



A New Mexico Public Charter School
The ASK Academy
21st Century Design Thinking

Policy 100

By-Laws

The ASK Academy

Adopted: February 18, 2010

Revised: September 1, 2011; June 12, 2014; June 11, 2015; April 16, 2020

Reviewed: October 11, 2018

**BY-LAWS of
The ASK Academy
A New Mexico Charter School**

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ARTICLE I - Name

Section 1- Name

- The ASK Academy, hereinafter referred to as (ASK), is a Local Educational Agency (LEA) in the state of New Mexico, under the New Mexico Charter School Act.
- ASK is an acronym for Attitude, Knowledge and Skills.

Section 2 - Location

- The principal office of The ASK Academy (ASK) shall be located in Rio Rancho, New Mexico or other location as approved by the New Mexico Public Education Commission or New Mexico Public Education Department
- ASK may have such other offices, either within or without the State of New Mexico, as the business of ASK requires to support its mission.

Section 3 - Purposes

- ASK is a public charter school organized under the laws of the State of New Mexico and its purposes are exclusively educational as set forth in the Charter Contract from the State of New Mexico. More specifically, the purposes for which ASK is organized is to be determined by the BOARD and included here.

Section 4 - Statute and Code

- ASK shall operate in accordance with the Charter School Program Act of New Mexico.

Section 5 - Non-discrimination

- ASK shall not discriminate on the basis of race, religion, national origin, gender or age in both the hiring and other employment practices of the school or in its admission policies for students. Further, ASK shall be open to all students in its authorized geographic area on a space available basis. ASK shall conduct all activities in accordance with all applicable local, state, and federal laws and regulations applicable to the operation of charter public schools in the State of New Mexico.

ARTICLE II - Board of Directors

Section 1 – General Powers

- The Board of Directors (BOARD) shall have all powers and authority, as designated in the Charter, for the management of the business, property, and affairs of ASK; to do such lawful acts as it deems proper and appropriate to promote the objectives and purposes of ASK.
- The BOARD may, by general resolution, delegate to committees of its own number or to agents of the ASK such powers as it may see fit for specified periods of time.

Section 2 - Number

- The BOARD shall consist of no less than five (5) persons.
- That number may be increased or decreased from time to time by action of the BOARD without the necessity of an amendment to these Bylaws so long as the number is not less than five (5). Terms shall be assigned so that they are consistent with tenure as specified in Section 5 of Article II.
- No decrease shall have the effect of shortening the term of any incumbent Director.

Section 3 - Qualifications

- The board of ASK shall be comprised of individuals who have::
 - Good character
 - Science, Technology, Engineering and Mathematics (STEM) thinking and attitudes
 - Backgrounds in STEM careers and/or programs
 - State of New Mexico residency.

Section 4 - Appointment of Directors

- The names of the initial BOARD is set forth in the Charter contract with the Public Education Commission (PEC).
- All subsequent Directors shall be appointed by action of the BOARD.
- Newly appointed directors shall assume office at the first board meeting following their appointment.
- The CHAIR shall have the authority to appoint interim board member for a period not to exceed sixty (60) days.

Section 5 – Tenure

- Directors shall be elected and hold office for a term of four (4) years or until June 30th following the Annual Meeting of the fourth year.

- At the organizational meeting of ASK, three (3) of the initial Directors shall be appointed to hold office for an initial term of four years, two (2) shall be appointed to hold office for an initial term of two years.
- Thereafter, Directors shall be appointed every two years at a board meeting for a four (4) year term.
- A member's obligation to maintain confidentiality shall survive the Board member's tenure on the Board.

Section 6 - Term Limits

- BOARD membership shall have unlimited terms.

Section 7 - Resignation and Removal

- Any Director may resign from office at any time by delivering a written notice of resignation to the office of ASK and such resignation will take effect immediately.
- Any Director(s) may be removed from the BOARD, after receiving 24-hours notice, by action of the BOARD.

Section 8 - Annual Meeting

- An annual meeting of the BOARD for the appointments of new directors and/or officers and such other business as may come before the meeting to be held in June of each year. Written notice shall be given not less than 10-days prior to the meeting of the time, place, and purposes of the meeting.

Section 9 - Regular Meetings

- In addition to the Annual Meeting, Regular meetings of the BOARD shall be held as needed and as determined by the BOARD in accordance with the Open Meetings Act.
- Meetings shall be conducted in accordance with Roberts Rules of Order.

