

Public Copy

Board Packet

Woodbury Leadership Academy Board of Directors Meeting (Regular)

Tuesday, August 8, 2017

6:00 P.M.

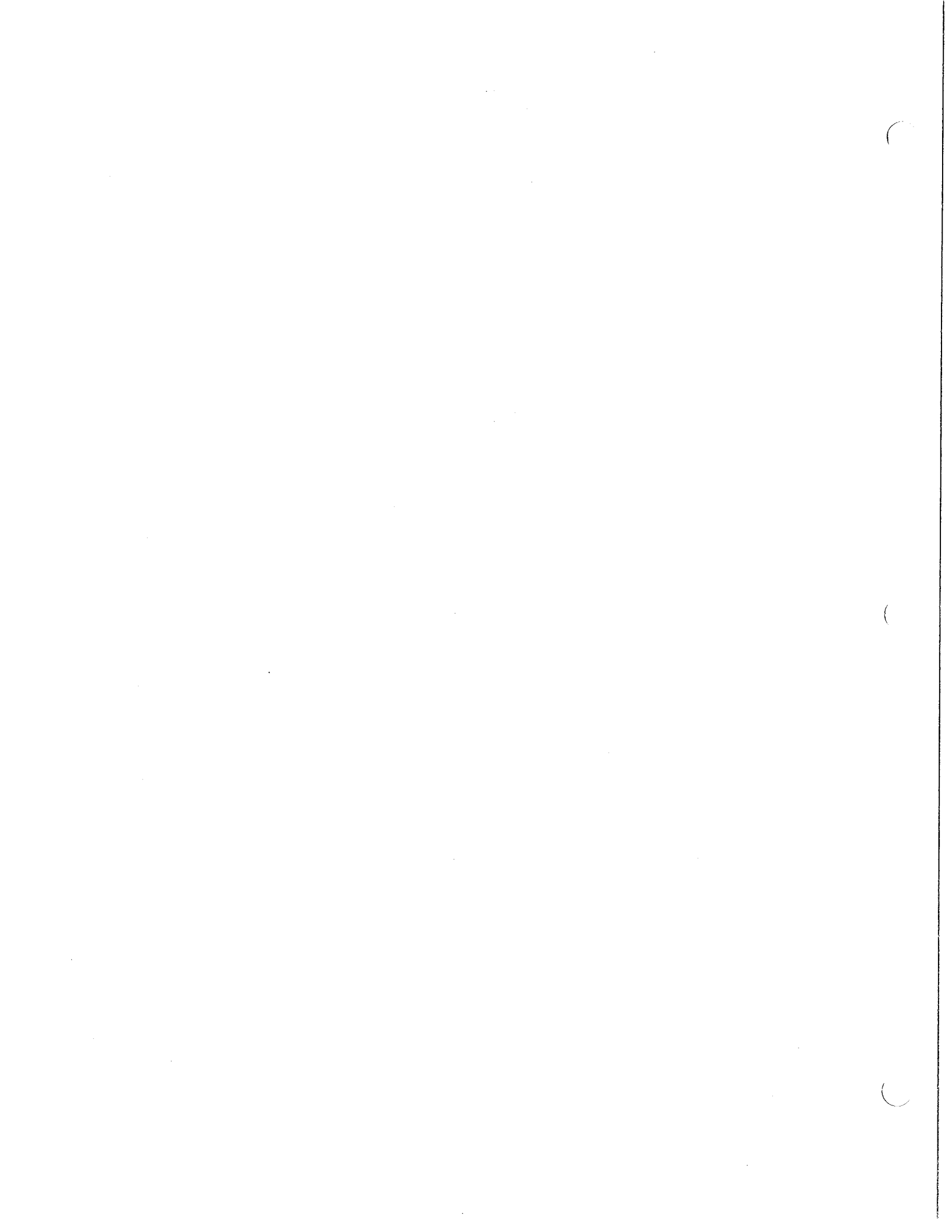
Woodbury Leadership Academy School

600 Weird Drive, Woodbury, MN – Room 1500 (1st Grade Pod Area)

**PLEASE LEAVE THIS BINDER ON THE BACK SIGN-IN TABLE AND DO NOT
REMOVE ANY DOCUMENTS.**

THANKK YOU.

Property of: Woodbury Leadership Academy Board of Directors



Meeting: Board of Directors Regular Meeting

Date: Tuesday, August 8, 2017

Time: 6:00 P.M.

Location: Woodbury Leadership Academy School – 600 Weir Drive, Woodbury, MN 55125 – 1st Grade Pod Area (Room 1500)

AGENDA

1. Meeting Call to Order and Roll Call

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| 1.1 | Meeting Call to Order (Barbara Young, Board Chair) | Info (1 minute) |
| 1.2 | Roll Call (Kylie Griffith, Board Secretary) | Info (1 minute) |

2. Administer Oath of Office to New Board Member

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| 2.1 | Administer Oath of Office to Edward G. Rimkus (Presenter: Barbara Young, Board Chair) | Action (1 minute) |
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3. WLA Mission & Vision

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|-----|---|-----------------|
| 3.1 | WLA Mission (Presenter: Jessica Erickson, Board Member) | Info (1 minute) |
| | <ul style="list-style-type: none"> • The mission of WLA is to empower dedicated staff to deliver academically rigorous curriculum to students and prepare them with exceptional leadership skills. | |

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|-----|---|-----------------|
| 3.2 | WLA Vision (Presenter: Jessica Erickson, Board Member) | Info (1 minute) |
| | <ul style="list-style-type: none"> • The vision of WLA is to be a sustainable K-8 public school where learning empowers students to be future leaders and global citizens. | |

