

**BYLAWS**  
**OF**  
**LIBERTY COMMON SCHOOL**

ARTICLE I  
NAME, LOCATION AND FISCAL YEAR

SECTION 1. NAME. The name of the organization shall be Liberty Common School (hereinafter sometimes referred to as the “school”).

SECTION 2. LOCATION. The location of the school’s facility shall be in the Poudre School District, at 1725 Sharp Point Drive, Fort Collins, Colorado.

SECTION 3. FISCAL YEAR. The fiscal year of the school shall coincide with the fiscal year of Poudre School District (PSD).

ARTICLE II  
GOVERNING BOARD

SECTION 1. GENERAL POWERS AND DUTIES. The property, business and affairs of the school shall be the responsibilities of a Board of Directors (hereinafter referred to as the “BOD”). Without limiting the generality of the foregoing, the BOD may exercise all such powers of the school as are provided by state and federal law, the Charter School Application, the Charter School Contract PSD Board of Education policies and procedures, and these Bylaws. To the extent permitted by law, the BOD may submit any matter, including any matter otherwise required by these Bylaws to be voted on by the BOD, to a vote of persons eligible to vote in BOD elections.

SECTION 2. NUMBER, COMPOSITION AND QUALIFICATIONS. The BOD shall have seven members who shall be registered voters residing in the Poudre School District. BOD members may not be teachers or other paid employees of the school or immediate family members of employees of the school, except as provided in Section 9 of Article II. Only one member of an immediate family may serve on the BOD at one time. Candidates for the BOD must meet the following criteria to qualify for election or appointment to the BOD:

- Registered voter residing in Poudre School District
- Complete and sign the following documents:
  - Volunteer Application for the current school year
  - Volunteer Confidentiality Agreement
  - Volunteer Oath
  - Volunteer Agreement
  - Board of Directors Non Disclosure and Confidentiality Agreement
  - Board of Directors Affidavit (subject to a criminal background check)

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- Attendance to at least one of the BOD meetings during the school year of the election
- Read and support wholeheartedly the views presented in the following three books:
  - *Cultural Literacy* by E.D. Hirsch Jr.
  - *Why Johnny Can't Tell Right from Wrong* by William Kilpatrick
  - *The Schools We Need and Why We Don't Have Them* by E.D. Hirsch Jr.
- Submission of Letter of Interest for BOD Membership
- Submission of Statement of Educational Philosophy
- Have had a student enrolled at Liberty for a minimum of two years by the time the candidate's term on the BOD would commence
- Volunteer in the school
- Embrace the principles of Liberty's Charter and founding books (evaluated through an interview process)
- Receive a recommendation from the Headmaster

In the event that no candidate meets the aforementioned criteria, a unanimous vote of the BOD is required to:

- 1) Amend the criteria listed above.
- 2) Appoint a BOD Member as needed for the seat(s) vacated.
- 3) Delay the occurrence of the election cycle for 1 year.

SECTION 3. TERM. Except as otherwise provided in the Charter Application concerning the terms of the initial BOD or under circumstances described below concerning integrity of continuity of operations, BOD members shall hold office for three-year terms. BOD members leaving the BOD will retain their positions until June 30 of the current school year. It is the intent of this procedure to assure a smooth transition period for newly elected members of the BOD. To ensure the integrity of continuity of operations, the BOD may extend the term of one or more members to ensure a majority Board seats are not open for election.

SECTION 4. VACANCIES. In the event of resignation or removal of a BOD member or BOD member-elect, the BOD shall give notice through the school's normal means of communicating with all parents and staff, inviting applicants to apply to fill the vacancy. A qualified applicant will be selected by a vote of the BOD in a public meeting. The BOD is to appoint a replacement within 60 days of adopting the resolution declaring a vacancy, and if it fails to do so, the Chairman is to make the appointment forthwith. The new BOD member shall be appointed for the remainder of the term of the BOD member being replaced. At no time shall the BOD be compelled by this Article (II) to appoint or hold elections for a majority of seats on the BOD.

