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## **Bylaw 9000**

### **Role of the Creekside Charter Management Board**

The Creekside Charter Management Board is responsible for providing leadership and oversight to its school, Creekside Charter. CCM shall ensure that the school operates according to its mission and vision, while updating those when necessary.

CCM shall work with the Executive Director to fulfill its major responsibilities, which include:

1. Setting the direction for the school through a process that involves the community, parents/guardians, students, and staff and is focused on student learning and achievement.
2. Determining an appropriate process for establishing and/or reviewing the school's mission statement. This process should be inclusive of parents/guardians, students, staff and community members.
3. CCM shall review the schools' mission statements at least every three years or whenever a new Director is hired to lead the school. Following these reviews the Board may revise or reaffirm the direction it has established for the schools.
4. The Executive Director shall communicate the school's missions to all stakeholders and shall regularly report to the CCM Board regarding progress toward the mission.
5. Establishing an effective and efficient organizational structure for the school by:
  - a. Determining the responsibilities and duties of the Executive Director; establishing a process for the recruitment and selection of an Executive Director; hiring the Executive Director, and negotiating the Executive Director's contract.
  - b. Overseeing the development and adoption of policies, as necessary.
  - c. Establishing academic goals and objectives.
  - d. Establishing budget priorities and adopting the budget.
6. Providing support to the Executive Director and staff as they carry out the CCM Board's direction by:
  - a. Establishing and adhering to standards of responsible governance including Governance Standards, Disclosure of Confidential/Privileged Information, Limits of CCM Board Member Authority, Conflict of Interest.
  - b. Establishing academic and financial goals and objectives in alignment with Creekside Charter School's mission and vision.
  - c. Upholding CCM mission and vision.

- d. Being knowledgeable about CCM programs, including CCM Board Development and Self-Evaluation, in order to fulfill its oversight responsibilities.
7. Ensuring accountability to the public for the performance of CCM schools by:
  - a. Evaluating the Executive Director.
  - b. Monitoring and evaluating the effectiveness and necessity of existing policies.
  - c. Serving as a judicial (hearing) body in accordance with law, CCM policies, and negotiated agreements.
  - d. Monitoring academic achievement and program effectiveness, and requiring program changes as necessary.
  - e. Monitoring and adjusting program finances.
8. Providing community leadership and advocacy on behalf of students, Creekside Charter's educational programs, and public education in order to build support within the local community, and at the state and national levels.
9. The CCM Board is authorized to establish and finance any program or activity that is consistent with its mission and vision, and not in conflict with, inconsistent with, or preempted by law.

## **Bylaw 9005**

### **Governance Standards**

CCM believes that its primary responsibility is to act in the best interests of every student in its school, and must do so while attuned to the needs of these students' parents and guardians, the school's faculty and staff, and other members of the Creekside community, and while abiding by applicable laws and CCM policies.

To maximize Board effectiveness and public confidence in school governance, Board members are expected to govern responsibly and hold themselves to the highest standards of ethical conduct.

The Board expects its members to work with each other and the Executive Director to ensure that a high-quality education is provided to each student. Each individual Board member shall:

1. Keep learning and achievement for all students as the primary focus.
2. Value, support and advocate for public education.
3. Recognize and respect differences of perspective and style on the Board and among staff, students, parents and the community.
4. Act with dignity, and understand the implications of demeanor and behavior.
5. Keep confidential matters confidential.
6. Commit the time and energy necessary to be an informed and effective leader.

Adopted on 12/6/2018 by the CCM Board

7. Understand the distinctions between the role of the Board, and that of the Administration and staff, and refrain from performing or interfering with operational/management functions that are the responsibility of the Executive Director and staff.
8. Understand that authority rests with the Board as a whole and not with individual Board members.

Board members assume collective responsibility for building unity and creating a positive organizational culture. To operate effectively, the Board shall have a unity of purpose and:

1. Keep Creekside Charter focused on learning and achievement for all students.
2. Communicate a common vision with integrity.
3. Operate openly, with trust and integrity.
4. Govern in a dignified and professional manner, treating everyone with civility and respect.
5. Govern within Board-adopted policies, procedures and bylaws.
6. Take collective responsibility for the Board's performance.
7. Periodically evaluate its own effectiveness.
8. Ensure opportunities for the expression of a diverse range of views in the community to inform Board deliberations.

## **Bylaw 9010**

### **Public Statements**

When speaking to school staff, community groups, the media, or other members of the public, individual CCM Board members must recognize that their statements may be perceived as reflecting the views and positions of the Board. All public statements shall be made by the Board Chairperson or, if appropriate, by the Executive Director or other designated representative.

## **Bylaw 9011**

### **Disclosure of Confidential/Privileged Information**

CCM recognizes the importance of maintaining the confidentiality of information acquired as part of a Board member's official duties. Confidential/privileged information shall be released only to the extent authorized by law.

Disclosure of Closed Session Information

Adopted on 12/6/2018 by the CCM Board

A Board member shall not disclose confidential information acquired during a closed session to a person not entitled to receive such information, unless a majority of the Board has formally authorized its disclosure.

Confidential information means a communication made in a closed session that is specifically related to the basis for the Board to meet lawfully in closed session.

The Board shall not take any action against any person for disclosing confidential information, nor shall the disclosure be considered a violation of the law or Board policy, when the person is:

1. Making a confidential inquiry or complaint to a school attorney or grand jury concerning a perceived violation of law, including disclosing facts necessary to establish the illegality or potential illegality of a Board action that has been the subject of deliberation during a closed session;
2. Expressing an opinion concerning the propriety or legality of Board action in closed session, including disclosure of the nature and extent of the illegal or potentially illegal action, disclosing information which is confidential;
3. Disclosing information that has not real basis for being considered confidential.

#### Other Disclosures

A Board member shall not disclose, for pecuniary gain, confidential information acquired in the course of his/her official duties. Confidential information includes information that is not a public record subject to disclosure under the Public Records Act, information that by law may not be disclosed, or information that may have a material financial effect on the Board member (Government Code [1098](#)), including but not limited to Personnel Files and Student Records.

Disclosures excepted from this prohibition are those made to law enforcement officials or to the joint legislative audit committee when reporting on improper governmental activities.

### **Bylaw 9012 Board Members' Electronic Communications**

CCM recognizes that electronic communication among Board members and between Board members, school administration, and members of the public is an efficient and convenient way to communicate and expedite the exchange of information and to help keep the community informed about the goals, programs, and achievements of the school and its schools. Board members shall exercise caution so as to ensure that electronic communications are not used as a means for the Board to deliberate outside of an agendaized Board meeting.

Adopted on 12/6/2018 by the CCM Board

Government Code [54952.2](#) defines a "meeting" as any congregation of a majority of the members of the Board at the same time and place to hear, discuss, or deliberate upon any item that is within the subject matter jurisdiction of the Board.

As amended by SB 1732 (Ch. 63, Statutes of 2008), Government Code [54952.2](#) revises the definition of a prohibited serial meeting as a series of communications, involving a majority of the Board, to discuss, deliberate, or take action on any item of school business, outside of an authorized meeting. Thus, a series of emails, as well as other electronic communications like postings on an online forum, that ultimately include a majority of the Board, could lead to a Brown Act violation. , With this in mind, and in order to help prevent an inadvertent violation, Board members may wish to include a "do not reply/forward alert" in the subject line of emails, when appropriate.

A majority of the Board shall not, outside of an authorized meeting, use a series of electronic communications of any kind, directly or through intermediaries, to discuss, deliberate, or take action on any item that is within the subject matter jurisdiction of the Board.

Examples of permissible electronic communications concerning school business include, but are not limited to, dissemination of Board meeting agendas and agenda packets, reports of activities from the Director, and reminders regarding meeting times, dates, and places.

NOTE: In general, Board members have no individual authority. Many schools have established bylaws or other protocols describing how the Board has agreed to handle questions, concerns, or complaints received from members of the community; see Bylaw 9200 - Limits of Board Member Authority. The school's communications plan may designate the Board Chairperson or Executive Director as spokesperson to respond to media inquiries; see NESD District Policy 1112 - Media Relations and bylaw 9121 Board Chairperson.

Board members shall make every effort to ensure that their electronic communications conform to the same standards and protocols established for other forms of communication. A Board member may respond, as appropriate, to an electronic communication received from a member of the community and should make clear that his/her response does not necessarily reflect the views of the Board as a whole. Any accordance with CCM bylaws and protocols so that the issue may receive proper consideration and be handled through the appropriate school process. As appropriate, communication received from the press shall be forwarded to the designated school spokesperson.

In order to minimize the risk of improper disclosure, Board members shall avoid reference to confidential information and information acquired during closed session.

The prohibitions in the Brown Act apply only to discussions regarding school business. Like other citizens, Board members are permitted to use email to discuss personal, nonschool matters.

Board members may use electronic communications to discuss matters other than school business with each other, regardless of the number of members participating in the discussion. Like other writings concerning school business, a Board member's electronic communication may be subject to disclosure under the California Public Records Act.

