**BYLAWS**

**OF**

**Alpine Academy**

**ARTICLE I**

**INTRODUCTION; LEGAL STATUS**

Section 1. Alpine Academy, Sparks, Nevada. The name of the charter school is Alpine Academy (hereinafter referred to as the “School”). The School is located in Sparks, Nevada.

Section 2. Legal Status. The School is a charter school formed pursuant to Nevada Revised Statute (NRS) 388A.220 – NRS 388A.270 sponsored by the State Board of Education. The Governing Board of the School is an independent body under the authorization of the Board of Trustees of the State Board of Education. The Board plans and directs all aspects of the School’s operations.

Section 3. Statutes. The School shall operate in accordance with NRS, Chapter 388A.

**ARTICLE II**

**PURPOSES AND MISSION**

Section 1. Purpose and Mission. The purpose of the School is to provide college preparatory level education to children in applicable grades and shall be operated exclusively for educational objectives and purposes as well as any other purpose permitted by law. The Mission is to ensure students receive a quality education and obtain the necessary skills and knowledge needed to progress in life.

Section 2. Non-Discrimination. The School shall not discriminate on the basis of race, religion, national origin, gender, age, disability, sexual orientation, or other protected class in accordance with applicable federal or state laws in either admissions or hiring/employment practices of the School. The School shall conduct all of its activities in accordance with all applicable local, state and federal anti-discrimination laws, as well as in accordance with all other laws and regulations applicable to the operation of the charter public schools in the State of Nevada.

**ARTICLE III**

**GOVERNING BODY**

Section 1. Powers and Duties. The business, affairs, and property of the School shall be managed by a Board of Directors. In addition to those responsibilities and powers specified by applicable law,the Board shall have the following powers:

1. To make and change policies, rules and regulations not inconsistent with law or these Bylaws:
   1. for the management and control of the School and its affairs, and of its employees, and agents;
   2. to lease, purchase, or otherwise acquire, in any lawful manner, for and in the name of the School, any and all real and personal property, rights, or privileges deemed necessary or convenient for the conduct of the School’s purpose and mission;
2. Establish and approve all major educational and operational policies;
3. To enter into agreements and contracts with individuals, groups of individuals, corporations, or governments for any lawful purpose;
4. To hire, supervise and direct an individual who will be responsible for the day-to-day operations of the School;
5. To develop and approve the annual budget and financial plan which shall be monitored and adjusted as necessary throughout the year;
6. To submit a final budget to the state pursuant to statute and regulation;
7. To cause to be kept a complete record of all the minutes, acts and proceedings of the Board;
8. To cause an annual inspection or audit of the accounts of the School, as well as any other audits required by law, to be made by an accountant to be selected by the Board, showing in reasonable detail all of the assets, liabilities, revenues and expenses of the School and its financial condition;
9. To ensure ongoing evaluation of the School and provide public accountability;
10. To uphold and enforce all laws related to charter school operations;
11. To improve and further develop the School;
12. To strive for a diverse student population, reflective of the community;
13. To ensure adequate funding for operation;
14. Solicit and receive grants and other funding consistent with the mission of the School with the objective of raising operating and capital funds;
15. Carry out such other duties as required or described in the School’s Charter;
16. Assign or delegate actions as determined and approved by a majority of board members present and voting at such meeting where assignment or delegation is on the agenda.

Section 2. Qualification; Election; Tenure. The Board shall be composed of seven Directors.

1. The Board shall adhere to the statutory requirements which require no less than two (2) Nevada licensed teachers.
2. One Board Member shall be a parent.
3. A majority of Board Members shall be residents of the county in which the School is located.
4. All Board Members shall be devoted to the purpose and mission of the School and shall represent the interests of the community.
5. The Board Members’ term shall be three (3) years~~.~~ Terms shall be staggered so that no more than one-half (1/2) of the Board shall be up for election in any one year, unless a vacancy(ies) needs to be filled. When the term of a Board Member has expired or when a Board Member resigns, the remaining Directors shall elect a new Director to fill the vacancy.
6. The School shall notify its sponsor and the Department of Education within ten (10) days of the selection of a new Board Member and provide the sponsor and the Department of Education with the new ~~m~~ember’s resume~~s~~ and affidavit~~s~~ as required pursuant to NRS 386.549(1).

