

BYLAWS
WATERSHED CHARTER SCHOOL
Revision Approved on April 16, 2018

ARTICLE I
Name

The name of the organization shall be WATERSHED CHARTER SCHOOL.

ARTICLE II
Purpose

The purpose of the organization shall be to educate K-8 children under a charter agreement between the Watershed Charter School and Fairbanks North Star Borough School District in accordance with the mission set forth in said charter agreement.

ARTICLE III
Governance

Watershed Charter School shall be governed by the Academic Policy Committee (APC). The APC shall have the maximum power permitted by law, shall establish policy for the school, shall fulfill the duties prescribed in A.S. 14.03.250, et seq., and as set forth in these bylaws, and shall perform the following functions, including, but not limited to:

Section 1. Ensure the fulfillment of the mission of Watershed as stated in the Watershed Charter School/Fairbanks North Star Borough School District contract;

Section 2. Oversee and have ultimate accountability and responsibility for academics, curriculum, legal/risk management, personnel issues, finances, operations/maintenance and budgeting issues, and as otherwise permitted or required by the above-mentioned contract or by law;

Section 3. Promote professional conduct in accordance with Fairbanks North Star Borough School District policies;

Section 4. Select principal/head teacher;

Section 5. Delegate to the principal/head teacher those tasks deemed appropriate by the APC

Section 6. Review non-personnel related contracts;

Section 7. Review, upon request by any parent, teacher, or staff, requests for any purchase of materials initially denied by the principal/head teacher and

Section 8. Review and rule on any other questions, issues, or policies that may from time to time arise, to the extent permitted by law.

Section 9. No members of the APC shall act on his/her own in the name of the APC unless so authorized by these bylaws or by resolution of the APC.

ARTICLE IV

Academic Policy Committee

Section 1. Membership. Membership on the Academic Policy Committee is by election, except as provided herein. The number of members constituting the entire APC shall be nine (9) voting members. Five (5) of the members shall be permanent staff members, at least three (3) of whom shall be certified teachers. Four (4) of the members shall be parents, who are not permanent Watershed School staff members, of the students currently enrolled in the school. The principal/head teacher or Acting principal/head teacher then under contract to the school shall be non-voting ex officio member of the APC, except in the case of a tie vote.

Section 2. Term. The term of all elected members of the APC shall be two (2) years beginning August 1 and ending July 31. It is the goal of these bylaws that at any regular election two to three (2-3) of the APC teacher positions and two (2) of the APC parent positions shall be open for re-election, and that the remaining teacher and parent positions shall come up for re-election at the following year's regular election. If at any time this balance is not maintained, the APC may extend (but not shorten) the term of any APC member(s) until this balance is achieved. A majority vote of the full APC shall be required to extend any term.

Section 3. Term Limitations. There shall be no limitation on the number of consecutive or non-consecutive terms that any member of the APC may serve.

Section 4. Vacancies. Any vacancy occurring on the APC may be filled by majority vote of the remaining members of the APC. The replacement member of the APC shall be appointed for the unexpired term of his/her predecessor in office.

Section 5. Compensation. Participation on the APC is voluntary. Members of the APC shall not receive any monetary or non-monetary compensation for their participation on the APC.

Section 6. Resignation. An APC member may resign at any time by giving written notice to the Chair or Secretary of the APC. Such resignation shall take effect at the time specified therein and, unless otherwise stated, the acceptance of such resignation shall not be necessary to make it effective.

Section 7. Removal. The APC may remove any APC member. Removal shall require a 2/3 vote of the full APC, including the APC member who is subject to removal.

Section 8. Conflict of Interest. Service on the APC is a trust created in the interest of the common good and for the benefit of the school. It is the intent of these bylaws to maintain confidence and prevent the use of this membership for private gain or any other improper purpose. To avoid conflict of interest, excepting the five staff positions, no voting member of the APC shall be a paid staff member of the school, inclusive of the principal/head teacher and any other person who receives any monetary compensation from the school.

Section 9. From time to time, by two-thirds vote, the Board may appoint an additional member to the APC board when deemed necessary to benefit the mission of the school's charter.

ARTICLE V

Officers of the Academic Policy Committee

Section 1. The officers shall be the Chair, Vice Chair, and Secretary.

Section 2. Election of Officers. The officers shall be elected from among the members of the Academic Policy Committee by a majority of members present at the first regular meeting following an election of the Academic Policy Committee, or as soon thereafter as conveniently may be held.

Section 3. Term. The term of all officers shall be one (1) year.

Section 4. Removal. Any officer elected or appointed by the Academic Policy Committee may be removed from office (but not from the APC) by a majority vote of the full APC whenever in its judgment the best interests of the school would be served thereby.

Section 5. Vacancies. A vacancy in any office may be filled by a majority vote of the full APC for the unexpired portion of the term.

