

**Northern United Charter Schools
Board of Directors
Regular Board Meeting**

March 22, 2018
Open Session 3:00 p.m.

Cutten Resource Center Classroom
2120 Campton Road, Suite H, Eureka, CA 95503

Any writings distributed either as part of the Board packet, or within 72 hours of a meeting, can be viewed at the Northern United Charter Schools' office.

In compliance with Government Code section 54954.2(a) Northern United Charter Schools will, on request, make agendas available in appropriate alternative formats to persons with a disability, as required by Section 202 of the Americans with Disabilities Act of 1990 (42 U.S.C. Sec. 12132), and the federal rules and regulations adopted in implementation thereof. Individuals who need this agenda in an alternative format or who need a disability-related modification or accommodation in order to participate in the meeting should contact the Northern United Charter Schools' office.

A digital copy of our board packet is available at www.nucharters.org.
If you are interested in a hard copy of the packet, please contact Lynda Speck or Shari Lovett at (707) 445-2660.

**Northern United - Siskiyou Charter School and Northern United - Humboldt Charter School are proud to be
Equal Opportunity Employers.**

Meeting Opened by President: _____
Members Present: _____
Members Absent: _____

Members Leaving Early: _____
Members Arriving Late: _____
Adjournment: _____

OPEN MEETING: 3:00 PM, CALL TO ORDER

1. CALL TO ORDER/AGENDA

1.1 Pledge of Allegiance

1.2 Agenda: Items to be removed from the agenda or changes to the agenda will be made at this time.

Action _____

2. BUSINESS AND FINANCE

2.1 Financial Report

Information

2.2 2017-18 Local Control and Accountability Plan (LCAP)

Information

2.3 CalSTRS Resolution - NU - Siskiyou Charter School

Action _____

2.4 CalSTRS Resolution - NU - Humboldt Charter School

Action _____

3. CONSENT AGENDA

No items

3.1 Approval of Warrants & Payroll

3.2 Approval of Minutes

3.3 Resignations, Hires and Leaves

4. PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

Information

4.1 Comments by the Public

Under this item, the public is invited to address the Board regarding items that are not on tonight's agenda. Speakers are limited to three minutes each. The Board is not allowed under the law to take action on matters that are not on the agenda. Should comments from the public pertain to a charge or complaint against an employee of Northern United - Humboldt Charter School or Northern United - Siskiyou Charter School, the Board encourages the speaker to utilize the district's written complaint procedures to pursue the matter. The public will have an opportunity to comment on all agenda items as those items are heard this evening.

5. COMMUNITY RELATIONS/CORRESPONDENCE

No Items

6. RECOGNITIONS/ANNOUNCEMENTS/REPORTS

Information

6.1 Board Members

6.2 Northern United - Siskiyou Charter School

6.3 Northern United - Humboldt Charter School

6.4 Director

7. ADMINISTRATION

7.1 Northern United Charter Schools Bylaws

Action _____

7.2 Northern United Charter Schools Conflict of Interest Code

Action _____

7.3 Election of Officers

Action _____

7.4 Board Meeting Calendar

Action _____

7.5 2018-2019 NU - Siskiyou Charter School Calendar

Action _____

7.6 Student Enrollment and Attendance Report	No items
8. <u>CURRICULUM AND INSTRUCTION</u>	No Items
9. <u>FACILITIES</u>	No Items
10. <u>FUTURE AGENDA PLANNING</u>	
10.1 Items to consider for future agendas	Information
11. <u>FUTURE BOARD MEETINGS</u>	
11.1 Future Board meetings	Information

CALL TO ORDER/AGENDA

Subject:

1.1 Pledge of Allegiance

1.2 Agenda: Items to be removed from the agenda or changes to the agenda will be made at this time.

Action Requested:

1.1 None

1.2 Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

1.2 A trustee, administrator or a member of the public may request that an item be removed from the agenda or the order of the agenda be changed at the pleasure of the Board.

Agenda items may be added to the agenda if an "emergency situation" exists or "immediate action" is needed.

Administration requests that agenda item 7.3 be moved to follow this agenda item to aide in the presiding of this meeting.

Fiscal Implications:

None

Contact Person/s: Shari Lovett, Board President

Agenda Item 2.
BUSINESS AND FINANCE

Subject:
2.1 Financial Report

Action Requested:
Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:
Each month a Financial Report is given in order to keep the Board apprised of the Schools' fiscal condition.

Administration is applying for a Public Charter School Grant Program for each school. The submission due date is April 3, 2018. If received, the grant awards up to \$475,000 per school. The purpose of the grant is to add in the planning, start-up and implementation of new charter schools.

Fiscal Implications:
As reported.

Contact Person/s: Shari Lovett, Tammy Picconi, Kirk Miller

Agenda Item 2.
BUSINESS AND FINANCE

Subject:
2.2 2018-19 Local Control and Accountability Plan (LCAP)

Action Requested:
None

Previous Staff/Board Action, Background Information and/or Statement of Need:
The Board is required to approve an LCAP for each school for the 2018-2019 school year.

Using data and local stakeholder input, the LCAP attempts to capture and reduce to writing what our school does well and areas for growth. It represents the goals of all stakeholders and includes the resources the schools allocate to reach these goals.

At each Board meeting, the Board and the public will be notified of the Schools' progress on the LCAPs' goals and are encouraged to provide their input.

Fiscal Implications:
None

Contact Person/s: Shari Lovett

Agenda Item 2.
BUSINESS AND FINANCE

Subject:
2.3 CalSTRS Resolution - NU - Siskiyou Charter School

Action Requested:
Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:
CalSTRS is the California State Teachers' Retirement System. Both the employer and the employee pay into this retirement system. In order for our schools to apply for CalSTRS, the board must adopt the attached resolution as part of the application process.

Fiscal Implications:
As reported

Contact Person/s: Shari Lovett, Tammy Picconi

Agenda Item 2.
BUSINESS AND FINANCE

Subject:
2.4 CalSTRS Resolution - NU - Humboldt Charter School

Action Requested:
Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:
CalSTRS is the California State Teachers' Retirement System. Both the employer and the employee pay into this retirement system. In order for our schools to apply for CalSTRS, the board must adopt the attached resolution as part of the application process.

Fiscal Implications:
As reported

Contact Person/s: Shari Lovett, Tammy Picconi

Charter School Application for CalSTRS Activation

ES1026 (NEW 05/16)

CALSTRS[®]

California State Teachers' Retirement System
 P.O. Box 15275, MS 17
 Sacramento, CA 95851-0275
 800-228-5453
 CalSTRS.com

Instructions

Prior to submitting contributions to CalSTRS, charter school must complete and submit the *Charter School Application for CalSTRS Activation (ES1026)* packet. Please complete all the following sections and the required documents. Email completed *Charter School Application for CalSTRS Activation (ES1026)* packet to CharterSchoolQuestions@CalSTRS.com.