## **Bylaw 9100 Organization**

### Annual Organizational Meeting

The CCM Board shall hold an annual organizational meeting within the time limits prescribed by law. (Education Code [35143](#)) Education Code [35022](#) requires all Boards with five or more members to elect a chairperson.

At this meeting the Board shall:

- Elect a chairperson, vice chairperson and secretary from its members.
- Authorize signatures.
- Develop a schedule of regular meetings for the year.
- Develop a Board calendar for the year. The calendar could schedule matters such as evaluation of the Executive Director, budget meetings, goal setting and policy and program reviews.

### Election of Officers

The Board shall each year elect its entire slate of officers.

### Schedule

The Annual Organizational Meeting shall be held during the first Board Meeting of the calendar year.

The Governance Board shall consist of no fewer than five members and no more than seven members whose terms shall be staggered so that as nearly as practicable, one half of the members shall be elected in odd-numbered year.

Adopted on 12/6/2018 by the CCM Board

- Note - this section has been superseded by the update below, clearly stating that the board will have 7-9 members.

The term of office for members elected in school-wide elections shall be two years, commencing when they are sworn into office.

Board member terms expire two years after taking the oath of office if they have chosen to not renew their term.

A member whose term has expired and had chosen to not remain on the board for another term shall continue to discharge the duties of the office until his/her successor has qualified by taking the oath of office.

The current Board Membership and term expiration dates are as follows:

## UPDATE

### **Bylaw 9121**

#### **Board Chairperson**

CCM shall elect a chairperson from among its members to provide leadership on behalf of the Board and the educational community it serves.

The chairperson shall preside at all Board meetings. He/she shall:

1. Call the meeting to order at the appointed time
2. Announce the business to come before the Board in its proper order
3. Enforce the Board's policies relating to the conduct of meetings and help ensure compliance with applicable requirements of the Brown Act
4. Recognize persons who desire to speak, and protect the speaker who has the floor from disturbance or interference
5. Explain what the effect of a motion would be if it is not clear to every member
6. Restrict discussion to the question when a motion is before the Board
7. Rule on issues of parliamentary procedure
8. Put motions to a vote, and state clearly the results of the vote
9. Be responsible for the orderly conduct of all Board meetings

The chairperson shall perform other duties in accordance with law and Board policy including, but not limited to:

1. Signing all instruments, acts and orders necessary to carry out state requirements and the will of the Board

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2. Consulting with the Executive Director or designee on the preparation of the Board's agendas
3. Working with the Executive Director to ensure that Board members have necessary materials and information
4. Subject to Board approval, appointing and dissolving all committees
5. Calling such meetings of the Board as he/she may deem necessary, giving notice as prescribed by law
6. Representing the Board as governance spokesperson, in conjunction with the Executive Director

The chairperson shall have the same rights as other members of the Board, including the right to discuss and vote on all questions before the Board.

### **Bylaw 9121.1**

#### **Board Vice-Chairperson**

When the chairperson resigns or is absent or disabled, the vice-chairperson shall perform the chairperson's duties. When both the chairperson and vice-chairperson are absent or disabled, the Board shall, by simple majority vote, choose a chairperson pro tempore to perform the chairperson's duties.

The Vice-Chairperson may also perform other duties, as assigned by the Chairperson.

### **Bylaw 9122**

#### **Board Secretary**

The secretary to the Board shall work with the Executive Director to maintain accurate and complete records of all Board proceedings, including:

1. Preparation, distribution and maintenance of the Board agenda
2. Recording, distribution and maintenance of the Board minutes
3. Maintenance of Board records and documents
4. Conducting official correspondence for the Board
5. As directed by the Board, signing official papers
6. Perform other duties as assigned by the Board

### **Bylaw 9124**

#### Attorney

CCM recognizes the complex legal environment in which schools operate and desires reliable, high-quality legal advice at reasonable rates. In order to meet CCM's legal needs, the Board may contract with county counsel, attorneys in private practice, or appoint legal counsel as a school

employee or independent contractor. The Board also supports pursuing collaborative legal efforts with other agencies and schools as appropriate.

### Duties of Legal Counsel

CCM's legal counsel may: (Education Code [35041.5](#))

1. Render legal advice to the Board and the Executive Director or designee
2. Serve the Board and the Executive Director or designee in the preparation and conduct of school litigation and administrative proceedings
3. Perform other administrative duties as assigned by the Board and Executive Director or designee

### Retaining Legal Counsel

When the school is seeking legal advice or representation, the Executive Director or designee may initiate a Request for Proposals (RFP) to advertise and solicit proposals for legal services. In evaluating the proposals, the Board and Executive Director shall consider the firm's or attorney's background, experience, and reputation in education and charter school law; experience advising or representing charter schools in California; fees; and experience of attorneys at the firm who will provide legal services.

The Board and Executive Director shall annually evaluate the performance of the firm and/or attorneys providing legal services in such areas as efficiency and adequacy of advice; results obtained for the school; reasonableness of fees; and responsiveness to and interactions with the Board, administration, and community. Upon a successful evaluation, the Board may renew the agreement with legal counsel without initiating an RFP.

The Board may also contract for temporary, specialized legal services without initiating an RFP when a majority of the Board determines that the unique demands of a particular issue or emergency situation so requires.

### Contacting Legal Counsel

- At his/her discretion, the Board chairperson or Executive Director may confer with CCM legal counsel subject to any limits or parameters established by the Board. In addition, the Executive Director or Board chairperson may contact CCM legal counsel to provide the Board with legal information or advice when so directed by a majority of the Board.
- Individual Board members other than the Board Chairperson may not seek advice from school legal counsel on matters of school business unless so authorized by a majority of the Board.

## **Bylaw 9130**

### **Board Committees**

- The CCM Board may establish committees as necessary, determining the duties of the committee at the time of its establishment. CCM committees shall act in an advisory

capacity. When a CCM's committee duties have been completed, the committee shall be dissolved. CCM committees shall provide public notice of their meetings and conduct these meetings in accordance with state open meeting laws.

- Meetings of advisory committees or standing committees for which an agenda is posted at least 72 hours in advance of the meeting pursuant to Government Code [54954.2](#), shall be considered, for purposes of the Brown Act, as regular meetings of the Board. Board advisory committees established by the Executive Director and composed solely of less than a quorum of the members of the Board are not subject to open meeting laws.
- The Attorney General has declared, 80 Ops.Cal.Atty.Gen. 308 (1997), that sessions of a Board committee, consisting of members of the public, employees, and students, formed to interview candidates for school Director and to make a recommendation to the Board, are not required to be open to the public.
- In 79 Ops.Cal.Atty.Gen. 69 (1996), the Attorney General has clarified that open meeting laws apply if the standing committee has the responsibility of providing advice at the Board's request on budgets, audits, contracts and personnel matters. Standing committees with a continuing subject matter jurisdiction include but are not limited to those responsible for providing advice on budgets, audits, contracts and personnel matters at the Board's request. Pursuant to Government Code [54952.2](#), the Brown Act is not violated if Board members who are not members of a standing committee attend the meeting only "as observers."
- In 81 Ops.Cal.Atty.Gen. 156 (1998), the Attorney General clarified that those Board members attending the meeting "as observers," may not ask questions or make statements at the meeting and that they must sit in the areas designated for members of the public. When a majority of the members of the Board attend an open and noticed meeting of a standing committee, the Board members who are not members of the standing committee shall attend only as observers.
- If the Executive Director or designee serves as advisor or staff person to a Board committee not subject to the Brown Act, his/her presence at the committee would not subject the committee to the Brown Act as long as he/she is not a voting member of the committee.
- The Executive Director or designee may serve as an advisor to any committee at the discretion of the Board.
- When a Board committee composed exclusively of Board members has provided for public comment on an item at a public meeting before or during the committee's consideration of the item, the Board is not obliged to provide for public comment on the item at a subsequent Board meeting. Public comment shall be afforded, however, if the Board determines that the item has been substantially changed since it was heard by the committee.

## **Bylaw 9200**

### **Limits on Board Member Authority**

- CCM recognizes that the Board is the unit of authority over the school and that a Board member has no individual authority. Board members shall hold the education of students above any partisan principle, group interest, or personal interest.
- Unless agreed to by a majority of the Board, individual members of the Board shall not exercise any administrative responsibility with respect to the schools or command the services of any school employee. Individual Board members shall submit requests for information to the Executive Director and shall not request information from any other CCM staff member. Board members shall refer Board-related correspondence to the Executive Director for forwarding to the Board or for placement on the Board's agenda, as appropriate.
- Individual Board members do not have the authority to resolve complaints. Any Board member approached directly by a person with a complaint should refer the complainant to the Executive Director or designee so that the problem may receive proper consideration and be handled through the appropriate school process.
- A Board member whose child is attending a school school should be aware of his/her role as a Board member when interacting with school employees about his/her child. Because his/her position as a Board member may inhibit the performance of school personnel, the Board member should inform the Executive Director or designee before volunteering in his/her child's classroom.
- The Executive Director or designee shall provide a copy of the state's open meeting laws (Brown Act) to each Board member and to anyone who is elected to the Board but has not yet assumed office.
- Board members and persons elected to the Board who have not yet assumed office are responsible for complying with the requirements of the Brown Act.