4. Approval of Agenda

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| 4.1 | Approval of Meeting Agenda (Presenter: Barbara Young, Board Chair) | Action (1 minute) |
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5. Consent Agenda

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|-------|---|-------------------|
| 5.1 | Approval of Consent Agenda (Barbara Young, Board Chair) | Action (1 minute) |
| 5.1.1 | Meeting Minutes from June 27, 2017 | |
| 5.1.2 | Meeting Minutes from July 11, 2017 | |
| 5.1.3 | Meeting Minutes from July 26, 2017 | |

6. Conflict of Interest Declaration

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|-----|--|-----------------|
| 6.1 | Conflict of Interest Declaration (Presenter: Barbara Young, Board Chair) | Info (1 minute) |
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7. Public Comment

- | | | |
|-----|--|-------------------|
| 7.1 | WLA Board of Directors Procedure on Public Comment | Info (10 minutes) |
| | <p><i>Woodbury Leadership Academy welcomes and values the contribution of stakeholders in creating a learning environment where students can achieve goals and aspirations. Individuals must sign up in advance to speak during the Public Comment by signing up prior to the start of the meeting. The sign-up ends when the meeting is called to order. Individuals when addressing the board must indicate their name, connection to the school, and the subject they are addressing, noting if it is related to an agenda specific item or a non-agenda related topic. Individuals will have two (2) minutes to address the board. The Board will not engage in a discussion or debate with individuals, but will take the information and find answers if appropriate. Individuals MUST NOT include names of school employees and/or titles, or names of students in their remarks for their own legal protection and the legal rights of staff or students. Issues with school employees should be made directly to the School Administration in accordance with school policy. Professional conduct is expected when participating in the public comment. No protesting, signs, or posters are allowed during open forums. Per Minnesota's Open Meeting Law, if a person becomes disruptive or abusive and chooses to disregard the policy requirements, they will be asked to leave the meeting.</i></p> | |

8. Board and Administration Reports

- 8.1 Board Report (Presenter: Barbara Young, Board Chair) Info (5 minutes)
 8.2 Executive Director Report (Presenter: Kathy Mortensen, Executive Director & Mary Apuli, Consultant) Info (10 minutes)

9. Committee Report & Presentation

- 9.1 Facility Committee Presentation (Presenter: Kou Vang) Info (10 minutes)
 9.2 Health Insurance Presentation (Presenter: Greg Sailor) Info (10 minutes)
 9.3 Governance Committee Report (Presenter: Ro Krejci, Board Member) Info (3 minutes)
 9.3.1 Policy Action & Notice (Presenter: Barbara Young, Board Chair)
 9.3.1.1 Approve the 2nd (Final) Reading of Policy 304 Action (1 minute)
 9.3.1.2 Notice of the 1st (Review) Reading of Policy 610 Info (1 minute)
 9.3.1.3 Notice of the 1st (Review) Reading of WLA Bylaws Info (1 minute)

10. Development & Discussion

- 10.1 Lease Agreement for 2017-18 SY (Presenter: Mary Apuli, Consultant) Discussion (10 minutes)
 10.2 Calendar Revision for 2017-18 SY (Presenter: Kathy Mortensen, Executive Director) Discussion (10 minutes)

11. Business/Board Action

- 11.1 Lease Agreement for 2017-18 SY (Presenter: Barbara Young, Board Chair) Action (1 minute)
 11.2 IoWA Designation (Presenter: Barbara Young, Board Chair) Action (1 minute)
 11.3 Calendar Revision for 2017-18 SY (Presenter: Barbara Young, Board Chair) Action (1 minute)
 11.4 Health Insurance (Presenter: Barbara Young, Board Chair) Action (1 minute)

12. Board Communication & Future Items

- 12.1 Board Communication
 12.1.1 Board Committee Assignments (Barbara Young, Board Chair) Discussion (1 minute)
 12.2 Future Items (Barbara Young, Board Chair) Discussion (1 minute)

13. Housekeeping

- 13.1 Next Regularly Scheduled WLA Board of Directors Meeting Info (1 minute)
 • Date: Tuesday, August 22, 2017
 • Time: 6:00 P.M.
 • Location: WLA – 600 Weir Drive, Woodbury, MN 55125 – 1st Grade Pod Area
 • (Room 1500) – Enter through WLA Front Entrance
 13.2 Delegation of Public Comment Items (if necessary) (Presenter: Barbara Young, Board Chair) Info (1 minute)

14. Adjournment

- 14.1 Adjournment (Barbara Young, Board Chair) Action (1 minute)

