Academy of Collaborative Education

Board Meeting

Published on March 17, 2025 at 6:55 PM CDT

Date and Time

Wednesday March 19, 2025 at 3:30 PM CDT

Location

Academy of Collaborative Education
505 Glenmar Avenue
Monroe, LA 71201

Amy Marcus is inviting you to a scheduled Zoom meeting.
Topic: ACE Board Meeting
Time: This is a recurring meeting Meet anytime
Join Zoom Meeting
https://us06web.zoom.us/j/86737566368
Meeting ID: 867 3756 6368

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• +1 564 217 2000 US
• +1 669 444 9171 US
• +1 689 278 1000 US
Meeting ID: 867 3756 6368
Find your local number: https://us06web.zoom.us/u/ksFZV05P9

Pursuant to Louisiana Open Meetings Law - La. R.S. 42:19, notice is hereby given to the members of the Board of Directors of Academy of Collaborative Education and to the general public that the Board will hold a regular, special, or re-scheduled meeting, open to the public as specified below. To ensure compliance with the Open Meeting Law, recipients of this message should not forward it to other Board members, and Board members should not reply to this message.

In accordance with La. R.S. 42:17.2, this board meeting will be held virtually. Members of the public can access it to the link referenced on the website. Anchor location for the meeting will be the school, Academy for Collaborative Education, 505 Glenmar Ave, Monroe, LA 71201.

Agenda

		Purpose	Presenter	Time
I.	**Opening Items**			**3:30 PM**
A.	Record Attendance President requests Secretary record attendance of board members and guest participants.		Holly Allen	2 m
B.	Call the Meeting to Order President, or President's designated officer, calls meeting to order.		Kara Maggorie	1 m
C.	Approve Minutes	Approve Minutes		1 m

		Purpose	Presenter	Time
D.	Approval of March Meeting Agenda	Vote	Kara Maggorie	1 m

Approval of March Meeting Agenda as presented.

II. Reports — 3:35 PM

A.	Executive Director Report	FYI	Joellen Freeman	10 m

Executive Director reports on the organization's performance, strategic progress, financial health, and any significant risks or opportunities.

B.	Committee Reports	Discuss	Kara Maggorie	30 m

Board committees report on any critical business related to their committee, including any proposed action items to be voted on by the full board. Committees will report in the following order:

- Governance
  - Amend bylaws related to operating committees
  - Seconded Amended and Restated Bylaws
  - Resolution on contract signing authority
  - Resolution to require background checks for all board members regardless of founding status
- Finance
- Facilities
- Academic Excellence

III. Action Items — 4:15 PM

A.	Ratification of formation of Board Committees	Vote	Kara Maggorie	5 m

Ratification of formation of Board Committees on executive, governance, finance, academic excellence, and facilities, effective as of June 8, 2024.

B.	Approval of Seconded Amended and Restated Bylaws	Vote	Kara Maggorie	5 m

Approval of Seconded Amended and Restated Bylaws as presented.

C.	Resolution regarding Contract Signature Authority	Vote	Kara Maggorie	5 m

Approval of Resolution regarding Contract Signature Authority as presented

		Purpose	Presenter	Time
	D. Approval of Resolution regarding Board Member Background Checks	Vote	Kara Maggorie	5 m
	Approval of Resolution regarding Board Member Background Checks as presented.			
	E. Approval of Davy Mize as Board Member	Vote	Amy Marcus	5 m
	Approve Davy Mize (resume attached) as an ACE board member.			
IV.	**Other/Old Business**			**4:40 PM**
	A. Upcoming: April Board Meetings	FYI	Amy Marcus	1 m
	Next meeting of the board will be held on April 16, 2025 at 3:30pm. Recurring committee dates are posted on the website and will be updated, if necessary, by the end of this month.			
	B. Annual Meeting/Retreat Schedulding	FYI	Kara Maggiore	1 m
	Reminder to board members to respond to the scheduling survey sent re: Annual Board Retreat.			
V.	**Closing Items**			**4:42 PM**
	A. Adjourn Meeting	Vote	Kara Maggorie	1 m

In accordance with the Americans with Disabilities Act, if you need special assistance at a public meeting of Academy of Collaborative Education, please contact Joellen Freeman at jcfreeman@aceforasd.orgdescribing the assistance that is necessary.

Coversheet

Committee Reports

Section: II. Reports
Item: B. Committee Reports
Purpose: Discuss
Submitted by:
Related Material:
4918-4892-2666 v.1 ACE - Resolution - board member background checks (1).docx
4896-4023-8377 v.1 Academy of Collaborative Education--Second Amended and Restated Bylaws - BD redline 3.14.25.docx
4901-1599-2104 v.1 ACE - Resolution - contract authority.docx

RESOLUTION OF THE BOARD OF DIRECTORS OF ACADEMY OF COLLABORATIVE EDUCATION

WHEREAS, the Board of Directors (the "**Board**") of Academy of Collaborative Education, a Louisiana nonprofit corporation ("**ACE**") desires to adopt a Board member criminal history review policy to conform with its obligations and duties under Louisiana law, Louisiana Board of Elementary and Secondary Education ("**BESE**") Bulletin 126, and ACE's charter agreement;

NOW THEREFORE, BE IT RESOLVED, that the Board of ACE hereby declares that the following resolutions are hereby consented to, approved of and adopted at a meeting of the Board of Directors duly called and held, in compliance with the Louisiana Open Meetings Law, on the 19th day of March, 2025 for the purpose of acting upon proposals to adopt the following resolutions;

BE IT RESOLVED, that ACE shall adopt the following Board Member Criminal History Review Policy:

Academy of Collaborative Education
Board Member Criminal History Review Policy

All ACE Board members must have completed a criminal history review conducted through the Louisiana Department of Public Safety and Corrections, Office of State Police, Bureau of Criminal Identification. The criminal history review shall include a fingerprint check and simultaneous FBI check. The cost of the criminal history review shall be paid by ACE.

A prospective ACE Board member's criminal history review shall be completed and submitted to ACE prior to the individual joining the Board.

Any current ACE Board member who has not completed a criminal history review must do so within sixty (60) days of the effective date of this policy. Such an individual should attend school and Board events virtually until the criminal history review is completed and submitted to ACE.

No person who has been convicted of or has pleaded *nolo contendre* to a crime listed in La. R.S. 15:587.1(C) shall serve as a Board member of ACE unless approved in writing by a district judge and the district attorney of the parish.

Any person who is serving as a Board member of ACE and who is convicted of or has pleaded *nolo contendre* to a crime listed in La. R.S. 15:587.1(C) during their Board term shall self-report their conviction or their plea of *nolo contendre* to the Board as soon as practicable, and shall resign from the Board.

ACE shall adhere to all policies and procedures adopted by BESE concerning criminal history reviews applicable to charter school board members and other individuals associated with the charter school who have direct supervisory or disciplinary authority over school children.

CERTIFICATE

I, Holly Allen, Secretary of Academy of Collaborative Education, do certify the above to be a true and correct copy of resolution adopted by the Board of Directors of Academy of Collaborative Education at a meeting held on March 19, 2025, and that the same have not been revoked or rescinded.

WITNESS my signature this _____ day of _______________, 2025.

____
Secretary

~~FIRST~~ SECOND AMENDED AND RESTATED BY-LAWS

ACADEMY OF COLLABORATIVE EDUCATION
A Louisiana Not-for-Profit Corporation
Approved ___________

Table of Contents

ARTICLE I
PROVISIONS

Section 1.1. Authority to Adopt
These ~~First~~ Second Amended and Restated By-Laws have been adopted pursuant to authority evidenced by the Articles of Incorporation issued by the State of Louisiana.

Section 1.2. Name
This Corporation is **ACADEMY OF COLLABORATIVE EDUCATION (ACE)**.

Section 1.3. Offices
The principal office of this Corporation shall be initially located in Monroe, Louisiana. The Corporation may also have offices at such other places as the Board of Directors of the Corporation may, from time to time, appoint for the purposes of the Corporation may require.

Section 1. 4. Purpose
This Corporation is organized and operated exclusively for educational and charitable purposes. It is not organized for profit, nor shall any of its net earnings inure whole or in part to the benefit of private stockholders, members, or individuals. Specifically, this Corporation is organized to establish and operate one or more charter schools.

Section 1.5. Prohibited
No substantial part of the activities of this Corporation shall attempt to influence legislation by propaganda or otherwise, nor participate in any political campaign on behalf of any candidates for public office.

ARTICLE II
ORGANIZATION

Section 2.1. Statement of Purposes
The purpose of this Corporation, as expressed in its Articles of Incorporation, shall be to operate a Louisiana public charter school and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for such purposes, either directly or by contributions to other educational organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and the Regulations issued pursuant thereto (the “Code”), as they know exist or as they may hereafter be amended.

Section 2.2. Dissolution
In the event of the dissolution of the Corporation, the Board of Directors (“Board”) shall, after paying or making provision for the payment of all of the liabilities of the Corporation and after disposing of all remaining assets according to the application of Louisiana law, shall dispose of all of the remaining assets of the Corporation, exclusively for the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization

or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the parish where the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III
MEMBERSHIP

Section 3.1. Members
This Corporation is a non-profit, non-stock corporation.

