



New Mexico Public Education Commission (PEC)

Governing Body By-Laws Change Notification Instructions

Purpose: To notify the Public Education Commission (PEC) of a change in the school's Governing Body By-Laws.

Submission Deadline: Changes to the Governing Body By-Laws do not require prior approval of the PEC; however, notice must be received within 30 calendar days of the change.

Notifications completed 14 days prior to the next PEC meeting will be placed on the next agenda. Notifications of this type are typically placed on the consent agenda; however, any notification may be removed from the consent agenda and moved to the regular agenda for full discussion and possible action by the PEC.

Meeting minutes of the governing board of the school and the PEC will serve as an amendment to, or compliance with, the charter contract regarding this membership change. The documentation will be added to the board of finance documentation on file with CSD.

The school must provide:

- ☒ Fully completed form
- ☒ Approved board minutes or certification of the board's vote approving the new By-Laws
- ☒ Description of and rationale for the change
- ☒ A red-lined copy of the By-Laws
- ☒ A clean copy of the new By-Laws

Contact charter.schools@ped.nm.gov with questions about completing or submitting documents.

Governing Body By-Laws Change Notification Form

Submit this form and all supporting documents to charter.schools@ped.nm.gov

The Charter Contract was entered into by and between the New Mexico Public Education Commission (PEC) and Estancia Valley Classical Academy, hereafter "the school," effective on Click or tap to enter a date.. July 1, 2022

Current section & language in school's Governing Body By-Laws which will be changed or replaced (can refer to red-line copy provided): **Please refer to the red-line copy provided to see the two changes. Article II, A., 2., a. is where you can locate the first change. Article II., A. 10. Is where you can locate the second change.

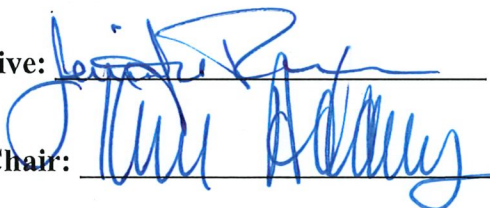
New section & language to change or replace what is provided above (can refer to red-line copy provided): Article II Governing Council Membership A. Procedure for Electing Directors had two changes made to it. First, number 2. Election of Council Members little a. Changed the make-up of the board from majority community members to a 25%/75% make of community (25%) and parents (75%). The rationale for this change is the difficulty we as a board have in finding qualified community members to serve on the board. The second change is the addition of number 10. This added language to address when board membership falls below quorum and if all board members resign. This addition is in response to the PEC's request that this be added to Charter School Board By Laws. **Please refer to the red-line copy provided to see the changes.***

Effective Date: Click or tap to enter a date.

April 17, 2025

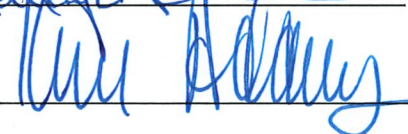
The school's notification is hereby submitted by:

Signature of School Representative:



Date: 06/19/2025

Signature of Governing Board Chair:



Date: 6/19/25

For PEC/CSD use only

PEC Meeting Date:

Agenda: ☐ Consent (typical)

☐ Regular (unusual circumstance)

The school's notification was: ☐ Accepted

☐ Rejected (provide reason)

Electronic signature of CSD Director: _____

Date: _____



TRUTH AND VIRTUE UPHOLD THE REPUBLIC



ESTANCIA VALLEY CLASSICAL ACADEMY CHARTER SCHOOL

By-Laws



REVISION: ~~MAY 21, 2021~~ APRIL 17, 2025
ADOPTED: ~~MAY 26, 2021~~ TBD
(REPLACES REVISION: ~~MARCH 19, 2020~~ MAY 21, 2021)
100 STATE HIGHWAY 344
Edgewood, NM 87015

ARTICLE I – GOVERNING COUNCIL

- A. The Governing Council will serve as the governing body of Estancia Valley Classical Academy (EVCA) Charter School. The Governing Council shall consist of between five (5) and nine (9) members.

ARTICLE II - GOVERNING COUNCIL MEMBERSHIP

A. Procedure for Electing Directors:

1. Nominating. The Governing Council will develop a policy to ensure that membership to the Governing Council will include a broad range of expertise, including background in education, science, legal, administrative, educational, financial and related fields. Governing Council members may not simultaneously be directors or officers of the Estancia Valley Classical Academy Foundation.
2. Election of Council Members: Governing Council Members shall be elected by a majority vote of the existing Council and selected from the nominations, subject to the following:
 - a) The addition of any new member shall not cause the Council to be comprised of more than 75% parent members and less than 25% non-parent members. An individual shall be deemed a “parent” during the entire school year during which he/she was a parent or guardian of a child who was enrolled for any length of time at the Estancia Valley Classical Academy.
 - b) No vote on a given nominee shall be taken until that nominee submits to the Governing Council a minimum one-page essay on “What Classical Education Means to Me” and has read the following three books:
 - (1) *The Schools We Need: And Why We Don’t Have Them*, by E.D. Hirsch Jr.
 - (2) *Classical Education: The Movement Sweeping America*, by Dr. Gene Edward Veith Jr. and Andrew Kern
 - (3) *Why Johnny Can’t Tell Right from Wrong*, by William Kilpatrick
3. Oath of Office: upon a favorable vote, prior to taking office the nominee must take the oath of office prescribed by Article 20, Section 1 of the constitution of New Mexico, as required by NMSA 1978 §22-5-9.1.
4. Term of Council Members: Governing Council members are authorized to serve as long as they meet the qualifications, are not disbarred or removed for cause, or have not resigned.
5. Compensation: Governing Council members will not receive compensation for their service; however, members may be reimbursed for reasonable expenses in accordance with Section 2.42.2 NMAC.
6. Resignations and Removal: Any member may resign at any time by giving written notice to the President or to the Secretary, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any member may be removed by a majority vote of the Governing Council whenever such

removal is in the best interests of the School. Grounds for removal will include without limitation the following acts or omissions:

- a) Violation of the Conflict of Interest Policy;
 - b) Violation of Governing Council Commitment Agreement, if any;
 - c) Failure to attend three consecutive scheduled meetings of the Governing Council, except when such absence is due to exigent circumstances;
 - d) Violation of the member's duty of loyalty;
 - e) Violation of the Governing Council's Code of Ethics; or
 - f) Any other grounds the Governing Council deems appropriate, including failure to abide by the EVCA mission and/or charter.
7. Vacancies: A vacancy on the Governing Council shall be filled by the Governing Council after a nomination process.
8. Attendance: Members of the Governing Council are required to attend all scheduled meetings of the Governing Council unless exigent circumstances arise. If a Council member cannot be physically present at a meeting for unavoidable conflict, he/she may make arrangements to participate remotely. A member of the Governing Council who will be unable to attend a Governing Council meeting or who plans to attend remotely shall notify the President of the Governing Council prior to the meeting. If the President cannot attend the meeting, he/she shall notify the Vice-President and forward all information regarding the upcoming meeting to him/her, including notices of nonappearances by other Council members.
9. Background checks: Members of the Governing Council shall obtain a school-required background check every two years, the results of which shall be provided to the Governing Council.
10. Temporary Emergency Governance Measures: In the event that the membership of the Governance Council falls below the number constituting a quorum, the remaining member(s) shall appoint by majority vote the number of new members sufficient for membership to reach at least five (5); such new members' terms shall run until the next annual meeting at which Council elections are normally held. If no members remain to appoint new members, the School's Head Administrator shall immediately convene an emergency committee consisting of one additional school employee and one parent, and the emergency committee shall solicit and appoint by majority vote at least five (5) new members as the Governing Council, whose terms shall run until the next annual meeting at which Council elections are normally held.