Section 1-A: Charter School Profile Summary

ORGANIZATION NAME (CHARTER SCHOOL NAME) CHARTER SCHOOL NUMBER (SBE 4-digit no.):

CORPORATION NAME (if applicable): Non Profit
 For Profit

CHARTERING AUTHORITY:

LOCAL SCHOOL DISTRICT: COUNTY:

SCHOOL START DATE: CALSTRS COVERAGE EFFECTIVE DATE:

PRE-TAX CONTRIBUTIONS EFFECTIVE DATE: CHARTER TERM FISCAL YEAR PERIOD:
 (reference: EPMC form) (reference: Charter Petition/MOU/Board Minutes)
 FROM: TO:

CONTACT NAME and TITLE:

CONTACT TELEPHONE: CONTACT E-MAIL ADDRESS:

MAILING ADDRESS:

CITY, STATE and ZIP CODE:



OFFICIAL SIGNATURE

SIGNATURE DATE

Section 1-B: CalSTRS Contributions Report Structure

To be completed by the County Office of Education (COE) or the Authorizing District

Please select transmittal and data reporting structure of CalSTRS Contributions

<input type="checkbox"/> COE Report Unit ID (combined with authorizing COE)	Organization Code (RU ID# XX-XXX)
<input type="checkbox"/> School District Report Unit ID (combined with authorizing School District)	
<input type="checkbox"/> Charter School District Report Unit ID (combined with charter schools of the same corporation located within the same county)	
<input type="checkbox"/> New Report Unit ID (Independent from Charter School District, COE and School District)	



ES1026

Charter School Application for CalSTRS Activation



continued

Section 2: EPMC – Employer Paid Member Contributions Resolution

- **School Board** - Charter School's School Board or the authorizing School District's School Board.
- **County Superintendent of Schools** - County Office of Education (COE).
- **Charter School** - Charter School Name.

Whereas, the _____ School Board [_____
County Superintendent of Schools] has the authority to implement the provisions of Internal Revenue Code (IRC) section 414(h)(2); and

Whereas, the Teachers' Retirement Board of the California State Teachers' Retirement System (CalSTRS) adopted its resolution of IRC section 414(h)(2) on May 17, 1985; and

Whereas, the Internal Revenue Service has stated on August 27, 1985, that the implementation of the provisions of IRC section 414(h)(2) pursuant to the resolution of the Teachers' Retirement Board would satisfy the legal requirements of IRC section 414(h)(2); and

Whereas, the _____ School Board [_____
County Superintendent of Schools] has determined that even though the implementation of the provisions of IRC section 414(h)(2) is not required by law, the tax benefit offered by IRC section 414(h)(2) should be provided to its employees who are members of CalSTRS.

NOW, THEREFORE, BE IT RESOLVED:

- I. That the _____ School Board [_____
County Superintendent of Schools] will implement the provisions of IRC section 414(h)(2) by making employee contributions to CalSTRS on behalf of its employees who are members of CalSTRS. "Employee contributions" shall mean those contributions to CalSTRS which are deducted from the salary of employees and are credited to individual employees' accounts.
- II. That the contributions made by the _____ Charter School
[_____ County Superintendent of Schools] to CalSTRS, although designated as employee contributions, are being paid by the _____ Charter School [_____ County Superintendent of Schools] in lieu of contributions by the employees who are members of CalSTRS.
- III. That employees shall not have the option of choosing to receive the contributed amounts directly instead of having them paid by the _____ Charter School
[_____ County Superintendent of Schools] to CalSTRS.


Charter School Application for CalSTRS Activation



continued

Section 2: EPMC Resolution (continued)

- IV. That the _____ Charter School [_____ County Superintendent of Schools] shall pay to CalSTRS the contributions designated as employee contributions from the same source of funds as used in paying salary.
- V. That the Amount of the contributions designated as employee contributions and paid by the _____ Charter School [_____ County Superintendent of Schools] to CalSTRS on behalf of an employee shall be the entire contribution required of the employee by the Teachers' Retirement Law (California Education Code sections 22000 et seq.).
- VI. That the contributions designated as employee contributions made by _____ Charter School [_____ County Superintendent of Schools] to CalSTRS shall be treated for all purposes, other than taxation, in the same way that member contributions are treated by CalSTRS.
- VII. That the _____ Charter School [_____ County Superintendent of Schools] shall make no contributions designated as employee contributions until CalSTRS has developed and implemented procedures for administering the provisions of IRC section 414(h)(2) and until CalSTRS has officially notified the _____ Charter School [_____ County Superintendent of Schools] that it will accept contributions pursuant to IRC section 414(h)(2).

EPMC RESOLUTION EFFECTIVE DATE: (must be the same as CalSTRS coverage effective date)	DATE ADOPTED BY THE SCHOOL BOARD:
OFFICIAL'S NAME and TITLE:	
	
OFFICIAL'S SIGNATURE	SIGNATURE DATE

Section 3: Charter Petition

Attach a copy of current and approved charter school petition with this packet.

CHARTER PETITION DATE:	REFERENCE PAGE #:
CHARTER TERM FISCAL YEAR PERIOD:	REFERENCE PAGE #:
RETIREMENT BENEFITS: <input type="checkbox"/> CalSTRS <input type="checkbox"/> Social Security <input type="checkbox"/> Other Retirement	REFERENCE PAGE #:

Charter School Application for CalSTRS Activation



continued

Section 4: Support Documents (optional or upon request by CalSTRS)

Support documents are requested to confirm charter petition amendments on retirement benefits, charter term effective dates, EPMC resolution effective dates, or other significant dates and information requiring clarification from Charter School or Charter School Board.

Support documents must be complete with Officials' Signatures and Dates.

Please select support document(s) submitted with this packet.

- Board Approved Minutes
- Memorandum Of Understanding (MOU)
- Other (please specify) _____

Charter School CalSTRS Activation – Instructions

CalSTRS Offers Retirement Benefits to Charter Schools

Charter schools have the unique ability to decide whether to provide CalSTRS benefits and services to their employees.

CalSTRS offers the following benefits to members:

- Defined Benefit Program
- Defined Benefit Supplement Program
- Pension2@, a voluntary supplemental savings plan
- Cash Balance Benefit Program

Criteria for a Charter School to Elect CalSTRS

During the initial writing of a charter petition, the school can elect to participate in the State Teachers' Retirement Plan administered by CalSTRS to provide retirement benefits for their employees.

Charter schools must meet the following criteria to participate in CalSTRS retirement programs:

- Recognized as a public charter by the California Department of Education
- Elect participation in CalSTRS and enroll eligible employees
- Submit a completed Charter School CalSTRS Activation (ES1026) packet to CalSTRS confirming participation before reporting contributions
- Report contributions to CalSTRS via school district or county office of education

Laws in California Education Code for Charter Schools

- California Education Code section 47605: Provides a charter school the option of participating in CalSTRS, CalPERS or Social Security.
- California Education Code section 47611: Informs charter schools that participation in CalSTRS means that all parts of the Teachers' Retirement Law apply to them in the same manner as to other public schools.
- California Education Code section 47611.3: Requires school districts of County Offices of Education to report contributions and data to CalSTRS on behalf of charter schools.

