



Board of Directors Policy

DaVinci Academy of Science and the Arts

I. Purpose and Role of the Board

The **Board of Directors** of DaVinci Academy is responsible for **governing** the school, not managing day-to-day operations. The Board ensures the school's mission and vision are upheld, establishes policies, oversees financial health, and hires and evaluates the **Executive Administrator (EA)**. The Board **does not act as school management** but provides **strategic leadership and oversight**.

II. Officer Selection & Board Composition

1. **Board Officers:** The Board elects the following officers annually:
 - a. **President** – Leads board meetings, appoints committees, and represents the Board.
 - b. **Vice President** – Assists the President and presides in their absence.
 - c. **Secretary** – Maintains records, minutes, and communications.
 - d. **Treasurer** – Oversees financial matters and reporting.
2. Officers serve **two-year terms** and may serve additional terms as outlined in the bylaws.

III. Board Member Selection & Elections

1. **Board Member Composition:**
 - a. The Board consists of **both parent representatives and community members**.
 - b. Half of the Board positions are elected **annually in June** at the Board's annual meeting.
 - c. The **parent/student organization** may propose candidates for consideration.
2. **Nomination & Approval Process:**
 - a. Parents seeking nomination must collect **100 signatures** from DaVinci parents by the **last Friday in February**.



- b. Community members are nominated by current Board members.
- c. All candidates must submit a **biography, a statement of interest, and consent to a background check.**
- d. The Board votes on and approves candidates through a **majority vote.**

IV. Board Meetings & Public Access

1. **Annual Meeting:** Held each **June** to elect officers and review school performance.
2. **Regular Meetings:** Scheduled **monthly** to conduct Board business.
3. **Special Meetings:** Can be called with at least **three days' notice** to Board members.
4. **Public Access:** All meetings comply with **Utah's Open Meetings Act** except for executive sessions involving personnel, real estate, or legal matters.
5. **Voting Process:**
 - a. A **quorum (majority of the Board)** is required for decisions.
 - b. Board motions pass by **majority vote.**
 - c. No single Board member holds decision-making power; all actions require a **collective vote.**

V. Expectations for Board Members

1. Attend all scheduled meetings and actively participate.
2. Maintain ethical standards and avoid conflicts of interest.
3. Uphold the mission and strategic priorities of DaVinci Academy.
4. Complete **annual training** on governance, financial oversight, and legal compliance.
5. Undergo **annual background checks** each **August.**

VI. Board Committees & Governance

1. **Board Committees:** Led by Board members to oversee governance, finance, academic excellence, and other key areas.
 - a. **Chaired by a Board member** and reports findings to the full Board.



2. **School Committees:** Comprised of school staff, parents, and stakeholders to address student needs.
 - a. **Separate from Board committees** and report to school leadership.

VII. Board Member Removal & Vacancies

1. **Voluntary Resignation:** Board members may resign by submitting written notice.
2. **Removal for Cause:** Board members may be removed by a **two-thirds vote** of the Board for:
 - a. Ethical violations
 - b. Repeated absences from meetings
 - c. Breach of confidentiality or misconduct
3. **Filling Vacancies:**
 - a. The Board appoints a **qualified replacement** to serve until the next election.

VIII. Role in Executive Administrator Oversight

1. **Annual Hiring & Evaluation:** The **Board's primary role** is to hire, supervise, and annually evaluate the **Executive Administrator (EA)**.
2. The EA is responsible for:
 - a. Implementing the charter and policies.
 - b. Managing daily school operations.
 - c. Ensuring compliance with **state and federal regulations**.
3. **Board-Administrator Relationship:**
 - a. The **Board governs**, and the **EA manages**.
 - b. The Board does **not interfere** in daily operations but provides **oversight and accountability**.

Summary of Required Board Actions

To ensure compliance with governance responsibilities, the Board of Directors **must:**



COMMUNICATION • COLLABORATION • CITIZENSHIP • CONTEMPLATION • CREATIVITY • COMPETITION • CURIOSITY • COMPASSION • CONSERVATION

- Hold an annual Board meeting in June** to elect officers and review school performance.
- Conduct regular monthly Board meetings** with a quorum present. **Vote on all major decisions** as a collective entity—no single member has decision-making power.
- Ensure all Board members complete training** on governance, finance, and compliance.
- Require annual background checks every August** for all Board members.
- Recruit and approve new Board members annually**, following election procedures.
- Oversee and evaluate the Executive Administrator** through an **annual performance review** and ensure board policies are being implemented.
- Maintain transparency and adhere to Utah’s Open Meetings Act.**
- Approve and lead Board committees**, ensuring alignment with school charter, governing documents, by-laws, and strategic short and long-term goals and priorities.
- Remove Board members as necessary** through a **two-thirds majority vote**.

By adhering to these guidelines, the Board will fulfill its **legal and ethical obligations** while maintaining effective governance of DaVinci Academy.