ARTICLE III - POWERS AND AUTHORITY OF THE GOVERNING COUNCIL

A. Authority of the Governing Council:

1. General: The Governing Council is the governing body of the charter school and is responsible for ensuring the fair and uniform application of all federal, state and local laws in the operation of the School as well as the School's charter and policies. The School will be operated for the educational benefit of its Students, in accordance with its mission statement and charter. The Governing Council is the policymaking body for the School. The EVCA Governing Council will exercise leadership primarily through the

formulation, adoption, implementation and periodic review of policies. Furthermore, the Governing Council has the task of ensuring the financial integrity of the EVCA's budget; therefore the EVCA Governing Council exercises fiduciary oversight of the schools finances.

2. Delegation to the Executive Director: The Governing Council shall concern itself primarily with broad questions of policy, oversight and with the appraisal of results rather than with administrative detail. The application of policies is an administrative task to be performed by the Executive Director and designated staff, and they shall be held responsible for the effective implementation of Governing Council policies. The Executive Director shall be held responsible for keeping the Governing Council informed of all matters within its purview so that the Governing Council can fulfill the above-described functions of a governing body. The Executive Director will have primary responsibility for all aspects of the school's operations and programs, including the day-to-day management, operations and implementation of the school's charter and Governing Council policies. The teachers and staff of EVCA will report to the Executive Director, except in cases where there is a conflict of interest between the Executive Director and a staff member. In such cases, the Governing Council will establish a reporting chain to eliminate the conflict.
 3. Individual Member's Authority: A member of the Governing Council is a public officer, but has no power or authority individually. The charter vests power in the Governing Council, and not in the members, either individually or otherwise and these powers must be exercised by the Governing Council at a public meeting in regular or special called meetings, with action duly recorded in its minutes.
 4. Binding Authority: The Governing Council shall not be bound in any way by any action or statement on the part of any individual Governing Council member except when such a statement or action is in pursuance of specific instructions from the Governing Council. Any such exception shall be stated in the agenda of a Governing Council meeting and recorded in the minutes thereof.
 5. Advanced Notice: The Governing Council recognizes the importance of timely communication among its members and between the Governing Council and the Executive Director. The Executive Director or his/her designee will strive to insure that the Governing Council is given prior notice of matters submitted by members for deliberation at meetings.
- B. Powers of the Governing Council - The Governing Council's powers and authority is set forth in the EVCA Charter and the New Mexico Public School Code and all applicable laws and regulations. Complete and final control of all matters pertaining to the School's educational system shall be vested in the Governing Council. The Governing Council of EVCA shall include the following powers and duties:
1. Those powers as set forth in the EVCA Charter that are not inconsistent with federal or state laws or constitutions, or as otherwise set forth in the Charter Schools Act, NMSA 1978 §22-8B, et seq.
 2. Employ the Executive Director of EVCA, establish evaluation criteria for the Executive Director, and perform annual evaluations of the Executive Director's performance;

3. Delegate administrative and supervisory functions of the Executive Director of EVCA when appropriate;
4. Approval of the annual budget of anticipated income and expenditures, and direct the preparation of the annual financial audit report in connection with the New Mexico Public Education Department's annual audit;
5. Have the capacity to sue or be sued;
6. Contract for services with any school district, a university or college or any third party for the use of a facility, its operation and maintenance and the provision of any service or activity that EVCA is required to perform in order to carry out the educational program described in its charter.
7. Acquire and dispose of property provided that at the termination of the charter, all assets of the charter shall revert to the Public Education Department, unless otherwise required by law.
8. Accept or reject any charitable gift, grant, devise or bequest not otherwise contrary to law or the terms of the charter.
9. Contract for provision of financial management, food services, and education related services or other services.

ARTICLE IV - GOVERNING COUNCIL OFFICERS

- A. Officers: The Officers of the Governing Council shall be a President, a Vice President, and a Secretary. The duties of the Officers are set forth herein. When the incumbent of an office is unable to perform the duties thereof or when there is no incumbent of an office (both such situations referred to hereafter as the "absence" of the Officer), the duties of the office shall, unless otherwise provided by the Council or these Bylaws, be performed by the next Officer set forth in the following sequence: President, Vice President, and Secretary.
- B. Appointment and Tenure: All Officers shall be elected each year by the Council at its Annual Meeting for terms of one (1) year, (unless exigencies preclude such elections), with no maximum tenure or until their successors have been duly elected and qualified, or until their death, resignation or removal. Officers' terms shall commence immediately following the Annual Meeting of the Council.
- C. Resignations and Removal: Any Officer may resign at any time by giving written notice to the President or to the Secretary, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any Officer may be removed by the Council whenever in its judgment he/she fails to perform the duty of office or such other duties as appointed by the Council and the best interests of the School would be served thereby.
- D. Vacancies: A vacancy in any office may be filled by the Council for the unexpired portion of the term of the officer being replaced.
- E. Officers:
 1. President: The President of the Governing Council shall preside at all meetings and shall appoint committees with approval of the Governing Council. He / She shall have the right, as other members of the Governing Council, to make or second motions, to discuss questions, and to vote. The President of the Governing Council may not act for

or on behalf of the Governing Council without prior specific authority from a majority of the Governing Council to do so. All communications addressed to the President shall be considered by him or her for appropriate action, which consideration may include consulting with legal counsel, and consideration by the Governing Council. The President shall sign legal documents as required by law and perform such other duties as may be prescribed by the Governing Council. It is the President's responsibility to ensure that Governance Council members uphold their commitments/responsibilities to the school. The President is responsible for compiling and communicating to the Secretary the topics for business to be placed on the agenda. The agenda shall incorporate all topics identified by the President or any other member of the Governing Council.

2. Vice President: The Vice President shall perform the duties of the President in the absence of the President or at the request of the President. In the event a vacancy occurs in the presidency, the Vice President will act in the capacity of the President until the office has been filled by a vote of the Council membership.
3. Secretary: The Secretary shall keep the minutes of the Governing Council meetings, subject to the direction of the President, assure that all notices are given in accordance with the provisions of the Charter, Governing Council policies and as required by law; shall countersign, when required, all authorized bonds, contracts, deeds, leases, or other legal instruments; and in general perform all duties incident to the office of Secretary and such other duties as from time-to-time may be assigned to the Secretary by the Governing Council. The Council may appoint a designee to assist with the responsibilities of the Secretary as described herein, including recording and transcribing the minutes of the meetings, posting notices and agendas and preparing packets for the Governing Council's review. The Council Secretary will review the minutes prior to presentation to the Governance Council for approval. The Secretary shall be responsible for presenting the minutes to the Council at meetings.
- F. Compensation: The officers shall not be compensated for their services; however, they may be reimbursed for reasonable expenses in accordance with Section 2.42.2 NMAC.
- G. Directors and Officers Insurance: The Governing Council may secure officers and directors insurance in excess of the coverage provided by the NM Public School Insurance Authority upon appropriate approval of the Governing Council and if provided for in the charter school's approved budget.
- H. Delegation: The Governing Council may delegate temporarily the powers and duties of any Officer, in case of such Officer's absence or for any other reason, to any other Officer, and may authorize the delegation by any Officer of any of such Officer's powers and duties to any agent or employee subject to the general supervision of such Officer.