### **Board Composition, Elections and Structure**

**(adopted 11/14/2013 and updated again on 11/28/18)**

This revised Bylaw 9220 is intended to replace Governance Board Bylaws 9220, 9220.1, 9222 and 9223 (adopted 8/8/2011)

### **Bylaw 9220**

#### **Board Composition and Elections**

##### Composition of the Board of Directors:

The Board of Directors will be comprised of between 7 and 9 members. CCM recruits qualified and appropriate candidates for the Board from education, legal, financial, business, and nonprofit organizations so that the board is diverse in perspectives, expertise and backgrounds, and can responsibly govern the organization and its schools in a manner that holds true to the

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mission and vision of Creekside Charter School. The Board of Directors will be drawn from the following sources:

- Community Members
- Parents of currently enrolled Creekside Charter School

To be a board member, one must be 18 years of age or older, a citizen of California, a resident of one of the counties from which Creekside draws students, a registered voter, and not legally disqualified from holding civil office.

Election, Term, and Removal Process for Board Member:

Board shall solicit candidate applications or nominations. The Board shall interview the candidates at a public meeting, accept oral or written public input, and select the provisional appointee by a simple majority vote by the board.

Following interviews, the Board will ask members interested candidates to leave the meeting so the Board may discuss candidates. Candidates will choose if they wish to leave and are under no legal obligation to do so. A majority vote of the Directors then in office, to begin two-year terms as of the following monthly board meeting when the newly elected candidate takes the oath of office.

Governing Board Directors shall serve two-year terms and until a successor Director has been elected. A Director whose term has expired may be elected to a succeeding term and no "term limits" shall exist.

No two Directors may be immediate family members. Any Director who is an immediate family member of currently employed staff of the Charter School, and the Charter School teacher representative, if any, shall strictly abide by the CCM's Conflict of Interest policy.

The Governing Board will follow the Brown Act and will meet regularly. The Board will appoint a member as Chairperson, and others as Vice Chairperson and secretary. The Secretary is responsible for maintaining meeting notes and ensuring distribution of the agenda in a timely manner. The CCM Executive Director and any Board member may request that an item be placed on the agenda, with ultimate discretion to set the agenda being held by the Chairperson. The agenda for a board meeting will be emailed to all Board of Directors members prior to the meeting and posted on the school website and/or the 3rd part platform that the school isn't for communication (e.g. ParentSquared). A hard copy may also be posted on the bulletin board at the school site, but this is not required. The Treasurer function will be overseen by the

Executive Director and the entire board will be responsible for overseeing the fiscal situation of the charter school. The Executive Director shall serve as the President of the nonprofit corporation.

Governing Board members may not be employed by Creekside Charter Management.

### Removal of a Board Member

Board members may be removed from service at any time if actions of a member are deemed detrimental to the school or board. Action to remove Board members will be approved by a simple majority of the Board. Once a board member is removed from the board, they are no longer to vote as part of the board.

## **Bylaw 9223**

### **Vacancies**

#### Events Causing a Vacancy

A vacancy on the Governing Board may occur for any of the following events:

1. The death of an incumbent
  - a. The adjudication pursuant to a quo warranto proceeding declaring that an incumbent is physically or mentally incapacitated due to disease, illness, or accident and that there is reasonable cause to believe that the incumbent will not be able to perform the duties of his/her office for the remainder of his/her term
2. A Board member's resignation
  - a. A vacancy resulting from resignation occurs when the written resignation is filed with the Executive Director, except where a deferred effective date is specified in the resignation so filed, in which case the resignation shall become operative on that date. A Board member may not defer the effective date of his/her resignation for more than 60 days after he/she files the resignation with the Executive Director. Upon being filed with the Executive Director, a written resignation, whether specifying a deferred effective date or otherwise, shall be irrevocable.
3. A Board member's removal from office, including recall.
  - a. Board members may be removed from service at any time if actions of a member are deemed detrimental to the school or board. Action to remove Board members will be approved by a simple majority of the Board.
4. A Board member's ceasing to be a resident of the county or adjacent counties of CCM schools.
5. A Board member's absence from the state beyond the period allowed by law without the permission required by law. No Board member shall be absent from the state for more than 90 days, except in any of the following situations:
  - Upon business of the CCM school with the approval of the Board.

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- With the consent of the Board for an additional period not to exceed a total absence of 90 days.
- For federal military deployment not to exceed six months as a member of the armed forces of the United States or the California National Guard

If the absence of the Board member for this purpose exceeds six months, the Board may approve an additional six-month absence upon a showing that there is a reasonable expectation that the member will return within the second six-month period, and the Board may appoint an interim member to serve in his/her absence. If two or more members of the Board are absent by reason of these circumstances, and those absences result in the inability to establish a quorum at a regular meeting, the Board may immediately appoint one or more interim members as necessary to enable the Board to conduct business and discharge its responsibilities.

In the case of illness or other urgent necessity, and upon a proper showing thereof, the time limited for absence from the state may be extended by the Board for an additional period not to exceed 30 days.

1. A Board member's ceasing to discharge the duties of his/her office, including absence from regularly scheduled meetings in excess of 3 meetings (25%) in one year, except when prevented by sickness or when absent from the state with the permission required by law
2. A Board member's conviction of a felony or any offense involving a violation of his/her official duties or conviction of a designated crime resulting in a forfeiture of office
3. A Board member's commitment to a hospital or sanitarium as a drug addict, dipsomaniac, inebriate, or stimulant addict by a court of competent jurisdiction, in which case the office shall not be deemed vacant until the order of commitment has become final
4. A failure to elect when either no candidate or an insufficient number of candidates have filed to run for a Board seat(s)

### Timelines for Filling a Vacancy

When a vacancy occurs, the Board shall take the following action, as appropriate:

1. When a vacancy occurs less than three months before the end of a Board member's term, or there remain at least seven active Board members, the Board is not obligated to take action to fill the vacancy.
2. When a vacancy occurs within six months of the end of a Board member's term, the Board shall make a provisional appointment. The person so appointed shall

take office at the first regularly scheduled Board and shall serve only until the end of the term of the position which he/she was elected to fill.

3. When a vacancy occurs within six months of a regularly scheduled Board election at which the position is not scheduled to be filled, a special election to fill the position shall be held. The person so elected shall take office at the first regularly scheduled Board meeting following the certification of the election and shall serve only until the end of the term of the position which he/she was elected to fill.
4. When a vacancy occurs in excess of six months of a regularly scheduled Board election, a special election to fill the position shall be held. The person so elected shall take office at the first regularly scheduled Board meeting following the certification of the election and shall serve only until the end of the term of the position which he/she was elected to fill.

### Provisional Appointments

Board shall solicit candidate applications or nominations. The Board shall interview the candidates at a public meeting, accept oral or written public input, and select the provisional appointee by a simple majority vote

Following the open session interview of the board candidate, a closed session consisting of the Executive Director and the current CCM board will take place for discussion and vote on the candidates.

Within 2 weeks after the appointment is made, the Board shall post notices of the provisional appointment on the school website.

The notice shall contain:

1. The date of the occurrence of the vacancy or the date of the filing of, and the effective date of, the resignation
2. The full name of the appointee
3. The date of appointment

The person appointed shall hold office until the end of the term for which he or she is appointed to fill, and shall be afforded all the powers and duties of a Board member upon appointment.

## **Bylaw 9224**

### **Oath or Affirmation**

Prior to entering upon the duties of their office, all Creekside Charter Management Board members shall take the oath or affirmation, as follows:



I, \_\_\_\_\_, do solemnly swear (or affirm) that I will support and defend the Constitution of the United States and the Constitution of the State of California, against all enemies, foreign and domestic; that I will bear true faith and allegiance to the Constitution of the United States and the Constitution of the State of California; that I take this obligation freely, without any mental reservation or purpose or evasion; and that I will well and faithfully discharge the duties upon which I am about to enter.

The oath may be administered and certified by a Board member, secretary to the Board or Executive Director. The executed oath shall be filed with the Board Secretary.

## **Bylaw 9230**

### **Board Candidate Orientation**

#### CCM Board Candidate Orientation

- CCM desires to provide Board candidates with orientation that will enable them to understand the responsibilities and expectations of Board membership. The Executive Director or designee shall provide all candidates with general information about school programs, School operations, and Board responsibilities. He/she may also provide candidates with information about the election process.
- The Board encourages all candidates to attend public Board meetings during the period of their candidacy. Candidates shall have the same access as members of the public to school staff and information.

#### New Board Member Orientation

- Note: In addition to providing new Board members with information about School programs and operations, it is recommended that new Board members be provided information and professional development regarding the roles and responsibilities of the Board and professional governance standards agreed upon by the Board.
- The Board shall convene a meeting to provide an orientation and information to incoming Board members to assist them in understanding the Board's functions, policies, procedures, protocols, and agreed-upon standards of conduct. Incoming Board members shall receive the School's policy manual and other materials related to the School and Board member responsibilities.
- Upon their election, incoming Board members shall be provided a copy of the Brown Act and informed that, pursuant to Government Code [54952.1](#), they must conform to the Act's requirements as if they had already assumed office.
- The Executive Director may provide incoming Board members with additional background and information regarding the school's mission and goals, operations, and

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current challenges in areas that include, but are not be limited to, student achievement, curriculum, finance, facilities, policy, human resources, and collective bargaining.