Required Documents from Charter Schools Electing CalSTRS

Prior to accepting contributions, CalSTRS requires a completed Charter School CalSTRS Activation (ES1026) packet consisting of the following documents:

- Section 1-A: Completed Charter School Profile Summary
- Section 1-B: Reporting Structure of CalSTRS Data and Contributions
- Section 2: Completed Pre-Tax Resolution Form - Employer Paid Member Contributions (EPMC)
- Section 3. Copy of Approved Charter School Petition
- Section 4. Other Support Documents: Approved Board Minutes or MOU

Email completed Charter School CalSTRS Activation (ES1026) packet to CharterSchoolQuestions@CalSTRS.com.

Agenda Item 3.

CONSENT AGENDA

A trustee can have an item removed from the Consent Agenda and given individual consideration for action as a regular agenda item. An administrator or a member of the public may request that an item be removed from the Consent Agenda and given individual consideration for action as a regular agenda item at the pleasure of the Board.

Subject:

3.1 Approval of Warrants and Payroll

Action Requested:

None

Previous Staff/Board Action, Background Information and/or Statement of Need:

This is a monthly process. The warrants and payroll totals are inspected and clarification is given if needed. In the future the Board Warrant and Payroll Reports will be attached.

Fiscal Implications:

None

Contact Person/s: Shari Lovett, Tammy Picconi, Kirk Miller

Agenda Item 3.

CONSENT AGENDA

A trustee can have an item removed from the Consent Agenda and given individual consideration for action as a regular agenda item. An administrator or a member of the public may request that an item be removed from the Consent Agenda and given individual consideration for action as a regular agenda item at the pleasure of the Board.

Subject:

3.2 Approval of Minutes

Action Requested:

None

Previous Staff/Board Action, Background Information and/or Statement of Need:

The minutes prior meetings are inspected, corrected if needed, and approved. This is a routine monthly process for the Board. The minutes will be attached.

Fiscal Implications:

None

Contact Person/s: Shari Lovett, Lynda Speck

Agenda Item 3.

CONSENT AGENDA

A trustee can have an item removed from the Consent Agenda and given individual consideration for action as a regular agenda item. An administrator or a member of the public may request that an item be removed from the Consent Agenda and given individual consideration for action as a regular agenda item at the pleasure of the Board.

Subject:

3.3 Resignations, Hires and Leaves

Action Requested:

None

Previous Staff/Board Action, Background Information and/or Statement of Need:

None

Fiscal Implications:

None

Contact Person/s: Shari Lovett

Agenda Item 4.

PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

Subject:

4.1 Comments by the Public

Action Requested:

None

Previous Staff/Board Action, Background Information and/or Statement of Need:

Board members or staff may choose to respond briefly to Public Comments.

Fiscal Implications:

None

Contact Person/s: Shari Lovett, Board President

Agenda Item 5.

COMMUNITY RELATIONS/CORRESPONDENCE

Subject:

No Items

Action Requested:

None

Previous Staff/Board Action, Background Information and/or Statement of Need:

None

Fiscal Implications:

None

Contact Person/s: Shari Lovett

Agenda Item 6.

RECOGNITIONS/ANNOUNCEMENTS/REPORTS

Subject:

- 6.1 Board Members
- 6.2 Northern United - Siskiyou Charter School
- 6.3 Northern United - Humboldt Charter School
- 6.4 Director

Action Requested:

None

Previous Staff/Board Action, Background Information and/or Statement of Need:

- 6.1 Board members may choose to make a report.
- 6.2 Each month the Regional Director gives a report on school events and activities.
- 6.3 Each month the Director of Instructional Services gives a report on school events and activities.
- 6.4 Each month the Director may give a report on the state of the District.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

Agenda Item 7.
ADMINISTRATION

Subject:

7.1 Northern United Charter Schools Bylaws
See attached Bylaws.

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

The NUCS Bylaws must be adopted for the establishment of the California nonprofit public benefit corporation. The nonprofit's Bylaws are both a legal document and a roadmap for our actions. A required element when forming a corporation, bylaws are a form of agreement or contract between the corporation and its owners to conduct itself in a certain way. While for a commercial business the owners are its shareholders, the ownership of a nonprofit corporation belongs to the public as represented by the nonprofit organization's governing body, the Board of Directors. Nonprofits apply to their states to become incorporated. A nonprofit is a form of business and is thus regulated by states. To be incorporated, an organization must have a set of bylaws.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

BYLAWS
OF
NORTHERN UNITED CHARTER SCHOOLS
(A California Nonprofit Public Benefit Corporation)

ARTICLE I
NAME

Section 1. **NAME.** The name of this Corporation is Northern United Charter Schools.

ARTICLE II
PRINCIPAL OFFICE OF THE CORPORATION

Section 1. **PRINCIPAL OFFICE OF THE CORPORATION.** The principal office for the transaction of the activities and affairs of the Corporation is 2120 Campton Road, Suite H, Eureka, State of California. The Board of Directors may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

Section 2. **OTHER OFFICES OF THE CORPORATION.** The Board of Directors may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to conduct its activities.

ARTICLE III
GENERAL AND SPECIFIC PURPOSES; LIMITATIONS

Section 1. **GENERAL AND SPECIFIC PURPOSES.** The purpose of the Corporation is to manage, operate, guide, direct and promote one or more California public schools. Also in the context of these purposes, the Corporation shall not, except to an insubstantial degree, engage in any other activities or exercise of power that do not further the purposes of the Corporation.

The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV
CONSTRUCTION AND DEFINITIONS

Section 1. **CONSTRUCTION AND DEFINITIONS.** Unless the context indicates otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular

includes the plural, and the plural includes the singular, and the term “person” includes both a legal entity and a natural person.

ARTICLE V DEDICATION OF ASSETS

Section 1. DEDICATION OF ASSETS. The Corporation’s assets are irrevocably dedicated to public benefit purposes as set forth in the charter governing the charter schools operated as or by the Corporation. No part of the net earnings, properties, or assets of the Corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of the Corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation, corporation or association which is organized and operated exclusively for educational, public or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE VI CORPORATION WITHOUT MEMBERS

Section 1. CORPORATION WITHOUT MEMBERS. The Corporation shall have no voting members within the meaning of the Nonprofit Corporation Law. The Corporation’s Board of Directors may, in its discretion, admit individuals to one or more classes of nonvoting members; the class or classes shall have such rights and obligations as the Board of Directors finds appropriate.

ARTICLE VII BOARD OF DIRECTORS

Section 1. GENERAL POWERS. Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws, the Corporation’s activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors (“Board”).