WOODBURY LEADERSHIP ACADEMY

Adopted: _____

MSBA/MASA Model Policy 304
Orig. 1995
Rev. 1999

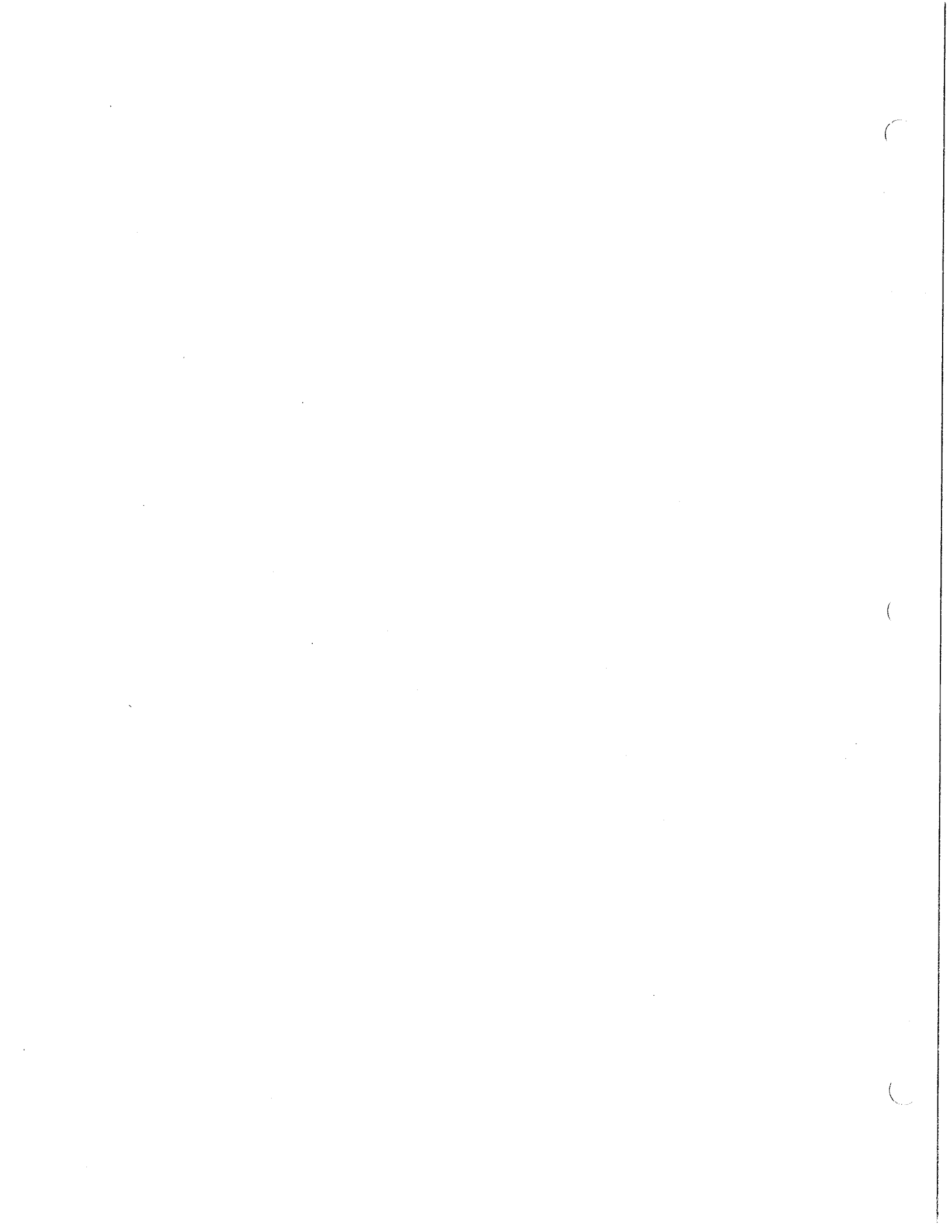
304 CHARTER SCHOOL DIRECTOR AGREEMENT, DUTIES, AND EVALUATION

I. PURPOSE

The purpose of this policy is to provide for the use of an employment agreement with the charter school director, a position description and the use of an approved instrument to evaluate performance.

II. GENERAL STATEMENT OF POLICY

- A. The charter school director's agreement shall be used to formalize the employment relationship and to specifically identify and clarify all conditions of employment with the director.
- B. The specific duties for which the charter school director is accountable shall be set forth in a position description for the director and shall be measured by a performance appraisal instrument approved by the Board of Directors in consultation with the director. The Board of Directors shall use this instrument to periodically evaluate the performance of the director. The performance of a director in their first year of employment as a director at the school shall include at minimum a 90-day, mid-year and final evaluation process. For subsequent years, the evaluation process will be reviewed and an evaluation schedule set.



WOODBURY LEADERSHIP ACADEMY

Adopted: August 26, 2014

610 FIELD TRIPS

I. PURPOSE

The purpose of this policy is to provide guidelines for student field trips and to identify the general process to be followed for review and approval of field trip requests.

II. GENERAL STATEMENT OF POLICY

The general expectation of the Board of Directors is that all student field trips will be well planned, conducted in an orderly manner and safe environment, and will relate directly to the objectives of the class or activity for which the trip is requested. Student field trips will be categorized within three general areas:

A. Instructional Trips

Trips that take place during the school day, relate directly to a course of study, and require student participation shall fall in this category. These field trips shall be subject to review and approval of the Director, and shall be financed by school district funds within the constraints of the school budget. Fees may not be assessed against students to defray direct costs of instructional field trips. ~~(Minn. Stat. § 123B.37, Prohibited Fees)~~

B. Supplementary Trips

This category pertains to those field trips in which students voluntarily participate and which usually take place outside the regular school day. Examples of field trips in this category involve student activities, clubs, and other special interest groups. These field trips are subject to review and approval of the Director. Financial contributions by students may be requested. ~~(Minn. Stat. § 123B.36, Authorized Fees)~~

C. Extended Trips

1. Trips that involve one or more overnight stops fall into this category. Extended field trips may be instructional or supplementary, and must be requested well in advance of the planned activity. An extended trip request form must be completed and approved at each level: ~~student,~~ Director, and Board of Directors. Exceptions to the approval policy may be granted or expedited to accommodate emergencies or contingencies (e.g. tournament competition).