- Incoming members are encouraged to attend Board meetings and review agenda materials available to the public in order to become familiar with current issues facing the school. Incoming members also may, at School expense and with approval of the Board, attend workshops and conferences relevant to their individual needs or to the needs of the Board as a whole or the school.

## **Bylaw 9240**

### **Board Development**

- The Board recognizes that its members need training that helps them understand their responsibilities, stay abreast of new developments in education, and develop board skills.
- All Board members may attend conferences for the purpose of Board development. Board business shall not be discussed at conferences.
- Board members shall report to the Board, orally or in writing, as soon as possible on the inservice activities they attend.
- Funds for Board development shall be budgeted annually, subject to funding availability.

## **Bylaw 9250**

### **Remuneration, Reimbursement and other benefits**

#### Remuneration

CCM views Board service as a voluntary contribution to the community and elects not to receive the compensation to which it is entitled by law. With prior approval of the Board, individual Board Members may be reimbursed for actual travel and conference expenses in the course of conducting Board business.

#### Liability Insurance

CCM shall provide insurance necessary to protect Board members and employees while acting within the scope of their office or employment in accordance with Education Code [35208](#).

## **Bylaw 9260**

### **Legal Protection**

#### Protection Against Liability

No Board member shall be liable for harm caused by his/her act or omission when acting within the scope of school responsibilities. The act or omission must be in conformity with

federal, state and local laws and made in furtherance of an effort to control, discipline, expel or suspend a student, or maintain order or control in the classroom or school.

The protection against liability shall not apply when:

1. The Board member acted with willful or criminal misconduct, gross negligence, recklessness, or a conscious, flagrant indifference to the harmed person's right to safety.
2. The Board member caused harm by operating a motor vehicle.
3. The Board member was not properly licensed, if required, by the State for such activities.
4. The Board member was found by a court to have violated a federal or state civil rights law.
5. The Board member was under the influence of alcohol or any drug at the time of the misconduct.
6. The misconduct constituted a crime of violence pursuant to 18 USC [16](#) or an act of terrorism for which the Board member has been convicted in a court.
7. The misconduct involved a sexual offense for which the Board member has been convicted in a court.

## **Bylaw 9270**

### **Conflicts of Interest**

**INSERT ADOPTED POLICY JEFF PASSED OUT ON MONDAY.**

## **Bylaw 9310**

### **Board Policies**

CCM shall adopt written policies to convey its expectations for actions to be taken, clarification of roles and responsibilities of the Board and Executive Director, and communicate Board philosophy and positions to the students, staff, parents/guardians and the community. Board policies are binding to the extent that they do not conflict with federal or state law.

The Board recognizes the importance of maintaining a policy manual that is up to date and reflects the mandates of law. Policies shall be regularly reviewed at a time allocated for this purpose on the agenda of public Board meetings.

The Board shall review certain policies annually, as required by Education Code [35160.5](#). If no revisions are deemed necessary, the Board minutes shall nevertheless indicate that the

review was conducted. Other policies shall be monitored and reviewed as specified in the policy itself or as needed to reflect changes in law.

### Policy Development and Adoption Process

CCM policy development process shall include the following basic steps:

1. The Board and/or Executive Director or designee shall identify the need for a new policy or revision of an existing policy. The need may arise from a change in law, a new School vision or goals, educational research or trends, or a change in the directorship or Board membership. The need may also occur as a result of an incident that has arisen in the School or a recommendation or request from staff or other interested persons.
2. As needed, the Executive Director or designee shall gather fiscal and other data, staff and public input, related School policies, sample policies from other organizations or agencies, and other useful information to fully inform the Board about the issue.
3. The Board may hold discussions during a public Board meeting to gain an understanding of the issue and provide initial direction to the Executive Director or designee. The discussion may include, but not be limited to, how the proposed policy may affect student learning, community expectations, staff recommendations, fiscal impact, as well as the policy's impact on governance and operational efficiency.
4. The Board or Executive Director may request that legal counsel review the draft policy as appropriate.
5. The Executive Director or designee shall develop and present a draft policy for a first reading at a public Board meeting. At its second reading, the Board may take action on the proposed policy. The Board may waive the second reading or may require an additional reading if necessary.

Only policies formally adopted by a majority vote of the Board shall constitute official Board policy. Being considered, the need for more information, or to provide greater opportunities for consultation and public input. Policies shall become effective upon Board adoption or at a future date designated by the Board at the time of adoption.

### CCM Board Bylaws

The Board shall prescribe and enforce rules for its own government consistent with state law and regulations. (Education Code [35010](#))

Bylaws governing Board operations may be developed, adopted, and amended following the same procedures as those used for the adoption or amendment of Board policy.

### Administrative Regulations

The Executive Director or designee shall be responsible for developing and enforcing administrative regulations for the operation of Creekside Charter School. Administrative regulations shall be consistent with law and Board policy and shall be designed to promote the achievement of School goals and objectives. Administrative regulations may describe specific actions to be taken, roles and responsibilities of staff, timelines, and/or other necessary provisions. The Executive Director or designee also may develop procedures manuals, handbooks, or other guides to carry out the intent of Board policy.

When Board policies are amended, the Executive Director or designee shall review corresponding regulations to ensure that they conform to the intent of the revised policy. In case of conflict between administrative regulation and Board policy, policy shall prevail.

The Board may review and/or approve regulations for the purpose of ensuring conformity with the intent of Board policy.

### Monitoring and Evaluation

At the time a policy is adopted, the Board and Executive Director or designee shall determine whether an evaluation of the policy should be scheduled and, if so, shall agree upon a timeline and measures for evaluating the effectiveness of the policy in achieving its purpose.

### Access to Policies

The Executive Director or designee shall ensure that all CCM employees and the public have access to an up-to-date manual/handbook.

As necessary, the Executive Director or designee shall notify staff, parents/guardians, students, and other stakeholders whenever a policy that affects them is adopted or revised. He/she may determine the appropriate communications strategy depending on the issue.

### *Suspension of Policies*

No Board policy, bylaw, or administrative regulation, or any portion thereof, shall be operative if it is found to be in conflict with applicable federal or state law or regulations or court decisions. If any portion of a policy is found to be invalid, that invalidity shall not affect other provisions of the policy.

## **Bylaw 9320**

### **Meetings and Notices**

Adopted on 12/6/2018 by the CCM Board

Meetings of CCM are conducted for the purpose of accomplishing School business. In accordance with state open meeting laws (Brown Act), the Board shall hold its meetings in public and shall conduct closed sessions during such meetings only as authorized by law. To encourage community involvement in the schools, Board meetings shall provide opportunities for questions and comments by members of the public. All meetings shall be conducted in accordance with law and the Board's bylaws, policies, and administrative regulations.

A Board meeting exists whenever a majority of Board members gather at the same time and place to hear, discuss, or deliberate upon any item within the subject matter jurisdiction of the Board or School. (Government Code [54952.2](#))

A majority of the Board shall not, outside of an authorized meeting, use a series of communications of any kind, directly or through intermediaries, to discuss, deliberate, or take action on any item that is within the subject matter jurisdiction of the Board. However, an employee or School official may engage in separate conversations with Board members in order to answer questions or provide information regarding an item within the subject matter jurisdiction of the Board, as long as that employee or School official does not communicate the comments or position of any Board members to other Board members. (Government Code [54952.2](#))

In order to help ensure participation in the meeting by disabled individuals, the Executive Director or designee shall provide appropriate disability-related accommodations or modifications upon request in accordance with the Americans with Disabilities Act.

Meeting notices and agendas shall specify that any individual who requires disability-related accommodations or modifications, including auxiliary aids and services, in order to participate in the Board meeting should contact the Executive Director or designee.

Each agenda shall also list the address(es) designated by the Executive Director or designee for public inspection of agenda documents that are distributed to the Board less than 72 hours before the meeting. (Government Code [54957.5](#))

### Regular Meetings

The CCM Board shall establish an annual meeting schedule at the first meeting of the calendar year. At least 72 hours prior to a regular meeting, the agenda shall be posted at one or more locations freely accessible to members of the public.

### Special Meetings

Special meetings of the Board may be called at any time by the presiding officer or a majority of the Board members.

Written notice of special meetings shall be delivered personally or by any other means to all Board members and the local media who have requested such notice in writing. The notice shall be received at least 24 hours before the time of the meeting. The notice shall also be posted at least 24 hours before the meeting in a location freely accessible to the public. The

notice shall specify the time and place of the meeting and the business to be transacted or discussed. No other business shall be considered at this meeting.

Any Board member may waive the 24-hour written notice requirement prior to the time of the meeting by filing a written waiver of notice with the clerk or secretary of the Board or by being present at the meeting at the time it convenes.

Every notice of a special meeting shall provide an opportunity for members of the public to directly address the Board concerning any item that has been described in the meeting notice, before or during the item's consideration.