Section 6. Chair's Functions. The Chair shall be a parent member of the APC, and shall:

- a. Preside at all meetings of the APC;
- b. Appoint, with the consent of the APC, all committee chairs and require them to give reports of their actions to the Board;
- c. Set the time and place of all special meetings of the APC; and
- d. Have authority and perform duties as directed by the APC from time to time.

Section 7. Vice Chair's Functions. The Vice Chair shall:

- a. Serve in the place of the Chair if the Chair is unable to serve or chair Board meetings; and
- b. Perform such other duties as from time to time may be assigned by the APC.

Section 8. Secretary's Functions. The Secretary shall:

- a. Keep the minutes of the meetings of the APC in computer files and/or one or more books provided for that purpose;
- b. See that all notices and agendas are duly given and posted in accordance with the provisions of these bylaws or as required by law;
- c. Keep an updated list of the mailing address, e-mail address, and telephone numbers of each member of the APC; and
- d. In general perform such other duties as from time to time may be assigned to him/her by the APC.

ARTICLE VI Nominations and Elections

Section 1. Nominations. The APC shall oversee the following:

- a. Solicit and accept applications, on a form prescribed by the APC, from candidates for membership to the APC;
- b. In its discretion, nominate individuals who have not submitted an application as candidates for positions on the APC;
- c. Make available digital or print copies of applications candidates submit to the APC.

Section 2. Election. Upon receipt of a slate of candidates, the APC shall call an election. The APC

will then:

- a. Prepare a digital or print secret ballot listing the candidates;
- b. Distribute, collect and count the secret ballots and otherwise oversee the election so that it is conducted in a fair manner;
- c. Advise the candidates and the APC of the election results;
- d. Prepare a report stating the results of the election, which report shall be kept at the principal/head teacher office of the school and be made available for review by the public. The APC shall be responsible for monitoring voter eligibility and resolving any disputes involving the casting of ballots.
- e. Announce results of the election to the parent body.

Section 3. Eligibility to Vote for Parent APC Positions. Only parents or legal guardians of students enrolled in the school during the election are eligible to vote for parent APC members.

Section 4. Eligibility to Vote for Staff APC Positions. Only permanent staff members employed by The Watershed School are eligible to vote for staff APC members.

Section 5. Number of votes per eligible voter. All eligible voters may cast one vote for each vacant position on the ballot, not to exceed one vote per person per open position.

Section 6. Casting of Ballots. Secret ballots must be cast on the digital or print form prescribed by the APC by the designated date and time. Proxy, facsimile, e-mail, or other method of voting not expressly authorized above are not permitted or valid.

Section 7. Exceptions. In the event that number of qualified candidates is less than or equal to the number of vacant positions, the APC may dispense with an election and, with a 2/3 vote of members present, seat the slate of candidates.

ARTICLE VII

Meetings of the Academic Policy Committee

Section 1. Open Meetings Act. The APC hereby formally adopts the Open Meetings Act, A.S. 44.62.310 et seq. (“the Act”). All meetings are open to the public and shall be conducted, and all notices and agendas posted, in accordance with the Act. If any portion of these bylaws are more specific than the Act, than that portion of these bylaws shall control over the Act, unless prohibited by law.

Section 2. Meetings. The APC shall also hold regular meetings typically monthly but at least four (4) times a year. Parents, teachers, and staff members of the school are hereby invited to such meetings.

Section 3. Special Meetings. Special meetings of the APC may be called by the Chair, principal/head teacher, or any three members of the APC.

Section 4. Notice of Meetings. Notice of regular or special meetings stating the place, day, hour and agenda shall be delivered to each member of the APC and posted at the school or in the school bulletin not less than one (1) week before the date set for such meeting. New issues not posted on the agenda may nonetheless be raised, discussed, and voted upon at any meeting.

Section 5. Communication. Any materials pertinent to any regular or special meeting may be transmitted by mail, fax or e-mail.

Section 6. Quorum. Greater than fifty percent (50%) of the voting members of the APC constitutes a quorum. Telephonic participation is permitted.

Section 7. Executive Sessions. In accordance with the Open Meetings Act, an executive session may be held to discuss matters including but not limited to:

- a. Attorney-client matters;
- b. Non-personnel contract proposals or negotiations;
- c. Sensitive personnel matters; and
- d. Confidential student matters.

The motion requesting the executive session shall state the nature of the matter to be discussed. Only those persons invited by the APC or permitted by law may be present during the executive session. Unless invited or permitted by law, no teacher/teacher's aide APC member shall be entitled to attend any executive session in which personnel issues specific to a particular employee are discussed, and no teacher/teacher's aide APC member shall be entitled to vote on any such issue in public session. The APC shall not make final policy decisions, nor shall any resolution, rule, regulation, or formal action or any action approving a contract or any other final action, be approved at any session which is closed to the general public.

Matters discussed during the executive sessions shall remain confidential among those attending. The Secretary of the APC shall maintain topical minutes of all executive sessions.

Section 8. No Proxies. Members of the APC may not vote by proxy.