ARTICLE V - STANDING COMMITTEES OF THE GOVERNING COUNCIL

The Governing Council will have the authority to form the following committees based on the needs of the School:

- A. Committees:

1. Advisory School Council: (standing) EVCA shall create an Advisory School Council to assist the Executive Director with school-based decision-making and to involve parents in their children's education. The Advisory School Council shall be created and its membership elected in accordance with rules that will be adopted by the Governing Council. Membership on the council shall reflect an equitable balance between school employees and parents and community members. At least one community member shall represent the business community, if such person is available. The Executive Director may serve as chair. The Executive Director shall be an active member of the school council.
2. Audit Committee: (standing) The Audit Committee shall be constituted in accordance with NMSA 1978 §22-8-12.3. It shall consist of two Governing Council members, one volunteer member who is a parent of a student attending the charter school, and one volunteer member who has experience in accounting or financial matters. The Executive Director and Business Manager shall serve as ex-officio, nonvoting members of the committee. The Audit Committee shall:
 - a) Evaluate the request for proposal for annual financial audit services (when applicable);
 - b) Recommend the selection of the financial auditor (where applicable);
 - c) Attend the entrance and exit conferences for annual and special audits;
 - d) Meet with external financial auditors at least monthly after audit field work begins until the conclusion of the audit;
 - e) Be accessible to the external financial auditors as requested to facilitate communication with the Council and the Executive Director;
 - f) Track and report progress on the status of the most recent audit findings and advise the Public Education Department on policy changes needed to address audit findings;
 - g) Provide other advice and assistance as requested by the Council;
 - h) Be subject to the same requirements regarding the confidentiality of audit information as those imposed by the Audit Act and rules of the state auditor; and
 - i) Request of the administration or conduct independent spot checks of financial matters and report the results to the Governing Council.
3. Finance Committee (standing): The Finance Committee shall be constituted in accordance with NMSA 1978 §22-8-12.3. It shall assist the Council in carrying out its budget and finance duties. At least two members of the Governing Council shall serve on the Finance Committee. The Business Manager shall be required to attend all Finance Committee meetings. Specifically, the Finance Committee shall:
 - a) Make recommendations to the Governing Council in the following areas:
 - (1) Financial planning, including reviews of the school's revenue and expenditure projections;
 - (2) Review of financial statements and periodic monitoring of revenues and expenses;
 - (3) Annual budget preparation and oversight;
 - (4) Procurement; and
 - b) Serve as an external monitoring committee on budget and other financial matters.

4. Policy Committee (optional): The policy development committee is commissioned by and responsible to the Governing Council to assume the primary responsibility for matters pertaining to development of Governing Council policies.
 5. The Governance Council has the authority to create ad hoc committees as deemed necessary. The policies and procedures that govern ad hoc committees will be determined as specified by the Governing Council action creating and approving the existence of any such committee, subject to the following:
 - a) Such committees shall be limited in power and scope to advisory functions; no decision-making authority of the Governing Council may be delegated to an ad hoc committee.
 - b) Such committees shall have a charter that clearly articulates the purpose, responsibilities, and membership of the committee.
- B. Committee Selection and Membership:
1. Election and Term: Each committee shall have a chair determined by the Governing Council for a term of one year. Committee chairs may serve multiple terms. The members of each Committee may be chosen from time to time by the Governing Council or as otherwise permitted by the committee's charter, and shall serve for such period of time as the Governing Council shall from time to time determine or as stated in the committee's charter. The specific composition of the Audit and Finance Committees, however, shall be governed by the provisions of paragraphs A.2 and A.3 above.
 2. Meetings: Committees may meet at such times and for such purposes as they shall from time-to-time determine. As permitted by the Open Meetings Act, committees involving less than a quorum of Governing Council members and which serve in an advisory role only and which have no authority to make decisions on behalf of the Governing Council are not required to give public notice as they are not subject to the Open Meetings Act. Committees that are formed which do involve at least a quorum of Governing Council members or to which the Governing Council has voted to delegate the power to make decisions on its behalf shall be subject to the Open Meetings Act.
 3. Resignations and Removal: Any chair of a committee may, at any time, resign by giving written notice to the Governing Council President or the Secretary. A member of a committee may, at any time, resign by giving written notice to that committee's chair. Unless otherwise specified therein, the acceptance of any such resignation shall not be necessary to make it effective. The Governing Council may remove any member of a committee whenever in its judgment the best interests of the School would be served thereby.
 4. Compensation. Members of the committees shall not receive any compensation for their services; however, they may be reimbursed for reasonable expenses in accordance with the New Mexico Mileage and Per Diem Act.

ARTICLE VI - MEETINGS OF THE GOVERNING COUNCIL

All meetings of the EVCA Governance Council shall be held in accordance with the New Mexico Open Meetings Act, NMSA 1978 §§10-15-1, et seq. (as amended)

- A. Meetings.
 - 1. The Governing Council shall have a Regular Meeting each month, as required by NMSA 1978 §22-5-12.
 - 2. The Governance Council shall pass a resolution annually describing what notice of a public meeting is reasonable when applied to the EVCA Governing Council. The resolution shall describe appropriate notice and methods for posting agendas for regular, special and emergency meetings of the Council.
- B. Special Meetings. Special meetings of the Governing Council may be called at the direction of the Governing Council. Such meetings are to be held at such time and place consistent with the Governing Council's annual resolution for conducting its public meetings.
- C. Attendance via Telephone Conference Call. Except to the extent otherwise provided by law, any meeting of the Governing Council may be attended by any or all of the Council Members by means of a conference telephone (or similar communications equipment) when it is otherwise difficult or impossible for the member to attend the meeting in person, provided that each member participating by conference telephone can be identified when speaking, all participants are able to hear each other at the same time, and members of the public attending the meeting are able to hear any other member of the Governing Council who speaks during the meeting. Such attendance shall constitute presence by the Governing Council member as if in person at such meeting and for purposes of determining a quorum. Any action taken by the Governing Council at such meeting shall constitute a valid action of the Governing Council.
- D. Notice. The Governing Council shall provide notice and post agendas in accordance with the New Mexico Open Meetings Act. Reasonable notice of the Governing Council shall include broadcast stations licensed by the Federal Communications Commission and newspapers of general circulation that have provided a written require for such notice. Notice of meetings and the availability of meeting agendas shall be consistent with the Governing Council's annual resolution. Except in cases of emergency the Governing Council shall only act on matters identified on the agenda.
- E. Emergency: An emergency meeting or agenda item is one necessitated by unforeseen circumstances that if not addressed immediately by the Governing council, will likely result in injury or damage to persons or property or substantial financial loss to the public body.
- F. Minutes: The Governing Council shall keep written minutes of all its meetings. The minutes shall include at a minimum the date, time and place of the meeting, the names of members in attendance and those absent, the substance of the proposals considered and a record of any decisions and votes taken that show how each member voted. All minutes are open for public inspection. Draft minutes shall be prepared within ten working days after the meeting and shall be approved, amended or disapproved at the next meeting where a

quorum is present. Minutes shall not become official until approved by the Governing Council.

ARTICLE VII - CONFIDENTIAL MATTERS OF THE GOVERNING COUNCIL

The Governing Council recognizes that confidential information will be brought to the attention of individual Governing Council members and/or the Governing Council as a whole pertaining to, but not limited to, the following:

- A. Matters relating to the employment or dismissal of, or charges against, specific EVCA personnel;
- B. Matters relating to litigation or proposed litigation in which the Governing Council is or may become a party, or attorney-client communications;
- C. Discussion of gifts, bequests, or donations where anonymity has been requested by the donor;
- D. Consideration of suspension, expulsion, or disciplinary action in connection with a student;
- E. Matters relating to the security of students, personnel, visitors, and/or school property; and
- F. Such matters that may arise and qualify as being confidential by law.

The Governing Council further recognizes that public disclosure of such information may result in injury to an individual or potential harm and possible liability to the EVCA and that the Governing Council members who must respect confidentiality of information that is privileged under applicable law. It is the policy of the Governing Council that Council members shall discuss or disclose confidential information only in connection with legitimate School business and only with individuals with a legitimate right to know.

ARTICLE VIII - MANNER OF ACTION

- A. Quorum: A majority of the seated Council Members, but no less than four (4), whether personally present or appearing telephonically shall constitute a quorum for the transaction of business at any meeting of the Governing Council.
- B. Financial Matters: The Governance Council shall approve all contracts up to the limit of the New Mexico Procurement Code, including that of the Executive Director. The Executive Director shall approve employee contracts.
- C. Manner of Acting: No action of the Governing Council shall be valid unless taken at a meeting at which a quorum as defined herein is present and which has been properly noticed pursuant to the New Mexico Open Meetings Act. NMSA (1978) §§10-15-1 et seq. (as amended).
- D. Majority Votes: throughout this document, majority vote indicates that a motion passes if it receives more than 50% of the votes cast. Unless otherwise stated, Governing Council decisions shall be made by majority vote.

