

Clarification on Proposed Amendments to Bylaws

Requiring 15% of community to initiate community actions

The bylaws were written when Stargate was a much smaller school. There are many members (about 2100 eligible for elections), and two member groups (parents and staff). Significant action by members should be supported by a significant number of members and not have the potential to be dominated by one single class of members.

This issue was discussed at the March work session in which board members, legal counsel, community members, and administrators were present. While a higher threshold was initially proposed, the work session group decided that 15% was appropriate.

Defining SAC membership within the SAC charter instead of in the bylaws

Please see the [Board Communication](#) sent April 19th regarding SAC composition and voting. SAC membership will be defined in the [SAC Charter](#), where it also has previously been defined. Not being in two places reduces the risk of creating conflicting language. Also, it can be modified without going to a vote of the members (which is very cumbersome), if need be, particularly if they cannot find individuals to serve, which has happened. The law does not require voting, and Stargate is currently among the minority of schools who currently require SAC members to be elected.

Who can call Board meetings

Members do not run Board meetings. They have a means to place an item on the Board agenda and to speak in public comment. Members have an ability to call a special members meeting (see new section 4.2) and vote on certain matters, including a petition to recall. There is no practical reason for members to call a Board meeting.

Response to member petitions

The response time was increased from 5 to 10 days to allow the Board more time to respond.

When and how can the Board alter its composition

Please see the [Board Communication](#) sent April 19th for further explanation on the changes to Board composition.

The Board can decrease from the current amount upon a vote of the majority; however there can never be less than five directors and there must always be a majority of parent directors. If it reduces in size, it would be done prospectively and would never shorten a director's term.

Please note that a Parent Director cannot convert their seat to an Independent seat. The proposed changes allow for a vacant Independent Director position to be converted to a Parent Director position through a Board Resolution (see Section 5.3.2). The Parent Director would need to be elected, as required by the Bylaws. Any Independent Director seat is appointed according to Section 5.3.2. If the Board has more than 5 Parent Director seats (due to conversion of an Independent Director seat), the Board, by resolution, could vote to convert that back to an Independent Director seat and appoint an Independent Director according to 5.3.2.

Community input for topics of discussion at board meetings

Any item for Board vote is posted in an agenda and includes discussion. A section for public comment is required at each business meeting where votes take place.

Guardrails in place

Protections for community members include an opportunity for discussion and public comment at noticed meetings. There is also a recall petition mechanism in the Bylaws.

Board size and scaling with school size

The proposed amendment is a very typical provision for both nonprofit and for profit bylaws, including charter schools. It allows flexibility for the board to increase Board size to address workload problems or decrease if they cannot consistently fill open spots, without having to go to a member vote to change the Bylaws (which is a very time consuming process) when the Board has important work to do for the School. The proposed number of Board Directors is aligned with several schools of similar size. Board responsibilities do not grow in lock-step with student growth.

Schedule for elections

A predictable, noticed schedule and details for elections will be published in the Election Policy at least 60 days prior to an election. The Election Policy is reviewed regularly, is posted to the website, and adjustments are only be made as needed.

Section 5.3.7: Parent Directors shall be elected by Parent Members and Staff Members as per the election policy established and modified from time to time by the Board. The candidate(s) receiving the greatest number of votes is deemed elected. Cumulative voting is prohibited.

The voting method(s), qualifications for Directors, nomination method (for elections), and timing will be set forth in an election policy adopted by resolution of the Board. The election policy shall be posted on the School's website, and shall be published at least annually and announced to all Members at least sixty days prior to any election. Elections shall be conducted in accordance with the election policy. The Parent Directors elected by the Members in accordance with this paragraph will serve their respective terms beginning with the first meeting of the Board held after the election.

Annual readouts

Section 4.2.1 Annual Meeting: The Board shall provide by resolution for a regular membership meeting at least annually for the purpose of electing Board members if not done by a separate ballot or electronic voting, and for receiving a report from the Board and committees and other information exchange, and transacting other business as may properly come before the Members.

Section 5.5.1: In addition to the Regular Meetings, the Board shall also provide an annual update of the strategic goals for Stargate. The annual update shall be posted to the School website within ten days of dissemination. The Board of Directors, in conjunction with the School Accountability Committee, shall, upon at least twenty days' prior notice to Members, also choose to hold a 'State of the School' presentation, which may cover such matters as survey results, financial status, fundraising, and progress on educational goals. Any such presentation information, if different than the information contained in the annual update, shall be posted on the School website. Any 'State of the School' presentation may be done at the annual Member meeting.

Meetings are not the only method of communication. The Board provides data reports on its data dashboard, along with information on the Strategic Plan. Updates are also provided in monthly emails following Board meetings.

Meeting notice to members

ALL Board meetings still must comply with posting notice to all under Open Meetings Law. The meeting notice in the Bylaws is standard language for Boards, so they may set an annual calendar and policy, e.g. monthly meetings on 2nd Wednesday, and need not give Board Directors notice of only those meetings scheduled in that manner (see section 5.7, which specifies notice of meetings to Board Directors and relates to the highlighted portion of the text below). All other regular and special meetings will be noticed as provided in the Bylaws.

Section 5.4 Regular Meetings: Regular meetings of the Board shall be held at least eight times a year at the School, as determined and scheduled from time to time by the Board. Regularly scheduled meetings as established by a Board-adopted calendar shall require **no other notice to Directors**. Meetings are open to the public and shall include a minimum of fifteen minutes dedicated to open microphone to allow for public comment, in accordance with established policies and procedures adopted by the Board for the same. Notice of all meetings shall be posted on the School website, or any other manner as School policy mandates and in compliance with the Open Meetings Law. After approval, minutes of Board meetings shall be posted on the website within ten days.

Section 5.5 Special Meetings: Special meetings of the Board may be called by the President or any two Directors. A notice of any special meeting of the Board will be posted on the School website in the same manner as regular meetings, but such notice shall specify the agenda items for such special meeting.

Number of bylaw sections for community vote *increased*

A few items were deleted that fundamentally do not impact member rights.

Removed (6):

5.1.2

5.4

5.9

5.12.2

5.13

5.15.8

Added (9):

4.2.1

4.2.2

4.2.3

4.3.1

4.3.2

4.3.3

4.3.4

4.3.5

4.3.6

Removal of “identified” to address accepted, but not yet formally identified, students

Incoming students *qualify* for admission but may not yet be formally *identified* (i.e. kindergartners are not formally identified).

The original mission and purpose was created many years ago, and laws have changed. The obligation of a public school is to serve all gifted students whether identified or not and to implement processes for early identification. This acknowledges the school’s vision to serve all gifted and talented students.