~~2. The Board of Directors acknowledges and supports the efforts of booster clubs and~~

~~similar organizations in providing extended trip opportunities for students.~~

III. REGULATIONS

A. Rules of conduct and discipline for students and employees shall apply to all student trip activity.

B. The teachers shall be responsible for providing more detailed procedures, including parental involvement/permission, supervision, and such other factors deemed important and in the best interest of students.

C. Transportation shall be furnished through a commercial carrier ~~or school-owned vehicle.~~

D. An employee may use a personal vehicle to transport staff or personal property for purposes of a field trip upon prior, written approval from administration.

E. An employee must not use a personal vehicle to transport one or more students for purposes of a field trip.

1. If immediate transportation of a student is required due to an emergency or unforeseen circumstance, such as the illness or injury of a child, and the transportation does not constitute regular or scheduled transportation, a personal vehicle may be used. To the extent a personal vehicle is used, the vehicle must be properly registered and insured.

2. An employee must obtain pre-approval by administration of student transportation by a personal vehicle, ~~pursuant to Section III.E.1, if practicable.~~ If pre-approval by administration of use of a personal vehicle cannot be obtained in a reasonable time given the circumstances, an employee shall report the relevant facts and circumstances justifying the need for use of a personal vehicle to administration as soon as practicable. The relevant facts and circumstances for use of a personal vehicle shall be documented by administration.



ByLaws

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~~Section 3. Nomination Process~~

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Section 10. Filling Vacancies

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OFFICIAL BYLAWS of WOODBURY LEADERSHIP ACADEMY

ARTICLE I

PURPOSE

The objects and purposes of the Woodbury Leadership Academy (“WLA” or “School”) are as stated in its Articles of Incorporation. Further, The Board’s purpose is to promote effective education for students at WLA with attention to the areas of curriculum, staffing, policy formulation, community involvement, home to school communication, budget, and other appropriate matters affecting the wellbeing of the school. The Board’s decisions govern the school and the actions of its employees.

ARTICLE II

MINNESOTA LAW COMPLIANCE

The governance of WLA will at all times be in accord with the provisions of ~~Minn. Stat., Chap. 124E (and such other provisions of Minnesota laws as are therein referenced)~~ the charter school law, all other statutory requirements and in compliance with the Minnesota Open Meeting Law, ~~Minn. Stat. Chap. 13D~~, and Minnesota Government Data Practices Act, ~~Minn. Stat. Chap. 13~~. The aforementioned statutes and any others that apply to Minnesota Charter Schools shall be available at every Board meeting either in hard copy or electronically. In the event that there are conflicts between the provisions of ~~Minn. Stat. Chap., 124E~~ (the charter school law) and ~~Minn. Stat. Chap. 317A~~, (the Non-Profit Corporation Act) the provisions of the Charter Law shall govern.

ARTICLE III

OFFICES

The principal office of WLA in the State of Minnesota shall be as set forth in the Articles of Incorporation or in the most recent amendment of the Articles of Incorporation or the statement of the Board of Directors filed with the Minnesota Secretary of State changing the registered office in the manner prescribed by law. WLA may have such other offices within the State of Minnesota as the Board of Directors may determine or as the affairs of WLA may require from time to time.

WLA shall have and continuously maintain a registered office in the State of Minnesota. The registered office may be, but need not be, identical with the principal office in the State of Minnesota.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. General Duties

The affairs of WLA shall be managed by its Board of Directors (“Board”), except as limited by the Articles of Incorporation, these Bylaws, Charter School Law ~~Minn. Stat. § 124E.07 sub. 6~~, or other applicable law. The Board shall have the power and authority to do all acts and perform all functions WLA may do or perform.

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1.1 The Board shall decide and be responsible for policy matters related to the operation of the School, including budgeting, curriculum programming, personnel, and operating procedures. The Board shall adopt a policy on nepotism in employment. The Board shall adopt personnel evaluation policies and practices that, at a minimum:

- a. carry out the school's mission and goals;
- b. evaluate the execution of charter contract goals and commitments;
- c. establish a teacher evaluation process ~~under section 124E.03, subdivision 2, paragraph (h); and~~
- d. provide professional development related to the individual's job responsibilities.

Section 2. Number, Tenure and Qualifications

The Board shall be composed of at least five non-related members and include:

- a. at least one licensed teacher employed as a teacher by WLA or providing instruction under contract between WLA and a cooperative;
- b. at least one parent or legal guardian of a student enrolled in WLA who is not an employee of WLA; and
- c. at least one interested community member who resides in Minnesota and is not employed by WLA and does not have a child enrolled in WLA.

2.1 A school teacher who is a Board member and who resigns his or her position at WLA or whose employment is terminated by WLA is ineligible to be a Board member and is removed from the Board as of the date of employment resignation or termination. A teacher employed by WLA who is also a parent of a child enrolled at the school is eligible for a teacher Board member position and is ineligible for a parent Board member position.

2.2 A community member Board member who, during his or her Board term, becomes employed by WLA or becomes a parent of a child enrolled at WLA is ineligible to be a Board member and is removed from the Board as of the date of such employment or enrollment.

2.3 A parent Board member who has unenrolled all of their children from WLA during such Board member's term is ineligible to be a Board member and is removed from the Board as of the date of such unenrollment.

The chief financial officer and the executive director of WLA may only serve as ex-officio nonvoting members of the Board. No employees of WLA are allowed to serve on the Board other than teachers under Section 2 (a). Contractors providing facilities, goods, or services to WLA shall not serve on the Board of Directors of WLA. No Board member may vote on any matter that could result in personal financial gain or loss. The Board additionally incorporates the content of statute pertaining to conflict of interest set forth in ~~Minn. Stat. §124E.14~~ **charter school law.**

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WLA will have a governing board that is composed of three (3) community members, three (3) parents, and three (3) teachers, all of whom meet the qualifications in Section 2, items (a), (b) and (c).