SECTION 5. COMPENSATION. BOD members shall receive no compensation.

SECTION 6. RESIGNATIONS. Any BOD member may resign at any time by giving written notice to the President or Secretary of the BOD. The BOD will adopt

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a resolution declaring a vacancy at the next meeting immediately following the resignation or other event causing the vacancy.

**SECTION 7. REMOVAL.** Upon the petition of 20% of eligible voters, an election shall be held on terms prescribed by the BOD to determine whether a BOD member shall be removed from the BOD. All eligible voters shall be entitled to vote in such election. The BOD member shall be removed if the number of votes cast in favor of removal exceeds half the eligible voters. For purposes of this section, eligible voters shall be as defined in Section 3 of Article III. A BOD member may be removed by the BOD on the following grounds:

1. The person duly elected or appointed fails, neglects or refuses to subscribe to an oath of office no later than the first regularly scheduled BOD meeting of the new member's term.
2. A BOD member is or becomes during the term of office a non-resident of the School District or not registered to vote in School District elections.
3. The BOD member is found guilty of a felony.
4. A court of competent jurisdiction voids the BOD member's election or appointment or removes the member for any cause whatsoever, but only after his or her right to appeal has been waived or otherwise exhausted.
5. A court of competent jurisdiction determines that the BOD member is insane or otherwise mentally incompetent, but only after the right to appeal has been waived or otherwise exhausted, and a court enters, pursuant to part 3 or part 4 of article 14 of title 15 or section 27-10-109(4) or 27-10-125, C.R.S., an order specifically finding that the insanity or mental incompetence is of such a degree that the person is incapable of serving as a BOD member.
6. A BOD member does not attend three consecutive regular meetings of the BOD, unless the BOD shall approve additional absences or unless the absences are due to a temporary mental or physical disability or illness.
7. A BOD member does not meet his financial obligations to the school as defined in Article II, Section 10.
8. A BOD member has violated the BOD Members Code of Conduct or Governing Style policies as determined by a 2/3 majority vote of the BOD.

**SECTION 8. RULES OF ORDER.** Robert's rules of order will be used as deemed appropriate by the BOD.

**SECTION 9. CONFLICTS OF INTEREST.** Public office is a trust created in the interest of the common good and for the benefit of the people. It is the intent of this section to maintain public confidence and prevent the use of public office for private gain. In order to avoid conflicts of interest, it is the general policy of the school not to employ or contract with BOD members or employees (except for the employee's employment), members of their families, or persons or entities having an ongoing business or financial relationship with them. BOD members and employees shall disclose any known or potential conflicts of interest in writing to the BOD prior to the time set for voting on any such transaction and a BOD member making such disclosure shall not vote on the matter or attempt to influence the decisions of other BOD members in voting on the matter.

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SECTION 10. FINANCIAL OBLIGATIONS OF BOD MEMBERS. It is critical to good governance of the school that BOD members and their families meet their financial obligations to the school, including payment of book fees, lunch fees, full-time kindergarten fees, and other fees or charges properly assessed by the school, fully and promptly. Failure to do so could create a conflict of interest, and would create an appearance that non-paying members might not meet his or her fiduciary duty to act in the school's best interests in other matters. Also, the BOD believes that its members must act as models for the school's community. Whenever a BOD member fails to pay any such obligation when due, the Headmaster shall deliver written notice of non-payment as soon thereafter as is reasonably possible. A member's failure to pay any such obligation within 15 days after receiving such written notice shall be good cause for removal from the BOD under Article II, Section 7 of the Bylaws.

SECTION 11. COMMUNICATION BETWEEN THE BOD AND THE COMMUNITY. All members of the LCS community are free to contact any BOD member at any time on any matter. BOD members should make themselves reasonably available to discuss LCS business with concerned community members. Subject to the special considerations affecting contacts between BOD members and paid staff, and to the following rules of conduct, BOD members are free to contact any member of the LCS community – parents, staff and other community members – at any time on any matter. The following rules of conduct for BOD members apply to matters that are or may become the subject of discussion between individual BOD members and community members. They apply to all discussions occurring outside of a regular or special meeting of the BOD.