Section 2. SPECIFIC POWERS. Without prejudice to the general powers set forth in Section 1 of this article, but subject to the same limitations, the Board of Directors shall have the power to:

- a. Appoint and remove, at the pleasure of the Board of Directors, all corporate officers, agents, and employees; prescribe powers and duties for them as are consistent with the law, the articles of incorporation, and these bylaws; fix their compensation; and require from them security for faithful service.
- b. Change the principal office or the principal business office in California from one location to another; cause the Corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities in or outside

California.

- c. Borrow money and incur indebtedness on the Corporation's behalf and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.
- d. Adopt and use a corporate seal.

Section 3. DESIGNATED DIRECTORS AND TERMS. The number of directors shall be no less than five (5) and no more than seven (7) directors, unless changed by amendments to these bylaws. All directors shall have full voting rights, including any representative appointed by the charter authorizer as consistent with Education Code Section 47604(b). If the charter authorizer appoints a representative to serve on the Board of Directors, the Board of Directors may appoint an additional director to ensure an odd number of Board members. All directors, except for the representative appointed by the charter authorizer, shall be designated by the existing Board of Directors.

The Board will seek to have two (2) representatives from Northern United – Siskiyou Charter School and two (2) representatives from Northern United – Humboldt Charter School, who shall be community members and/or family members of a student attending these schools. Board members may have experience in one or more of the following areas: education, government, law, business, finance/accounting, fundraising, facilities, or public relations. The School Director shall not serve on the Board and shall not vote in Board elections.

Section 4. RESTRICTION ON INTERESTED PERSONS AS DIRECTORS. No persons serving on the Board of Directors may be interested persons. An interested person is (a) any person currently being compensated by the Corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person. The Board may adopt other policies circumscribing potential conflicts of interest.

Section 5. DIRECTORS' TERMS. Each director shall hold office unless otherwise removed from office in accordance with these bylaws for three (3) years and until a successor director has been designated and qualified.

Section 6. NOMINATIONS BY COMMITTEE. The Chairman of the Board of Directors or, if none, the President will appoint a committee to designate qualified candidates for election to the Board of Directors at least thirty (30) days before the date of any election of directors. The nominating committee shall make its report at least seven (7) days before the date of such designation or at such other time as the Board of Directors may set and the Secretary shall forward to each Board member, with the notice of meeting required by these bylaws, a list of all candidates nominated by committee.

Section 7. USE OF CORPORATE FUNDS TO SUPPORT NOMINEE. If more people have been nominated for director than can be elected, no corporate funds may be expended

to support a nominee without the Board's authorization.

Section 8. EVENTS CAUSING VACANCIES ON BOARD. A vacancy or vacancies on the Board of Directors shall occur in the event of (a) the death, resignation, or removal of any director; (b) the declaration by resolution of the Board of Directors of a vacancy in the office of a director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under California Nonprofit Public Benefit Corporation Law, Chapter 2, Article 3; or (c) the increase of the authorized number of directors.

Section 9. RESIGNATION OF DIRECTORS. Except as provided below, any director may resign by giving written notice to the Chairman of the Board, if any, or to the President, or the Secretary, or to the Board. The resignation shall be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the Board of Directors may elect a successor to take office as of the date when the resignation becomes effective.

Section 10. DIRECTOR MAY NOT RESIGN IF NO DIRECTOR REMAINS. Except on notice to the California Attorney General, no director may resign if the Corporation would be left without a duly elected director or directors.

Section 11. REMOVAL OF DIRECTORS. Any director, except for the representative appointed by the charter authorizer, may be removed, with or without cause, by the vote of the majority of the members of the entire Board of Directors at a special meeting called for that purpose, or at a regular meeting, provided that notice of that meeting and such removal are given in compliance with the provisions of the Ralph M. Brown Act (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code) as said chapter may be modified by subsequent legislation ("Brown Act"). The representative appointed by the charter authorizer may be removed without cause by the charter authorizer or with the written consent of the charter authorizer. Any vacancy caused by the removal of a Board designated director shall be filled as provided in Section 12.

Section 12. VACANCIES FILLED BY BOARD. Vacancies on the Board of Directors, except for the representative appointed by the charter authorizer, may be filled by approval of the Board of Directors or, if the number of directors then in office is less than a quorum, by (a) the affirmative vote of a majority of the directors then in office at a regular or special meeting of the Board, or (b) a sole remaining director. A vacancy in the seat of the representative of the charter authorizer shall be filled by the charter authorizer.

Section 13. NO VACANCY ON REDUCTION OF NUMBER OF DIRECTORS. Any reduction of the authorized number of directors shall not result in any directors being removed before his or her term of office expires.

Section 14. PLACE OF BOARD OF DIRECTORS MEETINGS. Meetings shall be held at the principal office of the Corporation unless the Board of Directors designates another location in accordance with these bylaws. The Board of Directors may also designate that a meeting be held at any place within the granting agency's boundaries designated in the notice of the meeting. All meetings of the Board of Directors shall be called, held and conducted in accordance

with the terms and provisions of the Brown Act.

Section 15. MEETINGS; ANNUAL MEETINGS. All meetings of the Board of Directors and its committees shall be called, noticed, and held in compliance with the provisions of the Brown Act. The Board of Directors shall meet annually for the purpose of organization, appointment of officers, and the transaction of such other business as may properly be brought before the meeting. This meeting shall be held at a time, date, and place as noticed by the Board of Directors in accordance with the Brown Act.

Section 16. REGULAR MEETINGS. Regular meetings of the Board of Directors, including annual meetings, shall be held at such times and places as may from time to time be fixed by the Board of Directors. At least 72 hours before a regular meeting, the Board of Directors, or its designee shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting.

Section 17. SPECIAL MEETINGS. Special meetings of the Board of Directors for any purpose may be called at any time by the Chairman of the Board of Directors, if there is such an officer, or a majority of the Board of Directors. If a Chairman of the Board has not been elected then the President is authorized to call a special meeting in place of the Chairman of the Board. The party calling a special meeting shall determine the place, date, and time thereof.

Section 18. NOTICE OF SPECIAL MEETINGS. In accordance with the Brown Act, special meetings of the Board of Directors may be held only after twenty-four (24) hours notice is given to the public through the posting of an agenda. Directors shall also receive at least twenty-four (24) hours notice of the special meeting, in the following manner:

- a. Any such notice shall be addressed or delivered to each director at the director's address as it is shown on the records of the Corporation, or as may have been given to the Corporation by the director for purposes of notice, or, if an address is not shown on the Corporation's records or is not readily ascertainable, at the place at which the meetings of the Board of Directors are regularly held.
- b. Notice by mail shall be deemed received at the time a properly addressed written notice is deposited in the United States mail, postage prepaid. Any other written notice shall be deemed received at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or is actually transmitted by the person giving the notice by electronic means to the recipient. Oral notice shall be deemed received at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient whom the person giving the notice has reason to believe will promptly communicate it to the receiver.