ARTICLE IV
BOARD OF DIRECTORS

Section 4.1. Management
All powers of this corporation shall be exercised by and under the authority of the Board, and the Corporation's property, business, and affairs shall be managed under the Board's direction. Except as expressly set forth to the contrary herein, the Board may not take any action except upon the approval by the affirmative vote of a majority of the Board present at a meeting at which a quorum is present.

Section 4.2. Number of Directors
The Board shall consist of no less than seven (7) and no more than nine (9) members, and it shall have three (3) classes of members; Class 1 Members shall be appointed by the Board, and at least one Class 2 member shall be nominated by the Parent Volunteer Organization with children/grandchildren enrolled in the charter school and final appointment shall be made by Class 1 members of the Board. The Class 3 member shall be a legacy board member, meaning the surviving spouse of Madelyn Cannon (the founding board member of ACE) or a descendant of the surviving spouse and Madelyn Cannon ("Class 3 Director"). The number of Directors (regardless of Class-type) may be fixed, and increased or decreased, by resolution adopted by a majority of the Board of Directors, but at no point shall the number of Directors be less than seven (7) members. Each Director, regardless of the Class-type, is entitled to one (1) vote when transacting any business on behalf of the Corporation.

Section 4.3. Nomination of Directors
At least one month before a regular meeting, the Board may appoint a nomination committee to consist of at least two (2) Board members. The nomination committee will compile and submit to the Board a slate of candidates for the Directorships and offices to be filled at the upcoming meeting. These submissions shall be deemed to be nominations of each person named. Class 2 members shall be nominated by parents/grandparents involved in the Parent Volunteer Organization with children/grandchildren enrolled in the school and voted upon by the Board. The members of the Board shall accept the nomination and election of the parents/grandparents for

Class 2 Board members unless the Board's appointment of a Class 1 member selected by such method shall cause a breach of any lawful requirement of the charter school. There shall be at most three (3) Class 2 members of the Board of Directors. The Class 3 member seat shall be reserved for the surviving spouse of Madelyn Cannon (the founding board member of ACE) or a descendant of the surviving spouse and Madelyn Cannon.

Section 4.4. Election of Directors

The Board shall elect Directors by a majority vote of the Board at any regular or special meeting where a quorum is present. The Class 3 Director will be elected to the Board of Directors as of the date of these Second~~First~~ Amended Bylaws.

Section 4.5. Limits of Term

Class 1 and Class 2 Directors shall serve three (3) year terms and shall be up for re-election every three years. At each subsequent annual meeting of the Board, the Members shall elect Directors to serve a term of three (3) years beginning at the adjournment of that annual meeting and continuing through the expiration of their respective terms or until their successors have been elected and qualified. There is no limit to the number of terms to which a Member can be reelected as a Director.

The Class 3 Director's term shall be for a period of five (5) years, and the Class 3 Director shall be re-elected to the seat until and unless the Class 3 Director resigns from the Board in accordance with Section 4.7. The Class 3 Director will be re-elected to the seat every five (5) years.

Section 4.6. Vacancies

Vacancies occurring during the term of an elected Directorship, however caused, shall be filled as soon as practicable by election in accordance with Section 4.4 hereinabove. A Director elected to fill a vacancy shall hold office for the remainder of his predecessor's term. A vacancy in the Class 3 Director seat shall not be filled, and shall remain empty, if the Class 3 Director resigns from the Board in accordance with Section 4.7.

Section 4.7. Resignation or Removal of Directors

A Director of the Corporation may resign at any time by tendering his or her resignation in writing to the Chairman or Secretary, whose resignation shall become effective upon the date specified therein, or if no date is determined, upon receipt by the Corporation at its principal place of business. Acceptance of such resignation shall not be necessary to make it effective. The Board, by a majority vote, may remove, with or without cause, any Director (other than the Class 3 Director) and precisely, but not by way of limitation, may terminate any Director from the Board (other than the Class 3 Director) for failing to attend one-quarter of the total Board meetings during one of their term years. The Class 3 Director shall not be removed by the Board, and may only resign from the Board by tendering his resignation in writing to the Chairman or Secretary of the Corporation.

Section 4.8. Compensation of Directors
Directors will not receive compensation for services other than reimbursement of actual expenses incurred while fulfilling duties as a Board Director.

Section 4.9. Place of Meetings.
The Directors of the Corporation shall hold all meetings at locations in compliance with the Louisiana Open Meetings Laws.

Section 4.10. Annual Meetings of the Board
The annual meeting of the Board shall be held in July.

Section 4.11. Special Meetings
Special meetings of the Board may be called at any time by the Chairman of the Corporation. Notice shall be given in compliance with the Louisiana Open Meetings Laws. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. The notice shall set forth the time, place, and purpose. The business to be transacted at any special meeting shall be limited to those items outlined in the notice or waiver thereof.

Section 4.12. Regular Meetings
Regular meetings of the Board shall be held in compliance with the Louisiana Open Meetings Laws.

Section 4.13. Quorum and Action of the Board
A majority of Directors must be present in person to constitute a quorum for the transaction of business at such meeting. Except as expressly set forth to the contrary herein, the Board may not take any action except upon the approval by the affirmative vote of a majority of the Board present at a meeting at which a quorum is present.

Section 4.14. General Powers of the Board
In addition to the powers and authorities expressly conferred upon them by these Bylaws, the Board of Directors may exercise all such powers of the Corporation and do all such lawful acts and things as are not prohibited by law or by the Articles of Incorporation or by these Bylaws.

Section 4.15. Duties of the Board of Directors

A. Establish and approve all policies that implement the objectives of the Corporation.
B. Hold the organization accountable to its charter and federal, state, and local laws.
C. Setting long-range organizational goals and developing strategic plans to meet them.
D. Review, approve, and submit the school's operational budget and annual report to the State.
E. Approve the selection of a certified public accountant to perform an independent annual audit of the funds of the Corporation.
F. Hire and evaluate the Executive Director.

G. Review, negotiate, and approve major contracts on behalf of the school.
H. Provide expertise and professional advice in areas such as law, accounting, business, finance, marketing, publicity, and educational programming.
I. Fundraise for capital and operating expenses, as well as soliciting in-kind contributions.
J. Promote the school in the local community and to the critical stakeholders involved.
K. Recruit and elect new Board members if a seat becomes vacant or the need is recognized for additional expertise.
L. Ensure that the Corporation carries out the fiduciary responsibilities of a not-for-profit, tax-exempt recipient of funds to accomplish the objectives of the Corporation provided in these laws.
M. Consider and act on any matter presented by a Director.

ARTICLE V
OFFICERS

Section 5.1. Number
The Governing Board may have a Chairman, Vice Chairman, Secretary, and Treasurer, each of whom shall be elected by the Board. Such other officers and assistant officers, as deemed necessary, may be elected or appointed by the Board. The same person may hold any two (2) or more offices. The failure to elect an officer shall not affect the existence of the Corporation. The Executive Director, if appointed, shall serve as the Chief Executive Officer.

Section 5.2. Election and Term of Office
All officers of the Governing Board shall be elected by a vote of the Board as outlined in Section 4.5. hereinabove at the annual meeting of the Board. A duly elected officer shall hold office for a term of one year, commencing July 31st, and until their earlier death, resignation, or removal. All Directors shall hold office until their successors are chosen and qualified.

Section 5.3. Vacancies
A vacancy in any office because of death, resignation, removal, disqualification, or otherwise (including removal in the event an officer is not reelected during his term in office) shall be filled by an election by the Board as outlined in Section 4.4 for the remaining unexpired term of such office.

Section 5.4. Resignation or Removal of Officers
An officer of the Corporation may resign at any time by tendering his resignation in writing to the Chairman or the Secretary. Resignations shall become effective upon the date specified therein or, if no date is determined, upon receipt by the Corporation. An officer of the Corporation may be removed at any time, with or without cause, at any Board meeting by a majority vote as set forth in Section 4.4 hereinabove.

Section 5.5. Chairman
The Chairman shall preside at all meetings of the Directors and, by virtue of the office, be a member of all committees.

Section 5.6. Vice-Chairman
The Vice-Chairman shall act in the place and stead of the Chairman in the event of the Chairman's absence, inability, or refusal to work, and shall exercise and discharge such other duties as the Board may require.

Section 5.7. Secretary
The Secretary shall keep or cause to be kept of all the records of the Corporation, record or cause to be recorded the minutes of the meetings of the Board, send out or cause to be sent out all notices of the meeting of the Board, and all Committees, attest to the seal of the Corporation where necessary or required, and keep or cause to be kept a register of the names and addresses of each Trustee. The Secretary shall perform such other duties as may be prescribed by the Board.

Section 5.8. Treasurer
The Treasurer shall insure or cause to be certified that a true and accurate accounting of the Corporation's financial transactions is made and that such accounting is presented to and made available to the Board. The Treasurer shall perform such other duties as may be prescribed by the Board.

Section 5.9. Executive Director
The Executive Director shall be nominated by the Directors and elected by them. The Executive Director shall serve as an ex-officio member on the Board of Directors and all committees appointed by the Directors and shall have direction and management of the Corporation's business and affairs. With the advice and consent of the Board of Directors, the Executive Director shall formulate and implement policy matters and perform such duties as may be assigned by the Board of Directors.