Terms of Board members shall be three (3) years or until a successor has been duly elected and qualified, or until the Board member dies, resigns, is removed or the term otherwise expires as provided by law or by the Bylaws of WLA. All Board terms shall begin and end at the first regular meeting of the Board in **January-June**. All Board terms will be on a staggered three (3) year schedule. ~~Each seat will be up for election the week prior to the December regular meeting prior to seat's expiration.~~ New members to the Board shall be seated at the first regular meeting of the Board in **January-June**, whereupon the Board member(s) whose term is expiring shall step down. The election of the Board shall be in compliance with ~~Minn. Stat. § 124E.07 charter school law.~~

Section 3. Nomination Process

~~Beginning sixty (60) days in advance of WLA's January regular Board meeting, the Board of Directors will solicit nominations for all of the Board member positions that will be filled at the regular Board meeting in January. WLA must notify eligible voters of the school board election dates at least thirty (30) days prior to the election.~~

Section 4. Regular Meetings

Regular meetings of the Board shall be held in compliance with ~~Minn. Stat. § 13D.04. Minnesota open meeting law.~~

Section 5. Special and Emergency Meetings

The Board Chair may call special meetings of the Board at any time, for any purpose with a three (3) day notice. The Board Chair shall call a special meeting of the Board upon the written request of three (3) members of the Board. Emergency meetings do not require the three (3) day notice. Notice of every special and emergency meeting of the Board shall be held in compliance with ~~Minn. Stat. § 13D.04.~~

Section 6. Training

Board members shall comply with Minn. Stat. ~~§ 124E.07, subd. 7~~ by completing basic training and continuing with annual training.

Section 7. Quorum and Adjourned Meeting

A Board meeting at which at least a majority of the members of the Board present shall constitute a quorum for the transaction of business at any meeting of the Board. If, however, such quorum shall not be present at any such meeting or a meeting begins with a quorum and then the quorum is lost, the Board member or Board members present and remaining shall have the power to adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum shall be present.

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Section 8. Voting

Each member of the Board shall have the power to exercise one (1) vote on all matters to be decided by resolution of the Board. The affirmative vote of a majority of a quorum of Board members shall constitute a duly authorized action of the Board.

Section 9. Resignation and Removal

Board members may resign at any time, effective immediately or at a specified later date, by giving written notice to the Board Chair or the Secretary of the Board. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make the resignation effective. Resignation received verbally during a regular or special Board meeting shall constitute a binding resignation. A Board member may be removed at any time, with cause, by a two-thirds (2/3) vote of a majority of all remaining Board members of WLA. Failure to maintain an eighty percent (80%) attendance rate for regular and special meetings ~~during any~~ over a twelve (12) month period constitutes an example of "cause" for removal.

Section 10. Filling Vacancies

~~Unless otherwise provided by Minn. Stat. § 317A.227,~~ Vacancies on the Board caused by death, disqualification, resignation, disability, removal or such other cause shall be filled by appointment of a new Board member by the affirmative vote of a majority of the remaining Board members, even if less than a quorum. An appointed Board member filling a vacancy shall hold that seat until the original term of the vacant Board member's expiration date.

Section 11. Compensation

The Board members of WLA may be reimbursed for reasonable out-of-pocket expenses incurred by them in the execution of the Board member's role as the Board from time to time determines such reimbursements to be directly in furtherance of the purposes and in the best interest of WLA.

Section 12. Presence at Meetings

Board members shall be personally present at any meeting except to the extent that personal presence alternatives are permitted by Minnesota Open Meeting Law, ~~Minn. Stat., Chap. 13D.~~

Section 13. Committees of the Board

The Board may, by resolution passed by a majority of the Board, designate, define the authority of, set the number and determine the identity of, members of one or more committees. Committee members must be natural persons, but need not be members of the Board. The Board may, by similar vote, designate one or more alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee.

13.1 Authority of Committees. Committees shall have authority to consider assigned topics and to make recommendations to the Board. No actions of a committee shall be binding on WLA absent Board ratification of any such recommendations.

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13.2 Procedures for Conducting Meetings. The activities of all committees of WLA shall be conducted in such manner as will advance the best interest of WLA. Each committee shall have a charge that identifies purpose, membership, deliverable, accountability and duration, which shall be consistent with the Articles of Incorporation, these Bylaws, the policies of WLA and adhering to the Minnesota Open Meeting Law, ~~Minn. Stat. Chap. 13D~~. The meetings of all committees shall be open to attendance by all Board members, which Board members may participate in any such meeting but may not vote unless such Board member is a member of the committee.

13.3 Limitation on authority of committees: Each committee shall be under the direction and control of the Board and shall keep regular minutes of their proceedings, and all actions of each committee shall be reported to the Board and shall be subject to revision and alteration by the Board. Each committee shall meet as provided by committee charge or by resolution of the Board. Notice of all meetings of any committee shall be given to all members of that committee as determined by the committee, or pursuant to ~~Minn. Stat. 13D.04~~ Minnesota open meeting law.

Section 14. ~~Parliamentary Procedures~~

~~Meetings shall be governed by Robert's Rules of Order, Revised, as amended by the WLA Board in these WLA Bylaws.~~

ARTICLE V

OFFICERS AND EMPLOYEES

Section 1. Election

The officers of WLA shall be elected for one (1) year terms by an affirmative vote of a majority of the WLA Board, and shall consist of a Board Chair, Board Vice Chair, Treasurer, Secretary, and such other officers as the Board shall determine from time to time.

