

LAC COURTE OREILLES CHARTER AUTHORITY

By-Laws

PREAMBLE

It is the Purpose of the Lac Courte Oreilles Charter Authority (“Charter Authority”) to establish and maintain for students who are enrolled in classes or participating in academic programs offered by the University. Consistent with the Actions passed by the Lac Courte Oreilles Ojibwe University, Board of Regents these by-laws are intended to provide guidance for the Charter Authority as directed by the Board of Regents.

ARTICLE I – GENERAL

Section 1 – Name: The name of the organization shall be the Lac Courte Oreilles Charter Authority (“Charter Authority”).

Section 2: Organizational Status: The Charter Authority is comprised of the duly appointed members of the Board of Regents. The purpose is to develop and establish charter schools as permitted under Wisconsin Statute 118.40 (2019). The University is delegated authority from the state of Wisconsin for the purpose of establishing charter schools. Nothing in these by-laws shall not conflict with the stated purpose of Wi Stat 118.40.

Section 3 – Place of Business: The normal place of business of the Charter Authority will be Lac Courte Oreilles Ojibwe University. All business and related inquiries to the Charter Authority should be directed to University President, 13446 W Trepania Road, Hayward, Wisconsin, 54843

ARTICLE II – CHARTER AUTHORITY

Section 1: Establishment: The Charter Authority shall be comprised of the duly appointed Regents of the Lac Courte Oreilles Ojibwe University.

Section 2: Composition: The Charter Authority shall be comprised of seven members.

Section 3: Responsibilities; The Charter Authority will develop and implement, with the assistance of the University President and General Counsel, all policies and procedures for the operation of the Charter Authority.

Section 4: Meetings: The Charter Authority shall meet on a regular basis, as determined by the Chair of the Charter Authority. All meetings will be held at the University. Minutes of all meetings will be kept and approved at the next regularly scheduled meeting of the Charter Authority.

Section 5: Notice of Meetings: Notice of the date, time, and place of each regularly scheduled meeting of the Charter Authority will be posted in the normal public places and other venues (newsletters, websites, etc.) no less than twenty-four (24) hours before the date of the meeting.

Section 6: Quorum: A quorum at the meeting of the Charter Authority shall be comprised of three members and one officer. A quorum is considered present when a dully called meeting is convened by the chair or presiding officer. No quorum may exist without a chair or vice chair of the Charter Authority.

Section 7: Charter Authority Stipends: Members of the Charter Authority shall receive compensation for service as a member.

Section 8: Acts of the Charter Authority: The Charter Authority shall take action in all cases by an affirmative vote of the majority of members with voting rights present at a dully called meeting of the Charter Authority.

Section 9: Special Meetings: Special meetings of the Charter Authority may be called at the request of the Chair or by formal request of the University President and will be held at the University. Notice of special meetings will be given to all Members not less than twenty-four (24) hours before the date of the meeting, and shall specify the date, time, and purpose(s) of the meeting. Such notice may be given to each member by phone or mail. No business shall be conducted at a special meeting other than the business specified in the notice of the meeting. Any business conducted in a special meeting that is not detailed in the notice shall be considered in violation of these by-laws and shall be considered null and void.

Section 10: Action Without Meeting: An action required or permitted to be taken at a board meeting may be taken by written action if signed by all members of the Charter Authority with verbal consent of the Chair and conducted by the University President only.

Section 11: Conflicts of Interest: The Charter Authority shall not enter into any contracts or transactions with (a) one or more members of the Charter Authority; or an organization in which a member is a director, officer, or legal representative or has a material financial interest. An exception to this rule is permissible when the material facts of the contract or transaction in the board member's interest are fully disclosed or made known to the Charter Authority, and the Charter Authority authorizes, approves, or ratifies the contract or transaction in good faith by an affirmative vote of a majority of the Charter Authority at a meeting in which there was a quorum without counting the interested member.

Section 12: Standard of Conduct: All Charter Authority members shall discharge their duties in good faith and in a manner that the member reasonably believes is in the best interest of the Charter Authority, and with due diligence that an ordinarily prudent person in a similar position would exercise under similar circumstances. It is expected that all members will work in a competent and professional manner that reflects favorably on the Charter Authority and the University.

ARTICLE III – OFFICERS

Section 1: Officers:

The officers of the Charter Authority shall be the Chair, Vice-Chair, Secretary, and Treasurer.

Section 2: Terms of Office:

The officers of the Charter Authority shall be appointed to a term of office congruent with the term the member serves with the Board of Regents. Members who are not serving in an officer position as a regent shall be released from serving in an officer position with the Charter Authority.

Section 6: Vacancies: A member who is no longer serving as a Regent, is formally released from their duties as a Charter Authority member. Vacancies shall be filled as deemed filed by subsequent appointment to the Board of Regents.

Section 4: Resignations: Any officer may resign by giving written notice to the Chair. The resignation is effective when the notice is given to the Charter Authority, unless a later effective date is specified in the notice and approved by the Board of Regents.

Section 5: Removal: A member who is no longer serving as a Regent, is formally released from their duties as a Charter Authority member.

ARTICLE IV – DUTIES OF OFFICERS

Section 1: Chair of the Charter Authority:

The Chair of the Charter Authority shall be the executive officer of the Charter Authority and will preside over all meetings and perform other duties incumbent to the office or as requested by the Charter Authority or the University President. The Chair shall be the official representative of the Charter Authority to all entities or other associations and the University President. The President shall have the duty to act on behalf of the Charter Authority between regular meetings

Section 2: Vice Chair:

In the absence of the Chair, the Vice Chair shall have the same powers and perform all of the duties of the Chair of the Charter Authority.

Section 3: Secretary: The Secretary shall maintain minutes and records of all Charter Authority meetings. The minutes shall be available to the inspection by members of the Charter Authority and may be presented to the University President upon request. The Secretary may also from time to time perform other duties as assigned by the Chair or by formal motion of the Charter Authority.

Section 3: Treasurer: The Treasurer shall have oversight over all financial records including expenditures of all Charter Authority. The records shall be available to the inspection by members of the Charter Authority and may be presented to the University President. The Treasurer may also from time to time perform other duties as assigned by the Chair or by formal motion of the Charter Authority.

Section 4: Other Duties: Officers of the Charter Authority, in addition to the powers conferred by these by-laws, shall have such additional powers and perform additional functions consistent with the mission of the charter authority and the subordinate charter schools.

ARTICLE V - COMMITTEES

The Charter Authority shall maintain oversight and participate in any standing committees of the Public Safety Departments and may at its discretion appoint other standing or ad-hoc committees consistent with the duties of the Commission Charter and By-laws.

ARTICLE VI - INDEMNIFICATION OF THE BOARD, OFFICERS, AND OTHERS

Section 1: To the fullest extent permitted by law, the State of Wisconsin, the Lac Courte Oreilles Ojibwe University shall indemnify all members and University personnel participating on behalf of the Charter Authority; including its officers, staff, executive council and other consultants under contract with the charter authority or the University, against costs, expenses, and liabilities incurred by them in carrying out their official duties as designated by members of the Charter Authority.

ARTICLE VII – DISSOLUTION

Section 1: Upon dissolution of the Charter Authority, all assets shall be converted to Lac Courte Oreilles Ojibwe University consistent with applicable laws.

ARTICLE VIII – AMENDMENTS

Section 1: The power to amend these by-laws is vested with the Board of Regents in its sole authority. These by-laws may be amended by an affirmative vote of the Charter Authority, with consultation of the University President. Any changes shall be effective immediately and notice of any changes shall be provided to the Charter Authority its officers; and to the Board of Regents of the University.