

**GULF COAST ACADEMY
of Science and Technology
GOVERNING BOARD BYLAWS**

ARTICLE I. NAME

The name of this organization shall be the “Gulf Coast Academy of Science and Technology Governing Board” (Henceforth referred to as the “Board”).

ARTICLE II. PURPOSE

The purpose of the Board is to govern the Gulf Coast Academy of Science and Technology (Henceforth referred to as the “School”), and its areas of decision making may include, but are not limited to, the following: budget, curriculum/ instruction, personnel policies, scheduling of school events, determination of calendar, student admission and/or enrollment policies, student conduct policies, community relations, and fiscal management.

ARTICLE III. BOARD MEMBERS

Section 1. Representation. The Board shall consist of a total of seven (7) members:

1. Associate Director 1 (ex-officio)
2. Associate Director 2 (ex-officio)
3. Elected Teacher
4. Community Member 1
5. Community Member 2
6. Community Member 3
7. Community Member 4

Section 2. Alternates. If the GCA elected teacher member is unable to attend a Board meeting s(he) shall designate in writing an alternate GCA teacher to attend such meeting, this designee shall have all of the rights and duties of a regular Board member for such meeting. If a community board member is unable to attend a Board meeting, s(he) may assign her/his proxy vote to another member of the governing board.

Section 3. Filling Vacancies. The founding governing board of directors shall remain intact until their membership is terminated, (see Section 5). In the event an existing member of the board is unable to fulfill his/her duties and responsibilities, the remaining board members will work to create a selection committee for the purpose of securing a new board member committed to the educational mission of the School. Upon reaching a decision, the selection committee will bring the recommended individual before the sitting board of incorporators to vote upon their confirmation or denial. The board must reach consensus on any individual who will fill a vacant position.

Section 4. Term of Office. There shall be no term limit for governing board members, however board members are expected to be in attendance at all regularly scheduled and emergency board meetings. Failure to attend meetings is just cause for termination of membership (see Section 5).

Section 5. Termination of Membership. Any Board member may resign by filing a written resignation with the Board. Any member may be removed by a consensus vote of the other board members. Board members who miss three (3) consecutive regular (scheduled) Board meetings shall be considered for termination at the next sequential meeting. Notice of such intended action shall be included in the agenda of the meeting at which such action is to take place. The board member to be considered for termination must be noticed by registered mail sent to their last know address; this notification must take place at least ten days prior to the meeting at which their termination will appear on the agenda.

Section 6. Vacancy. In the event of a vacancy on the board the remaining board members will work to create a selection committee for the purpose of securing a new board member committed to the mission of the school. Upon reaching a decision, the selection committee will bring the recommended individual before the sitting board of incorporators to vote upon their confirmation or denial. The board must reach consensus on any individual who will fill a vacant position.

ARTICLE IV. OFFICERS

Section 1. Officers. The officers of the Board shall be elected annually and consist of a chairperson and a recorder, and such other officers as the Board may deem desirable.

Section 2. Chairperson. The Chairperson shall preside at all Board meetings in a fair and impartial manner, striving to promote consensus on the Board. The Chairperson shall prepare the agenda for each Board meeting and provide it to the Recorder to distribute in accordance with Article V. The Chairperson shall act as official spokesperson for the Board to the public and the Hernando County School Board (hereafter referred to as "the sponsor"). The Chairperson of the Board shall also act to sign and transmit all pertinent documents requiring Board action. The Chairperson shall also ensure that Board meetings be conducted in an orderly manner and shall have the power to exclude disruptive individuals from Board meetings.

Section 3. Recorder. The Recorder shall be the custodian of the Board records and keep the minutes of all meetings of the Board, see that all notices are duly given in accordance with the provisions of these bylaws and the Florida Government in-the-sunshine laws, keep a register of the address, telephone number and email address (if any) of each Board member, which shall be furnished to the Recorder by such members; and, in general, perform all duties incident to the office of Recorder and such other duties as from time to time may be assigned to the office by the Chairperson.

ARTICLE V. MEETINGS

Section 1. Regular Meetings. The Board shall meet on a regular basis at least once every two months while school is in session. Notice of regular meetings, including an agenda, shall be given to each Board member by email or fax and shall be set forth in a bulletin, newsletter or other communication distributed through the students of the School, posted on the administrative office door, and placed in the faculty boxes in the School office, at least five (5) days in advance of the date of the meeting.

Section 2. Special Meetings. Special meetings may be called by the Chairperson or by majority vote of the Board. Notice of a special meeting, including an agenda, shall be set forth in a bulletin, newsletter or other communication distributed through the students of the School, posted on the administrative office door, and placed in the faculty boxes in the School office at least three (3) days in advance of the date of the meeting. Only such business shall be conducted at a special meeting as shall have been noticed in the agenda and in accordance with the Florida Government in-the-sunshine laws.

Section 3. Deliberations. All Board meetings shall be open to the public and the public is encouraged to attend. Consensus building is the preferred decision-making process since the decision should be supported by all members of the group. Board members shall make an effort to receive input from their constituents (if applicable) and committees and present that information to be used in deliberations. The ideas and opinions of each Board member are equally important in arriving at decisions. Board members shall consider all points of view and shall solicit the advice of all interested parties as needed.

Section 4. Voting. Each voting Board member shall be entitled to one vote and may cast that vote on each matter submitted to a vote of the Board. When consensus cannot be met, decisions will be made by majority vote.

Section 5. Quorum. The presence of a majority of the total voting membership shall be required in order to constitute a quorum necessary for the transaction of the business of the Board at any regular or special board meeting.

Section 6. Emergency Meetings. Emergency meetings of the board shall require that a majority of the voting members of the board are present. Notice of an emergency meeting, including an agenda, shall be posted on front office door and given by telephone and email to each Board member that can be reached and the local media as early as possible in advance of the meeting. Only such business shall be conducted at an emergency meeting as shall have been noticed in the agenda. "Emergency" in this section means disorder, disturbance or damage caused by war, enemy attack, other warlike acts or by catastrophe, disaster or other similar emergency condition.

ARTICLE VI. COMMITTEES

Section 1. Standing and Special Committees. The Board may from time to time establish and abolish such standing or special committees as it may desire. All committee meetings shall be open to the public and the public is encouraged to attend. No standing or special committee may exercise the authority of the Board. The standing committees of the Board shall include but not be limited to:

- Funding Procurement Committee
- School Improvement Committee
- Public Relations Committee
- Business & Community Involvement Committee

Section 2. Committee Membership. Committee membership is open to all members of the public. Committee members may be appointed by the Board or by the Chairperson. The directors shall be ex-officio members of each committee. Each committee shall select a chairperson that will staff the committee, organize meetings, and report to the Board as necessary.

ARTICLE VII. AMENDMENTS

These Bylaws may be amended at any regular meeting of the Board if notice of such amendment was noticed in the agenda of such meeting. Amendments to the Bylaws require a consensus of the voting members of the Board.

ARTICLE VIII. RATIFICATION

These Amended and Restated Bylaws shall be deemed effective when approved by a consensus of the total voting membership of the Board.