### Emergency Meetings

In the case of an emergency situation for which prompt action is necessary due to the disruption or threatened disruption of public facilities, the Board may hold an emergency meeting without complying with the 24-hour notice and/or 24-hour posting requirement for special meetings pursuant to Government Code [54956](#). The Board shall comply with all other requirements for special meetings during an emergency meeting.

An emergency situation means either of the following:

1. An emergency, which shall be defined as a work stoppage, crippling activity, or other activity that severely impairs public health and/or safety as determined by a majority of the members of the Board
2. A dire emergency, which shall be defined as a crippling disaster, mass destruction, terrorist activity, or threatened terrorist act that poses peril so immediate and significant that requiring the Board to provide one-hour notice before holding an emergency meeting may endanger the public health and/or safety as determined by a majority of the members of the Board

Except in the case of a dire emergency, the Board president or designee shall give notice of the emergency meeting by telephone at least one hour before the meeting to the local media that have requested notice of special meetings. All telephone numbers provided by the media in the most recent request for notification must be exhausted. If telephone services are not functioning, the notice requirement of one hour is waived and, as soon after the meeting as possible, the Board shall notify those media representatives of the meeting and shall describe the purpose of the meeting and any action taken by the Board.

In the case of a dire emergency, the Board president or designee shall give such notice at or near the time he/she notifies the other members of the Board about the meeting.

The minutes of the meeting, a list of persons the Board president or designee notified or attempted to notify, a copy of the roll call vote, and any actions taken at the meeting shall be posted for at least 10 days in a public place as soon after the meeting as possible.

### Adjourned/Continued Meetings

A majority vote by the Board may adjourn/continue any regular or special meeting to a later time and place that shall be specified in the order of adjournment. Less than a quorum of the Board may adjourn such a meeting. If no Board members are present, the secretary or the clerk may declare the meeting adjourned to a later time and shall give notice in the same manner required for special meetings.

Within 24 hours after the time of adjournment, a copy of the order or notice of adjournment/continuance shall be conspicuously posted on or near the door of the place where the meeting was held. (Government Code [54955](#))

### Study Sessions, Retreats, Public Forums, and Discussion Meetings

The Board may occasionally convene a workshop session or public forum to study an issue in more detail or to receive information from staff or feedback from members of the public.

The Board may also convene a retreat or discussion meeting to discuss Board roles and relationships.

Public notice shall be given in accordance with law when a quorum of the Board is attending a study session, retreat, public forum, or discussion meeting. All such meetings shall comply with the Brown Act and shall be held in open session and within School boundaries. Action items shall not be included on the agenda for these meetings.

### Other Gatherings

Attendance by a majority of Board members at any of the following events is not subject to the Brown Act provided that a majority of the Board members do not discuss specific School business among themselves other than as part of the scheduled program: (Government Code [54952.2](#))

1. A conference or similar public gathering open to the public that involves a discussion of issues of general interest to the public or to school Board members
2. An open, publicized meeting organized by a person or organization other than the School to address a topic of local community concern
3. An open and noticed meeting of another body of the School
4. An open and noticed meeting of a legislative body of another local agency
5. A purely social or ceremonial occasion
6. An open and noticed meeting of a standing committee of the Board, provided that the Board members who are not members of the standing committee attend only as observers



7. Individual contacts or conversations between a Board member and any other person are not subject to the Brown Act.

#### Location of Meetings

Meetings shall not be held in a facility that prohibits the admittance of any person on the basis of ancestry or any characteristic listed in Government Code [11135](#), including, but not limited to, religion, sex, or sexual orientation. In addition, meetings shall not be held in a facility which is inaccessible to disabled persons or where members of the public must make a payment or purchase in order to be admitted.

Meetings shall be held within School boundaries, except to do any of the following:

1. Comply with state or federal law or court order or attend a judicial or administrative proceeding to which the School is a party
2. Inspect real or personal property which cannot conveniently be brought into the School, provided that the topic of the meeting is limited to items directly related to the property
3. Participate in meetings or discussions of multiagency significance, provided these meetings are held within one of the other agencies' boundaries, with all participating agencies giving the notice required by law
4. Meet in the closest meeting facility if the School has no meeting facility within its boundaries or if its principal office is located outside the School
5. Meet with elected or appointed state or federal officials when a local meeting would be impractical, solely to discuss legislative or regulatory issues affecting the School over which the state or federal officials have jurisdiction
6. Meet in or near a facility owned by the School but located outside the School, provided the meeting agenda is limited to items directly related to that facility
7. Visit the office of the School's legal counsel for a closed session on pending litigation, when doing so would reduce legal fees or costs
8. Attend conferences on nonadversarial collective bargaining techniques
9. Interview residents of another School regarding the Board's potential employment of an applicant for Director of the School

## 10. Interview a potential employee from another School

Meetings exempted from the boundary requirements, as specified in items #1-10 above, shall still be subject to the notice and open meeting requirements for regular and special meetings when a quorum of the Board attends the meeting.

If a fire, flood, earthquake, or other emergency renders the regular meeting place unsafe, meetings shall be held for the duration of the emergency at a place designated by the Board president or designee, who shall so inform all news media who have requested notice of special meetings by the most rapid available means of communication.

### Teleconferencing

A teleconference is a meeting of the Board in which Board members are in different locations, connected by electronic means through audio and/or video.

The Board may use teleconferences for all purposes in connection with any meeting within the Board's subject matter jurisdiction including but not limited to regularly scheduled board meetings. All votes taken during a teleconference meeting shall be by roll call.

During the teleconference, at least a quorum of the members of the Board shall participate from the teleconference or locations within School boundaries or designated meeting location.

Additional teleconference locations or access numbers may be provided to the public.

All teleconference locations shall be accessible to the public. All teleconferenced meetings shall be conducted in a manner that protects the statutory and constitutional rights of the parties or the public appearing before the Board, including the right of the public to address the Board directly at each teleconference location.

All Board policies, administrative regulations, and bylaws shall apply equally to meetings that are teleconferenced. The Executive Director or designee shall facilitate public participation in the meeting at each teleconference location.

### **Bylaw 9321**

#### **Closed Session Purposes and Agendas**

CCM may hold closed sessions only for purposes identified in law. The Board may hold a closed session at any time during a regular or special meeting and during emergency meetings in accordance with law.

The agenda shall contain a brief general description of all closed session items to be discussed.

Adopted on 12/6/2018 by the CCM Board

The Board shall disclose in open meeting the items to be discussed in closed session. In the closed session, the Board may consider only those matters covered in its statement.

No agenda, notice, announcement, or report required by the Brown Act need identify any victim or alleged victim of tortious sexual conduct or child abuse unless the identity of the person has been publicly disclosed.

In accordance with law, a Board member shall not disclose confidential information received in a closed session unless the Board authorizes the disclosure of that information.

### Personnel Matters

The Board may hold closed sessions to consider the appointment, employment, performance evaluation, discipline, or dismissal of an employee. These sessions shall not include discussion or action on proposed compensation except for a reduction of compensation that results from the imposition of discipline.

The Board may also hold closed sessions to hear complaints or charges brought against an employee by another person, unless the employee requests an open session. Before the Board holds a closed session on specific complaints or charges brought against an employee, the employee shall receive written notice of his/her right to have the complaints or charges heard in open session if desired. This notice shall be delivered personally or by mail at least 24 hours before the time of the session.

The Board may hold closed sessions to discuss a CCM employee's application for early withdrawal of funds in a deferred compensation plan when the application is based on financial hardship arising from an unforeseeable emergency due to illness, accident, casualty, or other extraordinary event, as specified in the deferred compensation plan.

Agenda items related to public employee appointments and employment shall describe the position to be filled. Agenda items related to performance evaluations shall specify the title of the employee being reviewed. Agenda items related to employee discipline, dismissal or release require no additional information.

### Negotiations

Unless otherwise agreed upon by the parties involved, the following shall not be subject to the Brown Act:

1. Any hearing, meeting or investigation conducted by a fact finder or arbitrator
2. Any executive (closed) session of the School or between the School and its designated representative for the purpose of discussing its position regarding any matter within the scope of representation and instructing its designated representatives

The Board may meet in closed session with the Board's designated representative regarding employee salaries, salary schedules, or compensation paid in the form of fringe benefits of its

Adopted on 12/6/2018 by the CCM Board

represented and unrepresented employees. These closed sessions may include discussions of the School's available funds and funding priorities, but only insofar as they relate to providing instructions to the School's designated representative.

Closed sessions shall be for the purpose of reviewing the Board's position and instructing the Board's designated representative. Closed sessions may take place prior to and during consultations and discussions with representatives of employee organizations and unrepresented employees.

For unrepresented employees, closed sessions held pursuant to Government Code [54957.6](#) shall not include final action on the proposed compensation of one or more unrepresented employees. (Government Code [54957.6](#))

The Board also may meet in closed session with a state conciliator or a mediator who has intervened in these proceedings.

Agenda items related to negotiations shall specify the name of the School's designated representative(s) attending the closed session. If circumstances necessitate the absence of a specified designated representative, an agent or designee may participate in place of the absent representative as long as the name of the agent or designee is announced at an open session held prior to the closed session. The agenda shall also specify the name of the organization representing the employee(s) or the position title of the unrepresented employee who is the subject of the negotiations.