Section 3. Annual Meeting. The annual meeting of the Board shall be held in August of each year as the Board may determine and as current events may allow. If possible, the meeting will take place at the school. Otherwise, it will take place at some other location within the City of Sparks or via remote means. The annual meeting shall take the place of the regularly scheduled meeting. Written notice stating the place, day, and hour of the meeting shall be provided to each Member of the Board at least three (3) business days prior to the date fixed for the annual meeting. Notice of the meeting must also be provided in accordance the Nevada Open Meeting Law. The annual meeting shall be for the purpose of electing officers and new Board Members and for the transaction of such business as may come before the meeting.

Section 4. Regular and Special Meetings. The Board shall establish a regular day and place for regular meetings that shall occur no less frequently than once a quarter and shall be held in the county in which the School is located. Special meetings of the Board may be called at any time by the Chairperson or by a majority of the Board. Special meetings shall be held at such time and place as may be designated by the authority calling such meeting. Notice of the meeting must be provided in accordance with Nevada Open Meeting Law. Notice of the time and place of every regular or special meeting shall be given to each Member of the Board at least three (3) business days before the date fixed for the meeting. The purpose of any regular or special meeting must be specified in the notice of such meeting. Minutes of each Board meeting shall be taken and shall be approved by the Board and kept at the School.

Section 5. Agenda. An agenda must be produced for each regularly scheduled Board meeting. The agenda shall be prepared in accordance with NRS 241.020(2).

1. In addition to previously requested agenda items, any Board Member may provide additional agenda items for the following meeting by providing theSchool’s supervising employee or administrator, or the Board Chairthe request, noting its appropriate place on the normal agenda format, and a realistic time requirement for such item. Such requests must be received at least 24 hours prior to the posting deadline pursuant to Nevada Open Meeting Law.

Section 6. Quorum. A quorum at all meetings of the Board shall consist of a majority of the number of Directors then in office. Except as provided specifically to the contrary by these Bylaws, the act of a majority of the Directors in office at a meeting at which a quorum is present shall be the act of the Board. Proxy voting is not permitted.

Section 7. Vacancies. Any vacancy occurring in the Board may be filled by the affirmative vote of a majority of the Directors at a regular or special meeting of the Board. A Director elected to fill a vacancy whether caused by resignation, removal, or death, shall be elected for the unexpired term of such person’s predecessor in office and shall hold such office until such person’s successor is duly elected and qualified at the applicable annual meeting.

Section 8. Committees or Work Groups. The Board may designate from among its Members, by resolution adopted by a majority of the entire Board, an Executive Committee or Work Group, a Personnel Committee or Work Group, a Finance Committee or Work Group, an Academic Committee or Work Group, and one or more other Committees or Work Groups, each of which shall consist of at least one (1) Director and which shall have and may exercise such authority in the management of the School as shall be provided in such resolution or in these Bylaws. The Board shall not be permitted to delegate the powers to contract or financial or budget making authority. Any delegated activity or decision-making authority may be unilaterally revoked at any time. All committee meetings shall be conducted in accordance with Nevada Open Meeting Law.

Section 9. Removal. Any Member of the Board may be removed by the affirmative vote of two-thirds (2/3) of the Directors then in office, excluding the Member at issue. Board member may only be removed for cause. Actions considered as cause include but are not limited to:

1. Conviction by a court of law of any felony
2. Physical or verbal abuse of any student, faculty, or other Board member
3. Willful violation of any applicable law or these by-laws
4. Disregard for fiduciary responsibility
5. Unexcused absence from no less than 50 percent of regularly schedule Board meetings

Section 10. Resignation. A resignation by a Board Member shall be effective upon receipt by the Chairperson of a written communication of such resignation.