The Executive Director shall have the authority and power to purchase and contract on behalf of the Corporation on all matters deemed needful and convenient for the Corporation, as provided for and approved by the Board, with the exception of real property. The Executive Director shall be responsible to the Board of Directors and report to them regularly. If the Executive Director's position is unfilled for any reason, then the Chairman shall act in the place of the Executive Director until the Board shall nominate and appoint an Executive Director.

Section 5.10. Other Officers
Other officers elected by the Board shall have such duties and responsibilities as the Board deems advisable.

Section 5.11. Salaries
Officers shall receive no compensation other than reimbursement of actual expenses incurred while fulfilling duties as officers of the Corporation.

ARTICLE VI
COMMITTEES OF THE BOARD

Section 6.1. Committees of the Board
The Board shall establish an Executive, Governance, Finance, Academic Excellence, and Facilities Committee, The Board may, by resolution, establish additional standing committees and special committees of the Board. Unless otherwise specified by resolution of the Board or these By-Laws, the Chairman shall annually appoint the members, and the chairman of the standing committees shall fill vacancies on any standing committee. Appointments by the Chairman shall be made at the annual meeting of the Board. In addition, the Chairman may, if so authorized by the Board, appoint members and chairman of such special committees as the Board may create, which members and chairperson may include persons who are not members of the Board. The Board must approve all committee appointments and chairperson appointments.

Section 6.2. Standing Committees
Standing committees may be created by resolution of the Board. The purpose, duties, number of members, and reporting requirements of each committee shall be specified in the resolution creating the committee.

Section 6.3. Special Committees
Special committees may be created by resolution of the Board. The purpose, duties, number of members, and reporting requirements of each special committee shall be specified in the resolution creating the committee.

Section 6.4. Committee Members' Term of Office
Unless otherwise specified by resolution of the Board, members of each committee shall continue in office until the next annual meeting of the Board and until their successors are appointed, unless the committee of which they are members shall be sooner terminated by resolution of the Board or until their earlier death, resignation, or removal as committee members.

Section 6.5. Committee Meetings
Meetings of any committee may be called by the chairperson of such committee or upon the written request of one-third (⅓) of the committee members. Committees shall hold all committee meetings at locations in compliance with the Louisiana Open Meetings Laws, and notice shall be given in accordance with Louisiana Open Meetings Laws. Unless otherwise provided in these By-Laws, a majority of the members of any committee shall constitute a quorum for the transaction of business. After a quorum has been established at a committee meeting, the subsequent withdrawal of committee members from the meeting to reduce the number of committee members present to fewer than the number required for a quorum shall not affect the validity of any action taken at the meeting. Each committee shall keep minutes of its meetings and report to the Board as necessary with recommendations.

Section 6.6. Resignation or Removal of Committee Members

A committee member may resign at any time by tendering his resignation in writing to the Chairman of the Board. The Board, by a majority vote, may remove, with or without cause, any member from a committee and precisely, but not by limitation, may remove any member from a committee for failing to attend three (3) consecutive committee meetings.

ARTICLE VII
INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 7.1. Indemnification
The Corporation shall indemnify to the fullest extent permitted by law each of its officers, Directors, whether or not then in office (and his executor, administrator, and/or heirs) or any person who may have served at its request as a Director or officer, against all reasonable expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and necessarily incurred by him or her in connection with any threatened, pending or completed action, suit, proceeding, or arbitration, whether civil or criminal, administrative or investigative (including any appeal thereof), to which he or she is or is threatened to be made a party because he or she is or was a Director, officer, employee or agent of this Corporation. He or she shall have no right to reimbursement concerning matters in which he or she has begun to be adjudged liable to the Corporation for gross negligence or willful misconduct in performing his or her duties to the Corporation. The preceding right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, officer, employee, or agent may be entitled.

Section 7.2. Insurance
The Corporation may, subject to applicable law, purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of the Corporation or who was serving at the request of the Corporation as a Director, officer, employee, or agent against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article VII.

ARTICLE VIII
CONTRACTS, CHECKS, DEPOSIT BOOKS, AND RECORDS

Section 8.1. Contracts
The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

Section 8.2. Loans

No loans shall be contracted on behalf of the Corporation, and no evidence of indebtedness shall be insured in its name unless authorized by a resolution of the Board, which authority may be general or confined to specific instances. No loans shall be made by the Corporation to Officers or Directors.

Section 8.3. Checks, Drafts, Etc.
All checks, drafts, or other orders for the payment of money, notes, or other pieces of evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board.

Section 8.4. Deposits
All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select.

Section 8.5. Books and Records
The Corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Board and committees of the Board. Any books, records, and minutes may be in written form or any other form capable of being converted into written form within a reasonable time.

ARTICLE IX
FISCAL YEAR

Section 9.1. Fiscal Year
The Corporation's fiscal year shall begin on July 1 and end on June 30 of each year.

ARTICLE X
NOTICE

Section 10.1. General
Whenever, under the provisions of any statute, the Articles of Incorporation, or these By-Laws, notice is required to be given to any Trustee or officer, it shall not be construed to require personal notice; instead, such information may be provided unless otherwise required by these By-Laws, either personally or by depositing the same in a post office box in a postpaid envelope or by electronic transmission, in either case, addressed to such Trustee or officer at his address as the same appears in the records of the Corporation, and three (3) days after the same shall be so mailed or delivered to the Trustee or officer shall be deemed to be the time of the giving of such notice.

Section 10.2. Waiver

Whenever by law, the Articles of Incorporation or these By-Laws notice is required to be given to any Trustee or officer, a waiver thereof in writing signed by the person or persons entitled to such information, whether before or after the time stated therein, shall be equivalent to the giving of such information. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting except when the person attends a forum for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE XI
AMENDMENTS

Section 11.1. By Directors

These By-Laws may be amended or repealed wholly or in part, consistent with any By-Laws adopted by the Board at any meeting by an election of two-thirds (⅔) of the current membership of the entire Board.

Approved by Academy of Collaborative Education Governing Board on ____________________.

____
Board Chair

RESOLUTION OF THE BOARD OF DIRECTORS OF ACADEMY OF COLLABORATIVE EDUCATION

WHEREAS, the Board of Directors (the "**Board**") of Academy of Collaborative Education, a Louisiana nonprofit corporation ("**ACE**") desires to grant authority to execute certain contracts, agreements, and other written instruments, in the name of and on behalf of ACE to certain individual(s) described herein;

NOW THEREFORE, BE IT RESOLVED, that the Board of ACE hereby declares that the following resolutions are hereby consented to, approved of and adopted at a meeting of the Board of Directors duly called and held, in compliance with the Louisiana Open Meetings Law, on the 19th day of March, 2025 for the purpose of acting upon proposals to adopt such resolutions:

- Amy Marcus, in her capacity as President of the Board of ACE; and
- Joellen Freeman, in her capacity as the Executive Director of ACE;

(each an "**Authorized Signatory**" and collectively, the "**Authorized Signatories**") are authorized and empowered to make, execute, endorse and deliver in the name of and on behalf of ACE all contracts, agreements, memoranda of understanding, and other written instruments for performance of service for ACE (collectively, the "**Contracts**"), which are:

(i) valued at an amount equal to or less than $50,000.00;
(ii) vetted through the Board approved contract approval process; and
(iii) included in the ACE Board of Directors approved annual budget for the current school year.

BE IT FURTHER RESOLVED that all new Contracts in the amount equal to or in excess of $50,000.00 are required to be vetted by ACE's Finance Committee for budgetary approval and at least one other pertinent ACE committee relevant to the work being contemplated in the Contract, and then brought to the ACE Board for approval.

CERTIFICATE

I, Holly Allen, Secretary of Academy of Collaborative Education, do certify the above to be a true and correct copy of resolution adopted by the Board of Directors of Academy of Collaborative Education at a meeting held on March 19, 2025, and that the same have not been revoked or rescinded.

WITNESS my signature this _____ day of _______________, 2025.

____
Secretary

4829-7660-8719

Coversheet

Ratification of formation of Board Committees

Section: III. Action Items
Item: A. Ratification of formation of Board Committees
Purpose: Vote
Submitted by:
Related Material:
4896-4023-8377 v.1 Academy of Collaborative Education--Second Amended and Restated Bylaws - BD redline 3.14.25.docx

~~FIRST~~ SECOND AMENDED AND RESTATED BY-LAWS

ACADEMY OF COLLABORATIVE EDUCATION
A Louisiana Not-for-Profit Corporation
Approved ___________

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Section 1.2. Name
This Corporation is **ACADEMY OF COLLABORATIVE EDUCATION (ACE)**.

Section 1.3. Offices
The principal office of this Corporation shall be initially located in Monroe, Louisiana. The Corporation may also have offices at such other places as the Board of Directors of the Corporation may, from time to time, appoint for the purposes of the Corporation may require.

Section 1. 4. Purpose
This Corporation is organized and operated exclusively for educational and charitable purposes. It is not organized for profit, nor shall any of its net earnings inure whole or in part to the benefit of private stockholders, members, or individuals. Specifically, this Corporation is organized to establish and operate one or more charter schools.