1. Matters discussed in executive session of the BOD may not be disclosed outside of executive session to anyone except BOD members.
2. Matters discussed by or before the BOD in open session may be disclosed or discussed with anyone at any time.
3. Matters brought to the attention of a BOD member should be brought before the BOD as a whole by the community member, and should not be brought before the BOD by the BOD member unless:
  - a. the community member specifically so requests;
  - b. the name of the community member is disclosed to the BOD; and
  - c. if factual matter is included, the BOD member is prepared to vouch for its accuracy.

These rules are not intended to inhibit discussion among BOD members, or between BOD and community members, but to facilitate the conduct of the BOD's business and assure that the BOD's decisions are based on the best available information.

SECTION 12. CONTACT BETWEEN STAFF AND BOD MEMBERS. Staff members, like other LCS community members, have the right to contact any BOD member at any time on any matter. BOD members should refrain from contacting staff except:

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1. In matters relating to their own children; such contacts would normally be with the child's teachers or the administration.
2. When the contact is requested by the BOD, or is reasonably related to a specific BOD action or a proposed action after it has been the subject of discussion by or before the BOD.

Without regard to how contact was initiated, except for the above, BOD members should not:

1. Make significant requests of staff;
2. Offer advice or suggestions to staff; or
3. Engage in informal polling of staff.

Although non-BOD parents may freely engage in these activities, it is inappropriate for BOD members to do so.

**SECTION 13. ACTION BY PARENT/STAFF INITIATIVE.** The Charter and Bylaws of Liberty Common School provide that the property, business and affairs of the school will be managed by a Board of Directors. The Bylaws also recognize that the BOD may submit any matter for voter approval (Bylaws, Art. II, Section 1 and Art. III, Section 1). The BOD believes that parents and staff should have a means to be heard by the BOD; to propose action to the BOD; in matters of sufficient community concern, to compel BOD action. To that end, the BOD adopts the following procedure: Any parent or staff member may present a proposed action to the BOD or any BOD member in writing at any time. If it is moved and seconded at the next meeting of the BOD at which a quorum is present, the BOD will vote on it.

## ARTICLE III ELECTIONS

**SECTION 1. TIME AND MANNER.** Elections of BOD members will be held annually on the third Monday of April. At this time, other matters that are determined by the BOD to be submitted for voter approval may also be voted on by eligible voters. Votes may be cast in person or by absentee ballot at the school. Elections shall be conducted using authorized secret ballots. Votes will be accepted during school office hours from the third Monday in April through and including the Friday of that same week. Votes shall be tallied upon the close of voting and the results published by an election committee made up of eligible voters appointed by the BOD, including a BOD member and an employee designated by the Headmaster. The election of the candidates will be automatic if all BOD positions up for election are uncontested. The election results shall become a permanent record of the school.

For an election to be official, 50% of all eligible voters must cast their ballot and the winning vote count(s) must total at least 25% of the eligible voters. If there are more positions to be filled than candidates who have achieved the required number of votes all uncast ballots will be granted, in proxy, to the current BOD. The BOD will cast these votes in the manner they see fit in order to fill the remaining seats.

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SECTION 2. NOMINATIONS TO THE BOD. Not later than the third Monday of February, eligible voters shall be notified of the date of the next BOD election. Candidates must complete written applications stating their qualifications to the BOD. Completed applications will be accepted until 4:00 PM on the Wednesday preceding the first Friday of March. The BOD shall prescribe the form of the application. The names of qualified candidates will be placed on the ballot upon timely receipt of a completed application therefore, and the school shall distribute such completed applications to eligible voters regarding, or on behalf of, any candidate. .

SECTION 3. ELIGIBLE VOTERS. Eligible voters shall include each parent or legal guardian of every child currently enrolled in the school, full and part-time teachers, all full time employees contracted for 27 hours or more per week, and members of the Community Advisory Board. Each eligible voter shall have one vote regardless of the number of children enrolled in the school and of the basis of eligibility.