Section 11. Participation by Telephone. To the extent permitted by law, any Member of the Board or committee thereof may participate in a meeting of such Board or committee by means of a conference telephone network or similar communications method by which all persons participating in the meeting can hear each other, and participation in such a fashion shall constitute presence in person at such meeting.

Section 12. Proxy Voting. Proxy voting is not permitted.

Section 13. Compensation. No Member of the Board shall receive any compensation for serving in such office; provided that, the School may reimburse any Member of the Board for documented expenses directly related to school or board business. Any such expenses must be preapproved by the Board Chair or Treasurer. Any such reasonable expenses that are not reimbursed by the School shall be construed as a gift to the School.

Section 14. Closed Sessions. Any Board Member may call a Closed Session during any special or regular Board meeting for issues concerning personnel or other matters requiring confidentiality as approved by Nevada Open Meeting Law. All persons except Board Members may be excluded from such Closed Sessions at the discretion of the Chair. Following such meetings, an officer shall provide a general description of the matters discussed to be provided as the minutes of said Closed Session. No action may be taken in a Closed Session.

Section 15. Protocol. The Board shall use Robert’s Rules of Order, unless stated otherwise herein. If a Board Member is unable to attend a Board meeting, the Board Member shall contact the Chairperson or Administrator.

Section 16. Public Comment. Time shall be set aside at each Board and Committee meeting for public comment. After the speaker identifies his or her name, address and affiliations, public comment shall be limited and shall be stated as such on the Agenda.

**ARTICLE IV**

**OFFICERS**

Section 1. Number. The officers of the School shall include a Chair, Vice-Chair, Secretary, Treasurer, and such other officers as the Board shall deem necessary to elect.

Section 2. Election and Term of Office. The Board shall elect and appoint all officers of the School at the annual meeting of the Board, which officers shall be installed in office at such annual meeting to serve for terms of two (2) years~~.~~  Should there be more than one (1) nominee for a vacancy, the nominee receiving the greatest number of votes shall be declared elected and shall be installed in office at the annual meeting.

Section 3. Removal of Officers. Any officer of the School may be removed, with cause, by a two-thirds (2/3) majority of the Directors then in office at any regular or special meeting of the Board. Cause for removal includes but is not limited to:

1. Removal from the Board under Article III section 10
2. Willful dereliction of position responsibilities

Section 4. Chair. The Chair of the Board shall preside at all meetings of the Board. The Chair of the Board shall possess the power to sign all certificates, contracts or other instrument of the School which are approved by the Board. The Chair of the Board shall exercise and perform such other powers and duties as may be prescribed by the Board from time to time.

Section 5. Vice-Chair. In the absence of the Chair of the Board or in the event of the Chair’s disability, inability or refusal to act, the Vice-Chair of the Board shall perform all of the duties of the Chair and in so acting, shall have all the powers of the Chair. The Vice-Chair shall have such other powers and perform such other duties as may be prescribed from time to time by the Board or by the Chair.

Section 6. Secretary. The Secretary shall keep or cause to be kept a book of minutes at the principal office or at such other place as the Board may order of all meetings of the Board with the time and place of holding, whether regular or special and if special, how authorized, the notice thereof given, the name or names of those present at the Board meetings and the proceedings thereof. The Secretary shall give or cause to be given notice of all the meetings of the Board required by these Bylaws or by law to be given and perform such other duties as may be prescribed by the Board from time to time. The Secretary of the Board shall exercise and perform such other powers and duties as may be prescribed by the Board from time to time.

Section 7. Treasurer. The Treasurer shall have oversight responsibility and shall keep and maintain or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of the School, including accounts of its assets, liabilities, receipts, disbursements, gains and losses. The books of account shall at all times be open to inspection by any Board Member. The Treasurer shall be charged with safeguarding the assets of School and he or she shall sign financial documents on behalf of the School in accordance with the established policies of the School. He or she shall have such other powers and perform such other duties as may be prescribed by the Board from time to time.

