200.020. CORPORATE STRUCTURE
Nonprofit corporations are governed by the Texas Business Organization Code, Chapter 22.

A. Certificate of Formation

1. The certificate of formation must state:

a. The name of the filing entity being formed;

b. The type of filing entity being formed;

c. The period of duration, if the entity is not formed to exist perpetually and is intended to have a specific period of duration;

d. The purpose(s) for which the filing entity is formed, which may be stated to be or include any lawful purpose for that type of entity;

e. The street address of the charter holder’s initial registered office and the initial registered agent at that street address;

f. The names and address of each organizer for the filing entity;

g. Any other information required by the Business Organization Code to be included in the certificate of formation for the filing entity

h. The certificate of formation may contain other provisions not inconsistent with law relating to the organization, ownership, governance, business, or affairs of the filing entity.


B. Bylaws

1. Adoption of Bylaws

a. The initial bylaws of the charter holder shall be adopted by its board of directors. The bylaws may contain any provisions for the regulation and management of the affairs of the charter holder that are consistent with law and the certificate of formation.

2. Amendment or Repeal a. The board of directors may amend, repeal, or adopt new by-laws, unless:

i. Chapter 22 of the Business Organizations Code or the corporation’s certificate of formation reserves the power exclusively to the corporation’s members;

ii. The management of the charter holder is vested in its members; or
iii. The members in amending, repealing, or adopting a particular by-law expressly provide that the board of directors may not amend or repeal that by-law.


C. Filing with the State Board of Education

1. A charter holder shall file with the State Board of Education (“SBOE”) a copy of its articles of incorporation and bylaws, or comparable documents if the charter holder does not have articles of incorporation or bylaws, within the period and in the manner prescribed by the SBOE.

*Tex. Educ. Code §12.119(a).*
200.030. UTPB STEM ACADEMY’S MISSION & VISION

The UTPB STEM Academy is based on the UT Tyler Innovation Academy Model. This model is grounded in the Texas STEM Academy Blueprint and guided by the beliefs that increasing parental involvement, high-level application of concepts, flexibility, and cross-disciplinary interactions of content all lead to significantly improved student achievement. Furthermore, we believe that the knowledge and skills acquired through project based learning are critical to success in post-secondary endeavors. Finally, we believe that online learning allows for student choice, flexibility in scheduling, and more individualized instruction for each student, all of which are critical factors to student success. We believe that these approaches more closely match the training and expectations of the workplace and better mirror the world today’s students live in each day.

The mission of the UTPB STEM Academy is to provide each student a nurturing and intellectually enriched educational environment that broadens their opportunities in science, technology, engineering and mathematics. The STEM Academy uses innovative, inquiry based instructional processes that foster each young mind’s ability to problem solve through the application of the knowledge and skills prescribed in the Texas state curriculum and the TEKS leading to the abilities and characteristics necessary for successful post-secondary attainment. As a member of the UTPB community, the STEM Academy is committed to helping students think clearly and critically through the identification and clarification of problems, questions, and issues; the collection and effective organization of information; the consideration of information through analysis; and the development of well-reasoned, logically supported conclusions in their academic exploration and inquiries. Not only do STEM academy students’ receive a high quality educational experience, their education is the center of a collaborative partnership between their home, the school, the university, and the community focused on developing tomorrow’s innovators, entrepreneurs and scientists.

These vision and mission statements will be reviewed and possibly revised by a representative UTPB STEM Academy stakeholder group.
200.40. BOARD OPERATING PROCEDURES
The governing body ("Board") of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Composition of the Board
Section 1.1. Number of Board Members. UTPB STEM ACADEMY’s Board shall consist of seven (7) members. This number includes:

Two (2) STEM faculty members of UTPB College of Arts and Sciences and/or the College of Business and Engineering;

Two (2) faculty members from the College of Education

Two (2) board members who are also parents.

Section 1.2. Selection and Terms in Office.

The faculty board members and the board president will be appointed by the UTPB President

The two parent representatives shall be nominated and voted upon by parents using an anonymous online voting procedure.

Each board position will be two years and length and will be staggered.

Section 1.3. Officers. The Board shall consist of the following officer positions:

a. President

i. The President of the Board is empowered to chair all Board meetings. In the President’s absence, authority to chair a meeting shall be delegated to another Board member.

b. Secretary

i. The Secretary shall record the minutes of each Board meeting. In the Secretary’s absence, a Board member or another individual shall be designated to record the minutes.

Section 1.4. Vacancies and Removals.

Vacancies and removals shall be conducted in accordance with applicable law.