ARTICLE IX - CONFLICTS OF INTEREST AND CODE OF ETHICS

- A. General Statement: It shall be the duty of each Governing Council member to voluntarily excuse him/herself from discussions of confidential information and abstain from voting on matters in which the Governing Council member has a personal or financial interest, including an interest by a member of the Governing Council's immediate family, or where the Governing Council's participation will or may compromise the confidential nature of the discussion. Failure to voluntarily remove himself / herself from such conflicts of interest may result in a vote to remove the member from the Governing Council. EVCA will implement and adopt the provisions of SB446 regarding conflicts of interest.
- B. Disclosure: Each Council Member agrees to complete and sign a Disclosure of Conflicts of Interest statement prior to accepting his/her position on the Council. In addition to this statement, Council Members shall annually update the disclosure statement and shall otherwise immediately notify the President of the Council when he or she becomes aware that an actual or potential conflict may exist.
- C. Conflict of Interest Policy: Each Council Member agrees to abide by the EVCA Conflict of Interest Policy adopted by the Governing Council.
- D. Code of Ethics: Each Council Member agrees to abide by the EVCA Code of Ethics adopted by the Governing Council.

ARTICLE X - EXECUTIVE DIRECTOR SELECTION

The Executive Director must hold a Level IIIB license or be able to obtain a Level IIIB license within two years. Preferred attributes for the position of Executive Director include: the ability to take charge of the academic program and recognize educational expertise; experience in leading an organization; a self-starter; a competent and dedicated teacher with established classroom experience; and a role model to other teachers. Estancia Valley Classical Academy Charter School shall recruit individuals for the Executive Director position through a public process, such as by advertising in local and national newspapers and professional printed media, referral, and through appropriate electronic recruitment mechanisms, or by engaging the assistance of a professional search firm.

ARTICLE XI - MISCELLANEOUS

- A. The EVCA Governing Council operations shall be compliant with the current statutes and administrative rules concerning charter school governing bodies.
- B. Checks, Drafts, Etc.: All checks, drafts or other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of the School shall be signed by a minimum of two Officers, or agents of the School as designated by the Governing Council.
- C. Books and Records: The Governing Council shall keep accurate and complete books and records of the actions of the Governing Council, which records shall be open to inspection

by the members of the Governing Council at any time, or members of the public pursuant to the Inspection of Public Records Act, NMSA 1978 1421 et seq.

ARTICLE XII - AMENDMENTS

These By-Laws may be altered, amended or repealed, in whole or in part, or new By-Laws may be adopted by the Governing Council of The Estancia Valley Classical Academy, provided, however, that notice of such alteration, amendment, repeal or adoption of new By-Laws must be contained in the notice of such meeting of the Governing Council. All such amendments must be approved by an affirmative vote of at least three fourths (75%) of the entire Governing Council then in office at a duly noticed regular or special meeting of the Governing Council.

ARTICLE XIII - FOUNDING DOCUMENTS

The Governing Council is charged with holding true faith and allegiance to The Estancia Valley Classical Academy Charter School's Founding Documents. The Founding documents of The Estancia Valley Classical Academy Charter School include but are not limited to:

- A. Estancia Valley Classical Academy Mission Statement
- B. Estancia Valley Classical Academy Definition of a Classical Education
- C. Estancia Valley Classical Academy Description of Core Knowledge
- D. Estancia Valley Classical Academy Core Curriculum

Once adopted these documents may not be changed, altered, suspended or revoked except by a decision of at least three fourths (75%) of the entire Governing Council then serving as Council members. The decision to modify, alter, suspend or revoke any of these documents must be accompanied by a certification that the voting member has read and understood the changes, and the ramifications of such a change.

ADOPTED as of this _____ day of _____, ~~2021~~2025.

The undersigned officers of the board of Estancia Valley Classical Academy hereby attest that the foregoing By-Laws represent a true and correct copy of the By-Laws adopted by the Estancia Valley Classical Academy Charter School Governing Council at a duly noticed meeting.

~~Douglas P. Ghormley~~Kim Adams

Governing Council, President
Estancia Valley Classical Academy Charter School

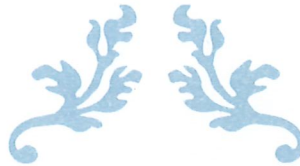
~~Bill Richard~~Tera Dick

Governing Council, Secretary
Estancia Valley Classical Academy

DRAFT



TRUTH AND VIRTUE UPHOLD THE REPUBLIC



ESTANCIA VALLEY CLASSICAL ACADEMY CHARTER SCHOOL

By-Laws



REVISION: APRIL 17, 2025
ADOPTED: APRIL 17, 2025
(REPLACES REVISION: MAY 21, 2021)
100 STATE HIGHWAY 344
Edgewood, NM 87015

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- A. The Governing Council will serve as the governing body of Estancia Valley Classical Academy (EVCA) Charter School. The Governing Council shall consist of between five (5) and nine (9) members.

ARTICLE II - GOVERNING COUNCIL MEMBERSHIP

A. Procedure for Electing Directors:

1. Nominating. The Governing Council will develop a policy to ensure that membership to the Governing Council will include a broad range of expertise, including background in education, science, legal, administrative, educational, financial and related fields. Governing Council members may not simultaneously be directors or officers of the Estancia Valley Classical Academy Foundation.
2. Election of Council Members: Governing Council Members shall be elected by a majority vote of the existing Council and selected from the nominations, subject to the following:
 - a) The addition of any new member shall not cause the Council to be comprised of more than 75% parent members and less than 25% non-parent members. An individual shall be deemed a “parent” during the entire school year during which he/she was a parent or guardian of a child who was enrolled for any length of time at the Estancia Valley Classical Academy.
 - b) No vote on a given nominee shall be taken until that nominee submits to the Governing Council a minimum one-page essay on “What Classical Education Means to Me” and has read the following three books:
 - (1) *The Schools We Need: And Why We Don’t Have Them*, by E.D. Hirsch Jr.
 - (2) *Classical Education: The Movement Sweeping America*, by Dr. Gene Edward Veith Jr. and Andrew Kern
 - (3) *Why Johnny Can’t Tell Right from Wrong*, by William Kilpatrick
3. Oath of Office: upon a favorable vote, prior to taking office the nominee must take the oath of office prescribed by Article 20, Section 1 of the constitution of New Mexico, as required by NMSA 1978 §22-5-9.1.
4. Term of Council Members: Governing Council members are authorized to serve as long as they meet the qualifications, are not disbarred or removed for cause, or have not resigned.
5. Compensation: Governing Council members will not receive compensation for their service; however, members may be reimbursed for reasonable expenses in accordance with Section 2.42.2 NMAC.
6. Resignations and Removal: Any member may resign at any time by giving written notice to the President or to the Secretary, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any member may be removed by a majority vote of the Governing Council whenever such

removal is in the best interests of the School. Grounds for removal will include without limitation the following acts or omissions:

- a) Violation of the Conflict of Interest Policy;
 - b) Violation of Governing Council Commitment Agreement, if any;
 - c) Failure to attend three consecutive scheduled meetings of the Governing Council, except when such absence is due to exigent circumstances;
 - d) Violation of the member's duty of loyalty;
 - e) Violation of the Governing Council's Code of Ethics; or
 - f) Any other grounds the Governing Council deems appropriate, including failure to abide by the EVCA mission and/or charter.
7. Vacancies: A vacancy on the Governing Council shall be filled by the Governing Council after a nomination process.
 8. Attendance: Members of the Governing Council are required to attend all scheduled meetings of the Governing Council unless exigent circumstances arise. If a Council member cannot be physically present at a meeting for unavoidable conflict, he/she may make arrangements to participate remotely. A member of the Governing Council who will be unable to attend a Governing Council meeting or who plans to attend remotely shall notify the President of the Governing Council prior to the meeting. If the President cannot attend the meeting, he/she shall notify the Vice-President and forward all information regarding the upcoming meeting to him/her, including notices of nonappearances by other Council members.
 9. Background checks: Members of the Governing Council shall obtain a school-required background check every two years, the results of which shall be provided to the Governing Council.
 10. Temporary Emergency Governance Measures: In the event that the membership of the Governance Council falls below the number constituting a quorum, the remaining member(s) shall appoint by majority vote the number of new members sufficient for membership to reach at least five (5); such new members' terms shall run until the next annual meeting at which Council elections are normally held. If no members remain to appoint new members, the School's Head Administrator shall immediately convene an emergency committee consisting of one additional school employee and one parent, and the emergency committee shall solicit and appoint by majority vote at least five (5) new members as the Governing Council, whose terms shall run until the next annual meeting at which Council elections are normally held.