SECTION 4. NOTICE. Whenever notice to eligible voters is given or required to be given under these Bylaws, such notice shall be sufficient if given by the school's normal means of communicating with all parents and staff, and the school shall have no obligation to separately notify parents or staff who, through no action of the school, lack access to such means of communication.

SECTION 5. NEW BOD MEMBER ORIENTATION. Newly elected or appointed BOD members shall be trained in a manner to be determined by the Chairman and the Secretary. Such training shall include, at minimum, provision of a copy of the Policies Manual, an introduction to the school's records, including the minute books, and an explanation of the obligations of BOD membership.

### ARTICLE IV MEETING OF THE BOD

SECTION 1. REGULAR MEETINGS. Regular meetings of the BOD will be held not less than once a month at a time and place to be set by the BOD not later than at the previous regular meeting.

SECTION 2. SPECIAL MEETINGS. Special meetings of the BOD may be called by the Chairman and any other member, or by any four members. Notice of any special meeting shall be given to each BOD member and to the school community not less than 24 hours prior to such meeting.

SECTION 3. QUORUM. Four BOD members shall constitute a quorum for the transaction of business at any meeting.

SECTION 4. MANNER OF ACTING. Except as otherwise required by law, the Charter School Application, the Charter School Contract or by these Bylaws, the act of four of the members of the BOD present at a meeting at which a quorum is present shall be the act of the BOD. It is critical to good governance of the school that every member be present to vote and express opinions at every meeting of the

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BOD. A member's failure to attend three consecutive regular meetings of the BOD, unless the BOD shall approve additional absences or unless the absences are due to temporary mental or physical disability or illness shall be good cause for removal from the BOD.

SECTION 5. AGENDA. A written agenda for every regular or special meeting of the BOD shall be prepared by the Chairman and posted with or included in every public notice of the meeting. Any matter requested by any BOD member for inclusion shall be included in the agenda. At its regular August meeting, the BOD shall adopt a BOD calendar for the succeeding twelve regular meetings. The calendar will constitute a partial list of agenda items for those meetings that may not be modified except by vote of the BOD. The time allotted to calendar items and all other matters involving agendas shall be determined in accordance to the above agenda requirements in this section.

SECTION 6. PUBLIC COMMENT. Members of the public may be given a limited amount of time at the beginning of every BOD meeting for public comment. In addition, members of the public present at any BOD meeting shall be invited to comment on every proposed action on which, after a motion is pending, every BOD member wishing to comment has commented. At the BOD's discretion, public comment may also be invited with respect to any matter affecting the school. Under the Bylaws, Article IV, Sections 5 and 6, and Article V, Section 4, the Chairman may, or at the request of any BOD member shall, include in the agenda of every regular or special meeting of the BOD a time for public comment; and if no such time is included in the agenda, the BOD may invite public comment at its discretion. With respect to any proposed action, public comment must be permitted if any BOD member has commented. The following rules will govern public comment at the BOD meetings:

1. During public comment periods included in a meeting's agenda, comment will be permitted from the floor, and from BOD members, in the order requested by the raising of hands.
2. When a motion is pending:
  - a. Any BOD member desiring to speak at any time shall be given priority over members of the public.
  - b. Public comment will be ruled out of order and terminated immediately unless it relates directly to the proposed action and is reasonably calculated to influence the BOD's vote on the pending motion. At the discretion of the Chairman, one warning may be given before termination of the right to speak.
3. When public comment is invited by the BOD other than during public comment periods included in a meeting's agenda, unless the BOD directs otherwise, the Chairman shall set the rules under which public comment will be received.
4. Any member of the public desiring greater opportunity for comment than is permitted at a BOD meeting shall be invited to (1) submit comments to the BOD in writing, and (2) request that a member of the BOD place the item on the agenda of a regular meeting. No BOD member shall be required to comply with any such request.

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These rules will be applied by the Chairman at all meetings unless the BOD prescribes otherwise.