Section 8. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board by majority vote for the unexpired portion of the term.

**ARTICLE V**

**STAFF**

The Board may appoint one employee to function as the administrator of the School (the “Administrator”). Such person may be delegated the authority to act in the absence of a specified policy provided that such action is consistent with the purpose and objectives of the Board and the School. Such person shall administer the School in accordance with Board direction and generally accepted educational practice.

**ARTICLE VI**

**CONTRACT, LOANS, AND DEPOSITS**

Section 1. Contracts. The Board may authorize any officer or officers, agent of agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the School, and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be contracted for or on behalf of the School and no evidence of indebtedness shall be issued in the name of the School unless authorized by a resolution of the Board. Such authority shall be confined to specific instances. No loan shall be made to any officer or Board Member of the School.

Section 3. Checks, Drafts, and Notes. All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of the School shall be signed by such officer of officers, or agents of the School and in such manner as shall be determined by the Board. The Treasurer and Administrator are authorized and required to sign all checks over the amount of $5,000.00.

Section 4. Deposits. All funds of the School not otherwise employed shall be deposited to the credit of the School in such banks, trust companies, or other custodians as the Board may select.

Section 5. Gifts. The Board may accept on behalf of the School any contribution, gift, bequest or devise for the general purposes or any special purpose of the School.

Section 6. Fiscal Year. The fiscal year of the School shall begin on July 1 and end on June 30.

**ARTICLE VII**

**PROPERTY**

The property of the School shall be held and applied in promoting the general purposes of the School declared in these Bylaws. No property, including real estate, belonging to the School shall be conveyed or encumbered except by authority of a majority vote of the Board. Any such conveyance or encumbrance shall be executed by the Chair in the name of the School, and such instrument shall be duly approved by the Secretary or Treasurer of the Board.

**ARTICLE VIII**

**INDEMNIFICATION**

The Board of Directors may authorize the School to pay or cause to be paid by insurance or otherwise, any judgment or fine rendered or levied against a present or former Board Member, officer, employee, or agent of the School in an action brought against such person while acting in their official capacity to impose a liability or penalty for an act or omission alleged to have been committed by such person while acting in their official capacity as a Board Member, officer, employee, or agent of the School, provided that the Board shall determine in good faith that such person acted in good faith and without willful misconduct or gross negligence for a purpose which he reasonably believed to be in the best interest of the School. Payments authorized hereunder include amounts paid and expenses incurred in satisfaction of any liability or penalty or in settling any action or threatened action.

**ARTICLE IX**

**AMENDMENTS**

These Bylaws may be amended, altered, or repealed and new Bylaws may be adopted by the Board of Directors by an affirmative vote of two-thirds (2/3) of all the Directors then in office at any meeting of the Board, provided that the full text of the proposed amendment, alteration, or repeal shall have been delivered to each Director at least three (3) days prior to the meeting. Bylaws may not be amended without the approval of the School’s sponsor.

**ARTICLE X**

**DISSOLUTION**

Section 1. Revocation of Charter or Dissolution. If, at any time and for any reason, the School’s charter is revoked or the School is dissolved, all assets of the School, after satisfaction of all outstanding claims by creditors, shall be disposed of to the State of Nevada or the sponsor to dispose of as they see fit.

**ARTICLE XI**

**PURPOSE OF THE BYLAWS**

These Bylaws are adopted for the sole purpose of facilitating the discharge, in an orderly manner, of the purposes of the School. These Bylaws shall never be construed in any such way as to impair the efficient operation of the School.

**CERTIFICATION**

I hereby certify that I am the duly elected Secretary of the Board of Directors and that the foregoing Bylaws constitute the Bylaws of the School, as duly adopted by unanimous vote of the Board of Directors.

DATED this day of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_\_\_

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Signature

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Secretary

Printed Name