

BYLAWS OF SKY MOUNTAIN CHARTER SCHOOL

ARTICLE I. OFFICES

Principal Office

1.01. Sky Mountain Charter School's (hereafter "SMCS") administrative office address is 1166 Broadway Suite Q, Placerville, California.

ARTICLE II. PARENT COUNCIL

Council Members

2.01. SMCS shall be governed by a Parent Council consisting of 19 members.

Qualifications

2.02. Parent Council members shall be parents or legal guardians of SMCS students currently enrolled in SMCS. No more than one parent from any family may serve as a Parent Council member at any time. No ES, school employee or any school employee's spouse or dependent may serve as a School Parent Council member.

Term of Office

2.03. The term of office for each member shall be two years commencing on the first day of the academic year following a member's election to the Parent Council, with the exception of the initial lottery of Parent Council Members. Fourteen of the initial School Council members shall serve a one year term, and the vacancies created by the expiration thereof shall be filled by parents duly elected as otherwise provided herein. If a Parent Council Member resigns, is removed, or is no longer eligible to serve as a member then they shall be replaced as prescribed in these Bylaws. If a Parent Council member is removed at a special Parent Council meeting called and held as prescribed in these bylaws, that member will hold office until his or her successor is elected.

Nominations

2.04. Any person qualified to be a Parent Council member may be nominated as authorized by the Parent Council.

Election

2.05. The members of the Parent Council shall be elected by a majority vote cast by the parents of SMCS students. Elections shall be held during May of each year. Each election shall be by written ballot. Each family having one or more student(s) enrolled in SMCS on the date of the elections shall be entitled to one vote per enrolled student. A candidate for election to any Parent Council seat will be placed on a list of candidates

by a parent nomination endorsed by an ES. A Parent Council member shall only be eligible for reelection for a new term after at least one year has passed since the end of that member's prior term of office, provided the member continues to meet the qualifications required for Parent Council membership set forth in these Bylaws. Notwithstanding the foregoing, the Parent Council may by majority vote make a one-time exception to this reelection rule for any individual in the event of any exceptional circumstances as the Parent Council may determine. A Parent Council member who has been appointed to fill a vacancy on the Parent Council for a term less than one year shall be eligible for reelection to the Parent Council for a full term at the termination of the appointed term, but will be otherwise subject to all eligibility requirements.

Parent Council Meetings

2.06. (a) Regular Parent Council meetings shall be held at least semi-annually, and shall be held by teleconference. All meetings of the Parent Council shall comply with the Ralph M. Brown Act (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code).

(b) Special meetings of the Parent Council may be called and held pursuant to the provisions of the Ralph M. Brown Act.

Quorum

2.07. A quorum of the Parent Council necessary for the transaction of business shall be a majority of the elected members.

Transactions of Parent Council

2.08. Every act or decision done or made by a majority of the Parent Council Members present at a meeting duly held at which a quorum is present is the act of the Parent Council.

Conduct of Meetings

2.09. The SMCS Director will preside at Parent Council meetings, and may appoint temporary officers to serve at Parent Council meetings in the absence of regularly appointed officers. The Parent Council President will conduct the meetings. The Parent Council Secretary or, in the Secretary's absence, any person appointed by the presiding officer will act as Secretary of the Parent Council. Members of the Parent Council may participate in a meeting through use of conference telephone or similar communications equipment, so long as all members participating in the meeting can hear one another. This participation constitutes personal presence at the meeting. Gov. Code §54953

Adjournment

2.10. A majority of the Parent Council members present at the meeting, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than 24 hours, notice of the adjournment to another time or place must be given before the time of the adjourned meeting to the Parent Council members who were not present at the time of the adjournment.

Removal of Members -- Removal for Cause

2.11. Each Parent Council member shall consider their position as a public trust and not use it for private advantage or personal gain. The Parent Council may declare by a majority vote that the office of a Parent Council member is vacant and a member may be removed for cause on the occurrence of any of the following events:

- (1) The member has been declared of unsound mind by a final order of court.
- (2) The member has been convicted of a felony.
- (3) The member has failed to attend 2 regular meetings of the Parent Council in a school year.
- (4) The member has not followed parent council communication protocol.
- (5) The member has failed to uphold the SMCS policies and procedures.
- (6) The member has wrongfully published or distributed confidential Parent Council information.
- (7) Ineligibility or lack of qualification to hold office.