The notice of special meeting shall state the time of the meeting, and the place if the place is other than the principal office of the Corporation, and the general nature of the business proposed to be transacted at the meeting. No business, other than the business the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

Section 19. QUORUM. A majority of the directors then in office shall constitute a quorum. All acts or decisions of the Board of Directors will be by majority vote of the directors in attendance, based upon the presence of a quorum. Should there be less than a majority of the

directors present at the inception of any meeting, the meeting shall be adjourned. Directors may not vote by proxy. The vote or abstention of each Board member present for each action taken shall be publicly reported.

Section 20. TELECONFERENCE MEETINGS. Members of the Board of Directors may participate in teleconference meetings so long as all of the following requirements in the Brown Act are complied with:

- a. At a minimum, a quorum of the members of the Board of Directors shall participate in the teleconference meeting from locations within the boundaries of the granting agency in which the Corporation operates;
- b. All votes taken during a teleconference meeting shall be by roll call;
- c. If the Board of Directors elects to use teleconferencing, it shall post agendas at all teleconference locations with each teleconference location being identified in the notice and agenda of the meeting;
- d. All locations where a member of the Board of Directors participates in a meeting via teleconference must be fully accessible to members of the public and shall be listed on the agenda;¹
- e. Members of the public must be able to hear what is said during the meeting and shall be provided with an opportunity to address the Board of Directors directly at each teleconference location; and
- f. Members of the public attending a meeting conducted via teleconference need not give their name when entering the conference call.²

Section 21. ADJOURNMENT. A majority of the directors present, whether or not a quorum is present, may adjourn any Board of Directors meeting to another time or place. Notice of such adjournment to another time or place shall be given, prior to the time scheduled for the continuation of the meeting, to the directors who were not present at the time of the adjournment, and to the public in the manner prescribed by the Brown Act.

Section 22. COMPENSATION AND REIMBURSEMENT. Directors may not receive compensation for their services as directors or officers, only such reimbursement of expenses as the Board of Directors may establish by resolution to be just and reasonable as to the Corporation at the time that the resolution is adopted.

Section 23. CREATION AND POWERS OF COMMITTEES. The Board, by resolution adopted by a majority of the directors then in office, may create one or more committees of the Board, each consisting of two or more directors and no one who is not a director, to serve at the pleasure of the Board. Appointments to committees of the Board of Directors shall be by

¹ This means that members of the Board of Directors who choose to utilize their homes or offices as teleconference locations must open these locations to the public and accommodate any members of the public who wish to attend the meeting at that location.

² The Brown Act prohibits requiring members of the public to provide their names as a condition of attendance at the meeting.

majority vote of the directors then in office. The Board of Directors may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the Board, to the extent provided in the Board of Directors' resolution, except that no committee may:

- a. Take any final action on any matter that, under the California Nonprofit Public Benefit Corporation Law, also requires approval of the members or approval of a majority of all members;
- b. Fill vacancies on the Board of Directors or any committee of the Board;
- c. Fix compensation of the directors for serving on the Board of Directors or on any committee;
- d. Amend or repeal bylaws or adopt new bylaws;
- e. Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or subject to repeal;
- f. Create any other committees of the Board of Directors or appoint the members of committees of the Board;
- g. Expend corporate funds to support a nominee for director if more people have been nominated for director than can be elected; or
- h. Approve any contract or transaction to which the Corporation is a party and in which one or more of its directors has a material financial interest.

The Board may also create one or more advisory committees composed of directors and non-directors. It is the intent of the Board to encourage the participation and involvement of faculty, staff, parents, students and administrators through attending and participating in open committee meetings. The Board may establish, by resolution adopted by a majority of the directors then in office, advisory committees to serve at the pleasure of the Board.

Section 24. MEETINGS AND ACTION OF COMMITTEES. Meetings and actions of committees of the Board of Directors shall be governed by, held, and taken under the provisions of these bylaws concerning meetings, other Board of Directors' actions, and the Brown Act, if applicable, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by Board of Directors' resolution or, if none, by resolution of the committee. Minutes of each meeting shall be kept and shall be filed with the corporate records. The Board of Directors may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board of Directors has not adopted rules, the committee may do so.

Section 25. NON-LIABILITY OF DIRECTORS. No director shall be personally liable for the debts, liabilities, or other obligations of the Corporation.

Section 26. COMPLIANCE WITH LAWS GOVERNING STUDENT RECORDS.

The Charter School and the Board of Directors shall comply with all applicable provisions of the Family Education Rights Privacy Act ("FERPA") as set forth in Title 20 of the United States Code Section 1232g and attendant regulations as they may be amended from time to time.

ARTICLE VIII OFFICERS OF THE CORPORATION

Section 1. OFFICES HELD. The officers of the Corporation shall be a President, a Secretary, and a Chief Financial Officer. The Corporation, at the Board's direction, may also have a Chairman of the Board and a Vice-Chair. The officers, in addition to the corporate duties set forth in this Article VIII, shall also have administrative duties as set forth in any applicable contract for employment or job specification.

Section 2. DUPLICATION OF OFFICE HOLDERS. Any number of offices may be held by the same person, except that neither the Secretary nor the Chief Financial Officer may serve concurrently as either the President or the Chairman of the Board.

Section 3. ELECTION OF OFFICERS. The officers of the Corporation shall be chosen annually by the Board of Directors and shall serve at the pleasure of the Board, subject to the rights of any officer under any employment contract.

Section 4. REMOVAL OF OFFICERS. Without prejudice to the rights of any officer under an employment contract, the Board of Directors may remove any officer with or without cause.

Section 5. RESIGNATION OF OFFICERS. Any officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the Corporation under any contract to which the officer is a party.

Section 6. VACANCIES IN OFFICE. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for normal appointment to that office, provided, however, that vacancies need not be filled on an annual basis.

Section 7. CHAIRMAN OF THE BOARD. If a Chairman of the Board of Directors is elected, he or she shall preside at the Board of Directors' meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time. If a Chairman of the Board of Directors is elected, there shall also be a Vice-Chairman of the Board of Directors. In the absence of the Chairman, the Vice-Chairman shall preside at Board of Directors meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time.

Section 8. PRESIDENT. The President, also known as the School Director shall be the general manager of the Corporation and shall supervise, direct, and control the Corporation's activities, affairs, and officers as fully described in any applicable employment contract, agreement, or job specification. The President shall have such other powers and duties as the Board of

Directors or the bylaws may require. If there is no Chairman of the Board, the President shall also preside at the Board of Directors' meetings.

Section 9. SECRETARY. The Secretary shall keep or cause to be kept, at the Corporation's principal office or such other place as the Board of Directors may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings shall include the time and place that the meeting was held; whether the meeting was annual, regular, special, or emergency and, if special or emergency, how authorized; the notice given; the names of the directors present at Board of Directors and committee meetings; and the vote or abstention of each Board member present for each action taken.