SECTION 2. Open Government
The Board shall comply with the Texas Open Meetings Act and the Texas Public Information Act.
SECTION 3. Annual Report on Charter Governance
The Chair of the Board, or the Chair’s designee, shall ensure that by November 1st of each year the annual report on charter governance is submitted to the Texas Education Agency.
200.060. BOARD MEMBER DUTIES AND RESPONSIBILITIES

The governing body ("Board") of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Responsibility and Accountability
The Board of UTPB STEM ACADEMY assumes ultimate responsibility for the management, operation, and accountability of UTPB STEM ACADEMY.

SECTION 2. Fiduciary Duty
Each member of the UTPB STEM ACADEMY Board assumes the fiduciary duties of obedience, loyalty, and due care to UTPB STEM ACADEMY.

SECTION 3. Evaluation of Superintendent
The Board shall conduct a minimum of one performance evaluation per calendar year of the executive director of UTPB STEM ACADEMY.

SECTION 4. Web Posting of Board Member Names
The names of the members of the board of the open-enrollment charter school shall be continuously posted on the homepage of the school’s Internet website.
200.080. BOARD MEMBER TRAINING

The governing body ("Board") of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Board Member Training
Each member of the Board assumes responsibility for the required training.

SECTION 2. Record of Board Member Training
The Chair of the Board or the Chair’s designee shall maintain records concerning training hours of each member of the board.
The governing body ("Board") of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

The Board of UTPB STEM ACADEMY shall comply with all applicable nepotism statutes and rules.

If a charter holder or charter school board member, an officer of the board of a charter school or charter holder, or a superintendent or chief executive officer of a school to whom the board of directors has delegated the final authority to select school employees, is related to one of the following individuals then that related individual may not be employed by the charter school:

*Charter Official includes charter holder board member, charter school board member, or officer of a charter school.
200.120. CONFLICTS OF INTEREST

Section 1.
For purposes of compliance with Chapter 171 of the Texas Local Government Code, which relates to board members and other officers of the charter school doing business with the charter school, affected board members and employees must execute one or both of the attached affidavits, as appropriate. Affected board members or employees must timely file the executed affidavit with the official record keeper of the charter holder when circumstances require such a filing.

Section 2.
For purposes of compliance with Chapter 176 of the Texas Local Government Code, which relates to the receipt of income or gifts from persons or entities that have entered into or seek to enter into a contract with the charter school, the UTPB STEM ACADEMY Board of Directors extends the CIS Form reporting requirements to the following additional employment positions:

a. Chief Financial Officer
b. Business Manager
c. Director of Purchasing
d. Accounting Clerk
e. Campus Administrators

The Superintendent must maintain a list of persons employed in these positions and ensure compliance by these employees with the CIS Form reporting requirements.

Section 3. Managing CIQ Form Records
The Superintendent or the Superintendent’s designee must maintain a list of the charter holder’s local government officers and must make that list available to the public and any vendor required to file a Conflict of Interest Questionnaire (CIQ) form.

Section 4. Web Posting Requirement
TCSA Note: Adopt only if the charter school maintains a website.
The Superintendent must ensure that completed CIS Forms and CIQ forms are posted to the charter’s Internet website.
AFFIDAVIT FOR SUBSTANTIAL INTEREST IN REAL PROPERTY

State of Texas
County of

I, ____________________________, a local public official under Texas law, do hereby swear and affirm that I have a substantial interest in the real property described below and that it is reasonably foreseeable that a board vote, decision, or other action on the matter will have a special economic effect on the value of the property, distinguishable from its effect on the public.

The nature and extent of my interest in the real property is as follows:

________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________

Address and Description of the Real Property:

________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________

Concerning the real property described above, I hereby affirm that _____ I have or _____ a person related to me within the third degree by blood (consanguinity) or marriage (affinity) has an equitable or ownership interest with a fair market value of $2,500 or more.

I further affirm that I will abstain from further participation on any matter before the

School Board of Directors concerning this real property.

These statements are based on my personal knowledge and are true and correct.

Signed this _____ day of __________________________, 2010.

________________________________________________________________________

(Signature of Charter School Official)

________________________________________________________________________

(Name of Charter School Official)
ACKNOWLEDGEMENT CERTIFICATE BY NOTARY PUBLIC:

This instrument was acknowledged before me this____ day of______________, 2010.,
by__________________________________________________________
(Name of Charter School Official)

____ Personally known or ____ Produced ______________________________________
as identification.

(NOTARY SEAL)

__________________________________________________________
(Signature of Notary Public)

__________________________________________________________
(Printed Name of Notary)
Notary Public, State of Texas
AFFIDAVIT FOR SUBSTANTIAL INTEREST IN BUSINESS ENTITY

State of Texas
County of ________________________________

I, ________________________________, a local public official under Texas law, do hereby swear and affirm that I have a substantial interest in the business entity described below and that a board vote, decision, or other action on the matter will have a special economic effect on the business entity that is distinguishable from its effect on the public.

