



Juniper Ridge Community School

Board of Stewards Bylaws

ARTICLE I

Section 1: PRINCIPAL OFFICES

The principal offices of Juniper Ridge Community (hereafter referred to as JRCS) will be located in Mesa County, State of Colorado.

Section 2. CHANGE OF ADDRESS

The board of stewards may change the principal offices from one location to another in the county by noting the changed address and effective date below. And, such changes of address shall not be deemed, nor require, an amendment:

_____ DATE: _____
_____ DATE: _____
_____ DATE: _____

Section 3: Vision

At JRCS, committed teachers and families join to awaken children to the joy of learning through nature, the living arts, and the practical application of academics. Integrating these elements into the daily rhythm encourages the development of the whole child: physical, emotional, social, and cognitive. Students will emerge from Juniper Ridge as highly-educated self-reliant individuals, who mindfully enrich their own lives, preserve the earth, and contribute to diverse communities

Section 4: Mission

At Juniper Ridge Community School, thoughtful, committed teachers and attentive, involved families join to inspire children to participate in their own education, by cultivating compassion and caring for themselves, each other, and the natural world. Students emerge from Juniper Ridge as confident, self-reliant individuals, who mindfully enrich their own lives, preserve and protect the earth, and productively contribute to broad and diverse communities.

Section 5: Purposes

As set forth in the Articles of Incorporation, JRCS is organized exclusively for an educational experience using the Waldorf Curriculum and charitable purposes.

ARTICLE II

GOVERNING BOARD OF STEWARDS

Section 1. Autonomy

The JRCS Board of Stewards will abide by state and federal laws rules and regulations, unless specifically waived. The Board will use unanimous consensus as the process to reach voting decisions.

Section 2: Number of Members

The JRCS Board of Stewards will consist of voting members; no less than five (5) and no more than eleven (11).

The JRCS Administrative Director, Director of Curriculum and one teacher representative will participate in the JRCS Board meetings as ex-officio members. The teacher representative will be elected by the teaching staff and serve a one year term.

Section 3: Terms

The initial terms will be spaced out so that no more than 30% of the members' terms will expire at the same time, allowing for 60% of the board to remain the same at any given renewal election.

Section 4: Elections

Candidates for election for the Board of Stewards will be selected by the Membership Committee of the Board of Stewards. At least 2 months preceding the election date public announcements will be made for interested parties to apply for board positions. Existing Board members whose term expires will submit their letter of interest and re-apply. The Membership Committee will gather all applicants and make a proposal to the Board for a vote. The Board of Stewards will consider people who have a strong passion for Waldorf education along with other valuable qualifications.

Section 5: Composition

The board will strive to be comprised of five (5) parent members and six (6) non-parent members. The board will strive to have a balance of parents to non-parent members with neither side being above 60% or below 40%. The intention of the non-parent members will be to have the local community represented by business people and educators both in the private and public sectors.

Section 6: Indemnification

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, steward, or employee of the corporation against all expenses and liabilities including counsel fees, judgments, fines, excise taxes, penalties and threatened, pending or completed action, suit or proceeding in which s/he may become involved by reason of his/her service in such capacity. There shall be no indemnification provided for any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation. Any compromise of settlement payment shall be approved by the majority vote of a quorum of directors who are not at the same time parties to the proceeding.

ARTICLE III

Section 1: Board of Stewards Responsibilities

The following content sets forth the general duties and responsibilities of the JRCS Board of Stewards:

1. The Board of Stewards will supervise the Administrative Director of the School in setting and enforcing school policy and adhering to the Waldorf tradition.
2. The Board will approve an annual budget.
3. The Board will oversee complete and accurate accounting records.

- 4. The Board will oversee the establishment and publication of the school calendar.
- 5. The Board will maintain any records required by law of provided for by the Charter Contract.
- 6. The Board will negotiate and approve any changes to or renewals of the facilities, its use and maintenance.
- 7. The Board will at regular monthly meeting, subject to the provisions of the Colorado Sunshine Act of 1972. They will provide an opportunity for public input and will maintain minutes of its proceedings. In addition, the Board may convene work sessions or executive sessions as it deems appropriate.
- 8. The Board adopts and administers a grievance policy and procedure. The Board will approve an admissions policy, and assure compliance with all aspects of such policy.
- 9. The Board shall enforce all contract issues, including employment, leases, and charter agreements with the District or State.
- 10. The Board will implement and monitor a code of conduct and discipline policy consistent with applicable law and the Charter Contract.
- 11. The Board will perform such other duties as appropriate and necessary to the safe and effective operation of JRCS, and which promote JRCS’s commitment to educational excellence and student character development.