ARTICLE VIII Committees

Section 1. Membership of Committees. The APC may designate and appoint one or more committees to perform specific tasks assigned by the APC. Members will be selected by the APC from a list of volunteers who are parents of children attending the school, community members at large, the principal/head teacher, teachers, or teachers' assistants.

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 APC wishes each committee to render, the extent and limitations of responsibility, the resources the APC will provide, and the approximate dates on which the APC wishes to receive reports. Recommendations of special advisory committees shall be based on research and fact and shall be advisory to the APC.

Section 3. APC Powers and Prerogatives. All recommendations of a committee must be submitted to the APC for official action. The APC shall have the power to dissolve any committee and shall reserve the right to exercise this power at any time during the life of any committee.

Section 4. Meetings. Special committees to the APC shall comply with the Open Meeting Act and notice requirements set forth in Article VII, Section 4 of these bylaws.

ARTICLE IX

Principal/head teacher

Section 1. Selection/Removal. The principal/head teacher shall be selected by the Academic Policy Committee. Removal of the principal/head teacher will require a 2/3 vote of the full APC when in its judgment the best interest of the School.

Section 2. Duties and Responsibilities. The principal/head teacher shall have those day-to-day management and other duties as assigned and delegated by the APC, or as required by law. The principal/head teacher shall select, appoint, or otherwise supervise employees of the school. The principal/head teacher shall see that all policies, orders, and resolutions of the APC are carried into effect. Upon delegation by the APC, the principal/head teacher shall:

- a. Maintain financial records of the school;
- b. Manage the day-to-day operation of the school;
- c. Meet regularly with parents and with teachers of the school to review, evaluate, and improve operations of the School;
- d. Meet with the APC regularly to monitor progress in achieving the APC's policies and goals;
- e. Submit appropriate information as required by the School District, Department of Education or Federal and State Agencies; and
- f. Submit for approval or disapproval to the APC all significant policy and financial decisions that may have a substantial impact upon the School.

ARTICLE X

Administration of Finances

Section 1. Fiscal Year. The fiscal year of Watershed shall coincide with the fiscal year of the Fairbanks North Star Borough School District (July 1 through June 30).

Section 2. Contracts. The APC has the authority to enter into contracts, execute and deliver instruments, and otherwise legally bind the school. The APC may delegate this authority, either in specific instances or in general, to the principal/head teacher or his/her designee, or to any officer of the APC.

Section 3. Budget and Purchasing Authority. The APC, with support from the principal/head teacher, is responsible for development and approval of the school budget in accordance with Fairbanks North Star Borough School District timelines and standards. Significant budget changes that may occur during the school year require APC approval. Withdrawals or transfers from any and all District monitored school funds for purchase of any single nonconsumable item or capital improvement over ten thousand dollars shall be approved by both the APC and the principal/head teacher. In instances requiring emergent action, the principal/head teacher may act on behalf of the APC and shall report such expenditures, and the reason for emergent action, to the APC at the next regular meeting following said action. Any expenditure for single nonconsumable items less than ten thousand dollars, and purchases of consumable items necessary for school operations from funds available for such purchases require only the approval of the principal/head teacher.

Section 4. Accounting. The principal/head teacher or his/her designee shall present to the APC at regular APC meetings an accounting of expenditures and performance relative to the approved budget. The APC may at any time cause a full or partial independent audit of school monies to occur.

ARTICLE XI
Parliamentary Authority

Conduct of meetings. The rules contained in Robert's Rules of Order shall govern the conduct of meetings of the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws. The Chair may suspend or apply Robert's Rules informally in order to facilitate discussion amongst the members.

ARTICLE XII
Ethics

Watershed Charter School is committed to delivering a quality education for all of its students. The Fairbanks North Star Borough School District does not discriminate on the basis of race, ethnicity, color, religion, creed, sex, age, national origin, physical or mental disability, pregnancy, parenthood, sexual orientation, gender identity or military affiliation. The APC, administration, teachers and staff shall conduct themselves in such way as to promote that ethical standard. No member of the APC, administration, teachers or staff shall take advantage of their position for their personal gain above and beyond that which is made available to all other members of the Watershed Charter School community and/or reasonable and customary contractual allowances.

ARTICLE XIII
Indemnification

The school may, to the maximum extent permitted by law and in the absence of School or District insurance, defend, hold harmless and indemnify all current and former members of the APC, all persons who at the request of the APC have acted or not acted, and all persons currently or previously employed by the school, from and against any claims, civil or criminal, in which that person is made a party by reason, in whole or in part, of being or having been an APC member or officer, at the request of the APC have acted or not acted, or being or having been an employee of the school, when that person has acted within the course or scope of his or her duties to the school. Indemnification shall be provided by a majority vote of a quorum of the APC, on a case-by-case basis.

ARTICLE XIV
Amendments to Bylaws

These bylaws may be amended or revised by a two-thirds vote of the APC present at any regularly scheduled or special meeting provided that the amendments or revisions proposed were submitted in writing to the APC and posted publicly on the APC meeting agenda in advance of voting on said amendment(s).