SECTION 7. VOTING PROCEDURE. All votes shall be by roll call and shall be recorded except in matter of routine business in which case the Chairman may query the BOD for any objections to the motion or resolution and hearing none may declare the resolution as passed.

### ARTICLE V OFFICERS OF THE GOVERNING BOARD

SECTION 1. OFFICERS. The Officers of the BOD shall be Chairman, Vice Chairman, Secretary and Treasurer.

SECTION 2. ELECTION AND TERM. Officers shall be elected annually at the regular August meeting of the BOD. Officers shall serve until their successors are elected and qualified or until their earlier deaths, resignations or removal.

SECTION 3. VACANCIES. Any vacancy among the Officers shall be filled by the BOD. An officer appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office.

SECTION 4. CHAIRMAN. The Chairman shall prepare the agenda and preside at all the meetings of the BOD, and shall perform such other duties as may from time to time be assigned by the BOD.

SECTION 5. VICE CHAIRMAN. The Vice Chairman shall have all the powers and perform all the duties of the Chairman in the absence or disability of the Chairman. The Vice Chairman shall perform such other duties as may from time to time be assigned by the BOD.

SECTION 6. SECRETARY. The Secretary shall keep minutes of all meetings of the BOD. The Secretary shall attend the meetings of the BOD and shall act as clerk thereof and record all the acts and votes and the minutes of all proceedings in one or more books to be kept for that purpose. The Secretary shall see that all notices are duly given in accordance with these Bylaws or as required by law and shall perform such other duties as may from time to time be assigned by the BOD. In the absence of the Secretary, the Chairman of the BOD may direct the Secretary's duties be performed by any other person.

SECTION 7. TREASURER. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the school from any source whatsoever, and deposit all such monies in the name of the school in such banks, trust companies or other depositories as shall be selected by the BOD; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the BOD. The Treasurer shall serve as chairman of the school's Financial Advisory Committee (ref. Article VI, Section 3.) If required by

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the BOD, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the BOD shall determine. The Treasurer may delegate the execution of these duties to the Headmaster and Business Manager of the school but retains oversight and responsibility for the same.

SECTION 8. RESIGNATION AND REMOVAL. Any Officer may resign at any time by giving written notice to the Chairman or Secretary of the BOD. Such resignation shall take effect at the time specified therein and, unless otherwise stated therein, the acceptance of such resignation shall not be necessary to make it effective. Any Officer may be removed at any time, with or without cause, by an affirmative vote of the BOD.

### ARTICLE VI ADVISORY COMMITTEES

SECTION 1. SCHOOL ACCOUNTABILITY ADVISORY COMMITTEE. The School Accountability Advisory Committee, (a.k.a. - School Improvement Team - SIT) is established as a standing committee to advance the educational program of the school. The SIT shall conduct itself at all times so as to fulfill the requirements of federal and state laws, rules and regulations, the Charter School Application, the Charter School Contract, school policies, and Poudre School District policies and procedures.

Section 2. ACADEMIC ADVISORY COMMITTEE. The Academic Advisory Committee (AAC) is established as a standing committee to advise the BOD of Directors on matters of curriculum and the school's academic program. The AAC shall conduct itself at all times so as to fulfill the requirements of federal and state laws, rules, and regulations, the Charter Application, the Charter contract, school policies, and applicable Poudre School District policies.

Section 3. FINANCIAL ADVISORY COMMITTEE. The Financial Advisory Committee (FAC) is established as a standing committee to advise the BOD on financial matters and business operations of the school. The FAC shall conduct itself at all times so as to fulfill the requirements of federal and state laws, rules and regulations, the Charter Application, the Charter Contract, school policies, and applicable Poudre School District policies.