ARTICLE III - POWERS AND AUTHORITY OF THE GOVERNING COUNCIL

A. Authority of the Governing Council:

1. General: The Governing Council is the governing body of the charter school and is responsible for ensuring the fair and uniform application of all federal, state and local laws in the operation of the School as well as the School's charter and policies. The School will be operated for the educational benefit of its Students, in accordance with its mission statement and charter. The Governing Council is the policymaking body for the School. The EVCA Governing Council will exercise leadership primarily through the

formulation, adoption, implementation and periodic review of policies. Furthermore, the Governing Council has the task of ensuring the financial integrity of the EVCA's budget; therefore the EVCA Governing Council exercises fiduciary oversight of the schools finances.

2. Delegation to the Executive Director: The Governing Council shall concern itself primarily with broad questions of policy, oversight and with the appraisal of results rather than with administrative detail. The application of policies is an administrative task to be performed by the Executive Director and designated staff, and they shall be held responsible for the effective implementation of Governing Council policies. The Executive Director shall be held responsible for keeping the Governing Council informed of all matters within its purview so that the Governing Council can fulfill the above-described functions of a governing body. The Executive Director will have primary responsibility for all aspects of the school's operations and programs, including the day-to-day management, operations and implementation of the school's charter and Governing Council policies. The teachers and staff of EVCA will report to the Executive Director, except in cases where there is a conflict of interest between the Executive Director and a staff member. In such cases, the Governing Council will establish a reporting chain to eliminate the conflict.
 3. Individual Member's Authority: A member of the Governing Council is a public officer, but has no power or authority individually. The charter vests power in the Governing Council, and not in the members, either individually or otherwise and these powers must be exercised by the Governing Council at a public meeting in regular or special called meetings, with action duly recorded in its minutes.
 4. Binding Authority: The Governing Council shall not be bound in any way by any action or statement on the part of any individual Governing Council member except when such a statement or action is in pursuance of specific instructions from the Governing Council. Any such exception shall be stated in the agenda of a Governing Council meeting and recorded in the minutes thereof.
 5. Advanced Notice: The Governing Council recognizes the importance of timely communication among its members and between the Governing Council and the Executive Director. The Executive Director or his/her designee will strive to insure that the Governing Council is given prior notice of matters submitted by members for deliberation at meetings.
- B. Powers of the Governing Council - The Governing Council's powers and authority is set forth in the EVCA Charter and the New Mexico Public School Code and all applicable laws and regulations. Complete and final control of all matters pertaining to the School's educational system shall be vested in the Governing Council. The Governing Council of EVCA shall include the following powers and duties:
1. Those powers as set forth in the EVCA Charter that are not inconsistent with federal or state laws or constitutions, or as otherwise set forth in the Charter Schools Act, NMSA 1978 §22-8B, et seq.
 2. Employ the Executive Director of EVCA, establish evaluation criteria for the Executive Director, and perform annual evaluations of the Executive Director's performance;

3. Delegate administrative and supervisory functions of the Executive Director of EVCA when appropriate;
4. Approval of the annual budget of anticipated income and expenditures, and direct the preparation of the annual financial audit report in connection with the New Mexico Public Education Department's annual audit;
5. Have the capacity to sue or be sued;
6. Contract for services with any school district, a university or college or any third party for the use of a facility, its operation and maintenance and the provision of any service or activity that EVCA is required to perform in order to carry out the educational program described in its charter.
7. Acquire and dispose of property provided that at the termination of the charter, all assets of the charter shall revert to the Public Education Department, unless otherwise required by law.
8. Accept or reject any charitable gift, grant, devise or bequest not otherwise contrary to law or the terms of the charter.
9. Contract for provision of financial management, food services, and education related services or other services.

ARTICLE IV - GOVERNING COUNCIL OFFICERS

- A. Officers: The Officers of the Governing Council shall be a President, a Vice President, and a Secretary. The duties of the Officers are set forth herein. When the incumbent of an office is unable to perform the duties thereof or when there is no incumbent of an office (both such situations referred to hereafter as the "absence" of the Officer), the duties of the office shall, unless otherwise provided by the Council or these Bylaws, be performed by the next Officer set forth in the following sequence: President, Vice President, and Secretary.
- B. Appointment and Tenure: All Officers shall be elected each year by the Council at its Annual Meeting for terms of one (1) year, (unless exigencies preclude such elections), with no maximum tenure or until their successors have been duly elected and qualified, or until their death, resignation or removal. Officers' terms shall commence immediately following the Annual Meeting of the Council.
- C. Resignations and Removal: Any Officer may resign at any time by giving written notice to the President or to the Secretary, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any Officer may be removed by the Council whenever in its judgment he/she fails to perform the duty of office or such other duties as appointed by the Council and the best interests of the School would be served thereby.
- D. Vacancies: A vacancy in any office may be filled by the Council for the unexpired portion of the term of the officer being replaced.
- E. Officers:
 1. President: The President of the Governing Council shall preside at all meetings and shall appoint committees with approval of the Governing Council. He / She shall have the right, as other members of the Governing Council, to make or second motions, to discuss questions, and to vote. The President of the Governing Council may not act for

or on behalf of the Governing Council without prior specific authority from a majority of the Governing Council to do so. All communications addressed to the President shall be considered by him or her for appropriate action, which consideration may include consulting with legal counsel, and consideration by the Governing Council. The President shall sign legal documents as required by law and perform such other duties as may be prescribed by the Governing Council. It is the President's responsibility to ensure that Governance Council members uphold their commitments/responsibilities to the school. The President is responsible for compiling and communicating to the Secretary the topics for business to be placed on the agenda. The agenda shall incorporate all topics identified by the President or any other member of the Governing Council.

2. Vice President: The Vice President shall perform the duties of the President in the absence of the President or at the request of the President. In the event a vacancy occurs in the presidency, the Vice President will act in the capacity of the President until the office has been filled by a vote of the Council membership.
3. Secretary: The Secretary shall keep the minutes of the Governing Council meetings, subject to the direction of the President, assure that all notices are given in accordance with the provisions of the Charter, Governing Council policies and as required by law; shall countersign, when required, all authorized bonds, contracts, deeds, leases, or other legal instruments; and in general perform all duties incident to the office of Secretary and such other duties as from time-to-time may be assigned to the Secretary by the Governing Council. The Council may appoint a designee to assist with the responsibilities of the Secretary as described herein, including recording and transcribing the minutes of the meetings, posting notices and agendas and preparing packets for the Governing Council's review. The Council Secretary will review the minutes prior to presentation to the Governance Council for approval. The Secretary shall be responsible for presenting the minutes to the Council at meetings.
- F. Compensation: The officers shall not be compensated for their services; however, they may be reimbursed for reasonable expenses in accordance with Section 2.42.2 NMAC.
- G. Directors and Officers Insurance: The Governing Council may secure officers and directors insurance in excess of the coverage provided by the NM Public School Insurance Authority upon appropriate approval of the Governing Council and if provided for in the charter school's approved budget.
- H. Delegation: The Governing Council may delegate temporarily the powers and duties of any Officer, in case of such Officer's absence or for any other reason, to any other Officer, and may authorize the delegation by any Officer of any of such Officer's powers and duties to any agent or employee subject to the general supervision of such Officer.