Section 2. Vacancies

A vacancy in any officer (eg. board chair, ~~vice chair~~, treasurer and secretary) of the Board occurring by reason of death, disqualification, resignation or removal shall be filled for the unexpired portion of the term by appointment of a successor by the Board.

Section 3. Board Chair. The Board Chair shall:

- 3.1 Act as the chairperson of the Board and exercise the functions of the office of Board Chair;
- 3.2 Preside at all meetings of the Board; in case Board Chair is absent, the Vice Chair will conduct meeting.
- 3.3 Perform such duties and exercise such powers as are necessary or incident to the supervision and management of the business and affairs of WLA;



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3.4 Sign and deliver, in the name of WLA, all deeds, mortgages, bonds, contracts or other instruments requiring an officer's signature, unless otherwise directed by the Board;

3.5 Have the general powers and duties usually vested in the office of the Board Chair; and

3.6 Have such other powers and perform such other duties as are prescribed by ~~Minnesota Stat. §, section 317A.305, Subd. 2,~~ and as the Board may from time to time prescribe.

Section 4. ~~Vice Chair~~

~~The Vice Chair shall perform duties of the Board Chair in the absence of the Board Chair.~~

Section 5. Treasurer

The Treasurer shall:

5.1. Keep accurate accounts of all monies of WLA received or disbursed;

5.2 Have the care and custody of WLA funds and securities;

5.3 Have the power to endorse for deposit all notes, checks and drafts received by WLA;

5.4 Disburse the funds of WLA as ordered by the Board, making proper vouchers therefore;

5.5 Perform such other duties and have such other powers as may from time to time be prescribed by the Board or by the Board Chair.

Section 6. Secretary

The Secretary responsibilities are as follows:

6.1 Attend at an eighty percent (80%) attendance rate for regular and special meetings of the Board and all committees (when requested); in case the Secretary is absent, another Board Director will act as secretary.

6.2 Record all proceedings of the minutes of meetings of the Board and committees in a book or electronic device to be kept for that purpose;

6.3 Preserve all documents and records belonging to WLA;

6.4 Maintain a list of all Board members of WLA in good standing;

6.5 Give or cause to be given notice of all meetings of the Board of and committees (when requested); and

6.6 Perform such other duties as may be prescribed by the Board or the Board Chair from time to time.

6.7 shall perform duties of the Board Chair in the absence of the Board Chair.

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Section 7. Management and Administrative Employees ~~MOVED to ARTICLE VI EMPLOYEES~~

WLA may employ such management and administrative employees as from time to time are determined necessary by the Board. Such employees shall be appointed in a manner, have the duties and responsibilities and hold their positions for the time prescribed by the Board.

Section 8. Compensation. Administrative and other employees of WLA may be paid such reasonable compensation, if any, for their services rendered to WLA in such capacity, and may be reimbursed for reasonable out of pocket expenses, as the Board from time to time determines to be directly in furtherance of the purposes and in the best interests of WLA.

Section 9. Bond. The Board of WLA shall from time to time determine which, if any, of the officers, agents or employees of WLA shall be bonded and the amount of each bond.

Section 10. Removal of Officer. Any ~~employee officer of the Board~~ may be removed at any time, with or without cause, by the vote of a majority of a quorum of the Board at any regular meeting or at a special meeting called for that purpose.

Section 11. Resignation of Officer. Any ~~employee Board officer~~ may resign at any time. Such resignation shall be made in writing to the Board Chair or the Secretary of the Board and shall take effect at the time specified therein or, if no time be specified, at the time of its receipt by the Board Chair or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

ARTICLE VI

EMPLOYEES

Section 1. Management and Administrative Employees

WLA may employ such management and administrative employees as from time to time are determined necessary by the Board. Such employees shall be appointed in a manner, have the duties and responsibilities and hold their positions for the time prescribed by the Board.

Section 2. Compensation. Administrative and other employees of WLA may be paid such reasonable compensation, if any, for their services rendered to WLA in such capacity, and may be reimbursed for reasonable out of pocket expenses, as the Board from time to time determines to be directly in furtherance of the purposes and in the best interests of WLA.

Section 3. Bond. The Board of WLA shall from time to time determine which, if any, of the officers, agents or employees of WLA shall be bonded and the amount of each bond.

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ARTICLE VI-VII

DISTRIBUTION OF ASSETS

Section 1. Right to Cease Operations and Distribute Assets

By a two-thirds (2/3) vote of all Board members, the Board may resolve that WLA cease operations and voluntarily dissolve. Such resolution shall set forth the proposed dissolution and direct designated officers of WLA to perform all acts necessary to effect dissolution. Written notice as required by these Bylaws shall be given to all eligible voters as defined by **charter school law Minn. Stat. § 124E.07, Subd. 5** stating that the purpose of the Board meeting shall be to vote upon the dissolution of WLA. A resolution to dissolve WLA shall be approved only upon the affirmative vote of a two-thirds (2/3) of a quorum of Board members of WLA taken at a meeting during which the resolution is considered. If such cessation and distribution is called for, the Board shall set a date for commencement of the distribution.

Section 2. Cessation and Distribution

When cessation of operations and distribution of assets has been called for, the Board and the designated officers shall cause WLA to discontinue its regular business activities and operations as soon as practicable, and shall liquidate and distribute all of WLA's assets to other entities in accordance with **Minn. Stat. § 317A.735 and** in accordance with the Articles of Incorporation. Notice of intent to dissolve shall be filed with the Secretary of State and/or the Minnesota Department of Education as required by law.