The Secretary shall keep or cause to be kept, at the principal California office, a copy of the articles of incorporation and bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board of Directors that these bylaws require to be given. The Secretary shall keep the corporate seal, if any, in safe custody and shall have such other powers and perform such other duties as the Board of Directors or the bylaws may require.

Section 10. CHIEF FINANCIAL OFFICER. The Chief Financial Officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the Corporation's properties and transactions. The Chief Financial Officer shall send or cause to be given to directors such financial statements and reports as are required to be given by law, by these bylaws, or by the Board. The books of account shall be open to inspection by any director at all reasonable times.

The Chief Financial Officer shall (a) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Corporation with such depositories as the Board of Directors may designate; (b) disburse the Corporation's funds as the Board of Directors may order; (c) render to the President, Chairman of the Board, if any, and the Board, when requested, an account of all transactions as Chief Financial Officer and of the financial condition of the Corporation; and (d) have such other powers and perform such other duties as the Board, contract, job specification, or the bylaws may require.

If required by the Board, the Chief Financial Officer shall give the Corporation a bond in the amount and with the surety or sureties specified by the Board of Directors for faithful performance of the duties of the office and for restoration to the Corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Chief Financial Officer on his or her death, resignation, retirement, or removal from office.

ARTICLE IX CONTRACTS WITH DIRECTORS

Section 1. CONTRACTS WITH DIRECTORS. The Corporation shall not enter into a contract or transaction in which a director directly or indirectly has a material financial interest (nor shall the Corporation enter into any contract or transaction with any other corporation, firm, association, or other entity in which one or more of the Corporation's directors are directors and have a material financial interest).

**ARTICLE X
CONTRACTS WITH NON-DIRECTOR DESIGNATED EMPLOYEES**

Section 1. **CONTRACTS WITH NON-DIRECTOR DESIGNATED EMPLOYEES.** The Corporation shall not enter into a contract or transaction in which a non-director designated employee (e.g., officers and other key decision-making employees) directly or indirectly has a material financial interest unless all of the requirements in the Corporation's Conflict of Interest Code have been fulfilled.

**ARTICLE XI
LOANS TO DIRECTORS AND OFFICERS**

Section 1. **LOANS TO DIRECTORS AND OFFICERS.** The Corporation shall not lend any money or property to or guarantee the obligation of any director or officer without the approval of the California Attorney General; provided, however, that the Corporation may advance money to a director or officer of the Corporation for expenses reasonably anticipated to be incurred in the performance of his or her duties if that director or officer would be entitled to reimbursement for such expenses of the Corporation.

**ARTICLE XII
INDEMNIFICATION**

Section 1. **INDEMNIFICATION.** To the fullest extent permitted by law, the Corporation shall indemnify its directors, officers, employees, and other persons described in Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the Corporation by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

On written request to the Board of Directors by any person seeking indemnification under Corporations Code Section 5238 (b) or Section 5238 (c) the Board of Directors shall promptly decide under Corporations Code Section 5238 (e) whether the applicable standard of conduct set forth in Corporations Code Section 5238 (b) or Section 5238 (c) has been met and, if so, the Board of Directors shall authorize indemnification.

**ARTICLE XIII
INSURANCE**

Section 1. **INSURANCE.** The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its directors, officers, employees, and other agents, to cover any liability asserted against or incurred by any director, officer, employee, or agent in such capacity or arising from the director's, officer's, employee's, or agent's status as such.

ARTICLE XIV

MAINTENANCE OF CORPORATE RECORDS

Section 1. MAINTENANCE OF CORPORATE RECORDS. The Corporation shall keep:

- a. Adequate and correct books and records of account;
- b. Written minutes of the proceedings of the Board and committees of the Board; and
- c. Such reports and records as required by law.

ARTICLE XV INSPECTION RIGHTS

Section 1. DIRECTORS' RIGHT TO INSPECT. Every director shall have the right at any reasonable time to inspect the Corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary, as permitted by California and federal law. This right to inspect may be circumscribed in instances where the right to inspect conflicts with California or federal law (e.g., restrictions on the release of educational records under FERPA) pertaining to access to books, records, and documents. The inspection may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents as permitted by California and federal law.

Section 2. ACCOUNTING RECORDS AND MINUTES. On written demand on the Corporation, any director may inspect, copy, and make extracts of the accounting books and records and the minutes of the proceedings of the Board of Directors and committees of the Board of Directors at any reasonable time for a purpose reasonably related to the director's interest as a director. Any such inspection and copying may be made in person or by the director's agent or attorney. This right of inspection extends to the records of any subsidiary of the Corporation.

Section 3. MAINTENANCE AND INSPECTION OF ARTICLES AND BYLAWS. The Corporation shall keep at its principal California office the original or a copy of the articles of incorporation and bylaws, as amended to the current date, which shall be open to inspection by the directors at all reasonable times during office hours.

ARTICLE XVI REQUIRED REPORTS

Section 1. ANNUAL REPORTS. The Board of Directors shall cause an annual report to be sent to itself (the members of the Board of Directors) within 120 days after the end of the Corporation's fiscal year. That report shall contain the following information, in appropriate detail:

- a. The assets and liabilities, including the trust funds, or the Corporation as of the end of the fiscal year;
- b. The principal changes in assets and liabilities, including trust funds;
- c. The Corporation's revenue or receipts, both unrestricted and restricted to particular purposes;
- d. The Corporation's expenses or disbursement for both general and restricted

purposes;

- e. Any information required under these bylaws; and
- f. An independent accountant's report or, if none, the certificate of an authorized officer of the Corporation that such statements were prepared without audit from the Corporation's books and records.

Section 2. ANNUAL STATEMENT OF CERTAIN TRANSACTIONS AND INDEMNIFICATIONS. As part of the annual report to all directors, or as a separate document if no annual report is issued, the Corporation shall, within 120 days after the end of the Corporation's fiscal year, annually prepare and mail or deliver to each director and furnish to each director a statement of any transaction or indemnification of the following kind:

- (a) Any transaction (i) in which the Corporation, or its parent or subsidiary, was a party, (ii) in which an "interested person" had a direct or indirect material financial interest, and (iii) which involved more than \$50,000 or was one of several transactions with the same interested person involving, in the aggregate, more than \$50,000. For this purpose, an "interested person" is either:
 - (1) Any director or officer of the Corporation, its parent, or subsidiary (but mere common directorship shall not be considered such an interest); or
 - (2) Any holder of more than 10 percent of the voting power of the Corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the Corporation, the nature of their interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.
- (b) The amount and circumstances of any indemnifications aggregating more than \$10,000 paid during the fiscal year to any director or officer of the Corporation pursuant to Article XII of these Bylaws.