ARTICLE V - STANDING COMMITTEES OF THE GOVERNING COUNCIL

The Governing Council will have the authority to form the following committees based on the needs of the School:

A. Committees:

1. Advisory School Council: (standing) EVCA shall create an Advisory School Council to assist the Executive Director with school-based decision-making and to involve parents in their children's education. The Advisory School Council shall be created and its membership elected in accordance with rules that will be adopted by the Governing Council. Membership on the council shall reflect an equitable balance between school employees and parents and community members. At least one community member shall represent the business community, if such person is available. The Executive Director may serve as chair. The Executive Director shall be an active member of the school council.
2. Audit Committee: (standing) The Audit Committee shall be constituted in accordance with NMSA 1978 §22-8-12.3. It shall consist of two Governing Council members, one volunteer member who is a parent of a student attending the charter school, and one volunteer member who has experience in accounting or financial matters. The Executive Director and Business Manager shall serve as ex-officio, nonvoting members of the committee. The Audit Committee shall:
 - a) Evaluate the request for proposal for annual financial audit services (when applicable);
 - b) Recommend the selection of the financial auditor (where applicable);
 - c) Attend the entrance and exit conferences for annual and special audits;
 - d) Meet with external financial auditors at least monthly after audit field work begins until the conclusion of the audit;
 - e) Be accessible to the external financial auditors as requested to facilitate communication with the Council and the Executive Director;
 - f) Track and report progress on the status of the most recent audit findings and advise the Public Education Department on policy changes needed to address audit findings;
 - g) Provide other advice and assistance as requested by the Council;
 - h) Be subject to the same requirements regarding the confidentiality of audit information as those imposed by the Audit Act and rules of the state auditor; and
 - i) Request of the administration or conduct independent spot checks of financial matters and report the results to the Governing Council.
3. Finance Committee (standing): The Finance Committee shall be constituted in accordance with NMSA 1978 §22-8-12.3. It shall assist the Council in carrying out its budget and finance duties. At least two members of the Governing Council shall serve on the Finance Committee. The Business Manager shall be required to attend all Finance Committee meetings. Specifically, the Finance Committee shall:
 - a) Make recommendations to the Governing Council in the following areas:
 - (1) Financial planning, including reviews of the school's revenue and expenditure projections;
 - (2) Review of financial statements and periodic monitoring of revenues and expenses;
 - (3) Annual budget preparation and oversight;
 - (4) Procurement; and
 - b) Serve as an external monitoring committee on budget and other financial matters.

4. Policy Committee (optional): The policy development committee is commissioned by and responsible to the Governing Council to assume the primary responsibility for matters pertaining to development of Governing Council policies.
 5. The Governance Council has the authority to create ad hoc committees as deemed necessary. The policies and procedures that govern ad hoc committees will be determined as specified by the Governing Council action creating and approving the existence of any such committee, subject to the following:
 - a) Such committees shall be limited in power and scope to advisory functions; no decision-making authority of the Governing Council may be delegated to an ad hoc committee.
 - b) Such committees shall have a charter that clearly articulates the purpose, responsibilities, and membership of the committee.
- B. Committee Selection and Membership:
1. Election and Term: Each committee shall have a chair determined by the Governing Council for a term of one year. Committee chairs may serve multiple terms. The members of each Committee may be chosen from time to time by the Governing Council or as otherwise permitted by the committee's charter, and shall serve for such period of time as the Governing Council shall from time to time determine or as stated in the committee's charter. The specific composition of the Audit and Finance Committees, however, shall be governed by the provisions of paragraphs A.2 and A.3 above.
 2. Meetings: Committees may meet at such times and for such purposes as they shall from time-to-time determine. As permitted by the Open Meetings Act, committees involving less than a quorum of Governing Council members and which serve in an advisory role only and which have no authority to make decisions on behalf of the Governing Council are not required to give public notice as they are not subject to the Open Meetings Act. Committees that are formed which do involve at least a quorum of Governing Council members or to which the Governing Council has voted to delegate the power to make decisions on its behalf shall be subject to the Open Meetings Act.
 3. Resignations and Removal: Any chair of a committee may, at any time, resign by giving written notice to the Governing Council President or the Secretary. A member of a committee may, at any time, resign by giving written notice to that committee's chair. Unless otherwise specified therein, the acceptance of any such resignation shall not be necessary to make it effective. The Governing Council may remove any member of a committee whenever in its judgment the best interests of the School would be served thereby.
 4. Compensation. Members of the committees shall not receive any compensation for their services; however, they may be reimbursed for reasonable expenses in accordance with the New Mexico Mileage and Per Diem Act.

ARTICLE VI - MEETINGS OF THE GOVERNING COUNCIL

All meetings of the EVCA Governance Council shall be held in accordance with the New Mexico Open Meetings Act, NMSA 1978 §§10-15-1, et seq. (as amended)

- A. Meetings.
 - 1. The Governing Council shall have a Regular Meeting each month, as required by NMSA 1978 §22-5-12.
 - 2. The Governance Council shall pass a resolution annually describing what notice of a public meeting is reasonable when applied to the EVCA Governing Council. The resolution shall describe appropriate notice and methods for posting agendas for regular, special and emergency meetings of the Council.
- B. Special Meetings. Special meetings of the Governing Council may be called at the direction of the Governing Council. Such meetings are to be held at such time and place consistent with the Governing Council's annual resolution for conducting its public meetings.
- C. Attendance via Telephone Conference Call. Except to the extent otherwise provided by law, any meeting of the Governing Council may be attended by any or all of the Council Members by means of a conference telephone (or similar communications equipment) when it is otherwise difficult or impossible for the member to attend the meeting in person, provided that each member participating by conference telephone can be identified when speaking, all participants are able to hear each other at the same time, and members of the public attending the meeting are able to hear any other member of the Governing Council who speaks during the meeting. Such attendance shall constitute presence by the Governing Council member as if in person at such meeting and for purposes of determining a quorum. Any action taken by the Governing Council at such meeting shall constitute a valid action of the Governing Council.
- D. Notice. The Governing Council shall provide notice and post agendas in accordance with the New Mexico Open Meetings Act. Reasonable notice of the Governing Council shall include broadcast stations licensed by the Federal Communications Commission and newspapers of general circulation that have provided a written require for such notice. Notice of meetings and the availability of meeting agendas shall be consistent with the Governing Council's annual resolution. Except in cases of emergency the Governing Council shall only act on matters identified on the agenda.
- E. Emergency: An emergency meeting or agenda item is one necessitated by unforeseen circumstances that if not addressed immediately by the Governing council, will likely result in injury or damage to persons or property or substantial financial loss to the public body.
- F. Minutes: The Governing Council shall keep written minutes of all its meetings. The minutes shall include at a minimum the date, time and place of the meeting, the names of members in attendance and those absent, the substance of the proposals considered and a record of any decisions and votes taken that show how each member voted. All minutes are open for public inspection. Draft minutes shall be prepared within ten working days after the meeting and shall be approved, amended or disapproved at the next meeting where a

quorum is present. Minutes shall not become official until approved by the Governing Council.