Section 1.5. Prohibited
No substantial part of the activities of this Corporation shall attempt to influence legislation by propaganda or otherwise, nor participate in any political campaign on behalf of any candidates for public office.

ARTICLE II
ORGANIZATION

Section 2.1. Statement of Purposes
The purpose of this Corporation, as expressed in its Articles of Incorporation, shall be to operate a Louisiana public charter school and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for such purposes, either directly or by contributions to other educational organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and the Regulations issued pursuant thereto (the “Code”), as they know exist or as they may hereafter be amended.

Section 2.2. Dissolution
In the event of the dissolution of the Corporation, the Board of Directors (“Board”) shall, after paying or making provision for the payment of all of the liabilities of the Corporation and after disposing of all remaining assets according to the application of Louisiana law, shall dispose of all of the remaining assets of the Corporation, exclusively for the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization

or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the parish where the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III
MEMBERSHIP

Section 3.1. Members
This Corporation is a non-profit, non-stock corporation.

ARTICLE IV
BOARD OF DIRECTORS

Section 4.1. Management
All powers of this corporation shall be exercised by and under the authority of the Board, and the Corporation's property, business, and affairs shall be managed under the Board's direction. Except as expressly set forth to the contrary herein, the Board may not take any action except upon the approval by the affirmative vote of a majority of the Board present at a meeting at which a quorum is present.

Section 4.2. Number of Directors
The Board shall consist of no less than seven (7) and no more than nine (9) members, and it shall have three (3) classes of members; Class 1 Members shall be appointed by the Board, and at least one Class 2 member shall be nominated by the Parent Volunteer Organization with children/grandchildren enrolled in the charter school and final appointment shall be made by Class 1 members of the Board. The Class 3 member shall be a legacy board member, meaning the surviving spouse of Madelyn Cannon (the founding board member of ACE) or a descendant of the surviving spouse and Madelyn Cannon ("Class 3 Director"). The number of Directors (regardless of Class-type) may be fixed, and increased or decreased, by resolution adopted by a majority of the Board of Directors, but at no point shall the number of Directors be less than seven (7) members. Each Director, regardless of the Class-type, is entitled to one (1) vote when transacting any business on behalf of the Corporation.

Section 4.3. Nomination of Directors
At least one month before a regular meeting, the Board may appoint a nomination committee to consist of at least two (2) Board members. The nomination committee will compile and submit to the Board a slate of candidates for the Directorships and offices to be filled at the upcoming meeting. These submissions shall be deemed to be nominations of each person named. Class 2 members shall be nominated by parents/grandparents involved in the Parent Volunteer Organization with children/grandchildren enrolled in the school and voted upon by the Board. The members of the Board shall accept the nomination and election of the parents/grandparents for

Class 2 Board members unless the Board's appointment of a Class 1 member selected by such method shall cause a breach of any lawful requirement of the charter school. There shall be at most three (3) Class 2 members of the Board of Directors. The Class 3 member seat shall be reserved for the surviving spouse of Madelyn Cannon (the founding board member of ACE) or a descendant of the surviving spouse and Madelyn Cannon.

Section 4.4. Election of Directors

The Board shall elect Directors by a majority vote of the Board at any regular or special meeting where a quorum is present. The Class 3 Director will be elected to the Board of Directors as of the date of these Second~~First~~ Amended Bylaws.

Section 4.5. Limits of Term

Class 1 and Class 2 Directors shall serve three (3) year terms and shall be up for re-election every three years. At each subsequent annual meeting of the Board, the Members shall elect Directors to serve a term of three (3) years beginning at the adjournment of that annual meeting and continuing through the expiration of their respective terms or until their successors have been elected and qualified. There is no limit to the number of terms to which a Member can be reelected as a Director.

The Class 3 Director's term shall be for a period of five (5) years, and the Class 3 Director shall be re-elected to the seat until and unless the Class 3 Director resigns from the Board in accordance with Section 4.7. The Class 3 Director will be re-elected to the seat every five (5) years.

Section 4.6. Vacancies

Vacancies occurring during the term of an elected Directorship, however caused, shall be filled as soon as practicable by election in accordance with Section 4.4 hereinabove. A Director elected to fill a vacancy shall hold office for the remainder of his predecessor's term. A vacancy in the Class 3 Director seat shall not be filled, and shall remain empty, if the Class 3 Director resigns from the Board in accordance with Section 4.7.

Section 4.7. Resignation or Removal of Directors

A Director of the Corporation may resign at any time by tendering his or her resignation in writing to the Chairman or Secretary, whose resignation shall become effective upon the date specified therein, or if no date is determined, upon receipt by the Corporation at its principal place of business. Acceptance of such resignation shall not be necessary to make it effective. The Board, by a majority vote, may remove, with or without cause, any Director (other than the Class 3 Director) and precisely, but not by way of limitation, may terminate any Director from the Board (other than the Class 3 Director) for failing to attend one-quarter of the total Board meetings during one of their term years. The Class 3 Director shall not be removed by the Board, and may only resign from the Board by tendering his resignation in writing to the Chairman or Secretary of the Corporation.

Section 4.8. Compensation of Directors
Directors will not receive compensation for services other than reimbursement of actual expenses incurred while fulfilling duties as a Board Director.

Section 4.9. Place of Meetings.
The Directors of the Corporation shall hold all meetings at locations in compliance with the Louisiana Open Meetings Laws.

Section 4.10. Annual Meetings of the Board
The annual meeting of the Board shall be held in July.

Section 4.11. Special Meetings
Special meetings of the Board may be called at any time by the Chairman of the Corporation. Notice shall be given in compliance with the Louisiana Open Meetings Laws. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. The notice shall set forth the time, place, and purpose. The business to be transacted at any special meeting shall be limited to those items outlined in the notice or waiver thereof.

Section 4.12. Regular Meetings
Regular meetings of the Board shall be held in compliance with the Louisiana Open Meetings Laws.

Section 4.13. Quorum and Action of the Board
A majority of Directors must be present in person to constitute a quorum for the transaction of business at such meeting. Except as expressly set forth to the contrary herein, the Board may not take any action except upon the approval by the affirmative vote of a majority of the Board present at a meeting at which a quorum is present.

Section 4.14. General Powers of the Board
In addition to the powers and authorities expressly conferred upon them by these Bylaws, the Board of Directors may exercise all such powers of the Corporation and do all such lawful acts and things as are not prohibited by law or by the Articles of Incorporation or by these Bylaws.

Section 4.15. Duties of the Board of Directors
- A. Establish and approve all policies that implement the objectives of the Corporation.
- B. Hold the organization accountable to its charter and federal, state, and local laws.
- C. Setting long-range organizational goals and developing strategic plans to meet them.
- D. Review, approve, and submit the school’s operational budget and annual report to the State.
- E. Approve the selection of a certified public accountant to perform an independent annual audit of the funds of the Corporation.
- F. Hire and evaluate the Executive Director.

G. Review, negotiate, and approve major contracts on behalf of the school.
H. Provide expertise and professional advice in areas such as law, accounting, business, finance, marketing, publicity, and educational programming.
I. Fundraise for capital and operating expenses, as well as soliciting in-kind contributions.
J. Promote the school in the local community and to the critical stakeholders involved.
K. Recruit and elect new Board members if a seat becomes vacant or the need is recognized for additional expertise.
L. Ensure that the Corporation carries out the fiduciary responsibilities of a not-for-profit, tax-exempt recipient of funds to accomplish the objectives of the Corporation provided in these laws.
M. Consider and act on any matter presented by a Director.

ARTICLE V
OFFICERS

Section 5.1. Number
The Governing Board may have a Chairman, Vice Chairman, Secretary, and Treasurer, each of whom shall be elected by the Board. Such other officers and assistant officers, as deemed necessary, may be elected or appointed by the Board. The same person may hold any two (2) or more offices. The failure to elect an officer shall not affect the existence of the Corporation. The Executive Director, if appointed, shall serve as the Chief Executive Officer.

Section 5.2. Election and Term of Office
All officers of the Governing Board shall be elected by a vote of the Board as outlined in Section 4.5. hereinabove at the annual meeting of the Board. A duly elected officer shall hold office for a term of one year, commencing July 31st, and until their earlier death, resignation, or removal. All Directors shall hold office until their successors are chosen and qualified.

Section 5.3. Vacancies
A vacancy in any office because of death, resignation, removal, disqualification, or otherwise (including removal in the event an officer is not reelected during his term in office) shall be filled by an election by the Board as outlined in Section 4.4 for the remaining unexpired term of such office.

Section 5.4. Resignation or Removal of Officers
An officer of the Corporation may resign at any time by tendering his resignation in writing to the Chairman or the Secretary. Resignations shall become effective upon the date specified therein or, if no date is determined, upon receipt by the Corporation. An officer of the Corporation may be removed at any time, with or without cause, at any Board meeting by a majority vote as set forth in Section 4.4 hereinabove.

Section 5.5. Chairman
The Chairman shall preside at all meetings of the Directors and, by virtue of the office, be a member of all committees.

Section 5.6. Vice-Chairman
The Vice-Chairman shall act in the place and stead of the Chairman in the event of the Chairman's absence, inability, or refusal to work, and shall exercise and discharge such other duties as the Board may require.