ARTICLE XVII BYLAW AMENDMENTS

Section 1. BYLAW AMENDMENTS. The Board of Directors may adopt, amend or repeal any of these bylaws by a majority vote of the directors present at a meeting duly held at which a quorum is present, except that no amendment shall change any provisions of any charter governing any charter school operated as or by the Corporation or make any provisions of these bylaws inconsistent with such charter, the Corporation's articles of incorporation, or any laws.

ARTICLE XVIII FISCAL YEAR

Section 1. FISCAL YEAR OF THE CORPORATION. The fiscal year of the Corporation shall begin on July 1st and end on June 30th of each year.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of the Northern United Charter Schools, a California nonprofit public benefit corporation; that these bylaws, consisting of 14 pages, are the bylaws of the Corporation as adopted by the Board of Directors on March 22, 2018; and that these bylaws have not been amended or modified since that date.

Executed on March 22, 2018 at Eureka, California.

Lynda Speck, Secretary

Agenda Item 7.
ADMINISTRATION

Subject:

7.2 Northern United Charter Schools Conflict of Interest Code
See attached Conflict of Interest Code.

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

The NUCS Conflict of Interest Code must be adopted for the establishment of the California nonprofit public benefit corporation. A conflict of interest occurs where individuals' obligation to further the organization's charitable purposes is at odds with their own financial interests. Apart from any appearance of impropriety, organizations will lose their tax-exempt status unless they operate in a manner consistent with their charitable purposes. The Conflict of Interest Code is a strategy organizations adopt as a means to establish procedures that will offer protection against charges of impropriety involving officers, directors or trustees.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

NORTHERN UNITED CHARTER SCHOOLS

CONFLICT OF INTEREST CODE

I. ADOPTION

In compliance with the Political Reform Act of 1974, California Government Code Section 87100, et seq., the Northern United Charter Schools hereby adopts this Conflict of Interest Code (“Code”), which shall apply to all governing board members and all other designated employees of Northern United Charter Schools (“Charter School”), as specifically required by California Government Code Section 87300.

II. DEFINITION OF TERMS

As applicable to a California public charter school, the definitions contained in the Political Reform Act of 1974, the regulations of the Fair Political Practices Commission, specifically California Code of Regulations Section 18730, and any amendments or modifications to the Act and regulations are incorporated by reference to this Code.

III. DESIGNATED EMPLOYEES

Employees of this Charter School, including governing board members, who hold positions that involve the making or participation in the making, of decisions that may foreseeably have a material effect on any financial interest, shall be “designated employees.” The designated positions are listed in “Exhibit A” attached to this policy and incorporated by reference herein.

IV. STATEMENT OF ECONOMIC INTERESTS: FILING

Each designated employee, including governing board members, shall file a Statement of Economic Interest (“Statement”) at the time and manner prescribed by California Code of Regulations, title 2, section 18730, disclosing reportable investments, interests in real property, business positions, and income required to be reported under the category or categories to which the employee’s position is assigned in “Exhibit A.”

An investment, interest in real property or income shall be reportable, if the business entity in which the investment is held, the interest in real property, the business position, or source of income may foreseeably be affected materially by a decision made or participated in by the designated employee by virtue of his or her position. The specific disclosure responsibilities assigned to each position are set forth in “Exhibit B.”

Statements Filed With the Charter School. All Statements shall be supplied by the Charter School. All Statements shall be filed with the Charter School. The Charter School’s filing official shall make and retain a copy of the Statement and forward the original to the County Board of Supervisors.

V. DISQUALIFICATION

No designated employee shall make, participate in making, or try to use his/her official position to influence any Charter School decision which he/she knows or has reason to know will have a reasonably foreseeable material financial effect, distinguishable from its effect on the public generally, on the official or a member of his or her immediate family.

VI. MANNER OF DISQUALIFICATION

A. Non-Governing Board Member Designated Employees

When a non-Governing Board member designated employee determines that he/she should not make a decision because of a disqualifying interest, he/she should submit a written disclosure of the disqualifying interest to his/her immediate supervisor. The supervisor shall immediately reassign the matter to another employee and shall forward the disclosure notice to the School Director, who shall record the employee's disqualification. In the case of a designated employee who is head of an agency, this determination and disclosure shall be made in writing to his/her appointing authority.

B. Governing Board Member Designated Employees

The Corporation shall not enter into a contract or transaction in which a director directly or indirectly has a material financial interest (nor shall the Corporation enter into any contract or transaction with any other corporation, firm, association, or other entity in which one or more of the Corporation's directors are directors and have a material financial interest).

EXHIBIT A

Designated Positions

<u>Designated Position</u>	<u>Assigned Disclosure Category</u>
Members of the Governing Board	1, 2
School Director	1, 2
Business Manager/CBO	1, 2
Consultants/New Positions	*

*Consultants/New Positions shall be included in the list of designated positions and shall disclose pursuant to the broadest disclosure category in the code, subject to the following limitation:

The School Director may determine in writing that a particular consultant or new position, although a “designated position,” is hired to perform a range of duties that is limited in scope and thus is not required to fully comply with the disclosure requirements in this section. Such written determination shall include a description of the consultant’s or new position’s duties and, based upon that description, a statement of the extent of disclosure requirements. The School Director determination is a public record and shall be retained for public inspection in the same manner and location as this conflict of interest code (Government Code § 81008).

EXHIBIT B

Disclosure Categories

Category 1

Designated positions assigned to this category must report:

- a) Interests in real property that are located in whole or in part within a two-mile radius:
 - of any authorizer that has authorized a school operated by Northern United Charter Schools, or
 - of any facility utilized by a school operated by Northern United Charter Schools, or
 - of a proposed site for a Northern United Charter Schools facility.

- b) Investments and business positions in business entities, and sources of income (including gifts, loans, and travel payments) of the type that engage in the purchase or sale of real property or are engaged in building construction or design.

Category 2

Designated positions assigned to this category must report:

- a. Investments and business positions in business entities and sources of income (including receipt of gifts, loans, and travel payments) that are contractors engaged in the performance of work or services, or sources that manufacture, sell, repair, rent or distribute school supplies, books, materials, school furnishings or equipment of the type to be utilized by Northern United Charter Schools.

Category 3

Designated positions assigned to this category must report:

- a. Investments and business positions in business entities and sources of income (including receipt of gifts, loans, and travel payments) that are contractors engaged in the performance of work or services, or sources that manufacture, sell, repair, rent or distribute school supplies, books, materials, school furnishings or equipment of the type to be utilized by the designated position's department.

Agenda Item 7.
ADMINISTRATION

Subject:

7.3 Election of Officers

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

The administrative staff creates the upcoming year's calendars. The attached calendars establish the first and last days of school, staff work days, and school holidays. The calendar is aligned with Humboldt County Office of Education.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

Agenda Item 7.
ADMINISTRATION

Subject:

7.4 Board Meeting Calendar

Attached is a recommended meeting schedule. Dates were created based the availability of Board members for the first meeting. The meeting dates fall of the third Thursday of each month and will be done through in-person and teleconferencing options.