The nature and extent of my interest of the real property is as follows:

________________________________________________________

________________________________________________________

________________________________________________________

Address and Description of the Real Property:

________________________________________________________

________________________________________________________

________________________________________________________

Concerning the business entity named above, I hereby affirm that ______ I or ______ a person related to me within the third degree by blood (consanguinity) or marriage (affinity):

______ own or owns 10% or more of the voting stock or shares of the business entity

______ own or owns 10% or more of the fair market value of the business entity

______ own or owns $15,000 or more of the fair market value of the business entity

______ received funds from the business entity that exceeded 10% of the person’s gross income for the previous year.

I further affirm that I will abstain from further participation on any matter before the

________________________________________________________

School Board of Directors concerning this business entity.

These statements are based on my personal knowledge and are true and correct.

Signed this _____ day of ______________________, 2010.

____________________________
(Signature of Charter School Official)

____________________________
(Name of Charter School Official)
ACKNOWLEDGEMENT CERTIFICATE BY NOTARY PUBLIC:

This instrument was acknowledged before me this____day of_______________, 2010., by ____________________________________________
(Name of Charter School Official)

_____ Personally known or _____ Produced ________________________________
as identification.

(NOTARY SEAL)

(Signature of Notary Public)

(Printed Name of Notary)
Notary Public, State of Texas
200.140. RESTRICTIONS ON SERVING AS A BOARD MEMBER OR OFFICER

The governing body ("Board") of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Criminal History Records

Section 1.1. Criminal Background Check for Members of the Board. Before an individual becomes a member of the Board, and every third year thereafter, the Chair of the Board or the Chair’s designee shall ensure that all criminal history record information is obtained, as frequently as the law requires, from the Texas Department of Public Safety.

Section 1.3. Criminal History Background Checks for Officers of the Charter School. Before an individual becomes an officer of the charter school, the Superintendent or Superintendent’s designee shall ensure that all criminal history record information is obtained from the Texas Department of Public Safety. After the initial check, the Superintendent or Superintendent’s designee shall ensure that such a criminal history check is conducted as frequently as the law requires.

Section 1.3. Confidentiality. The Superintendent of UTPB STEM ACADEMY shall ensure that criminal history information is released only to legally authorized entities.

Section 2. Majority of Board Members as Qualified Voters

The Board shall ensure that at all times at least a majority of the members of the Board are qualified voters in the state of Texas.
200.160. COMPLIANCE RECORDS ON NEPOTISM, CONFLICTS OF INTEREST, & RESTRICTIONS ON SERVING

The governing body (“Board”) of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Compliance Record Maintenance
The Superintendent shall maintain the compliance records for state conflict of interest standards as required by law.

SECTION 2. Compliance Form
As a means toward complying with this policy, the Superintendent may require each member of the governing body of the charter holder, each officer of the charter school, each member of the governing body of charter school, and each employee of the charter school to complete the form template attached this policy.
COMPLIANCE RECORD FOR STATE CONFLICT OF INTEREST STANDARDS

Date of Completion by the Named Individual ________________________________
Date of Expiration of this Compliance Record ________________________________
(i.e., three years after the date of completion)

Name: ________________________________________________________________
Title: ________________________________________________________________

Indicate whether you are:

_____ member of governing body of charter holder

_____ officer of the charter school (including a chief executive officer, a central administrative officers, a campus administration officer, or a business manager; or a volunteer working under the direction of a charter holder, charter school, or management company)

_____ member of governing body of charter school

_____ employee of a charter school (anyone employed by the charter who is not considered an “officer of the charter school” as defined above.