Resignation of Member

2.12. Any Parent Council member may resign effective on giving written notice to the President of the Parent Council or the SMCS Director.

Filling Vacancies by Parent Council Members

2.13. Vacancies on the Parent Council may be filled by vote of the Parent Council, or, if the number of members then in office is less than a quorum, by the Director appointing (1) parent(s) who were candidates but unelected in a prior election in order of the number of votes received, (2) parent(s) whose names have been submitted to the school secretary at the school office or to the Director by parents with ES endorsement, or (3) parents selected by the director. All such appointments shall be subject to all eligibility requirements and confirmation by the Parent Council at its next regular meeting. Any vacancy on the Parent Council filled as set forth herein shall be for the remainder of the term of the vacancy, and thereafter, that member's seat shall be open for election as otherwise provided herein.

Administrator and Parent Council Business

2.14. Pursuant to the SMCS charter, the day-to-day governance and management of SMCS will be provided by Innovative Education Management, Inc. (hereafter “Administrator”). Administrator will oversee the charter school’s operations and will provide the various professionals needed to manage and administer the school. Administrator will act as liaison with the sponsoring district. The Parent Council will develop school by-laws and establish committees relating to SMCS business and operations as appropriate and necessary. All committees will consist of Parent Council Members unless the Parent Council determines otherwise. The Parent Council will uphold the mission of the school, monitor the school’s performance, and make suggestions to the Director for school improvement consistent with the Charter, charter school law, and other agreements between Administrator and SMCS.

Communication Protocol

2.15. Parent Council members shall communicate directly with, and shall report all SMCS or parent problems, questions, or issues to the Director who shall communicate directly with Administrator. Administrator and Director shall, as appropriate, communicate the resolution of such matters to the Parent Council.

Indemnification of Parent Council Members

2.16. Except as otherwise provided by law, and upon the vote of the Parent Council, SMCS shall indemnify any person who was or is a Parent Council member who is threatened to be made a party to any proceeding by reason of the fact that such person is or was a Parent Council member, against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such proceeding if such person acted in good faith and in a manner such person reasonably believed to be in the best interests of SMCS, and, in the case of a criminal proceeding, had no reasonable cause to believe the conduct of such person was unlawful.

ARTICLE III. OFFICERS

Number and Titles

3.01. The officers of the Parent Council shall be a President, a Secretary, and a Treasurer for Fundraising. The Parent Council Secretary may but shall not be required to be a member of the Parent Council. The Parent Council may appoint such other officers, from time to time, as it deems appropriate or helpful to fulfill its duties.

Appointment and Resignation

3.02. Parent Council officers will be appointed by and serve at the pleasure of the Parent Council for one year. The Parent Council may appoint any person to serve as

an officer for one or more successive years. Any officer may resign at any time on written notice to the Parent Council.

ARTICLE IV. CORPORATE RECORDS, REPORTS, AND SEAL

Keeping Records

4.01. The Parent Council must keep adequate and correct records of account and minutes of the proceedings of its members and the committees of the Parent Council. The minutes will be kept in written form. Other books and records will be kept in either written form or in any other form capable of being converted into written form.

ARTICLE V. AMENDMENTS TO BY- LAWS

5.01 The Parent Council may adopt, amend or repeal any of these by-laws; provided, however, the Parent Council may not adopt, amend or repeal any by-law or take any other action that would result in changing any provision(s) of or be in conflict with the Charter that created SMCS except by mutual written agreement with Administrator.

CERTIFICATE OF SECRETARY

I hereby certify that I am the duly appointed and acting Secretary of the Parent Council of Sky Mountain Charter School, and that the foregoing Bylaws, comprising 5 pages, constitute the Bylaws of this school as duly adopted at a meeting of the Parent Council held on Nov. 1, 2007.

Dated: _____.

_____ [signature]
[Sarah Coyan], Secretary