.

#### E. Vacancies

- At the time of Selections and Elections in June and July, all seats shall be considered open, and shall be filled according to the Selections and Elections process.
- When a vacancy occurs due to resignation or removal of a member within the term, the Board shall determine the process for filling the vacancy for the remainder of the term at the next scheduled meeting.

### V. Compensation of Board Members

Board members shall serve without compensation. However, the Board may approve funding, reimbursement, or stipends for a Board member's actual and necessary expenses while conducting CPCS business.

### VI. Meetings of the Board

All Board meetings are open to the public, with the exception of Executive Sessions.

#### Place/Date of Meetings

- Board Meetings shall be held at the CPCS campus or at any other place deemed appropriate by the Board.
- Regular Meetings shall be held on the first Monday of each month unless scheduled otherwise by the Board.
- Special meetings may be scheduled and held regarding matters needing earlier Board attention, so long as notice and posting requirements are met.
- Executive Session shall be convened (and noted in the minutes of any regular or special meeting) when matters of litigation, personnel, student confidentiality, or other matters deemed by the Board to be confidential are to be discussed. Executive Sessions shall include members only, and those deemed by statute to be confidential. Executive Session discussions are strictly confidential. An action that is the result of an Executive Session shall be reported and noted in the minutes of the regular or special meeting in which that Executive Session is convened. The report of that action shall not contain any information in violation of confidentiality requirements. If no action is taken in that Executive Session, or if the discussion is tabled and will be resumed at a later meeting, only the actions of convening, and returning to regular or special session, will be reported.

### VII. Agenda Items

- Items to be considered for an agenda shall be proposed at prior meetings, or may be submitted later in writing to or by any member. Agenda item requests shall be made available to the President no later than seven days before the meeting specified by that agenda.
- Agendas of regular meetings shall include an item for public input.

### VIII. Notice of Meeting

- Notice of the next regularly scheduled meeting shall be given at the adjournment of each monthly meeting. Members who are absent shall contact the Board President or Secretary to receive such notice.

- Board President or Secretary shall post or cause to be posted meeting notices and agendas, at least six days in advance of regular or special meetings, in compliance with Hawaii Revised Statutes Section 302D-12(h).

## **IX. Action by the Board**

### **A. Quorum**

All meetings shall be held with a quorum of the Board, which shall consist of fifty percent plus one of the fixed number of voting Board members.

### **B. Action by the Board**

The actions and decisions of the Board shall be made by consensus of the Board members at a meeting at which a quorum of members is present. If a consensus cannot be reached, decisions may be made by majority vote of the quorum. Any member present may make or second a motion. Voting will be done by members specified at the beginning of the meeting, in compliance with the requirement that no more than one third of voting members may be employees, recent former employees or related to employees of the school.

### **C. Participation in Discussions and Voting**

Every Board member shall have the right to participate in all discussions, and to vote on all issues before the Board, except as noted below:

- Student participants are non-voting, and shall not participate in Executive Sessions.
- Board Members shall not participate in any discussion or vote that is specific to any personnel position they occupy or have applied for at CPCS, nor (at the Board's discretion and with Board agreement) regarding any issue with which a member is personally involved. A member may make a presentation to the Board, or participate in an interview session at a meeting, with the Board's agreement. Any member may be excused from Board discussion by agreement of the other members, or may excuse him or herself, according to these considerations.

## **X. Committees**

The Board may appoint committees by action. Such committees shall have no authority to make Board decisions, but may make recommendations to the Board.

## **XI. Rights of Inspection**

All Board members have the right to inspect all books, records, and documents that are part of CPCS operations and any physical property of CPCS.

## **XII. Responsibilities**

### **A. Confidentiality**

- All Board members have a paramount duty to maintain the confidentiality of the content of all Board discussions that are not of public record (Executive Sessions). Further, members shall not as individuals attempt to interpret or disseminate any information outside of any Board meetings regarding Board actions or discussions, nor act on behalf of the Board, unless designated by the Board to do so. All meetings with the exception of Executive Sessions shall be open to the public. Minutes shall be posted on the CPCS website.
- Members' contact information shall include a school-provided email account. Appropriate responses to communication shall include: acknowledgment of receipt of the communication, and notification that the concern will be referred to the Board President for consideration as an agenda item.
- A reasonable effort shall be made to communicate with concerned parties regarding Board actions. As determined by Board decision, information shall be appropriately

disseminated by a person or persons designated by the Board, so long as rules of confidentiality are not violated.

**B. Duties**

- Members may hear input from those in their participant group, and may bring concerns on behalf of that group as necessary for consideration as agenda items, at least seven days prior to a meeting, exercising discretion in any discussions regarding Board issues outside of a meeting. While serving in their role as representative of a participant group, Members shall also consider the broader context of the Board's responsibilities, and the best interest of CPCS.
- Board members shall not act on their own behalf, nor bring personal issues for consideration, in the context of their service on the Board.
- Members do not have the authority, in or out of Board meetings, to direct faculty or staff, or engage faculty, staff, parents, or students as someone with the Board's authority. The authority of the Board does not reside in any individual Board member.
- Members shall attend all meetings unless notification of absence is made to the Board President as soon as possible before a scheduled meeting.
- Members shall be prepared for meetings, and be apprised of agendas. The Board President and/or Secretary shall provide that agenda to each member when it is posted.
- Members shall make a reasonable effort to familiarize themselves with Board bylaws and policies, copies of which the President and/or Secretary shall provide.

**XIII. Non-liability and Indemnification**

Board Members shall not be personally liable for CPCS debts, liabilities, or other obligations, and are indemnified from legal actions against CPCS, to the extent provided by State law.

**XIV. Amendments to the Bylaws**

These Bylaws may be amended by a majority vote of the Board at any Board meeting.