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

7.4 At its first organizational meeting, the Board is required to schedule its meetings for the 2018 calendar year. The Board meetings are to maintain a consistent schedule and be posted for the public's information. The Board may adjust this meeting schedule as needed.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

**Northern United Charter Schools
2018
Board Meeting Schedule**

The regularly scheduled board meetings will be the third Thursday of every month. There will not be a board meeting in July. There will be two board meetings in June. Open session of the meeting will start at 4:00. Closed session will follow as needed.

- March:** **Thursday, March 22, 2018** (in Humboldt County)
- April:** **Thursday, April 12, 2018** (second Thursday due to Spring Break)
- May:** **Thursday, May 17, 2018**
- June:** **Thursday, June 21, 2018**
Thursday, June 28, 2018
- August:** **Thursday, August 16, 2018** (in Siskiyou County)
- September:** **Thursday, September 20, 2018**
- October:** **Thursday, October 18, 2018**
- November:** **Thursday, November 15, 2018**
- December:** **Thursday, December 20, 2018**

Agenda Item 7.
ADMINISTRATION

Subject:

7.5 2018-2019 Nu - Siskiyou Charter School Calendar
See attached calendar.

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

The administrative staff creates the upcoming year's calendars. The attached calendars establish the first and last days of school, staff work days, and school holidays. The calendar is aligned with Humboldt County Office of Education.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

Agenda Item 7.
ADMINISTRATION

Subject:

7.6 2018-2019 NU - Humboldt Charter School Calendar
See attached calendar.

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

The administrative staff creates the upcoming year's calendars. The attached calendars establish the first and last days of school, staff work days, and school holidays. The calendar is aligned with Humboldt County Office of Education.

Fiscal Implications:

None

Contact Person/s: Shari Lovett

Northern United Charter Schools

2018/2019 SCHOOL CALENDAR

School Months	180 Days Taught	Total Number of Instructional Days					Holidays and Special Notes
		Mon	Tues	Wed	Thurs	Fri	
August 27, 2018	LP1	27	28	29	30	31	SCHOOL STARTS 8/27/18
to		3-Sep	4	5	6	7	Labor Day - Sept 3
September 21, 2018		10	11	12	13	14	
Instructional Days	19	17	18	19	20	21	
September 24, 2018	LP2	24	25	26	27	28	
to		1-Oct	2	3	4	5	
October 19, 2018		8	9	10	11	12	
Instructional Days	20	15	16	17	18	19	
October 22, 2018	LP3	22	23	24	25	26	
to		29	30	31	1-Nov	2	
November 16, 2018		5	6	7	8	9	
Instructional Days	19	12	13	14	15	16	Veterans Day - Nov 12
November 19, 2018	LP4	19	20	21	22	23	Thanksgiving Holiday Week - Nov 19 - 23
to		26	27	28	29	30	
December 14, 2018		3-Dec	4	5	6	7	
Instructional Days	15	10	11	12	13	14	P1 Ends 12/14/18 (73)
December 17, 2018	LP5	17	18	19	20	21	Winter Break - Dec 24 - Jan 4
to		24	25	26	27	28	Legal Holiday 12/25/18
January 25, 2019		31	1-Jan	2	3	4	New Year's Day - Jan 1
		7	8	9	10	11	
		14	15	16	17	18	Martin Luther King Day - Jan 21
Instructional Days	19	21	22	23	24	25	SEMESTER 1 ENDS 1/25/19 (92)
January 28, 2019	LP6	28	29	30	31	1-Feb	
to		4	5	6	7	8	
February 22, 2019		11	12	13	14	15	
Instructional Days	15	18	19	20	21	22	Presidents' Holiday Week - Feb 18-22
February 25, 2019	LP7	25	26	27	28	1-Mar	
to		4	5	6	7	8	
March 22, 2019		11	12	13	14	15	
Instructional Days	20	18	19	20	21	22	P2 Ends 3/22/19 (127)
March 25, 2019	LP8	25	26	27	28	29	
to		1-Apr	2	3	4	5	
April 19, 2019		8	9	10	11	12	
Instructional Days	15	15	16	17	18	19	Spring Break - April 15-19
April 22, 2019	LP9	22	23	24	25	26	
to		29	30	1-May	2	3	
May 17, 2019		6	7	8	9	10	
Instructional Days	20	13	14	15	16	17	
May 20, 2019	LP10	20	21	22	23	24	
to		27	28	29	30	31	Memorial Day - May 27
June 13, 2019		3-Jun	4	5	6	7	SEMESTER 2 ENDS 6/13/19 (88)
Instructional Days	18	10	11	12	13		LAST DAY OF SCHOOL 6/13/19 (180)

Agenda Item 7.
ADMINISTRATION

Subject:
7.6 Student Enrollment and Attendance Report

Action Requested:
None

Previous Staff/Board Action, Background Information and/or Statement of Need:
Each month the Board receives this report to keep the Board apprised of enrollment and attendance patterns. As our revenue is generated by our enrollment and actual daily attendance, there are fiscal implications based on these figures.

Fiscal Implications:
None

Contact Person/s: Shari Lovett, Lynda Speck

Agenda Item 8.
CURRICULUM AND INSTRUCTION
No Items

Subject:
No Items

Action Requested:
None

Previous Staff/Board Action, Background Information and/or Statement of Need:
None

Fiscal Implications:
None

Contact Person/s: Shari Lovett, Stephanie Jackson

Agenda Item 9.
FACILITIES

Subject:
No items

Action Requested:
None

Previous Staff/Board Action, Background Information and/or Statement of Need:
None

Fiscal Implications:
None

Contact Person/s: Shari Lovett

Agenda Item 10.
FUTURE AGENDA PLANNING

Subject:
10.1 Items for consideration for future agendas

Action Requested:
None

Previous Staff/Board Action, Background Information and/or Statement of Need:
The Board may consider items for future Board meeting agendas. Board members or the public may suggest agenda items. The Board President and the Director determine whether an item is placed on the agenda based upon if it is related to school business and within the jurisdiction of the Board.

Fiscal Implications:
None

Contact Person/s: Shari Lovett, Board President

Agenda Item 11.

FUTURE BOARD MEETINGS

Subject:

11. FUTURE BOARD MEETINGS

11.1 Future Board meetings - 4/12, 5/17, 6/21, 6/28, 8/16, 9/20, 10/18, 11/15, 12/20

Action Requested:

Approval

Previous Staff/Board Action, Background Information and/or Statement of Need:

11.1 At its organizational meeting in March, the Board scheduled its meetings for the 2018 calendar year.
The Board may adjust this meeting schedule as needed.

Fiscal Implications:

None

Contact Person/s:

Shari Lovett, Board President