Describe your specific powers and duties:

____________________________________________________________________

____________________________________________________________________

____________________________________________________________________

State legal name of the individual:

Current Legal Name:

__________________________

Aliases:

Formerly Used Names (including maiden name):

__________________________

Provide a full and complete list of your business interest in or transactions with any charter holder, charter school, or management company:

____________________________________________________________________

____________________________________________________________________

____________________________________________________________________

____________________________________________________________________

____________________________________________________________________
List all of your relatives within the third degree of by blood and by marriage who:

1. are employed by the charter holder or charter school:

   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________

2. conduct business transactions with the charter holder or charter school:

   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________

3. serve on the governing body of the charter holder or charter school:

   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________

4. have a substantial interest in a management company:

   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________
   ________________________________________________________________
200.200. CHIEF EXECUTIVE OFFICER

The governing body ("Board") of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Powers & Duties

Section 1.1. Non-Delegable Powers and Duties. The Superintendent shall not delegate the following powers and duties:

a. Organizing the charter school’s central administration;

b. Approving reports or data submissions required by law; and

c. Selecting charter school employees or officers.

SECTION 2. Training

The Superintendent shall comply with and keep accurate records concerning the commissioner of education rules governing training of open-enrollment charter Superintendents.

SECTION 3. Annual Evaluation

The Board of Directors shall conduct an annual evaluation of the Superintendent.

SECTION 4. Development of Administrative Procedures

The Superintendent, or the Superintendent’s designee, shall develop administrative procedures by which to implement Board policy.

SECTION 5. Posting of Superintendent Salary

Each year the Superintendent or Superintendent’s designee shall post the salary of the Superintendent on its Internet website.
200.220 CAMPAIGN CONTRIBUTIONS TO THE STATE BOARD OF EDUCATION

The governing body (“Board”) of UTPB STEM ACADEMY adopts the following policy which shall be effective on the date that the policy is adopted by the Board.

SECTION 1. Disclosure

SECTION 1.1 Disclosure. Board members, employees, and agents of UTPB STEM ACADEMY shall disclose whether, at any time in the preceding four years, the person, corporation, or other legal entity made a campaign contribution to a candidate for or to a member of the State Board of Education (SBOE).

SECTION 1.2. In Writing. The disclosure will be made in writing to the commissioner of education within the timeline and in the format established by the SBOE Rule.

SECTION 2. Benefits Conferred

SECTION 2.1. Disclosure. The Board members, employees, and agents of UTPB STEM ACADEMY shall disclose in the same manner, as stated in Section 1.2 of this policy, any benefit conferred on a candidate for or member of the SBOE during the preceding four years.

SECTION 3. Continuing Duty to Report

SECTION 3.1. UTPB STEM ACADEMY, its employees, agents and any contracted management company has a continuing duty to report contributions or expenditures made through the term of a contract, grant, or charter and shall within 21 calendar days notify the commissioner of education upon making a contribution or expenditure covered by this section.

SECTION 4. Management Services Companies

SECTION 4.1. The Superintendent shall ensure that any contract between UTPB STEM ACADEMY and a management services company includes an acknowledgement by the management services company of its duty to make disclosures of political campaign contributions and benefits conferred to candidates for or members of the State Board of Education.

SECTION 5. Political Advertising

The Superintendent shall ensure that no state funds are expended by the UTPB STEM ACADEMY for any political advertising.

The Superintendent shall ensure that any contract between UTPB STEM ACADEMY and a management services company includes a prohibition against the expending of state funds for political advertising by the management company.
200.230 EVALUATION OF PERFORMANCE IN COMMUNITY AND STUDENT ENGAGEMENT; COMPLIANCE

Section 1. Evaluation of Performance
This policy is effective with the 2013-2014 school year. The board of directors of UTPB STEM ACADEMY shall evaluate the school’s performance and the performance of each campus of the charter school in community and student engagement and in compliance. The following programs or specific categories of performance must be evaluated at each campus:

1. Fine arts
2. Wellness and physical education
3. Community and parental involvement
4. 21st Century Workforce Development Program
5. Second Language Acquisition Program
6. Digital Learning Environment
7. Dropout Prevention Strategies
8. Gifted & Talented Educational Programs
9. The record of the charter school and each campus regarding compliance with statutory reporting and policy requirements.

Section 2. Method and Criteria for Evaluation
The Superintendent, or Superintendent’s designee, shall complete the TCSA Quality Framework, which provides an objective and comprehensive evaluation for each category required above.

The following criteria shall be used to evaluate the performance of the school and each campus in the categories described above:

1. The record of the charter school and each campus regarding compliance with statutory reporting and policy requirements; and

2. The results of the TCSA Quality Framework regarding performance of the school and/or each campus of the school in the applicable categories.
Section 3. Assignment of Performance Rating & Report to the Texas Education Agency

No later than July 15th the Board of Directors shall assign the charter school and each campus of the charter school the performance rating based on the analysis and review of the TCSA Quality Framework data. The Superintendent or Superintendent’s designee, shall report each performance rating to the Texas Education Agency no later than August 8th of each year.