Section 10 - Special Meetings

- Special meetings of the BOARD for any purpose may be called at any time by the Chair upon a petition by a majority of the BOARD.
- Notice of the meeting shall be given not less than 72-hours prior to the special meeting and shall be given personally or by telephone, telephone facsimile, or electronic mail.
- The notice shall specify the time and place of the meeting and in all respects comply with the notice requirements contained in the New Mexico Open Public Meetings Act.

Section 11 - New Mexico Open Public Meetings Act (OPMA).

- All meetings of the BOARD shall be held in accordance with the New Mexico Open Public Meetings Act.

Section 12 - Quorum

- A quorum shall consist of no less than three (3) members of the BOARD.
- A quorum, once attained at a meeting, shall be deemed to continue until adjournment notwithstanding a voluntary withdrawal of enough Directors to leave less than a quorum. **If a board member leaves the meeting in which a quorum has been established and leaves less than quorum, the remaining members can either wait for enough members to return to re-establish a quorum or determine a new date to meet. You may not continue a meeting if you have less than a quorum.**
- When a quorum is present, a majority of the BOARD present may take any action on behalf of the BOARD, except to the extent that a larger number is required by law, by the Charter, or by these By-laws.
- ACTION of the BOARD shall require a majority of the BOARD present at any meeting.

Section 13 - Vacancies

- A vacancy on the BOARD, including a vacancy caused by an increase in the number of directors, may be appointed by action of the BOARD.

Section 14 - Compensation

- Directors receive no payment for their services as a member of the BOARD.
- **With BOARD pre-approval, directors may be reimbursed for out-of-pocket expenses incurred on board business. Members may be reimbursed for reasonable expenses in accordance with Section 2.42.2 NMAC.**
- Within the next two regularly scheduled meetings after expenses are incurred Directors must present receipts for all such approved expenses. Expenses shall be itemized and documented. Such expenses must be approved by an action of the BOARD.

Section 15 - Meeting Attendance

- Directors are expected to attend all Board meetings. It shall be the duty of the Secretary of the Board to communicate with any director after such director's three unexcused, consecutive absences to ascertain the interest in retaining Board membership. Failure to provide an adequate response may qualify as sufficient cause for removal from the BOARD.

Section 16 – Nepotism

- No candidate shall be hired for a position where they may report to, or supervise a member of their immediate family. Immediate family is defined as: parent(s); step parent(s); foster parent(s); sibling(s); children; grandparent(s); grandchildren; spouse or life partner; grandparent, parent, child, grandchild, or sibling of spouse or life partner. Prior to accepting any offer of employment, potential employees are required to disclose personal relationships with other school employees, the head administrator, or members of the Board of Directors. Failure to do so will be grounds for termination of employment.

Section 17 – Misuse of Power

- No Council member will use his/her position to attempt to influence the decision of any school employee to grant special treatment to (a) the child or ward of such Council member, (b) any relative of such Governing Council member, or (c) any "Related Entity". For purposes of these Bylaws, a "Related Entity" is a business enterprise, nonprofit organization or other entity with respect to which such Governing Council member, or a relative of such Governing Council member (i) has a direct or indirect financial interest; (ii) is an officer or director; or (iii) is otherwise in a position to control the management or decision-making of such entity. Every Council member and every ASK Academy Charter employee who is a parent or guardian of an ASK Academy Charter student shall inform his or her child that he or she is required to follow all rules, policies and procedures applicable to ABC Charter students, that he or she is not entitled to special treatment by virtue of the relationship with a Council member or employee, and that any attempt to seek such special treatment may result in disciplinary action.

ARTICLE III - Committees

Section 1 - Establishment

- The BOARD may appoint such standing committees and/or ad hoc committees as it deems necessary for the effective governing of the school.

Section 2 - Standing Committees

- Each standing committee shall have a duty as assigned by action of the BOARD
- The function of any committee so established shall be fact-finding, deliberative, and advisory to the BOARD.
- Committees shall not have authority to take legislative or administrative actions, nor to adopt policies for the school.
- Each committee shall consist of at least one member of the BOARD. Each committee may have an ASK Academy charter school representative except in cases where his/her evaluation, tenure, or salary is to be deliberated.
- Standing committees shall be:
 - In accordance with New Mexico law, the BOARD shall establish a Finance and Audit Committee.
 - Committee members shall be appointed each year at the first BOARD meeting following the annual meeting.

Section 3 - Ad Hoc Committees

- Each Ad Hoc committee shall have a duty as assigned by action of the BOARD
- Members of ad hoc committees shall be drawn from those parents and staff of the school community who indicate interest in serving on the ad hoc committee and from such others as may be deemed appropriate by the BOARD.