ARTICLE IV

OFFICERS

1. Officers and Selection

The officers of the Board will consist of Chair, Vice Chair, Secretary and Treasurer constituting the Executive Committee of the Board. Board members will select the officers of the Board. Each Board member will be accorded one vote per available position. In the event of a tie, the Chair shall cast a tie breaking vote.

2. Terms of Officers

Terms are for a maximum of three years. Each officer is limited to three consecutive terms. The term will begin in June and end one year thereafter in May. At its own discretion, the Board may reorganize following the filling of a vacancy by election procedures established in ARTICLE IV, Section 1.

3. Chair

The Chair will preside over all regular and other official Board meetings, have general charge of the business of the Board, and carry out its policies under the direction of the Board. The Chair will have the expressed authority to ensure that the Board runs efficiently and effectively, and that the Board has the resources to do so. The Chair will have authority to delegate duties and responsibilities to other Board members. The Chair will create committees as required, and appoint committee chairs. The Chair will be given the authority to ensure that JRCS and the Board adhere to the Vision and Mission Statements, the Charter Contract and the By-laws.

4. Vice Chair

The Vice Chair shall have all the powers and perform the duties of Chair in the absence or disability of the Chair. After serving as Vice Chair for at least 1 year, the Vice Chair will then have the opportunity to become Chair of the Board. The Vice Chair will perform such other duties as from time-to-time may be assigned by the Chair or by the Board. The Vice Chair will take full responsibility for collecting the monthly meeting agenda’s, organizing and over-

seeing elections to the Board, except in those instances where the Vice Chair's involvement in the elections could constitute a conflict of interest, in which case the Chair shall appoint another Board member to oversee the elections.

5. Secretary

The Secretary will keep or cause to be kept, full minutes of all meetings of the Board, including a record of each member's attendance, and all acts and votes of the Board. The minutes will be kept in one or more bound books, and will be available in the school office for inspection by members of the public. The Secretary will see that all notices of upcoming meetings are duly posted in accordance with the provisions of these bylaws or required by law, and will perform such other duties as from time-to-time may be assigned by Chair or by the Board.

6. Treasurer

The treasurer shall (1) have the care and custody of all its funds, securities, evidences of indebtedness and other personal property and deposit the same in accordance with the instructions of the Board of Stewards; (2) monitor compliance with all requirements imposed on the corporation as a tax-exempt organization described in section 501(c)(3) of the Internal Revenue Code; (3) upon request of the Board, make such reports to it as may be required at any time; and (4) perform all other duties incident to the office of treasurer and such other duties as from time to time may be assigned to such office by the Chair or the Board of Stewards. Assistant treasurers, if any, shall have the same powers and duties, subject to the supervision by treasurer.

ARTICLE V

MEETINGS OF THE BOARD OF STEWARDS

1. Meetings

The Board of Stewards shall meet at least once a month, at the JRCS offices on the third Tuesday of the month, to discuss JRCS, operations, to hear reports and updates from Board members and committees, and to consider written requests and concerns from parents, students and teachers. A quorum must be present in order to conduct business. Each Board member's opinion will carry equal weight during discussion and in reaching a decision using the unanimous consensus model. All actions taken by the Board will require a consensus.

If the board is unable to hold a regularly scheduled meeting, needs to change locations of a meeting, or needs to re-schedule a meeting, then notification needs to be posted at least twenty-four (24) hours in advance.

Emergency meetings, in addition to regular monthly meetings, can be requested in writing, twenty-four (24) hours before the proposed meeting. If an emergency meeting cannot be accomplished, a committee consisting of the Board Chair, the administrator and the Director of curriculum will be available to resolve the emergency.

Section 2: Quorum

For voting purposes, a quorum shall consist of a 2/3 majority of the total number of members who are eligible to vote. In the case of the removal of an officer or board member, all members must be present.

Section 3: Board Member attendance at meetings.

Attendance at Board meetings is expected. If a member must miss a meeting due to extenuating circumstances, s/he must give the Chair twenty-four (24) hours advance notice. Failure to follow this procedure may be grounds for immediate removal from the Board. Any member missing two consecutive regular meetings or four months annually, may be removed from the board.

JRCS's Administrator will attend all Board meetings in an advisory, non-voting role.

Section 4: Notices

Full and timely notice of meetings will be given to the public by the Board. All meeting dates, times, locations, and agenda will be publicly posted no less than twenty-four (24) hours prior to the meeting in a designated public place. They will also be posted on the school website.

Section 5: Manner of Acting

The act of reaching a consensus the Board members present at a meeting at which a quorum is present shall be the act of the Board, excluding the removal of any member of the Board, see ARTICLE VI, Section 3.