### Matters Related to Students

The Board shall meet in closed session to consider a suspension, disciplinary action, or any other action, except expulsion, against a student when a public hearing on the matter would violate student privacy rights. If a written request for open session is received from the parent/guardian or adult student, it will be honored to the extent that it does not violate the privacy rights of any other student(s).

The Board shall meet in closed session to consider the expulsion of a student, unless the student submits a written request at least five days before the date of the hearing that the hearing be held in open session. Regardless of whether the expulsion hearing is conducted in open or closed session, the Board may meet in closed session for the purpose of deliberating and determining whether the student should be expelled.

Agenda items related to student matters shall briefly describe the reason for the closed session, such as "student expulsion hearing," "grade change appeal," without violating the confidentiality rights of individual students. The student shall not be named on the agenda, but a number may be assigned to the student in order to facilitate record keeping. The agenda shall also state that the Education Code requires closed sessions in these cases in order to prevent the disclosure of confidential student record information.

### Security Matters

The Board may meet in closed session with the Attorney General, School attorney, sheriff or chief of police, or their respective deputies, or a security consultant or a security operations manager, on matters posing a threat to the security of public buildings, to the security of essential public services, including water, drinking water, wastewater treatment, natural gas service, and electric service, or to the public's right of access to public services or public facilities.

The Board may meet in closed session during an emergency meeting held pursuant to Government Code [54956.5](#) to meet with law enforcement officials for the emergency purposes specified in Government Code [54957](#) if agreed to by a two-thirds vote of the Board members present. If less than two-thirds of the members are present, then the Board must agree by a unanimous vote of the members present.

Agenda items related to security matters shall specify the name of the law enforcement agency and the title of the officer, or name of applicable agency representative and title, with whom the Board will consult.

### Conference with Real Property Negotiator

The Board may meet in closed session with the Board's real property negotiator prior to the purchase, sale, exchange or lease of real property by or for the School in order to grant its negotiator the authority regarding the price and terms of the property.

Before holding the closed session, the Board shall hold an open and public session to identify its negotiator(s) and the property under negotiation and to specify the person(s) with whom the negotiator may negotiate. For purposes of real property transactions, negotiators may include members of the Board. Agenda items related to real property negotiations shall specify the School negotiator attending the closed session. If circumstances necessitate the absence of a specified negotiator, an agent or designee may participate in place of the absent negotiator as long as the name of the agent or designee is announced at an open session held prior to the closed session. The agenda shall also specify the name of the negotiating parties and the street address of the real property under negotiation. If there is no street address, the agenda item shall specify the parcel number or another unique reference of the property. The agenda item shall also specify whether instruction to the negotiator will concern price, terms of payment, or both.

### Pending Litigation

Based on the advice of its legal counsel, the Board may hold a closed session to confer with or receive advice from its legal counsel regarding pending litigation when a discussion of the matter in open session would prejudice the Board's position in the case. For this purpose,

"litigation" includes any adjudicatory proceeding, including eminent domain, before a court, administrative body exercising its adjudicatory authority, hearing officer, or arbitrator.

Litigation is considered "pending" when any of the following circumstances exist:

1. Litigation to which the Board is a party has been initiated formally.
2. A point has been reached where, in the Board's opinion based on the advice of legal counsel and on the existing facts and circumstances, there is a significant exposure to litigation against the School, or the Board is meeting solely to determine whether, based on existing facts or circumstances, a closed session is authorized.
3. Based on existing facts and circumstances, the Board has decided to initiate or is deciding whether to initiate litigation. (Government Code [54956.9\(c\)](#))

"Existing facts and circumstances" authorizing a closed session pursuant to Government Code [54956.9\(b\)](#) as described in item #2 above are limited to the following:

1. Facts and circumstances that might result in litigation against the School but which the School believes are not yet known to potential plaintiffs and which do not need to be disclosed.
2. Facts and circumstances including, but not limited to, an accident, disaster, incident or transactional occurrence which might result in litigation against the School, which are already known to potential plaintiffs, and which must be publicly disclosed before the closed session or specified on the agenda.
3. The receipt of a claim pursuant to the Tort Claims Act or a written threat of litigation from a potential plaintiff. The claim or written communication must be available for public inspection.
4. A threat of litigation made by a person in an open meeting on a specific matter within the responsibility of the Board.
5. A threat of litigation made by a person outside of an open meeting on a specific matter within the responsibility of the Board, provided that the School official or employee receiving knowledge of the threat made a record of the statement before the meeting and the record is available for public inspection.

The above record does not need to identify an alleged victim of tortious sexual conduct or anyone making a threat on his/her behalf or identify an employee who is the alleged

perpetrator of any unlawful or tortious conduct, unless the identity of this person has been publicly disclosed.

Before holding a closed session pursuant to this section, the Board shall state on the agenda or publicly announce the subdivision of Government Code [54956.9](#) under which the closed session is being held. If authority is based on Government Code [54956.9\(a\)](#), the Board shall either state the title or specifically identify the litigation to be discussed or state that doing so would jeopardize the School's ability to effectuate service of process upon unserved parties or to conclude existing settlement negotiations to its advantage.

Agenda items related to "pending litigation" shall be described as a conference with legal counsel regarding "existing litigation" or "anticipated litigation."

"Existing litigation" items shall identify the name of the case specified by either the claimant's name, names of parties and case or claim number, unless the Board states that to identify the case would jeopardize service of process or existing settlement negotiations.

"Anticipated litigation" items shall state that there is significant exposure to litigation pursuant to Government Code [54956.9\(b\)](#) and shall specify the potential number of cases. When the School expects to initiate a suit, items related to anticipated litigation shall state that the discussion relates to the initiation of litigation pursuant to Government Code [54956.9\(c\)](#) and shall specify the potential number of cases. The agenda or an oral statement before the closed session may be required to provide additional information pursuant to items #2-5 above.

### Joint Powers Agency Issues

The Board may meet in closed session to discuss a claim against a joint powers authority formed for the purpose of insurance pooling or self-insurance authority of which it is a member, for the payment of tort liability losses, public liability losses or workers' compensation liability.

Closed session agenda items related to liability claims shall specify the claimant's name and the name of the agency against which the claim is made.

When the Board of the joint powers agency has so authorized and upon advice of School legal counsel, the Board may meet in closed session in order to receive, discuss and take action concerning information obtained in a closed session of the joint powers agency. During the School's closed session, a Board member serving on the JPA Board may disclose confidential information acquired during a closed session of the JPA to fellow Board members.

The Board member may also disclose the confidential JPA information to School legal counsel in order to obtain advice on whether the matter has direct financial or liability implications for the School.

Closed session agenda items related to "Conference Involving a Joint Powers Agency" shall specify the closed session description used by the joint powers agency and the name of the School representative on the joint powers agency Board. Additional information listing the names of agencies or titles of representatives attending the closed session as consultants or other representatives shall also be included.

#### Review of Audit Report from Bureau of State Audits

Upon receipt of a confidential final draft audit report from the Bureau of State Audits, the Board may meet in closed session to discuss its response to that report. After public release of the report from the Bureau of State Audits, any Board meeting to discuss the report must be conducted in open session, unless exempted from that requirement by some other provision of law. (Government Code [54956.75](#))

Closed session agenda items related to an audit by the Bureau of State Audits shall state "Audit by Bureau of State Audits." (Government Code [54954.5](#))

#### Review of Assessment Instruments

The Board may meet in closed session to review the contents of any student assessment instrument approved or adopted for the statewide testing system. Before any such meeting, the Board shall agree by resolution to accept any terms or conditions established by the State Board of Education for this review.

Agenda items related to the review of student assessment instruments shall state that the Board is reviewing the contents of an assessment instrument approved or adopted for the statewide testing program and that Education Code [60617](#) authorizes a closed session for this purpose in order to maintain the confidentiality of the assessment under review.

### **Bylaw 9321.1**

#### **Closed Session Actions and Reports**

No matters other than those announced in open session shall be acted upon during the closed session.

The Board shall reconvene in open session before adjourning and report closed session actions, the votes or abstentions thereon, and other disclosures required by Government Code [54957.1](#).

Adopted on 12/6/2018 by the CCM Board



These disclosures may be made at the location announced in the agenda for the closed session, as long as the public is allowed to be present at that location for the purpose of hearing them.

### Personnel Matters

The Board shall report any personnel action taken and the votes or abstentions thereon at the public meeting during which the closed session is held. This report shall identify the title of the position. However, the report of a dismissal or nonrenewal of an employment contract shall be deferred until the first public meeting after administrative remedies, if any, have been exhausted.

### Negotiations/Collective Bargaining

Final action on the proposed compensation of one or more unrepresented employees shall not be taken during the closed session.

### Student Matters

Actions related to student matters shall be taken in open session and shall be a matter of public record. No information shall be released in violation of student privacy rights provided in law.

In an expulsion action, the student's name shall not be disclosed, but the cause for the expulsion shall be disclosed in open session.