Section 5.7. Secretary
The Secretary shall keep or cause to be kept of all the records of the Corporation, record or cause to be recorded the minutes of the meetings of the Board, send out or cause to be sent out all notices of the meeting of the Board, and all Committees, attest to the seal of the Corporation where necessary or required, and keep or cause to be kept a register of the names and addresses of each Trustee. The Secretary shall perform such other duties as may be prescribed by the Board.

Section 5.8. Treasurer
The Treasurer shall insure or cause to be certified that a true and accurate accounting of the Corporation's financial transactions is made and that such accounting is presented to and made available to the Board. The Treasurer shall perform such other duties as may be prescribed by the Board.

Section 5.9. Executive Director
The Executive Director shall be nominated by the Directors and elected by them. The Executive Director shall serve as an ex-officio member on the Board of Directors and all committees appointed by the Directors and shall have direction and management of the Corporation's business and affairs. With the advice and consent of the Board of Directors, the Executive Director shall formulate and implement policy matters and perform such duties as may be assigned by the Board of Directors.

The Executive Director shall have the authority and power to purchase and contract on behalf of the Corporation on all matters deemed needful and convenient for the Corporation, as provided for and approved by the Board, with the exception of real property. The Executive Director shall be responsible to the Board of Directors and report to them regularly. If the Executive Director's position is unfilled for any reason, then the Chairman shall act in the place of the Executive Director until the Board shall nominate and appoint an Executive Director.

Section 5.10. Other Officers
Other officers elected by the Board shall have such duties and responsibilities as the Board deems advisable.

Section 5.11. Salaries
Officers shall receive no compensation other than reimbursement of actual expenses incurred while fulfilling duties as officers of the Corporation.

ARTICLE VI
COMMITTEES OF THE BOARD

Section 6.1. Committees of the Board
The Board shall establish an Executive, Governance, Finance, Academic Excellence, and Facilities Committee, The Board may, by resolution, establish additional standing committees and special committees of the Board. Unless otherwise specified by resolution of the Board or these By-Laws, the Chairman shall annually appoint the members, and the chairman of the standing committees shall fill vacancies on any standing committee. Appointments by the Chairman shall be made at the annual meeting of the Board. In addition, the Chairman may, if so authorized by the Board, appoint members and chairman of such special committees as the Board may create, which members and chairperson may include persons who are not members of the Board. The Board must approve all committee appointments and chairperson appointments.

Section 6.2. Standing Committees
Standing committees may be created by resolution of the Board. The purpose, duties, number of members, and reporting requirements of each committee shall be specified in the resolution creating the committee.

Section 6.3. Special Committees
Special committees may be created by resolution of the Board. The purpose, duties, number of members, and reporting requirements of each special committee shall be specified in the resolution creating the committee.

Section 6.4. Committee Members' Term of Office
Unless otherwise specified by resolution of the Board, members of each committee shall continue in office until the next annual meeting of the Board and until their successors are appointed, unless the committee of which they are members shall be sooner terminated by resolution of the Board or until their earlier death, resignation, or removal as committee members.

Section 6.5. Committee Meetings
Meetings of any committee may be called by the chairperson of such committee or upon the written request of one-third (⅓) of the committee members. Committees shall hold all committee meetings at locations in compliance with the Louisiana Open Meetings Laws, and notice shall be given in accordance with Louisiana Open Meetings Laws. Unless otherwise provided in these By-Laws, a majority of the members of any committee shall constitute a quorum for the transaction of business. After a quorum has been established at a committee meeting, the subsequent withdrawal of committee members from the meeting to reduce the number of committee members present to fewer than the number required for a quorum shall not affect the validity of any action taken at the meeting. Each committee shall keep minutes of its meetings and report to the Board as necessary with recommendations.

Section 6.6. Resignation or Removal of Committee Members

A committee member may resign at any time by tendering his resignation in writing to the Chairman of the Board. The Board, by a majority vote, may remove, with or without cause, any member from a committee and precisely, but not by limitation, may remove any member from a committee for failing to attend three (3) consecutive committee meetings.

ARTICLE VII
INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 7.1. Indemnification
The Corporation shall indemnify to the fullest extent permitted by law each of its officers, Directors, whether or not then in office (and his executor, administrator, and/or heirs) or any person who may have served at its request as a Director or officer, against all reasonable expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and necessarily incurred by him or her in connection with any threatened, pending or completed action, suit, proceeding, or arbitration, whether civil or criminal, administrative or investigative (including any appeal thereof), to which he or she is or is threatened to be made a party because he or she is or was a Director, officer, employee or agent of this Corporation. He or she shall have no right to reimbursement concerning matters in which he or she has begun to be adjudged liable to the Corporation for gross negligence or willful misconduct in performing his or her duties to the Corporation. The preceding right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, officer, employee, or agent may be entitled.

Section 7.2. Insurance
The Corporation may, subject to applicable law, purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of the Corporation or who was serving at the request of the Corporation as a Director, officer, employee, or agent against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article VII.

ARTICLE VIII
CONTRACTS, CHECKS, DEPOSIT BOOKS, AND RECORDS

Section 8.1. Contracts
The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

Section 8.2. Loans

No loans shall be contracted on behalf of the Corporation, and no evidence of indebtedness shall be insured in its name unless authorized by a resolution of the Board, which authority may be general or confined to specific instances. No loans shall be made by the Corporation to Officers or Directors.

Section 8.3. Checks, Drafts, Etc.
All checks, drafts, or other orders for the payment of money, notes, or other pieces of evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board.

Section 8.4. Deposits
All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select.

Section 8.5. Books and Records
The Corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Board and committees of the Board. Any books, records, and minutes may be in written form or any other form capable of being converted into written form within a reasonable time.

ARTICLE IX
FISCAL YEAR

Section 9.1. Fiscal Year
The Corporation's fiscal year shall begin on July 1 and end on June 30 of each year.

ARTICLE X
NOTICE

Section 10.1. General
Whenever, under the provisions of any statute, the Articles of Incorporation, or these By-Laws, notice is required to be given to any Trustee or officer, it shall not be construed to require personal notice; instead, such information may be provided unless otherwise required by these By-Laws, either personally or by depositing the same in a post office box in a postpaid envelope or by electronic transmission, in either case, addressed to such Trustee or officer at his address as the same appears in the records of the Corporation, and three (3) days after the same shall be so mailed or delivered to the Trustee or officer shall be deemed to be the time of the giving of such notice.

Section 10.2. Waiver

Whenever by law, the Articles of Incorporation or these By-Laws notice is required to be given to any Trustee or officer, a waiver thereof in writing signed by the person or persons entitled to such information, whether before or after the time stated therein, shall be equivalent to the giving of such information. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting except when the person attends a forum for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE XI
AMENDMENTS

Section 11.1. By Directors
These By-Laws may be amended or repealed wholly or in part, consistent with any By-Laws adopted by the Board at any meeting by an election of two-thirds (⅔) of the current membership of the entire Board.

Approved by Academy of Collaborative Education Governing Board on ___________________.

____
Board Chair

Coversheet

Approval of Seconded Amended and Restated Bylaws

Section: III. Action Items
Item: B. Approval of Seconded Amended and Restated Bylaws
Purpose: Vote
Submitted by:
Related Material:
4896-4023-8377 v.1 Academy of Collaborative Education--Second Amended and Restated Bylaws - BD redline 3.14.25.docx

~~FIRST~~ SECOND AMENDED AND RESTATED BY-LAWS

ACADEMY OF COLLABORATIVE EDUCATION
A Louisiana Not-for-Profit Corporation
Approved ___________

Table of Contents

ARTICLE I
PROVISIONS

Section 1.1. Authority to Adopt
These ~~First~~ Second Amended and Restated By-Laws have been adopted pursuant to authority evidenced by the Articles of Incorporation issued by the State of Louisiana.

Section 1.2. Name
This Corporation is **ACADEMY OF COLLABORATIVE EDUCATION (ACE)**.

Section 1.3. Offices
The principal office of this Corporation shall be initially located in Monroe, Louisiana. The Corporation may also have offices at such other places as the Board of Directors of the Corporation may, from time to time, appoint for the purposes of the Corporation may require.

Section 1. 4. Purpose
This Corporation is organized and operated exclusively for educational and charitable purposes. It is not organized for profit, nor shall any of its net earnings inure whole or in part to the benefit of private stockholders, members, or individuals. Specifically, this Corporation is organized to establish and operate one or more charter schools.

Section 1.5. Prohibited
No substantial part of the activities of this Corporation shall attempt to influence legislation by propaganda or otherwise, nor participate in any political campaign on behalf of any candidates for public office.

ARTICLE II
ORGANIZATION

Section 2.1. Statement of Purposes
The purpose of this Corporation, as expressed in its Articles of Incorporation, shall be to operate a Louisiana public charter school and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for such purposes, either directly or by contributions to other educational organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and the Regulations issued pursuant thereto (the "Code"), as they know exist or as they may hereafter be amended.