### ARTICLE VII HEADMASTER

The Headmaster shall serve as Chief Executive Officer and chief administrator for the day-to-day operation of the school as well as the school's personnel administrator, and shall perform such other services and duties as shall be assigned by the BOD. The Headmaster shall have the authority both to offer and to terminate employment, subject to prior BOD review of all termination decisions and of annual teacher retention decisions. Except as otherwise provided in these Bylaws or by resolution of the BOD, the Headmaster shall have the authority to act for the school in any matter and the action of the Headmaster shall be the action of the school. If such

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action sets or implies policy, it must be ratified at the next regularly scheduled meeting of the BOD. The Headmaster shall attend all meetings of the BOD except as otherwise directed by the BOD, but shall not be entitled to vote. The Headmaster shall be appointed by the BOD, shall account to and serve at the direction of the BOD, and may be removed at any time, with or without cause, by an affirmative vote of the BOD. The BOD shall vote annually, no later than at its first May meeting, on whether to retain or remove the Headmaster for the succeeding school year.

### **ARTICLE VIII POLICIES MANUAL**

Liberty Common School policies, as adopted by the BOD from time to time, shall be recorded and maintained by the Secretary of the BOD, with the assistance of office staff, in a book separate from the minutes of the meeting at which they are adopted. The book shall be known as the "Liberty Common School Policies Manual" ("Policies Manual"). The Policies Manual shall have a current table of contents listing, in a logical order designed by the Secretary or the BOD to make the contents accessible, every policy contained therein. A current copy of the Policies Manual shall be maintained in the school office at all times and shall be a public document subject to inspection during regular school hours. Each BOD member will be supplied with a current copy, and with updated material as adopted, and it shall thereafter be the member's responsibility to maintain a current copy. Every action of the BOD that will result in any change to the Policies Manual shall be identified as such prior to the BOD's vote thereon. If an action already taken by the BOD is thereafter proposed for inclusion in the Policies Manual, a separate vote shall be taken for that purpose.

### **ARTICLE IX BOOKS AND RECORDS**

The school shall keep records as required by law, shall keep minutes of the proceedings of the BOD as required by law, and shall keep at its principal office a record of the names and addresses of the members of the BOD. To the extent required or permitted by law, all records of the school shall be public documents and shall be open to public inspection upon reasonable request. However, student records, personnel records and any other record protected under privacy laws are excluded.

### **ARTICLE X CONSTRUCTION**

The masculine gender, where appearing in these Bylaws, shall include the feminine gender and the singular shall include the plural unless the context clearly indicates to the contrary.

### **ARTICLE XI PROCEDURE TO AMEND THE BYLAWS**

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These Bylaws may be amended, altered or repealed and new Bylaws adopted, following the distribution of the proposed changes to all eligible voters by the school's normal means of communicating with all parents and staff not later than three days before the regular BOD meeting at which the vote occurs, upon the affirmative vote of the BOD. No amendment which conflicts with federal or state statutes, rules and regulations, School District Policies, the Charter School Application or the Charter School Contract will be effective unless a waiver has been granted under the Charter School Contract or an amendatory contract is agreed upon and signed by the BOD and the School District Board of Education, and such amendment is harmonious with federal and state law.

**ARTICLE XII  
VIOLATION OF BYLAWS**

Except as otherwise provided by law, any action taken in violation of these Bylaws shall be invalid and void ab initio, except that if the action is ratified in accordance with these Bylaws within ten days after notice of the violation is communicated to the Chairman of the BOD, the action shall be deemed to have been valid as of the date on which it was taken.

**ARTICLE XIII  
REPEAL OF PRIOR BYLAWS**

All Bylaws of the school, and amendments thereto, other than the foregoing are hereby repealed.

**CERTIFICATE**

I hereby certify that the foregoing Bylaws, consisting of 11 pages including this page, constitute the Bylaws of Liberty Common School, adopted by the Board of Directors thereof as of November 18, 2004.

\_\_\_\_\_  
Maureen Schaffer, Chairman

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Jim Pullin, Vice Chairman

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Mary Pineda, Treasurer

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Craig Horton, Secretary

\_\_\_\_\_  
Mark Sutherlin, BOD Member

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Mark Woodbury, BOD Member

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Rob Lanciotti, BOD Member