ARTICLE VII VIII

INDEMNIFICATION

Section 1. Indemnification

Each director, officer and employee of WLA, past or present, and each person who serves or may have served at the request of WLA as a director, officer, partner, trustee, employee, representative or agent of another organization or employee benefit plan, and the respective heirs, administrators and executors of such persons, shall be indemnified by WLA in accordance with, and to the fullest extent permitted by, Minn. Statute. ~~§ 466.07~~. WLA shall not be obligated to indemnify any other person or entity, except to the extent such obligation shall be specifically approved by resolution of the Board. This Article VIII, Section 1 is and shall be for the sole and exclusive benefit of the individuals designated herein and no individual, firm or entity shall have any rights under this Article VIII, Section 1 by way of assignment, subrogation or otherwise, whether voluntarily, involuntarily or by operation of law.

Section 2. Insurance

WLA may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of WLA, against any liability asserted against and incurred by such person in his or her official capacity, or arising out of his or her status as such, whether or not WLA would have the power to indemnify such person against liability under ~~Minn. Stat. § 466.07~~, the Articles of Incorporation or these Bylaws.

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ARTICLE VIII IX

AMENDMENTS

Subject to the right of the Board members to adopt, amend and repeal these Bylaws ~~as set forth in Minn. Stat. §317A.181~~, the power to adopt, amend or repeal the Bylaws is vested in the Board.

However, the Board may amend its governance model, set forth in Article IV, only in accordance with ~~Minn. Stat. § 124E.07, Subd. 4 charter school law.~~

ARTICLE IX X

FINANCIAL MATTERS

Section 1. Contracts

The Board may authorize any officer or officers, agent or agents of WLA to enter into any contract or execute and deliver any instrument in the name and on behalf of WLA, and any such authority may be general or confined to specific instances. Unless so authorized by the Board or these Bylaws, no officer, agent or employee shall have any power or authority to bind WLA by any contract or engagement, or to pledge its credit or to render it liable peculiarly for any purpose or to any amount.

Section 2. Loans and Pledges

No loans shall be contracted nor pledges or guarantees given on behalf of WLA unless specifically authorized by the Board.

Section 3. Authorized Signatures

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of WLA shall be signed by such person or persons and in such manner as shall from time to time be determined by the Board or these Bylaws.

Section 4. Deposits

All funds of WLA shall be deposited to the credit of WLA in such banks, trust companies or other depositories as the Board may designate and shall be disbursed under such general rules and regulations as the Board may from time to time determine.

Section 5. Corporate Seal

WLA shall not have a corporate seal.

Section 6. Documents Kept at Registered Office

The Board shall cause to be kept at the registered office of WLA originals or copies of:

6.1. Records of all proceedings of the Board and all committees;

6.2. Records of all votes and actions of the Board members;

DRAFT 8/02/17

6.3. All financial statements of WLA; and

6.4. Articles of Incorporation and Bylaws of WLA and all amendments and restatements thereof.

Section 7. Accounting System and Audit

The Board shall cause to be established and maintained, in accordance with generally accepted accounting principles applied on a consistent basis, an appropriate accounting and financial reporting system for WLA. The Board shall cause the records and books of account of WLA to be audited at least once each fiscal year and at such other times as it may deem necessary or appropriate, and may retain such person or firm for such purposes as it may deem appropriate, to the extent consistent with ~~Minn. Stat. §, 124E.16~~ **charter school law** and its Uniform Financial and Accounting Standards (UFARS) and audit references.