Section 2.2. Dissolution
In the event of the dissolution of the Corporation, the Board of Directors ("Board") shall, after paying or making provision for the payment of all of the liabilities of the Corporation and after disposing of all remaining assets according to the application of Louisiana law, shall dispose of all of the remaining assets of the Corporation, exclusively for the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization

or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the parish where the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III
MEMBERSHIP

Section 3.1. Members
This Corporation is a non-profit, non-stock corporation.

ARTICLE IV
BOARD OF DIRECTORS

Section 4.1. Management
All powers of this corporation shall be exercised by and under the authority of the Board, and the Corporation's property, business, and affairs shall be managed under the Board's direction. Except as expressly set forth to the contrary herein, the Board may not take any action except upon the approval by the affirmative vote of a majority of the Board present at a meeting at which a quorum is present.

Section 4.2. Number of Directors
The Board shall consist of no less than seven (7) and no more than nine (9) members, and it shall have three (3) classes of members; Class 1 Members shall be appointed by the Board, and at least one Class 2 member shall be nominated by the Parent Volunteer Organization with children/grandchildren enrolled in the charter school and final appointment shall be made by Class 1 members of the Board. The Class 3 member shall be a legacy board member, meaning the surviving spouse of Madelyn Cannon (the founding board member of ACE) or a descendant of the surviving spouse and Madelyn Cannon ("Class 3 Director"). The number of Directors (regardless of Class-type) may be fixed, and increased or decreased, by resolution adopted by a majority of the Board of Directors, but at no point shall the number of Directors be less than seven (7) members. Each Director, regardless of the Class-type, is entitled to one (1) vote when transacting any business on behalf of the Corporation.

Section 4.3. Nomination of Directors
At least one month before a regular meeting, the Board may appoint a nomination committee to consist of at least two (2) Board members. The nomination committee will compile and submit to the Board a slate of candidates for the Directorships and offices to be filled at the upcoming meeting. These submissions shall be deemed to be nominations of each person named. Class 2 members shall be nominated by parents/grandparents involved in the Parent Volunteer Organization with children/grandchildren enrolled in the school and voted upon by the Board. The members of the Board shall accept the nomination and election of the parents/grandparents for

Class 2 Board members unless the Board's appointment of a Class 1 member selected by such method shall cause a breach of any lawful requirement of the charter school. There shall be at most three (3) Class 2 members of the Board of Directors. The Class 3 member seat shall be reserved for the surviving spouse of Madelyn Cannon (the founding board member of ACE) or a descendant of the surviving spouse and Madelyn Cannon.

Section 4.4. Election of Directors
The Board shall elect Directors by a majority vote of the Board at any regular or special meeting where a quorum is present. The Class 3 Director will be elected to the Board of Directors as of the date of these Second~~First~~ Amended Bylaws.

Section 4.5. Limits of Term

Class 1 and Class 2 Directors shall serve three (3) year terms and shall be up for re-election every three years. At each subsequent annual meeting of the Board, the Members shall elect Directors to serve a term of three (3) years beginning at the adjournment of that annual meeting and continuing through the expiration of their respective terms or until their successors have been elected and qualified. There is no limit to the number of terms to which a Member can be reelected as a Director.

The Class 3 Director's term shall be for a period of five (5) years, and the Class 3 Director shall be re-elected to the seat until and unless the Class 3 Director resigns from the Board in accordance with Section 4.7. The Class 3 Director will be re-elected to the seat every five (5) years.

Section 4.6. Vacancies
Vacancies occurring during the term of an elected Directorship, however caused, shall be filled as soon as practicable by election in accordance with Section 4.4 hereinabove. A Director elected to fill a vacancy shall hold office for the remainder of his predecessor's term. A vacancy in the Class 3 Director seat shall not be filled, and shall remain empty, if the Class 3 Director resigns from the Board in accordance with Section 4.7.

Section 4.7. Resignation or Removal of Directors
A Director of the Corporation may resign at any time by tendering his or her resignation in writing to the Chairman or Secretary, whose resignation shall become effective upon the date specified therein, or if no date is determined, upon receipt by the Corporation at its principal place of business. Acceptance of such resignation shall not be necessary to make it effective. The Board, by a majority vote, may remove, with or without cause, any Director (other than the Class 3 Director) and precisely, but not by way of limitation, may terminate any Director from the Board (other than the Class 3 Director) for failing to attend one-quarter of the total Board meetings during one of their term years. The Class 3 Director shall not be removed by the Board, and may only resign from the Board by tendering his resignation in writing to the Chairman or Secretary of the Corporation.

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Directors will not receive compensation for services other than reimbursement of actual expenses incurred while fulfilling duties as a Board Director.

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The Directors of the Corporation shall hold all meetings at locations in compliance with the Louisiana Open Meetings Laws.

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The annual meeting of the Board shall be held in July.

Section 4.11. Special Meetings
Special meetings of the Board may be called at any time by the Chairman of the Corporation. Notice shall be given in compliance with the Louisiana Open Meetings Laws. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting except where a Director attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. The notice shall set forth the time, place, and purpose. The business to be transacted at any special meeting shall be limited to those items outlined in the notice or waiver thereof.

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Regular meetings of the Board shall be held in compliance with the Louisiana Open Meetings Laws.

Section 4.13. Quorum and Action of the Board
A majority of Directors must be present in person to constitute a quorum for the transaction of business at such meeting. Except as expressly set forth to the contrary herein, the Board may not take any action except upon the approval by the affirmative vote of a majority of the Board present at a meeting at which a quorum is present.

Section 4.14. General Powers of the Board
In addition to the powers and authorities expressly conferred upon them by these Bylaws, the Board of Directors may exercise all such powers of the Corporation and do all such lawful acts and things as are not prohibited by law or by the Articles of Incorporation or by these Bylaws.

Section 4.15. Duties of the Board of Directors

A. Establish and approve all policies that implement the objectives of the Corporation.
B. Hold the organization accountable to its charter and federal, state, and local laws.
C. Setting long-range organizational goals and developing strategic plans to meet them.
D. Review, approve, and submit the school's operational budget and annual report to the State.
E. Approve the selection of a certified public accountant to perform an independent annual audit of the funds of the Corporation.
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G. Review, negotiate, and approve major contracts on behalf of the school.
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I. Fundraise for capital and operating expenses, as well as soliciting in-kind contributions.
J. Promote the school in the local community and to the critical stakeholders involved.
K. Recruit and elect new Board members if a seat becomes vacant or the need is recognized for additional expertise.
L. Ensure that the Corporation carries out the fiduciary responsibilities of a not-for-profit, tax-exempt recipient of funds to accomplish the objectives of the Corporation provided in these laws.
M. Consider and act on any matter presented by a Director.

ARTICLE V
OFFICERS

Section 5.1. Number
The Governing Board may have a Chairman, Vice Chairman, Secretary, and Treasurer, each of whom shall be elected by the Board. Such other officers and assistant officers, as deemed necessary, may be elected or appointed by the Board. The same person may hold any two (2) or more offices. The failure to elect an officer shall not affect the existence of the Corporation. The Executive Director, if appointed, shall serve as the Chief Executive Officer.

Section 5.2. Election and Term of Office
All officers of the Governing Board shall be elected by a vote of the Board as outlined in Section 4.5. hereinabove at the annual meeting of the Board. A duly elected officer shall hold office for a term of one year, commencing July 31st, and until their earlier death, resignation, or removal. All Directors shall hold office until their successors are chosen and qualified.

Section 5.3. Vacancies
A vacancy in any office because of death, resignation, removal, disqualification, or otherwise (including removal in the event an officer is not reelected during his term in office) shall be filled by an election by the Board as outlined in Section 4.4 for the remaining unexpired term of such office.

Section 5.4. Resignation or Removal of Officers
An officer of the Corporation may resign at any time by tendering his resignation in writing to the Chairman or the Secretary. Resignations shall become effective upon the date specified therein or, if no date is determined, upon receipt by the Corporation. An officer of the Corporation may be removed at any time, with or without cause, at any Board meeting by a majority vote as set forth in Section 4.4 hereinabove.

Section 5.5. Chairman
The Chairman shall preside at all meetings of the Directors and, by virtue of the office, be a member of all committees.

Section 5.6. Vice-Chairman

The Vice-Chairman shall act in the place and stead of the Chairman in the event of the Chairman's absence, inability, or refusal to work, and shall exercise and discharge such other duties as the Board may require.

Section 5.7. Secretary

The Secretary shall keep or cause to be kept of all the records of the Corporation, record or cause to be recorded the minutes of the meetings of the Board, send out or cause to be sent out all notices of the meeting of the Board, and all Committees, attest to the seal of the Corporation where necessary or required, and keep or cause to be kept a register of the names and addresses of each Trustee. The Secretary shall perform such other duties as may be prescribed by the Board.

Section 5.8. Treasurer

The Treasurer shall insure or cause to be certified that a true and accurate accounting of the Corporation's financial transactions is made and that such accounting is presented to and made available to the Board. The Treasurer shall perform such other duties as may be prescribed by the Board.

Section 5.9. Executive Director

The Executive Director shall be nominated by the Directors and elected by them. The Executive Director shall serve as an ex-officio member on the Board of Directors and all committees appointed by the Directors and shall have direction and management of the Corporation's business and affairs. With the advice and consent of the Board of Directors, the Executive Director shall formulate and implement policy matters and perform such duties as may be assigned by the Board of Directors.