ARTICLE VII - CONFIDENTIAL MATTERS OF THE GOVERNING COUNCIL

The Governing Council recognizes that confidential information will be brought to the attention of individual Governing Council members and/or the Governing Council as a whole pertaining to, but not limited to, the following:

- A. Matters relating to the employment or dismissal of, or charges against, specific EVCA personnel;
- B. Matters relating to litigation or proposed litigation in which the Governing Council is or may become a party, or attorney-client communications;
- C. Discussion of gifts, bequests, or donations where anonymity has been requested by the donor;
- D. Consideration of suspension, expulsion, or disciplinary action in connection with a student;
- E. Matters relating to the security of students, personnel, visitors, and/or school property; and
- F. Such matters that may arise and qualify as being confidential by law.

The Governing Council further recognizes that public disclosure of such information may result in injury to an individual or potential harm and possible liability to the EVCA and that the Governing Council members who must respect confidentiality of information that is privileged under applicable law. It is the policy of the Governing Council that Council members shall discuss or disclose confidential information only in connection with legitimate School business and only with individuals with a legitimate right to know.

ARTICLE VIII - MANNER OF ACTION

- A. Quorum: A majority of the seated Council Members, but no less than four (4), whether personally present or appearing telephonically shall constitute a quorum for the transaction of business at any meeting of the Governing Council.
- B. Financial Matters: The Governance Council shall approve all contracts up to the limit of the New Mexico Procurement Code, including that of the Executive Director. The Executive Director shall approve employee contracts.
- C. Manner of Acting: No action of the Governing Council shall be valid unless taken at a meeting at which a quorum as defined herein is present and which has been properly noticed pursuant to the New Mexico Open Meetings Act. NMSA (1978) §§10-15-1 et seq. (as amended).
- D. Majority Votes: throughout this document, majority vote indicates that a motion passes if it receives more than 50% of the votes cast. Unless otherwise stated, Governing Council decisions shall be made by majority vote.

ARTICLE IX - CONFLICTS OF INTEREST AND CODE OF ETHICS

- A. General Statement: It shall be the duty of each Governing Council member to voluntarily excuse him/herself from discussions of confidential information and abstain from voting on matters in which the Governing Council member has a personal or financial interest, including an interest by a member of the Governing Council's immediate family, or where the Governing Council's participation will or may compromise the confidential nature of the discussion. Failure to voluntarily remove himself / herself from such conflicts of interest may result in a vote to remove the member from the Governing Council. EVCA will implement and adopt the provisions of SB446 regarding conflicts of interest.
- B. Disclosure: Each Council Member agrees to complete and sign a Disclosure of Conflicts of Interest statement prior to accepting his/her position on the Council. In addition to this statement, Council Members shall annually update the disclosure statement and shall otherwise immediately notify the President of the Council when he or she becomes aware that an actual or potential conflict may exist.
- C. Conflict of Interest Policy: Each Council Member agrees to abide by the EVCA Conflict of Interest Policy adopted by the Governing Council.
- D. Code of Ethics: Each Council Member agrees to abide by the EVCA Code of Ethics adopted by the Governing Council.

ARTICLE X - EXECUTIVE DIRECTOR SELECTION

The Executive Director must hold a Level IIIB license or be able to obtain a Level IIIB license within two years. Preferred attributes for the position of Executive Director include: the ability to take charge of the academic program and recognize educational expertise; experience in leading an organization; a self-starter; a competent and dedicated teacher with established classroom experience; and a role model to other teachers. Estancia Valley Classical Academy Charter School shall recruit individuals for the Executive Director position through a public process, such as by advertising in local and national newspapers and professional printed media, referral, and through appropriate electronic recruitment mechanisms, or by engaging the assistance of a professional search firm.

ARTICLE XI - MISCELLANEOUS

- A. The EVCA Governing Council operations shall be compliant with the current statutes and administrative rules concerning charter school governing bodies.
- B. Checks, Drafts, Etc.: All checks, drafts or other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of the School shall be signed by a minimum of two Officers, or agents of the School as designated by the Governing Council.
- C. Books and Records: The Governing Council shall keep accurate and complete books and records of the actions of the Governing Council, which records shall be open to inspection

by the members of the Governing Council at any time, or members of the public pursuant to the Inspection of Public Records Act, NMSA 1978 1421 et seq.

ARTICLE XII - AMENDMENTS

These By-Laws may be altered, amended or repealed, in whole or in part, or new By-Laws may be adopted by the Governing Council of The Estancia Valley Classical Academy, provided, however, that notice of such alteration, amendment, repeal or adoption of new By-Laws must be contained in the notice of such meeting of the Governing Council. All such amendments must be approved by an affirmative vote of at least three fourths (75%) of the entire Governing Council then in office at a duly noticed regular or special meeting of the Governing Council.

ARTICLE XIII - FOUNDING DOCUMENTS

The Governing Council is charged with holding true faith and allegiance to The Estancia Valley Classical Academy Charter School's Founding Documents. The Founding documents of The Estancia Valley Classical Academy Charter School include but are not limited to:

- A. Estancia Valley Classical Academy Mission Statement
- B. Estancia Valley Classical Academy Definition of a Classical Education
- C. Estancia Valley Classical Academy Description of Core Knowledge
- D. Estancia Valley Classical Academy Core Curriculum

Once adopted these documents may not be changed, altered, suspended or revoked except by a decision of at least three fourths (75%) of the entire Governing Council then serving as Council members. The decision to modify, alter, suspend or revoke any of these documents must be accompanied by a certification that the voting member has read and understood the changes, and the ramifications of such a change.

ADOPTED as of this _____ day of _____, 2025.

The undersigned officers of the board of Estancia Valley Classical Academy hereby attest that the foregoing By-Laws represent a true and correct copy of the By-Laws adopted by the Estancia Valley Classical Academy Charter School Governing Council at a duly noticed meeting.

Kim Adams
Governing Council, President
Estancia Valley Classical Academy Charter School

Tera Dick
Governing Council, Secretary
Estancia Valley Classical Academy



Estancia Valley Classical Academy

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TRUTH AND VIRTUE UPHOLD THE REPUBLIC

EVCA Regular GC MEETING MINUTES 17 April 2025 at 6:00 PM 110 State Hwy 344, Edgewood, NM 87015

- I. Call to order – Gov Adams called the meeting to order at 6:00 p.m.
- II. Pledge of Allegiance & Invocation – After a call for volunteers, Gov. Richard offered an invocation.
- III. EVCA Mission Statement – Exec. Dir. Rivera recited the EVCA mission statement.
- IV. Ascertain quorum – A quorum was present and consisted of the following:

Member	Initially Present	Present Later	Note
Kim Adams, President	x		
Tera Dick, Secretary	x		
Stephen Dauphin, Vice President	x		
Roger Lenard, Member		x	6:04 PM
Theresa Nunneley Member	x		
Bill Richard, Member	x		

- V. * Review and Approval of Agenda – Gov. Richard made a motion to defer all items under GC Administrative Policies except item C. Gov. Dauphin seconded it. The motion passed unanimously.
- VI. Public Comment (time limitations may apply)
A. No comment.
- VII. * Consent Agenda Items

* Indicates possible action on this item or sub-items.

EVCA Regular GC Meeting Minutes 17 April 2025

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- A. Approve 20 March 2025 Regular GC Minutes – Approved by unanimous consent

VIII. External Reports

- A. Correspondence and Announcements -
- B. * EVCA Foundation Report - Gov. Adams reported that Foundation President Dave Abbot will be resigning on June 30, 2025 making the Foundation down to only one officer and one board member. They are in need of volunteers.

IX. Executive Director's Report (portions may be closed to the public pursuant to 10-15-1 NMSA, Open Meetings Act, paragraphs H(2), H(4), and H(7)) Exec. Dir. Rowan gave her report including the following: 1) Minute Men and Canvas Walkthroughs will be uploaded in May; 2) Evacuation and Reunification Drill happened on March 21, 2025. She reported that it went well. She noted that someone asked at Spring Conference if any schools had done Reunification drills and there were very few that had. They praised the few schools that had, including ours. 3) "Sound of Music" is coming up on April 25-26; 4) Senior Thesis Presentations start April 28; 5) Enrollment is 546 as of April 12. Gov. Adams asked if there were any surprises when they sent out the "Intent to Return" forms. Exec. Dir. Rowan noted that there were not. Gov. Nunneley noted that Mindful Minute Men met and would like to recommend that the Open House set-up resemble something more like two years ago instead of last year. Gov. Nunneley asked about the proposal for starting a club. Exec. Dir. Rowan explained that it goes through Student Government and then her.