ARTICLE X-XI

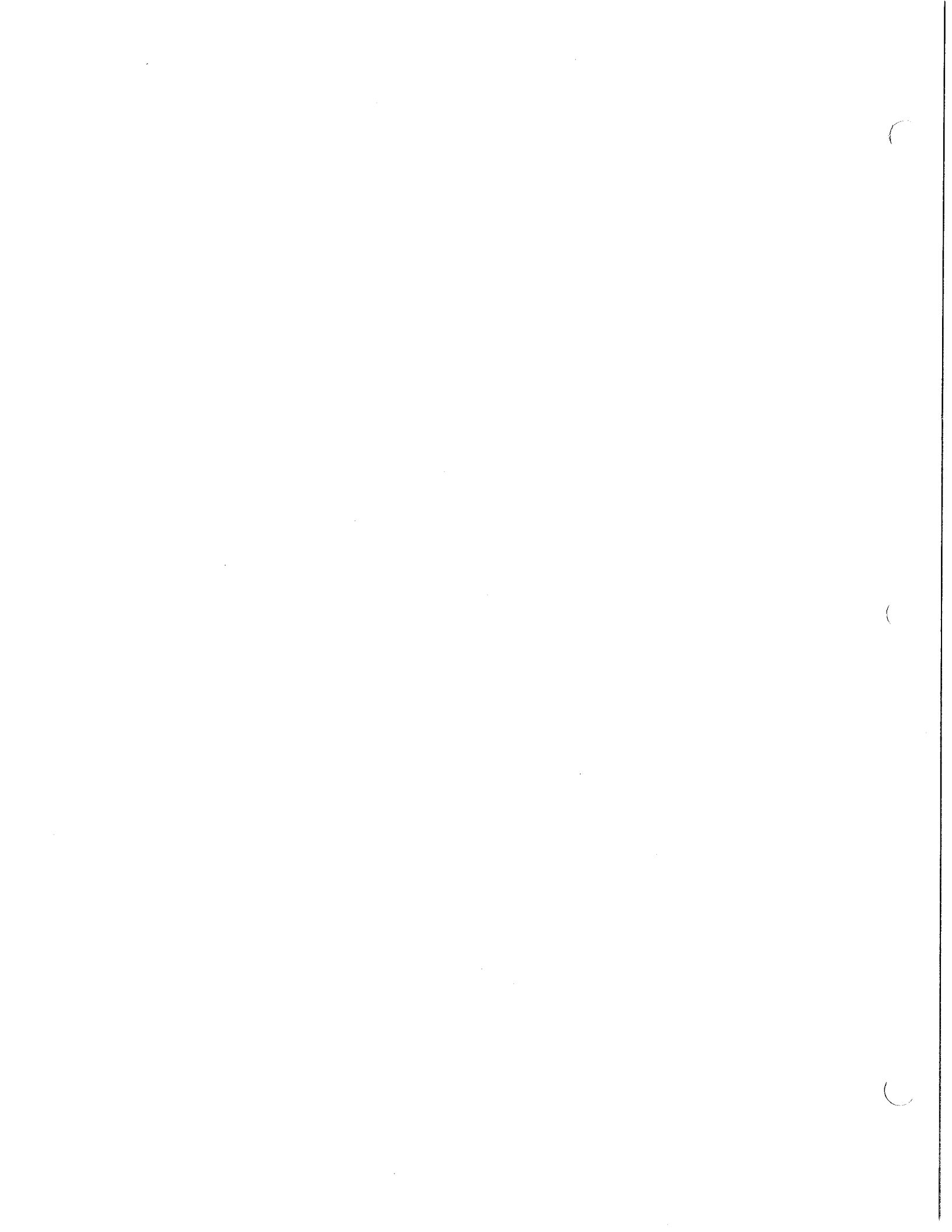
MISCELLANEOUS

Section 1. Gender References

All references in these Bylaws to a party in the masculine shall include the feminine and neuter.

Section 2. Plurals

All references in the plural shall, where appropriate, include the singular and all references in the singular shall, where appropriate, be deemed to include the plural.





Woodbury Leadership Academy

2017-2018 School Year

SUN	MON	TUE	WED	THU	FRI	SAT
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

SUN	MON	TUE	WED	THU	FRI	SAT
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

July 2017

- 4 Independence Day

August 2017

- 22 New Teacher Training (No School)
- 23-24 Teacher Workshop (No School)
- 28-30 Teacher Workshop (No School)
- 30 Open House 5:00-8:00 PM
- 31 Open House 8:00 AM-12:00 PM

SUN	MON	TUE	WED	THU	FRI	SAT
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

SUN	MON	TUE	WED	THU	FRI	SAT
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

September 2017

- 4 Labor Day (No School)
- 5 First Day of School
- 11-22 WIDA testing
- 29 Free Dress Friday

October 2017

- 19 MEA / Teacher Workshop (No School)
- 20 MEA (No School)
- 23 NWEA (MAP) testing begins
- 27 Free Dress Friday

SUN	MON	TUE	WED	THU	FRI	SAT
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

SUN	MON	TUE	WED	THU	FRI	SAT
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17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

November 2017

- 17 Free Dress Friday
- 21 Student-led conferences 5:00-8:00 PM
- 22 Student-led conferences 8:15 AM-12:15 PM (No school)
- 23-24 Thanksgiving (No School)
- 30 NWEA (MAP) testing ends
- 30 End of Trimester 1

December 2017

- 1 Teacher Workshop (No School)
- 4 Start of Trimester 2
- 15 Free Dress Friday
- 21 Winter Break begins (No School)

SUN	MON	TUE	WED	THU	FRI	SAT
	1	2	3	4	5	6
7	8	9	10	11	12	13
14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

SUN	MON	TUE	WED	THU	FRI	SAT
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28			

January 2018

- 3 Classes resume
- 15 MLK Jr Day (No School)
- 22 ACCESS testing begins
- 26 Free Dress Friday

February 2018

- 8 ACCESS testing ends
- 9 Teacher Workshop (No School)
- 19 Presidents' Day (No School)
- 23 Free Dress Friday

SUN	MON	TUE	WED	THU	FRI	SAT
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	31

SUN	MON	TUE	WED	THU	FRI	SAT
1	2	3	4	5	6	7
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15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30					

March 2018

- 1-23 NWEA (MAP) testing
- 1 Student-led conferences 5-8 PM
- 2 Student-led conferences 8:15 AM-12:15 PM (No school)
- 9 End of Trimester 2
- 12 Teacher Workshop (No School)
- 13 Start of Trimester 3
- 23 Free Dress Friday
- 26-30 Spring Break (No School)

April 2018

- 9 MCA testing begins
- 27 Free Dress Friday

SUN	MON	TUE	WED	THU	FRI	SAT
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	17	18	19
20	21	22	23	24	25	26
27	28	29	30	31		

SUN	MON	TUE	WED	THU	FRI	SAT
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30

May 2018

- 4 MCA testing ends
- 25 Free Dress Friday
- 28 Memorial Day (No School)

June 2018

- 6 End of Trimester 3 / Last day of school
- 7 Teacher Workshop (No School)

Student Contact Days: 171

- 1st Trimester = 58
- 2nd Trimester = 57
- 3rd Trimester = 56

Teacher Contact Days:

- New = 185
- Returning = 184

KEY:

- School in session
- No school for students-teacher workday
- No school for students-teacher half day workday
- No school for students or teachers-school closed

Approved: March 28, 2017 Board meeting
 Revised : _____, 2017 Board meeting