The Executive Director shall have the authority and power to purchase and contract on behalf of the Corporation on all matters deemed needful and convenient for the Corporation, as provided for and approved by the Board, with the exception of real property. The Executive Director shall be responsible to the Board of Directors and report to them regularly. If the Executive Director's position is unfilled for any reason, then the Chairman shall act in the place of the Executive Director until the Board shall nominate and appoint an Executive Director.

Section 5.10. Other Officers

Other officers elected by the Board shall have such duties and responsibilities as the Board deems advisable.

Section 5.11. Salaries

Officers shall receive no compensation other than reimbursement of actual expenses incurred while fulfilling duties as officers of the Corporation.

ARTICLE VI
COMMITTEES OF THE BOARD

Section 6.1. Committees of the Board
The Board shall establish an Executive, Governance, Finance, Academic Excellence, and Facilities Committee, The Board may, by resolution, establish additional standing committees and special committees of the Board. Unless otherwise specified by resolution of the Board or these By-Laws, the Chairman shall annually appoint the members, and the chairman of the standing committees shall fill vacancies on any standing committee. Appointments by the Chairman shall be made at the annual meeting of the Board. In addition, the Chairman may, if so authorized by the Board, appoint members and chairman of such special committees as the Board may create, which members and chairperson may include persons who are not members of the Board. The Board must approve all committee appointments and chairperson appointments.

Section 6.2. Standing Committees
Standing committees may be created by resolution of the Board. The purpose, duties, number of members, and reporting requirements of each committee shall be specified in the resolution creating the committee.

Section 6.3. Special Committees
Special committees may be created by resolution of the Board. The purpose, duties, number of members, and reporting requirements of each special committee shall be specified in the resolution creating the committee.

Section 6.4. Committee Members' Term of Office
Unless otherwise specified by resolution of the Board, members of each committee shall continue in office until the next annual meeting of the Board and until their successors are appointed, unless the committee of which they are members shall be sooner terminated by resolution of the Board or until their earlier death, resignation, or removal as committee members.

Section 6.5. Committee Meetings
Meetings of any committee may be called by the chairperson of such committee or upon the written request of one-third (⅓) of the committee members. Committees shall hold all committee meetings at locations in compliance with the Louisiana Open Meetings Laws, and notice shall be given in accordance with Louisiana Open Meetings Laws. Unless otherwise provided in these By-Laws, a majority of the members of any committee shall constitute a quorum for the transaction of business. After a quorum has been established at a committee meeting, the subsequent withdrawal of committee members from the meeting to reduce the number of committee members present to fewer than the number required for a quorum shall not affect the validity of any action taken at the meeting. Each committee shall keep minutes of its meetings and report to the Board as necessary with recommendations.

Section 6.6. Resignation or Removal of Committee Members

A committee member may resign at any time by tendering his resignation in writing to the Chairman of the Board. The Board, by a majority vote, may remove, with or without cause, any member from a committee and precisely, but not by limitation, may remove any member from a committee for failing to attend three (3) consecutive committee meetings.

ARTICLE VII
INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 7.1. Indemnification
The Corporation shall indemnify to the fullest extent permitted by law each of its officers, Directors, whether or not then in office (and his executor, administrator, and/or heirs) or any person who may have served at its request as a Director or officer, against all reasonable expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and necessarily incurred by him or her in connection with any threatened, pending or completed action, suit, proceeding, or arbitration, whether civil or criminal, administrative or investigative (including any appeal thereof), to which he or she is or is threatened to be made a party because he or she is or was a Director, officer, employee or agent of this Corporation. He or she shall have no right to reimbursement concerning matters in which he or she has begun to be adjudged liable to the Corporation for gross negligence or willful misconduct in performing his or her duties to the Corporation. The preceding right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, officer, employee, or agent may be entitled.

Section 7.2. Insurance
The Corporation may, subject to applicable law, purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of the Corporation or who was serving at the request of the Corporation as a Director, officer, employee, or agent against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article VII.

ARTICLE VIII
CONTRACTS, CHECKS, DEPOSIT BOOKS, AND RECORDS

Section 8.1. Contracts
The Board may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

Section 8.2. Loans

No loans shall be contracted on behalf of the Corporation, and no evidence of indebtedness shall be insured in its name unless authorized by a resolution of the Board, which authority may be general or confined to specific instances. No loans shall be made by the Corporation to Officers or Directors.

Section 8.3. Checks, Drafts, Etc.
All checks, drafts, or other orders for the payment of money, notes, or other pieces of evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board.

Section 8.4. Deposits
All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select.

Section 8.5. Books and Records
The Corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Board and committees of the Board. Any books, records, and minutes may be in written form or any other form capable of being converted into written form within a reasonable time.

ARTICLE IX
FISCAL YEAR

Section 9.1. Fiscal Year
The Corporation's fiscal year shall begin on July 1 and end on June 30 of each year.

ARTICLE X
NOTICE

Section 10.1. General
Whenever, under the provisions of any statute, the Articles of Incorporation, or these By-Laws, notice is required to be given to any Trustee or officer, it shall not be construed to require personal notice; instead, such information may be provided unless otherwise required by these By-Laws, either personally or by depositing the same in a post office box in a postpaid envelope or by electronic transmission, in either case, addressed to such Trustee or officer at his address as the same appears in the records of the Corporation, and three (3) days after the same shall be so mailed or delivered to the Trustee or officer shall be deemed to be the time of the giving of such notice.

Section 10.2. Waiver

Whenever by law, the Articles of Incorporation or these By-Laws notice is required to be given to any Trustee or officer, a waiver thereof in writing signed by the person or persons entitled to such information, whether before or after the time stated therein, shall be equivalent to the giving of such information. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting except when the person attends a forum for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE XI
AMENDMENTS

Section 11.1. By Directors
These By-Laws may be amended or repealed wholly or in part, consistent with any By-Laws adopted by the Board at any meeting by an election of two-thirds (⅔) of the current membership of the entire Board.

Approved by Academy of Collaborative Education Governing Board on ___________________.

____
Board Chair

Coversheet

Resolution regarding Contract Signature Authority

Section: III. Action Items
Item: C. Resolution regarding Contract Signature Authority
Purpose: Vote
Submitted by:
Related Material: 4901-1599-2104 v.1 ACE - Resolution - contract authority.docx

RESOLUTION OF THE BOARD OF DIRECTORS OF ACADEMY OF COLLABORATIVE EDUCATION

WHEREAS, the Board of Directors (the "**Board**") of Academy of Collaborative Education, a Louisiana nonprofit corporation ("**ACE**") desires to grant authority to execute certain contracts, agreements, and other written instruments, in the name of and on behalf of ACE to certain individual(s) described herein;

NOW THEREFORE, BE IT RESOLVED, that the Board of ACE hereby declares that the following resolutions are hereby consented to, approved of and adopted at a meeting of the Board of Directors duly called and held, in compliance with the Louisiana Open Meetings Law, on the 19th day of March, 2025 for the purpose of acting upon proposals to adopt such resolutions:

- Amy Marcus, in her capacity as President of the Board of ACE; and
- Joellen Freeman, in her capacity as the Executive Director of ACE;

(each an "**Authorized Signatory**" and collectively, the "**Authorized Signatories**") are authorized and empowered to make, execute, endorse and deliver in the name of and on behalf of ACE all contracts, agreements, memoranda of understanding, and other written instruments for performance of service for ACE (collectively, the "**Contracts**"), which are:

(i) valued at an amount equal to or less than $50,000.00;
(ii) vetted through the Board approved contract approval process; and
(iii) included in the ACE Board of Directors approved annual budget for the current school year.

BE IT FURTHER RESOLVED that all new Contracts in the amount equal to or in excess of $50,000.00 are required to be vetted by ACE's Finance Committee for budgetary approval and at least one other pertinent ACE committee relevant to the work being contemplated in the Contract, and then brought to the ACE Board for approval.

CERTIFICATE

I, Holly Allen, Secretary of Academy of Collaborative Education, do certify the above to be a true and correct copy of resolution adopted by the Board of Directors of Academy of Collaborative Education at a meeting held on March 19, 2025, and that the same have not been revoked or rescinded.

WITNESS my signature this _____ day of _______________, 2025.

____

Secretary

4829-7660-8719

Coversheet

Approval of Resolution regarding Board Member Background Checks

Section: III. Action Items
Item: D. Approval of Resolution regarding Board Member Background Checks
Purpose: Vote
Submitted by:
Related Material:
4918-4892-2666 v.1 ACE - Resolution - board member background checks (1).docx

RESOLUTION OF THE BOARD OF DIRECTORS OF ACADEMY OF COLLABORATIVE EDUCATION

WHEREAS, the Board of Directors (the "**Board**") of Academy of Collaborative Education, a Louisiana nonprofit corporation ("**ACE**") desires to adopt a Board member criminal history review policy to conform with its obligations and duties under Louisiana law, Louisiana Board of Elementary and Secondary Education ("**BESE**") Bulletin 126, and ACE's charter agreement;

NOW THEREFORE, BE IT RESOLVED, that the Board of ACE hereby declares that the following resolutions are hereby consented to, approved of and adopted at a meeting of the Board of Directors duly called and held, in compliance with the Louisiana Open Meetings Law, on the 19th day of March, 2025 for the purpose of acting upon proposals to adopt the following resolutions;

BE IT RESOLVED, that ACE shall adopt the following Board Member Criminal History Review Policy:

Academy of Collaborative Education
Board Member Criminal History Review Policy

All ACE Board members must have completed a criminal history review conducted through the Louisiana Department of Public Safety and Corrections, Office of State Police, Bureau of Criminal Identification. The criminal history review shall include a fingerprint check and simultaneous FBI check. The cost of the criminal history review shall be paid by ACE.