### Real Estate Negotiations

Approval of an agreement concluding real estate negotiations shall be reported after the agreement is final. If the Board renders the agreement final, it shall report that approval, the votes or abstentions thereon, and the substance of the agreement in open session at the public meeting during which the closed session is held. If final approval rests with the other party, the Executive Director or designee shall disclose the fact of that approval and the substance of the agreement upon inquiry by any person, as soon as the other party or its agent has informed the School of its approval.

### Pending Litigation

The Board shall report the following actions related to pending litigation, and the votes or abstentions thereon, at the public meeting during which the closed session is held:

6. Approval to legal counsel to defend, appeal or not appeal, or otherwise appear in litigation. This report shall identify the adverse parties, if known, and the substance of the litigation.
7. Approval to legal counsel to initiate or intervene in a lawsuit. This report shall state that directions to initiate or intervene in the action have been given and that details will be disclosed to inquiring parties after the lawsuit is commenced unless doing so would jeopardize the School's ability to serve process on unserved parties or its ability to conclude existing settlement negotiations to its advantage.
8. Acceptance of a signed offer from the other party or parties which finalizes the settlement of pending litigation. This report shall state the substance of the agreement.

If approval is given to legal counsel to settle pending litigation and if final approval rests with the other party or with the court, the School shall report the fact of approval, the substance of the agreement and the vote and abstentions thereon to persons who inquire once the settlement is final.

#### JPA/Self-Insurance Claims

The Board shall report the disposition of joint powers authority or self-insurance claims and the votes or abstentions thereon at the public meeting during which the closed session is held. This report shall include the name of the claimant(s), the name of the agency claimed against, the substance of the claim and the monetary settlement agreed upon by the claimant.

#### Review of Assessment Instruments

At the public meeting during which the Board holds a closed session to review student assessment instruments, the Board shall confirm that this review was made. Any actions related to the review shall be taken in open session without revealing any proprietary or confidential information and shall be a matter of public record.

### **Bylaw 9322**

#### **Agenda/Meeting Materials**

##### Agenda Content

CCM Board meeting agendas shall state the meeting time and place and shall briefly describe each business item to be transacted or discussed, including items to be discussed in closed session.

The agenda shall provide members of the public the opportunity to address the Board on any agenda item before or during the Board's consideration of the item. The agenda shall also provide members of the public an opportunity to testify at regular meetings on

Adopted on 12/6/2018 by the CCM Board

matters which are not on the agenda but which are within the subject matter jurisdiction of the Board.

Each meeting agenda shall list the address designated by the Executive Director or designee for public inspection of agenda documents that have been distributed to the Board less than 72 hours before the meeting.

The agenda shall specify that an individual who requires disability-related accommodations or modifications, including auxiliary aids and services, in order to participate in the Board meeting should contact the Executive Director or designee.

### Agenda Preparation

The Board chairperson and the Executive Director shall work together to develop the agenda for each regular and special meeting. Each agenda shall reflect CCM's mission statement and goals and the Board's focus on student learning.

A Board member or member of the public may request that a matter within the jurisdiction of the Board be placed on the agenda of a regular meeting. The request shall be in writing and be submitted to the Executive Director or designee with supporting documents and information, if any, at least one week before the scheduled meeting date. Items submitted less than a week before the scheduled meeting date may be postponed to a later meeting in order to allow sufficient time for consideration and research of the issue.

The Board chairperson and Executive Director shall decide whether a request is within the subject matter jurisdiction of the Board. Items not within the subject matter jurisdiction of the Board may not be placed on the agenda. In addition, the Board chairperson and Executive Director shall determine if the item is merely a request for information or whether the issue is covered by an existing policy or administrative regulation before placing the item on the agenda.

The Board chairperson and Executive Director shall decide whether an agenda item is appropriate for discussion in open or closed session, and whether the item should be an action item subject to Board vote, an information item that does not require immediate action, or a consent item that is routine in nature and for which no discussion is anticipated.

Any Board action that involves borrowing \$100,000 or more shall be discussed, considered, and deliberated upon as a separate item of business on the meeting agenda.

All public communications with the Board are subject to requirements of relevant Board policies and administrative regulations.

### Consent Items

In order to promote efficient meetings, the Board may act upon more than one item by a single vote through the use of a consent agenda. Consent items shall be items of a routine nature or items for which no Board discussion is anticipated and for which the Executive Director recommends approval.

In accordance with law, the public has a right to comment on any consent item. At the request of any member of the Board, any item on the consent agenda shall be removed and given individual consideration for action as a regular agenda item.

#### Agenda Dissemination to Board Members

At least 72 hours before each regular meeting, a copy of the agenda and agenda packet shall be forwarded to each Board member, including the Executive Director or designee's report; minutes to be approved; copies of communications; reports from committees, staff, citizens, and others; and other available documents pertinent to the meeting.

When special meetings are called, the Executive Director or designee shall make every effort to distribute the agenda and supporting materials to Board members as soon as possible before the meeting.

Board members shall review agenda materials before each meeting. Individual members may confer directly with the Executive Director or designee to request additional information on agenda items.

#### Agenda Dissemination to Members of the Public

The Executive Director or designee shall email a copy of the agenda or a copy of all the documents constituting the agenda packet to any person who requests the items. The materials shall be emailed at the time the agenda is posted or upon distribution of the agenda to a majority of the Board, whichever occurs first. (Government Code [54954.1](#))

If a document is distributed to the Board less than 72 hours prior to a meeting, the Executive Director or designee shall make the document available for public inspection at the time the document is distributed to a majority of the Board provided that the document is a public record under the Public Records Act and relates to an agenda item for an open session of a regular Board meeting. The Executive Director or designee may also post the document on the School's web site or on the 3rd party communication platform the school is using, in a position and manner that makes it clear that the document relates to an agenda item for an upcoming meeting.

Any documents prepared by the Executive Director and distributed during a public meeting shall be made available for public inspection at the meeting. Any documents prepared by another person shall be made available for public inspection after the meeting. These

requirements shall not apply to a document that is exempt from public disclosure under the Public Records Act.

Upon request, the Executive Director or designee shall make the agenda, agenda packet, and/or any writings distributed at the meeting available in appropriate alternative formats to persons with a disability, as required by the Americans with Disabilities Act.

Any request for mailed copies of agendas or agenda packets shall be in writing and shall be valid for the calendar year in which it is filed. Written requests must be renewed following January 1 of each year. Persons requesting mailing of the agenda or agenda packet shall pay an annual fee, as determined by the Executive Director or designee, not to exceed the cost of providing the service.

## **Bylaw 9323**

### **Meeting Conduct**

#### Meeting Procedures

All Governing Board meetings shall begin on time and shall be guided by an agenda prepared in accordance with Board bylaws and posted and distributed in accordance the Ralph M. Brown Act (open meeting requirements) and other applicable laws.

The Board chairperson shall conduct Board meetings in accordance with Board bylaws and procedures that enable the Board to efficiently consider issues and carry out the will of the majority.

#### Quorum and Abstentions

The Board shall act by majority vote of all of the membership constituting the Board.

The Board believes that when no conflict of interest requires abstention, its members have a duty to vote on issues before them. When a member abstains, his/her abstention shall not be counted for purposes of determining whether a majority of the membership of the Board has taken action.

If a Board consists of members and not more than two vacancies occur on the Board, the vacant position(s) shall not be counted for purposes of determining how many members of the Board constitute a majority. In addition, if a vacancy exists on the Board, whenever any provisions of the Education Code require unanimous action of all or a specific number of the members, the vacant position(s) shall not be counted for purposes of determining the total membership constituting the Board.

## Public Participation

Members of the public are encouraged to attend Board meetings and to address the Board concerning any item on the agenda or within the Board's jurisdiction. So as not to inhibit public participation, persons attending Board meetings shall not be requested to sign in, complete a questionnaire, or otherwise provide their name or other information as a condition of attending the meeting.

In order to conduct school business in an orderly and efficient manner, the Board requires that public presentations to the Board comply with the following procedures:

1. The Board shall give members of the public an opportunity to address the Board on any item of interest to the public that is within the subject matter jurisdiction of the Board, either before or during the Board's consideration of the item.
2. At a time so designated on the agenda at a regular meeting, members of the public may bring before the Board matters that are not listed on the agenda. The Board shall take no action or discussion on any item not appearing on the posted agenda, except as authorized by law.
3. Without taking action, Board members or school staff members may briefly respond to statements made or questions posed by the public about items not appearing on the agenda. Additionally, on their own initiative or in response to questions posed by the public, a Board or staff member may ask a question for clarification, make a brief announcement, or make a brief report on his/her own activities. Furthermore, the Board or a Board member may provide a reference to staff or other resources for factual information, ask staff to report back to the Board at a subsequent meeting concerning any matter, or take action directing staff to place a matter of business on a future agenda.
4. The Board need not allow the public to speak on any item that has already been considered by a committee composed exclusively of Board members at a public meeting where the public had the opportunity to address the committee on that item. However, if the Board determines that the item has been substantially changed since the committee heard the item, the Board shall provide an opportunity for the public to speak.
5. A person wishing to be heard by the Board shall first submit to the Board Secretary written notice of their request to be recognized by the chairperson prior to the commencement of the meeting. Time permitting, the Chairperson may agree to hear statements from persons present who have not given advanced notice of their desire to speak at the meeting.
6. Individual speakers shall be allowed three minutes to address the Board on each agenda or nonagenda item. The Board shall limit the total time for public input on each item to 20 minutes. With Board consent, the chairperson may increase or decrease the time allowed for public presentation, depending on the topic and the number of persons wishing to be heard. The chairperson may take a poll of speakers for or against a particular issue and may ask that additional persons speak only if they have something new to add.