- A. *Equity Council - Exec. Dir. Rowan reported that the Equity Council met on April 2, 2025. They are working on the District Readiness Assessment items. There is a Equity Council End of Year Regional Session scheduled for May 14, 2025 in ABQ. Gov. Nunneley praised the council for identifying specific groups at risk and finding ways to support them.
- B. *Student Services Report - Gov. Nunneley asked if there is a Speech Therapist lined up for next year. Mrs. Carlisle reported that there is not, and they are aware and working on it.
- C. *Student academic performance -
- D. *Student Government - There was no Student Government representative to give a report. There was a discussion with Exec. Dir. Rowan about the Student Government proposal regarding decorating caps. Exec. Dir. Rowan noted that she is trying to compromise with the students because she wants to allow them something but does not want to allow them to decorate their caps. Gov. Dick asked about Student Government elections. Exec. Dir. Rowan noted that all positions were filled except for one Senior delegate.

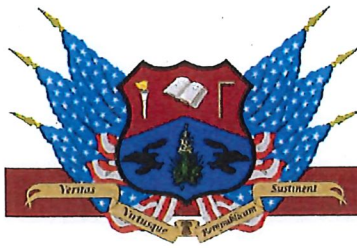
X. Google Drive

- A. *Document Storage (portions may be closed to the public pursuant to 10-15-1 NMSA, Open Meetings Act, paragraphs H(2), H(4), and H(7)) - Gov. Adams reported that there are certain things that the GC needs to do before the storage can be re-organized. Deferred to next meeting.

* Indicates possible action on this item or sub-items.

EVCA Regular GC Meeting Minutes 17 April 2025

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TRUTH AND VIRTUE UPHOLD THE REPUBLIC

- B. *Dedicated AI to assist with Google Drive information - There was a discussion about different AI options that may be available. Mr. Hernandez will email AI programs he is aware of.

XI. GC Member Comments

- A. Gov. Adams - Explained the history and reasoning that EVCA does not do sports
- B. Gov. Dauphin - No comment
- C. Gov. Dick - Expounded on reasons that EVCA does not offer sports.
- D. Gov. Lenard - No comment
- E. Gov. Nunneley - Throw out high-fives to Mrs. Caton for the Planetarium, Mrs. Nandino for health notices and that next step plans are all completed
- F. Gov. Richard - No comment

XII. Committees

- A. Audit - The Business office noted that the auditor has a couple training sessions that they are planning to attend.
- B. Finance (portions may be closed to the public pursuant to 10-15-1 NMSA, Open Meetings Act, paragraphs H(2), H(4), and H(7)). Gov. Adams asked if the Business Office needs the Lease Amendment approved before the May GC mtg. Mrs. Lovato responded that it is not needed before that meeting. Gov. Adams also reported that Mrs. Schumpert has earned grant money for a school zone, but they are still short a certain amount of funds. She explained that the Foundation has the option to pull funds out of the "Repair and Maintenance" funds related to the Bond. She asked the GC how they feel about that. There were no negative feelings about using those funds for that purpose.
 - 1. Financial reports - The Finance Team met on Tuesday, April 8, 2025, and reviewed the school's bank statements, the check vouchers and cash transactions for the period ending March 31, 2025. There were no anomalies found.
 - 2. BARs - Gov. Richard made a motion to approve BARS 10-D, 11-I, 12-I, 14-I, 15-I, 21-I, 22-D as presented. Gov. Dick seconded it. It passed unanimously.
 - 3. CAP Report - Gov. Richard reported that the school presented a plan on April 14, 2025 to address audit findings and how the school is changing/improving those issues.
- C. Curriculum - No report
- D. Ed Evaluation (portions may be closed to the public pursuant to 10-15-1 NMSA, Open Meetings Act, paragraphs H(2), H(4), and H(7)) - No report
 - 1. Parent Surveys - Should be sent out in the next couple of weeks.
- E. Enrollment and Outreach - Gov. Nunneley asked if families on the waitlist were notified that they need to submit a LOI for the next school year. Exec. Dir. Rowan reported that they were emailed and told to submit a new LOI. Early enrollment is 373 families

* Indicates possible action on this item or sub-items.

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Estancia Valley Classical Academy

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that have completed their registrations. 150 families have not responded. Mr. Chavez is sending repeated notifications to those families. Gov. Nunneley suggested a banner to put in front of the school to advertise that Enrollment is currently underway. She reported on the Semester 2 Reasons for Disenrollment. 26 students have left so far in Semester 2: 6 went out of state, 9 went to homeschool, 9 went to other schools in the State, 2 have other reasons. Gov. Richard expressed the necessity for gathering the information and reasons that students are leaving (not just where they are going, but why).

- F. Charter Renewal - Gov. Lenard was appreciative of the documents that have been uploaded by Exec. Dir. Rowan. They will schedule a Charter Renewal meeting for a date before the end of the school year.
- G. Facilities - Gov. Adams reported that there is progress on the backyard. Exec. Dir. Rowan reported that the Town of Edgewood is going to want to schedule a Facilities Mtg to discuss development that is planned for land around the school.
- H. Special Events - Gov. Dick reported that she attended the Sponsor mtg. Graduation and Senior Banquet plans are underway and progressing. Also, the GC is providing lunch for Teacher Appreciation Week on Thursday, May 8, 2025. Gov. Dick is taking charge of lunch.
- I. Nominating and Governance
 - 1. Conflict of Interest - no conflicts of interest
 - 2. Administrative Policy Requests
 - a) Financial Policy - deferred to next mtg
 - b) Student Fund Policy - deferred to next mtg
 - c) EVCA Transition Graduation Policy - Gov. Adams presented the proposed policy. Gov. Lenard made a motion to approve the policy as presented. Gov. Dauphin seconded it. It passed unanimously.
 - d) Academic (Any changes-SB163) - deferred to next mtg
 - e) Discipline (Any changes-SB163) - deferred to next mtg
 - 3. GC
 - a) EVCA Bylaws changes due to PEC January Meeting - Gov. Lenard made a motion to adopt Article 2, Section A, Number 10 to the GC Bylaws as written. Gov. Nunneley seconded it. It passed unanimously.
 - b) GC Board Member Recruitment
 - c) Review and possible changes to Bylaws regarding GC membership - Gov. Lenard moved to modify the bylaws to allow up to 75% parents and less than 25% non-parent members. Gov. Richard seconded it. It passed unanimously.

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Gov. Dauphin made a motion to go into Executive Session for limited legal and personnel purposes. Gov. Richard seconded it. Roll call vote: Adams - aye; Nunneley - aye; Dick - aye; Richard - aye; Dauphin - aye; Lenard - aye. Executive Session was entered at 8:07 PM. Gov. Dick made a motion to exit Executive Session. Gov. Nunneley seconded it. Executive Session was exited at 8:33 PM. Gov. Adams made a statement that no decisions were made and all that was discussed was limited legal and personnel items of business during Executive Session. This was followed by a roll call in the affirmative— Roll call: Adams - aye; Nunneley - aye; Dick - aye; Richard - aye; Dauphin - aye; Lenard - aye;.

XIII. Next meetings –Next regular GC mtg will be held on Tuesday, May 13, 2025 at 6:00 PM. A Budget Work Session will be held on April 25, 2025 at 8:15 AM in the library.

XIV. Adjourned at 8:33 p.m.

Draft sent to Governing Council on 18 April 2025

Approved by Governing Council on 13 May 2025

Signed by:  Date signed: 13 May 2025
Tera Dick
EVCA GC Secretary