A prospective ACE Board member's criminal history review shall be completed and submitted to ACE prior to the individual joining the Board.

Any current ACE Board member who has not completed a criminal history review must do so within sixty (60) days of the effective date of this policy. Such an individual should attend school and Board events virtually until the criminal history review is completed and submitted to ACE.

No person who has been convicted of or has pleaded *nolo contendre* to a crime listed in La. R.S. 15:587.1(C) shall serve as a Board member of ACE unless approved in writing by a district judge and the district attorney of the parish.

Any person who is serving as a Board member of ACE and who is convicted of or has pleaded *nolo contendre* to a crime listed in La. R.S. 15:587.1(C) during their Board term shall self-report their conviction or their plea of *nolo contendre* to the Board as soon as practicable, and shall resign from the Board.

ACE shall adhere to all policies and procedures adopted by BESE concerning criminal history reviews applicable to charter school board members and other individuals associated with the charter school who have direct supervisory or disciplinary authority over school children.

CERTIFICATE

I, Holly Allen, Secretary of Academy of Collaborative Education, do certify the above to be a true and correct copy of resolution adopted by the Board of Directors of Academy of Collaborative Education at a meeting held on March 19, 2025, and that the same have not been revoked or rescinded.

WITNESS my signature this _____ day of _______________, 2025.

____

Secretary

Coversheet

Approval of Davy Mize as Board Member

Section:	III. Action Items
Item:	E. Approval of Davy Mize as Board Member
Purpose:	Vote
Submitted by:	
Related Material:	Resume_Mize_Davy.pdf

Davy Mize
2700 W Deborah Dr.
Monroe, LA 71201
(318) 372-2430 (M)
E-MAIL: duckmanmize@aol.com

EDUCATION

Delta State University; Cleveland, Mississippi
Masters of Science, Natural Science – 2000
Bachelor of Science, Environmental Science (Minors in Chemistry and Business) –1998

Tensas Academy, St. Joseph, Louisiana
Graduated in 1994

PROFESSIONAL EXPERIENCE

Bayer Crop Science; North Louisiana & Southeast Arkansas
Field Sales Representative Crop Protection
June 2019 – Present

- Bayer Global Sales Excellence Award Winner for the 2022 sales year;
- Responsible for all sales, program, agronomic, and overall business implementation for territory covering the northern half of Louisiana, and Southeast Arkansas. I had a record sales year for this territory in 2020, and 2022;
- Worked closely with not only local managers and salesmen, but also Division Managers to help develop product and sales training opportunities, and to help develop and identify common business initiatives and opportunities to help drive the business that benefits both the retail and grower customer, and Bayer simultaneously;
- Developed and implemented business plans, sales goals, quarterly product forecasts, new product positioning, retailer and grower training, program implementation and follow through, handling of product and performance claims, technical and agronomic responsibilities;
- Developed and implemented Dicamba training plan for my territory for 2020 in which I conducted 28 training/certification meetings and trained over 1,000 customers across La and Ar in a 3 month span to assure my farmer and retailer customers had the knowledge and resources to use this chemistry safely in our RR2X cropping system;
- Implemented the Bayer Plus program rollout for my territory which was a tremendous success despite all of the administrative issues, leading to a record year for crop protection in this region;
- I am the Carbon Program Lead for the Delta Region

Monsanto Company; Louisiana & Southern half of Mississippi

Chemistry Account Manager Crop Protection
January 2018 – May 2019

- Responsible for territory covering all of Louisiana and Southern half of Mississippi calling on and managing 159 retail account locations
- Developed and implemented business plans, sales goals, new product positioning, retailer and grower training, program implementation and follow through, handling of product and performance claims, technical and agronomic responsibilities
- Developed, coordinated, and implemented, all customer training and certification for use of Xtendimax and other Dicamba products for use in the 2018 and 2019 cropping season for Louisiana. We trained over 1400 customers during this time.
- Our team had a record sales year for Roundup, Warrant, and Xtendimax in 2018
- Really developed my account management skills due to working such a large territory with so many retail accounts. I enjoy the opportunity to work more closely with District and Division Managers with our retail accounts to directly drive business initiatives that can have an impact on our correlating businesses.

Monsanto Company; Northeast Louisiana
District Sales Manager Seeds and Traits
August 2007 – December 2017

- Responsible for planning, overseeing, and coordinating plot site and tours of Louisiana RRXtend learning site in 2014 and 2015
- Responsible for sales, service, agronomic, and technical assistance for growers and retail customers in my territory.
- First District Sales manager in the Coastal Region to pilot and introduce and work with growers on our new Climate Field View Digital Platform.
- Responsible for testing of new products to evaluate for market desirability.
- Responsible for implementing all programs both retail and grower that apply to seed, traits, and Climate FieldView data management.
- Grew market share tremendously across corn, soybeans, and cotton putting Monsanto branded seed (DeltaPine, Dekalb, Asgrow) in the #1 position in the market with all crops(Cotton, Corn, and Soybeans).
- Team training lead for 2015/2016.
- Team safety lead for 2017.

Delta & Pine Land Company; Northeast Louisiana
District Sales manager Seeds and Traits
February 2004 – August 2007

- Responsible for all retail and grower programs and business activities for territory covering Northeast and Central La involving DPL cotton and soybean seed products;
- Responsible for Market Development New Product Trials and Data Collecting;

- Responsible for claims and complaint handling, local marketing strategies and implementation, business plan and goal setting along with follow through, summer field and product tours, quarterly seed sales forecasting;
- Achieved 98% market share on cotton seed;

United Agri-Products; Winchester & McGehee, Arkansas
Salesman/Location Manager
March 2000 – January 2004

- Responsible for managing all aspects of customers' accounts (sales, collections, maintenance).
- Responsible for managing all business aspects of retail location (personnel, equipment, expenses).
- Responsible for scouting and advising recommendations of cotton, rice, soybeans, milo and corn to farmer customers.

Syngenta Crop Protection; Central and South Arkansas
Sales Intern
Summer 1999

- Assistant to the Territory Sales Lead.
- Responsible for scouting cotton, rice, soybeans to advise customer of the necessary application of chemicals, seed and fertilizer
- Promotion and sales of products through direct contact with local distributors and area farmers.

Helena Chemical Company; Cleveland, Mississippi and Mer Rouge, Louisiana
Sales Intern
Spring and Summer 1997, Spring and Summer 1998

- Assistant to the Sales Lead
- Responsible for scouting corn, cotton, rice, and soybeans to advise customer of the necessary application of chemicals, seed and fertilizer

OBJECTIVE

To be a Leader in our organization, who by working intimately with Retailer and Grower accounts, we can collaboratively achieve common objectives beneficial to both organizations. To obtain a position where I may advance myself and add value and grow professionally through the application of my experience, vast business network, acquired skills and extensive education. I have always achieved success regardless of which field I am working in by applying the same simple principles to my work life in regards to how I interact with my clients, and they are; ***being Punctual, Professional, and Persistent.***

SUMMARY OF EXPERIENCE

The past twenty one years I have been a successful Crop Protection Field Sales Representative, Chemistry Account manager, and District Sales Manager Seeds and Traits for Bayer and Monsanto, and Delta and Pine Land. The experience gained, and relationships forged, coupled with my education has provided me with the tools to manage a large and successful ag data, seeds, chemistry, and traits business. I have also developed successful interpersonal skills which are invaluable in maintaining successful relationships, not only with clients, but also with my fellow co-workers. Experience and Education coupled with Desire and Teamwork are what I consider the keys to my success.

SERVICE ACTIVITIES

- Loving and Devoted Husband to my wife Violetta and devoted Father to our 11yr old son Eric, 3yr old daughter Ariana, and 2yr old son Davy Jr.;
- President of Louisiana Ag Industries Association 2014-2015
- Board of Directors Founding Member for Southeastern Chapter of Wild Sheep Foundation helping found this chapter in 2024 and leading it into fruition
- Member of Delta State University Football Team 1994-1998
- Graduate Assistant Football Coach Delta State University Football Team in 1999
- Member of Kappa Alpha Order Fraternity
- Board member for Louisiana Ag Industries Association (2012-2015)
- Member of Southern Crop Production Association envoy to present issues facing agriculture to local congressmen and congresswomen during trips to Washington D.C., lobbying Louisiana Congressional Representatives on issues such as WOTUS;
- Member of Local Coastal Conservation Association Committee
- Assistant football volunteer coach at Tensas Academy for eleven years(2004-2014), went 13-0 and won State Championship in 2011
- Youth ministry leader of Maryland Baptist Church

References available upon request