2. Board Member Conflict of Interests

Members of the Board hold a position of trust, created in the interest of the common good and for the benefit of the JRCS. It is the intent of this Section to maintain public confidence and prevent the use of public office for private gain. Board members will disclose any known or potential conflicts of interest in writing to the Board prior to the time set for reaching a decision on any such transaction and will not participate in the discussion on the matter or attempt to influence the decisions of other Board members in deciding on the matter. The written disclosures will be attached to the minutes of the meeting in which Board action will occur relating to the matter disclosed. Failure by a Board member to bring notice of a potential conflict of interest to the attention of the Board in this manner may constitute cause for removal of the member from the Board.

3. Conduct of Meetings

The Chair of the Board, or in the absence of the Chair, the Vice-Chair, will designate a facilitator and agenda collector for all regular and special meetings of the Board. The conduct of the meetings shall be in accordance with established consensus procedure. Except as otherwise specified by state law, or by Board policies pertaining to its own operating procedure, the Board will be governed by consensus.

4. Executive Sessions

The JRCS Board will comply with the Colorado Open Meeting Law (Colorado Statutes 24.6.401) in every respect.

ARTICLE VI

VACANCIES, RESIGNATIONS AND TERMINATIONS

1. Vacancies

In the event of a Board member's resignation, removal from the Board or death, the Board will arrange a special vacancy election as specified in ARTICLE II, Section 3 (E).

Section 2: Resignations

Any Board member may resign at any time by giving thirty (30) days prior written notice to the Chair or secretary of the Board. It is the responsibility of the resigning member to complete satisfactorily all on-going projects and responsibilities before the resignation will take effect. The resignation will take effect at the time specified, and unless otherwise stated, the acceptance of the resignation will not be necessary to take effect

Any Board member may be removed at any time, with or without cause as determined as determined by a majority vote of no confidence from the entire remaining members of the Board.

Section 3: Terminations

Any officer of the Board must give all members of the Board at least seven (7) days advance notice of any meeting in which a vote will be cast to remove another member of the Board. A Board member may be terminated without the consent of the subject member by a consensus of the remaining Board members. If any voting member is out of town, s/he must send his/her decision electronically as deemed appropriate by the Board. In the event of failure to contact all Board members before the meeting, voting will be delayed until contact is made.

2. Unethical Conduct

Unethical or illegal conduct will be grounds for immediate removal, whether or not such conduct occurs while acting in the capacity of a Board member.

3. Removal by Petition

If a petition to remove one or more members is presented to the JRCS Board, such petition will compel the Board to add the petition as an item on the agenda for the next regular Board meeting. Such a petition must contain the names of one-third of total JRCS families. A petition to remove one or more Board members must be provided to either the Board Chair or Secretary no less than fifteen days prior to the Board meeting date. Should the petition not be withdrawn, one month later the Board will submit the matter to a decision by the Board following procedures under ARTICLE VI, Section 3.

ARTICLE VII

COMMITTEES TO THE BOARD OF STEWARDS

1. Membership

The Board may form or disband committees as it deems necessary to promote the goals and objectives of JRCS. Current Standing Committees are listed in Section 5 of this Article. Ad hoc Committees will be established as needed by the Chair. The composition of committees will take into consideration the specific tasks assigned to the committee. Committee members may be parents of children attending the JRCS, teachers, and other employees of the JRCS and community at large. Appointment to a committee will be determined by Board on a case-by-case basis. Committee membership and committee chairs will be reviewed annually.

2. Instruction and Responsibility

Each committee and committee chair will be clearly instructed as to the length of time each member is being asked to serve; the service the Board wishes the committee to render, the extent and limitations of responsibility, the resources the Board will provide, and the approximate dates on which the Board wishes to receive major reports. Recommendations of committees will be based on research and fact.

3. Committee Powers and Prerogatives

A Board possesses certain legal powers and prerogatives, which cannot be delegated or surrendered to others. Therefore, all recommendations of committees must be submitted to the Chair or Secretary of the Board in writing, ten days prior to the next scheduled Board meeting, for official action. The Board will have the power to dissolve any committee, remove any committee Chair, Vice-Chair or member, and will reserve the right to exercise this power at any time during the life of any committee.

4. Meeting

Committees to the Board will comply with the requirements concerning public meetings that are specified in ARTICLE V, Section 4 "Notices".