7. The Board chairperson may rule on the appropriateness of a topic. If the topic would be more suitably addressed at a later time, the chairperson may indicate the time and place when it should be presented. The Board shall not prohibit public criticism of its policies, procedures, programs, services, acts, or omissions. (Government Code [54954.3](#)) In addition, the Board may not prohibit public criticism of school employees. Whenever a member of the public initiates specific complaints or charges against an employee, the Board chairperson shall inform the complainant that in order to protect the employee's right to adequate notice before a hearing of such complaints and charges, and also to preserve the ability of the Board to legally consider the complaints or charges in any subsequent evaluation of the employee, it is the policy of the Board to hear such complaints or charges in closed session unless otherwise requested by the employee pursuant to Government Code [54957](#). The Board chairperson shall also encourage the complainant to file a complaint using the appropriate school complaint procedure.
8. The Board chairperson shall not permit any disturbance or willful interruption of Board meetings. Persistent disruption by an individual or group shall be grounds for the chairperson to terminate the privilege of addressing the Board.
9. The Board may remove disruptive individuals and order the room cleared if necessary. In this case, members of the media not participating in the disturbance shall be allowed to remain, and individuals not participating in such disturbances may be allowed to remain at the discretion of the Board. When the room is ordered cleared due to a disturbance, further Board proceedings shall concern only matters appearing on the agenda. (Government Code [54957.9](#)). When such disruptive conduct occurs, the Executive Director or designee shall contact local law enforcement.

### Recording by the Public

The Executive Director or designee shall designate locations from which members of the public may broadcast, photograph, or tape record open meetings without causing a distraction.

If the Board finds that noise, illumination, or obstruction of view related to these activities would persistently disrupt the proceedings, these activities shall be discontinued or restricted as determined by the Board.

## **Bylaw 9323.2**

### **Actions by the Board**

The CCM Board shall act by a majority vote of all of the membership constituting the Board, unless otherwise required by law.

Adopted on 12/6/2018 by the CCM Board

An "action" by the Board means:

1. A collective decision by a majority of the Board members
2. A collective commitment or promise by a majority of the members to make a positive or negative decision
3. A vote by a majority of the members when sitting as the Board upon a motion, proposal, resolution, order, or ordinance

The Board shall not take action by secret ballot, whether preliminary or final. Actions taken by the Board in open session shall be recorded in the Board minutes.

#### Action on Non-Agenda Items

After publicly identifying the item, the Board may take action on a subject not appearing on the posted meeting agenda under any of the following conditions: (Government Code [54954.2](#))

1. When a majority of the Board determines that an emergency situation exists, as defined for emergency meetings pursuant to Government Code [54956.5](#)
2. When two-thirds of the members present, or if less than two-thirds of the members are present then by a unanimous vote of all members present, determine that the need to take immediate action came to the school's attention after the agenda was posted
3. When an item appeared on the agenda of, and was continued from, a meeting that occurred not more than five days earlier

#### Challenging Board Actions

Any interested person or the school attorney's office may present a demand that the Board cure and correct a Board action which he/she alleges is in violation of Government Code [54954.2](#) (agenda posting), Government Code [54953](#) (open meeting and teleconferencing), Government Code [54954.5](#) (closed session item descriptions), Government Code [54954.6](#) (new or increased tax assessments), Government Code [54956](#) (special meetings), or Government Code [54956.5](#) (emergency meetings). (Government Code [54960.1](#))

Any demand to "cure and correct" an alleged violation shall clearly describe the challenged action and the nature of the alleged violation and shall be presented to the Board in writing within 90 days of the date when the action was taken. If the alleged violation concerns action



taken in an open session but in violation of Government Code [54954.2](#) (agenda posting), the written demand must be made within 30 days of the date when the alleged action took place. (Government Code [54960.1](#)). Within 30 days of receiving the demand, the Board shall do one of the following: (Government Code [54960.1](#))

1. Cure or correct the challenged action and inform the demanding party in writing of its actions to cure or correct.
2. Determine not to cure or correct the alleged violation and inform the demanding party in writing of its decision to not cure or correct.
3. Take no action. If the Board takes no action within the 30-day review period, its inaction shall be considered a decision not to cure or correct the action.

## **Bylaw 9324**

### **Minutes and Recordings**

- The CCM Board recognizes that maintaining accurate minutes of Board meetings provides a record of Board actions for use by school staff and the public. Accurate minutes also help foster public trust that Board actions are occurring in public in accordance with law.
- The secretary, or designee, of the Board shall keep minutes and record all official Board actions. The Board's minutes shall be public records and shall be made available to the public upon request.
- The Executive Director or designee shall distribute a copy of the "unapproved" minutes of the previous meeting(s) with the agenda for the next regular meeting. At the next meeting, the Board shall approve the minutes as circulated or with necessary amendments.
- In order to ensure that the minutes are focused on Board action, the minutes shall include only a brief summary of the Board's discussion, but shall not include a verbatim record of the Board's discussion on each agenda topic or the names of Board members who made specific points during the discussion.
- The minutes shall include the specific language of each motion, the names of members who made and seconded the motion, and the individual votes of each member, unless the action was unanimous. When a roll call vote is taken, the names and votes of each member shall be listed. Motions or resolutions shall be recorded as having passed or failed.
- The minutes shall reflect the names of those individuals who comment during the meeting's public comment period as well as the topics they address.
- The minutes shall record which members are present and whether a member is not present for part of the meeting due to late arrival and/or early departure.
- Official Board minutes and recordings shall be stored in a secure location and shall be retained in accordance with law.

- Any minutes or recordings kept for Board meetings held in closed session shall be kept separately from the minutes or recordings of regular and special meetings. Minutes or recordings of closed sessions are not public records.
- 
- Recording or Broadcasting of Meetings
- The school may tape, film, or broadcast any open Board meeting. The Board chairperson shall announce that a recording or broadcasting is being made at the beginning of the meeting and, as practicable, the recorder or camera shall be placed in plain view of meeting participants.
- Any school recording may be erased or destroyed 30 days after the meeting. Recordings made during a meeting are public records and, upon request, shall be made available for inspection by members of the public on a school recorder without charge.

## **Bylaw 9400**

### **Board Self Evaluation**

- The CCM Board shall annually conduct a self-evaluation in order to demonstrate accountability to the community and ensure that school governance effectively supports student achievement and the attainment of the school's vision and goals.
- The evaluation may address any areas of Board responsibility, including but not limited to Board performance in relation to mission setting, curriculum, personnel, finance, policy, collective bargaining and community relations. The evaluation also may address objectives related to Board meeting operations, relationships among Board members, relationship with the Executive Director, understanding of Board and Executive Director roles and responsibilities, communication skills, or other skills of a good board member.
- The Board shall be evaluated as a whole. Individual Board members also are encouraged to use the evaluation process as an opportunity to privately assess their own personal performance.
- Each year the Board, with assistance from the Executive Director, shall determine an evaluation method or instrument that measures a reasonable number of previously identified performance objectives. Videotape of a Board meeting may be used as an evaluation tool only with the consent of all Board members.
- Any discussion of the Board's self-evaluation shall be conducted in open session. At the request of the Board, a facilitator may be used to assist with the evaluation process. The Board may invite the Executive Director or others to provide input into the evaluation process.
- Following the evaluation, the Board shall develop strategies for strengthening Board performance and shall establish priorities and objectives for the following year's evaluation.

#### **LIMITATIONS**

Section 4.1 [Political Activities](#)<sup>7</sup>

The Corporation has been formed under California Nonprofit Corporation Law for the charitable purposes described in Article 3, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

Section 4.2 [Prohibited Activities](#)<sup>8</sup>

The Corporation shall not, except in any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described in Article 3. The Corporation may not carry on any activity for the profit of its Officers, Directors or other persons or distribute any gains, profits or dividends to its Officers, Directors or other persons as such. Furthermore, nothing in Article 3 shall be construed as allowing the Corporation to engage in any activity not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

**ARTICLE 5 DEDICATION OF ASSETS**

Section 5.1 [Property Dedicated to Nonprofit Purposes](#)<sup>9</sup>

The property of the Corporation is irrevocably dedicated to **[insert exempt purpose(s) stated in Articles of Incorporation (e.g., "charitable," "educational," or "public")]** purposes. No part of the net income or assets of the Corporation shall ever inure to the benefit of any of its Directors or Officers, or to the benefit of any private person, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 hereof.

Section 5.2 [Distribution of Assets Upon Dissolution](#)<sup>10</sup>

Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for **[insert exempt purpose(s) stated in Articles of Incorporation (e.g., "charitable," "educational," or "public")]** purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.