



From the Director of School Operations

NEW TO YOUR SCHOOL'S BOARD?

- Read your charter, charter contract, bylaws and other important governance documents
- Discuss your responsibilities as a board member with your Chair and other members
- Understand the personal liabilities for being on a charter school governing board
- Review the annual budget
- Review current and past student achievement data
- Does your school have a strategic plan?
- Register for mandatory training
- Familiarize yourself with Robert's Rules of Order, if applicable



**RESOURCE
ALERT!**
**PCSD BYLAWS
CHECKLIST**



THE BASICS OF BYLAWS

The purpose of bylaws is for the board to establish a set of agreed-upon rules and procedures for the internal operations of a not-for-profit corporation. These “rules” prescribe the decision-making processes of the Board of Trustees (the Board) and its members. Bylaws address the organization's management structure, procedures, and dispute-resolution processes.

This legally binding document should describe the election process of the governing board, including when elections will occur and the voting procedures. Bylaws should describe the authority of the board to develop policies, make decisions, and execute responsibilities.

Do your school's bylaws need to be amended?

Common reasons to amend bylaws:

- Elimination of unduly specific provisions
- Changes in size and composition of the Board
- Changes in length, number, staggering of Board terms
- New or evolving Board committees
- Titles and responsibilities of officers

Don't forget to send us any proposed changes to the bylaws for review!

Since bylaws are an integral part of a school's charter, we ask that you notify us of any proposed changes to bylaws. If changes are deemed material, an amendment is required. Changes that do not require a formal amendment do require a Notice of Non-Material Change Form submission to the district to keep with the school's charter.

Need more information about determining whether an amendment is required? Contact Kristin Farmer at kfarmer@sccharter.org



THE BASICS OF BYLAWS

All charter schools must have a set of bylaws and conflict of interest policies that comply with South Carolina Public Charter School Act of 1996. When was the last time your school reviewed these documents?

Bylaws MUST...

- State the number of Board members. (Must consists of at least 7 or more members)
- State that all board members are residents of the state of South Carolina
- State that 50% of board members have a background in K-12 education or business. At least 50% are elected by the parent body and staff. The other 50% can be appointed.
- Describe the election process of the governing board, including when elections will occur and the voting procedures. Procedures should include that parents/legal guardians will have one vote for each student enrolled in the school.
- Describe the terms for board members (May have up to 2 year terms and may run for more than one term)
- Include a statement recognizing a person who has been convicted of a felony must not be elected to a board of directors
- Discuss intended compliance with the required training for governing board members within one year of taking office.
- Explain required qualifications, officer positions and duties, for board members.
- Explain the quorum and decision-making process
- Explain the process for removal of board members.
- Explain the process for resignation of board members.
- Must include a statement that the proposed charter school and its governing body will comply with the Freedom of Information Act (FOIA) and specifically address policies regarding student records, administrative records, and meetings.

Bylaws SHOULD...

- Discuss the roles and responsibilities of any and all board established committees. This should include their authority, process for electing and appointing members, etc.
- Reference a stand-alone code of conduct policy, outside of the bylaws, that addresses board norms and expectations for board member conduct. Require that board members review and sign the code of conduct policy annually.
- Reference a stand-alone conflict of interest policy—outside of the bylaws—that ensures all conflicts are disclosed and properly addressed.
- It is recommended that a lawyer and/or CPA who are knowledgeable about nonprofit tax law review your bylaws and application for tax-exemption before final submission.
- List clear and specific attendance requirements for board members
- Describe board meeting protocols to be enacted (Robert’s rules, Democratic Rules of Order, etc.)
- Describe types of board meetings (regular, special, emergency, executive session)
- Establish a procedure for public comment in accordance with FOIA.
- Ensure that there are systems in place to periodically review the bylaws and make amendments as needed (Material changes must be district approved).



Polaris Tech Board

THE DO'S AND DON'TS OF

BYLAWS



DON'T

- Set an extraordinarily high maximum number of board members that it becomes increasingly difficult to operate effectively or a low number of board members that could cause failure to have a quorum if a board member is frequently unable to attend meetings.
- Place all board members on the same term or have such small terms that board membership will turn over frequently.
- Fail to set forth a mechanism for monitoring and enforcing attendance requirements.
- Overlook special considerations like voting by virtual/phone participation.
- Oversubscribe board members to committees or overprescribe requirements for committee membership.
- Take amendments lightly. They should only be made where needed and should not cause deviation from the charter contract, your articles of incorporation, or your mission.

Bylaws should describe the election process of the governing board, including when elections will occur and the voting procedures. Election procedures should state that parents/legal guardians will have one vote for each student enrolled in the school. Bylaws should describe the authority of the board to develop policies, make decisions, and execute each of the board's responsibilities.

DO

- Define the minimum and maximum number of board members required. This range should be reasonable, allow for a good probability of a quorum for board meetings, and not be so expansive that it becomes difficult to manage the board. Boards must stay above a minimum of three members.
- Set term lengths. New schools should stagger the terms to avoid the turnover of an entire slate of board members at the end of the term. Consider setting maximum term limits.
- Establish officer positions and delineate the powers and duties of the officers with some specificity. Include a job description for each officer position.
- List clear and specific attendance requirements in both the bylaws and board member agreements to ensure that attendance requirements are known to all board members.
- Outline procedures for board meetings in alignment with FOIA.
- Reference a stand-alone code of conduct policy, outside of the bylaws, that addresses board norms and expectations for board member conduct. Require that board members review and sign the code of conduct policy annually.
- Reference a stand-alone conflict of interest policy outside the bylaws that ensures all conflicts are disclosed and properly addressed.
- Ensure systems are in place to review the bylaws and make amendments as needed periodically.