5. Standing Committees

- A. School Accountability Committee - As required in C.R.S., §§ 22-11-401 to 406, and outlined in the JRCS and District policies, this committee will:
- 1) adopt school goals and objectives for the improvement of education in the school;
 - 2) adopt a plan to improve education achievement, reduce the gaps in performance of groups within the school, increase the ratings on the state accountability report, and assure the school's accreditation status;
 - 3) make recommendations to the Administrative Director regarding the prioritization of expenditures of school monies;
 - 4) determine whether decisions affecting the educational process are advancing or impeding Juniper Ridge Community School student achievement;
 - 5) report to students and parents, as well as the JRCS Board of Stewards and the MCVSD51 Board of Education, on the educational performance of the school and providing data for the appraisal of such performance;
 - 6) make recommendations to the Administrative Director on the expenditure of all school grants;
 - 7) make recommendations to the Administrative Director on safety issues related to the school environment and;
 - 8) be involved with the creation of the school's Unified Improvement Plan.
- B. Finance and Audit Committee - This committee shall assist the treasurer and administration in their efforts to
- 1) keep accurate accounts of all monies of the Corporation, received or disbursed;
 - 2) review the deposit of all monies, electronic fund transfers, drafts and checks;
 - 3) assist administration in the care and custody of the corporate funds and securities;
 - 4) review the monthly bank statements;
 - 5) review the policies and procedures of administration related to the power to endorse for deposit all notes, checks and drafts received by the Corporation;
 - 6) review the disbursement of the funds of the Corporation as ordered by the Board of Stewards, making proper procedures related to vouchers therefore;
 - 7) render to the Board Chair and the Board of Stewards, whenever required (at the monthly Board meetings), an account of all of the transactions of the organization as compiled by the Administration;
 - 8) provide a review and accounting of the financial condition of the Corporation on a quarterly basis;
 - 9) sign, in the name of the corporation, instruments requiring a second signature of the BOD;
 - 10) and perform such other duties and have such other powers as, from time to time, may be prescribed by the Board of Stewards or by the Board Chair.
- C. Charter Renewal and Strategic Planning Committee –

Pursuant to the terms of the authorizer contract the JRCS Board will activate its charter renewal committee two years prior to the charter renewal date. This committee is responsible for assuring all material and data collection systems are in place to provide a comprehensive picture of the school’s performance and state of the school.

In concert with the renewal cycle this committee will perform a comprehensive status analysis in all vital areas of school performance including stakeholder satisfaction, student achievement, teacher and administrative quality and efficiency, and fiscal health and sustainability. The results of this analysis will assist the school in developing a strategic plan for the next five years of operations.

ARTICLE VIII

CONTRACTS, GRANTS AND USE OF ASSETS

1. Contracts

All contracts must be approved by the Board excluding staff contracts. Intent to proceed on the contract must be secured through consensus agreement of the Board. Only the Chair and Secretary of the Board, in consultation with each other and with joint agreement, will be authorized to enter into any Board approved contract and to execute and to deliver any Board approved instrument in the name of and on behalf of JRCS.

2. Grants

The Chair and Treasurer of the Board together may accept on behalf of the JRCS any contributions, gift, grant, bequest or device for the general purposes or for any special purpose of JRCS. Donations of the above must be reported to the Board at the next scheduled meeting. These two officers act as the Board's agents and have the Board's consent to pursue monies to support the JRCS's activities.

Section 3. Use of JRCS Funds

No part of the income or net earnings of the JRCS will inure to the benefit of, or be distributed to, any member, director or officer of JRCS or any other private individual, except that reasonable compensation may be paid for services rendered to or for JRCS affecting one or more of its purposes, and except that reimbursement may be made for any expenses incurred for the JRCS by any officer, director, agent or employee, or any other person or corporation, pursuant to and upon authorization of the JRCS Board. Further, no member, director or officer of JRCS, or any other private individual, will be entitled to share in any distribution of any of the assets of the JRCS on dissolution of the JRCS or otherwise.

ARTICLE IX

BOOKS AND RECORDS

1. Books and Records

The Secretary of the Board will keep on behalf of the JRCS, minutes of the proceedings of its members, Board and Committees, and will keep at its registered or principle office a record giving the names and addresses of the Board members and operating Committees. All records of the JRCS are considered public documents and may be inspected at any reasonable time at the location where the records are maintained. However, student records, personnel records and any other record protected under privacy laws are excluded from this provision.

ARTICLE X

AMENDMENTS

1. Amendments To The Bylaws

- A. Proposed amendments to these bylaws shall be submitted in writing to the Board Chair. Copies will be provided to all Board members at least 1 week prior to a regularly scheduled Board meeting. Consideration of amendments will include an opportunity for the public to comment. An affirmative consensus of all seated members will be necessary to adopt any proposed amendments.
- B. This procedure will also require the approval of the Mesa County Valley District 51 only in matters of material conflict with the JRCS Charter Contract.

KNOW ALL BY THESE PRESENT that we, the undersigned, members of the Juniper Ridge Community School Board of Stewards in District 51 of Mesa County, Colorado, do hereby certify that the within and foregoing bylaws were adopted as revised on the _____ constitute the Bylaws of the Juniper Ridge Community School, in the County of Mesa in the State of Colorado.

IN WITNESS WHEREOF, we hereunto subscribe our names.

Nicole Miller
Chair

Layne Myers
Vice Chair

Pam Middleton
Secretary

George Rau

Treasurer