

# Organizational Structure of Governing Body

Promontory School of Expeditionary Learning is a non-profit corporation located in Northern Utah. A Volunteer board of trustees will govern Promontory School of Expeditionary Learning.

## Board of Trustees

A volunteer board of trustees will govern Promontory School of Expeditionary Learning. The initial numbers of the board is 5 but shall be no less than 5 and no more than 9, with an expectation of 7 as the desired usual. At least two of the voting members of the board must be a parent of a child currently attending Promontory School of Expeditionary Learning.

## Board Members

The voting board members will elect the board offices of Chair, Vice -Chair, Treasurer and Secretary.

### Election and Tenure

Board members shall be elected or reelected by a majority of the existing Board of Trustees at each June annual meeting. Board terms shall end on June 30<sup>th</sup> of the respective term.

The initial developmental board members (Those who joined the Board in the first year of the development of the school) may stay on the Board indefinitely as long as they desire, unless removed by a majority board vote, in order to maintain the original vision of Promontory School of Expeditionary Learning.

New board members shall not serve on the board for more than 2 three-year terms. After which, they may be re-elected to the Board only after at least a one year sabbatical.

At least two of the board members must be a parent of a child currently attending the school.

### Removal of Board Members

Any trustee who has 2 or more unexcused absences at board meetings and/or does NOT complete assignments regularly to the satisfaction of the Board, having been given due notice, shall be subject to removal if the remaining Board so deems by a majority vote. Regardless of the foregoing, any Trustee may be removed by a majority vote of the Board of Trustees whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice, if any, of the person so removed.

### Requirements

In order to understand the mission of the school and make decisions in the interest of the school, each new voting member shall be required to review the Structures Policy thoroughly for complete understanding and attend/participate in other board directed training as applicable.

### Vacancies

Any trustee may resign at any time by giving written notice, either paper or electronic, to the chair of Promontory School of Expeditionary Learning. Such resignation shall take effect at the time specified therein, and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. The Board shall publicly announce the number of vacancies and consider nominations from parents and community at large.

Vacancies shall be filled by the affirmative vote of a majority of trustees then in office.

## Officers of the Board

### Chair

The chair shall, subject to the direction and supervision of the board of trustees: (1) preside at all meetings of the board of trustees; (2) see that all orders and resolutions of the board of trustees are carried into effect; and (3) perform the duties of the chair and when so acting shall have all the powers of and be subject to all the restrictions upon the chair.

### Vice-Chair

The vice-chair shall assist the chair and shall perform such duties as may be assigned by the chair or by the board of trustees. The vice-chair shall, at the request of the chair, or in his absence or inability to act, perform the duties of the chair and when so acting shall have all the powers of and be subject to all the restrictions upon the chair.

### Treasurer

The treasurer shall: (1) be the principal financial officer of the corporation and have the care and custody of all its funds, securities, evidences of indebtedness and other personal property and deposit the same in accordance with the instructions of the Board of Trustees; (2) receive and give receipts and a quittance for moneys paid on account of the corporation, and pay out of the funds on hand all bills, payrolls and other just debts of Promontory Academy of whatever nature upon maturity; (3) unless there is a controller, be the principle accounting officer of the corporation and as such prescribe and maintain the methods and systems of accounting to be followed, keep complete books and records of account, prepare and file all local, state and federal tax returns and related documents, prescribe and maintain an adequate system of internal audit, and prepare and furnish to the chair and the board of trustees statements of accounts showing the financial position of Promontory School of Expeditionary Learning and the results of its operations; (4) upon request of the board, make such reports to it as may be required at any time; and (5) perform all other duties incident to the office of treasurer and other such duties as from time to time may be assigned to him/her by the chair of the board of trustees. Assistant treasurers, if any, shall have the same powers and duties, subject to supervision by the treasurer.

### Secretary

The secretary shall: (1) keep the minutes of the proceedings of the board of trustees and any committees of the board; (2) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (3) be custodian of the corporate records and of the seal of the corporation; and (4) in general, perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him/her by the chair or by the board of trustees. Assistant secretaries, if any, shall have the same duties and powers, subject to supervision by the secretary.

## Advisory Board

Promontory School of Expeditionary Learning shall have an advisory board. The advisory board shall be made up of parents, and experts in fields such as budget, education, law, etc. Advisory Board members shall be elected or re-elected by a majority of the voting Board Members at each annual June meeting or as otherwise determined by the Board.

Advisory Board members shall serve an indefinite term and shall make an effort to attend as many board meetings as they are able. Advisory Board members may be removed at any time by a majority of Voting Board Members.

## Board Crews

The Board shall have power to set up special committees (called crews) that shall answer directly to the Board. These crews will generally be made up of Founding Members (those who will make a significant contribution to the development of the school) and be a crucial part of the implementation plan during the planning year before the school opens. These crews may include Procurement, Special Education, Technology, Marketing, Grants, Donations, Partnerships, etc.

## Parent Crews/ Parent Advisory Crew

A parent advisory crew will be made up of 3-5 parent volunteers who will oversee the forming of and the operating of parent crews. They will make sure each parent of the school has the opportunity to be assigned to a parent crew. Parent crews will assist the Board and school administration in overseeing such things as playground equipment, transportation, records, newsletters, fine arts, exhibition night, fundraising, grants etc.

## Parent Liaison

From the parent advisory crew, a single parent will be nominated (by the parent advisory crew) each school year to be the Parent Liaison. This person will become a non-voting member of the Governing Board, and will attend Board meetings as a representative of parents of Promontory School of Expeditionary Learning students. The Parent Liaison will have the dual role of communicating to parent crews the needs and desires of the Governing Board, as well as being available to work with parents who wish their own concerns to be heard at Board meetings. He or she will bring any concerns, requests, and comments from parents and parent crews to the board. While all parents are invited to attend open Board meetings, it can be helpful to parents to have an advocate sitting on the Board as well.

## Board Meetings

### Regular Meetings

Regular meetings of the board shall be held at least 10 times each year. Notice for these meetings shall be given at least one week in advance to board members and at least 24 hours public notice to the public. Notices will be posted on our school website and submitted to the Utah Public Meetings website. An annual meeting will be held each year in June.

Board meetings will remain open to the public unless a closed session is convened by a majority vote of members present and shall only be for reasons allowable by State Statute. Closed sessions will be subject to the requirements of Utah State Open Meetings Laws.

Board members will review Utah Open Meetings laws on an annual basis.

### Special Meetings

Special Meetings of the Board of Trustees may be called by or at the request of the chair or any two trustees. The person or persons authorized to call special meetings of the board of trustees will provide proper notice and may fix any place, date and time for holding any special meeting of the board called by them; which special meeting will follow normal open meeting requirements as outlined by the State of Utah.