ARTICLE IV - Officers

Section 1 - Titles

- The Officers of the BOARD are a Chair, a Vice Chair, and Secretary.
- The BOARD may create such other officer positions as it deems necessary.
- Each officer position shall have its duties and responsibilities specified and\ included in these By-laws.
- No Officer may hold more than one position at the same time.

Section 2 - Election

- The Officers shall be elected from among the BOARD at each annual meeting of the Directors and shall serve for one year and until their successors are elected.

Section 3 - Terms

- The Chair may serve no more than three consecutive one-year terms.
- DIRECTORS elected to the other officer positions may serve no more than five consecutive one-year terms.
- Former officers, after a break in service of two years, may be elected to another term as an officer.

Section 4 - Duties

- Officers shall have the duties and responsibilities belonging to their office, including the follow.
 - The Chair shall be the chief executive officer of the Board, responsible, along with his/her fellow Directors, for the oversight of its business and affairs. He/she shall preside at all meetings of the BOARD. The Chair shall have full and equal vote as accorded to all Directors. The Chair may enter into and execute in the name of the BOARD contracts or other instruments that are authorized by the BOARD. The Chair may delegate, as needed, to any other officer any or all of the duties of the office of Chair. He/she shall have such other powers and duties as may be prescribed by the BOARD or by these By-laws.
 - The Vice Chair shall have such duties and responsibilities as may be delegated to him/her by the Chair. The Vice Chair shall have full and equal vote as accorded to all DIRECTORS. In the absence of the Chair, the Vice Chair shall perform all the duties of the Chair and, when so acting, shall have all the responsibilities of and be subject to all the restrictions as fall upon the Chair, including presiding at

meetings of the BOARD. He/she shall have such other powers and duties as may be prescribed by the BOARD or by these By-laws.

- The Secretary shall cause notices of all meetings to be served to all members of the BOARD and the General Manager and shall keep or cause to be kept the minutes of all meetings of the Board, including the time and place, the names of those present, the actions taken, and the votes on such actions. The Secretary shall present the minutes of the previous meeting at the subsequent meeting to be approved by the Board and duly noted in the minutes. He/she shall have such other powers and duties as may be prescribed by the Board or by these By-laws.

Section 5 - Removal

- Any officer may be removed from office, by action of the BOARD at any regular meeting or special meeting called for that purpose.
- Any officer proposed to be removed shall be entitled to at least 24-hours notice of the meeting of the BOARD at which such removal is to be voted upon and shall be entitled to appear before and be heard by the BOARD at such meeting.

ARTICLE V - Fiscal Year and Fiscal Responsibility

Section 1 - Fiscal Year

- The fiscal year of the BOARD shall be July 1st to June 30th.

Section 2 – Fiscal Responsibility

- Any fiscal or contractual obligations in excess of sixty thousand dollars (\$60,000), budget transfers in excess of \$60,000 and/or exceeding the current fiscal year shall require action of the BOARD.
- Any fiscal or contractual obligations less than sixty thousand dollars (\$60,000) and/or expiring in the current fiscal year shall require signature by a school representative as designated by school procurement policy.

ARTICLE VI - Amendments to By-laws

Section 1 - Amendments

- The BOARD shall have the power to make, amend, or repeal the By-laws of the charter school, either in whole or in part.
- Any change shall require unanimous approval by the entire BOARD.

ARTICLE VII - Dissolution

Section 1 - Revocation of Charter

- If, at any time and for any reason, the school charter is revoked or the school becomes insolvent, all assets of the charter school, after satisfaction of all outstanding claims by creditors, will be distributed equitably by the Commissioner of Education, in accordance with law, among the participating districts of residence and non-resident district(s).

Section 2 - Voluntary Dissolution

- Should the BOARD choose to dissolve for reasons other than the revocation of its charter or financial insolvency, all assets of the charter school, after satisfaction of all outstanding claims by creditors and governmental grantors will be distributed as required by law.

ARTICLE VIII - Additional Provisions

Section 1 - Indemnification of DIRECTORS and Officers

- A Director shall not be personally liable for damages for breach of any duty owed to the BOARD, its beneficiaries, or its BOARD, except that nothing contained herein shall relieve a Director from liability for breach of a duty based on a violation of law or other policies as adopted by the BOARD resulting in receipt of an improper personal benefit.

Section 2 - Insurance

- The BOARD shall provide for the liability and other forms of insurance deemed necessary and prudent as protection for directors against possible claims.

These Revised By-laws were adopted by the BOARD at its meeting held on April 16, 2020 by a unanimous vote.

Board Secretary