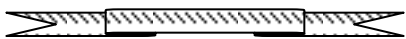


EL CAMINO REAL ACADEMY



GOVERNING COUNCIL BYLAWS FY13

ARTICLE I MISSION STATEMENT

Together with parents and the community, El Camino Real Academy, (“ECRA”), a New Mexico public charter school created pursuant to the Charter Schools Act, NMSA 1978 §§22-8B-1, *et seq.*, is committed to creating a professional learning community that empowers students to learn the interconnection between real-world problem solving and academic success, which leads to mastery of life skills and recognition of the patterns that are intrinsic to all knowledge.

ARTICLE II NAME OF GOVERNING BODY AND SCHOOL

The name of ECRA’s governing body shall be known as the “Governing Council,” and referred to in these bylaws as “The Council.”

ARTICLE III EQUAL OPPORTUNITY

ECRA affirms its commitment to providing equal treatment of all of its students, parents and employees. Neither ECRA or the Council shall discriminate against any student, parent or employee on the basis of race, age, religion, color, national origin, ancestry, sex, physical or mental handicap, serious medical condition or sexual orientation or gender identity with respect to his/her rights, privileges, programs, activities, and/or in the administration of its educational programs and athletics/extracurricular activities.

ARTICLE IV GOVERNANCE AND TRAINING

The Council has a responsibility to ensure that ECRA operates in accordance with all applicable laws and regulations, and meets its commitments to its authorizer, Albuquerque Public Schools (“APS”) Board of Education, and to the New Mexico Public Education Department (“NMPED”) as reflected in its charter. Council members have a responsibility to be familiar with the terms of the ECRA charter and legal responsibilities of public schools. Council members must become educated about public school laws and applicable rules and regulations. All ECRA Council members are required to attend annual mandatory training that explains New Mexico Public Education Department rules, policies, and procedures, statutory powers and duties of charter school governing bodies, legal concepts pertaining to public schools, finance and budget and other matter deemed relevant by the NMPED. In particular, the ECRA Council recognizes that the following New Mexico statutes and rules are applicable to public charter

schools and each member commits to take necessary steps to become familiar with these provisions:

- Charter Schools Act (NMSA 1978 §§ 22-8B-1 et seq.)
- School Personnel Act (NMSA 1978 §§ 22-10A-1 et seq.);
- Procurement Code (NMSA 1978 §§ 13-1-1 et. seq.);
- Open Meetings Act (NMSA 1978, §§ 10-15-1 et seq.);
- Public School Finance Act (NMSA 1978 §§22-8-1 et seq.)
- New Mexico Public Education Department regulations, (contained in Title 6 of the New Mexico Administrative Code).

To the extent ECRA has not specifically requested and been granted a waiver from a particular NMPED or APS Board of Education policy, those policies which have not been waived, shall apply.

ARTICLE V

GOVERNING COUNCIL POWERS AND RESPONSIBILITIES

The primary powers and duties of the Council are to:

1. Develop educational and operational policies for the ECRA;
2. Employ ECRA's head administrator, who shall be referred to hereafter as the "Principal," evaluate the Principal annually; and set the salary schedule for certified/licensed employees;
3. Charge the Principal with the responsibility of implementing the charter; employing, fixing the salaries of, assigning, terminating and discharging all ECRA employees; carrying out ECRA's policies and procedures, facilities plans, budget, and such other directives and policies adopted by the Council from time to time. The Governing Council shall not be involved in the day-to-day operations of the school;
4. Review, approve and monitor implementation of the annual ECRA budget;
5. Acquire, lease and dispose of property, both real and personal to the extent permissible by laws applicable to public charter schools;
6. Initiate lawsuits or take all necessary steps to protect the ECRA's interests;
7. Consistent with ECRA's budget authority, approve contracts for the repair and maintenance of all property belonging to the ECRA or for which ECRA is contractually responsible to maintain and repair, which authority may be delegated to the Principal up to an amount not exceeding \$7,500;
8. Enter contracts consistent with the ECRA approved budget for any service or activity that is required for ECRA to perform in order to carry out the educational program described in the ECRA charter. The Council may delegate its authority hereunder to the Principal for contracts not exceeding \$25,000, except in cases of employment contracts which shall be delegated to the Principal consistent with ECRA's budget authority and the Council's adopted salary schedule;
9. Develop, adopt and amend policies and procedures pertaining to the administration of all powers or duties of the Council and ECRA;
10. Accept or reject any charitable gift, grant, devise or bequest. Each particular gift, grant, devise or bequest accepted shall be considered an asset of the ECRA;

11. Approve amendments to the Charter prior to presentation to the APS for approval;
12. Make application to APS or then NMPED for capital outlay funds and to be included in APS's five-year facility plan;
13. Negotiate with APS to provide transportation to students eligible for transportation under the provisions of the Public School Code as deemed necessary and/or other services consistent with ECRA's charter;
14. Open other locations for operation of ECRA as consistent with the charter;
15. Address problems through the applicable dispute resolution processes according to policies and procedures;
16. Review and consider recommendations submitted by the Principal and other advisors to the Council;
17. Promote a cooperative relationship with its charter authorizer; to function in accordance with the New Mexico Charter School Act and resolve any dispute, which may arise between ECRA or its Council and APS officials or the APS School Board to the mutual benefit of the operation of ECRA and its authorizer/local supervisory authority; and
18. Such other powers and authorities as provided for by law.

ARTICLE VI

COLLECTIVE AUTHORITY OF COUNCIL

The Council will not be bound by any statement or action by an individual Council member, unless the Council, by majority vote in a properly convened meeting, delegates authority to that individual member to speak for or represent the entire Council. Unless acting pursuant to said express-delegated authority from the Council, no Council member shall undertake any individual action to implement any plan or action of the Council. When a Council member is assisting the Principal with implementing school policies, programs or other directives of the Principal the Council, in this role the Council member shall be considered a volunteer and have no special authority beyond that of a volunteer.

ARTICLE VII

COUNCIL MEMBERSHIP

1. Positions and Qualifications. ECRA Governing Council shall have no fewer than 5 (five), but no more than nine (9) voting members. The ECRA GC shall strive to have the following composition; at least one (1) parent who has a child currently enrolled in ECRA; with the balance of the council to be qualified individuals who have experience in business, education, law, finance, real estate and such other fields beneficial to ECRA's mission and the efficient, sound governance of ECRA. The candidates for positions on the Governing Council shall be considered based upon their professional skills, demonstrated collaborative and problem-solving skills and attitudes, their ability and willingness to devote substantial time and energy to serving on the Council (including the requirement that each Council member shall regularly participate in the activities of at least one Council committee), and their commitment to acting in the best interests of ECRA as a whole, rather than for the interests of any particular person or group. The Council shall determine, prior to February 1 of each school year, whether the make-up of the Council shall be increased or otherwise changed.

2. Member Terms. There shall be no limit on the length of a member's tenure on the ECRA Council.

3. Vacancies. A vacancy on the Council caused an increase in the number of council members, a member's resignation, or a member's removal by vote of the Council, will be filled by majority vote of the remaining Council members. To fill any vacancy the Council shall convene to appoint a Nominating Committee who will recommend candidates to fill the vacancy. If Council membership falls below five (5) the vacancy shall be filled within sixty (60) days from creation of the vacancy. The Nominating Committee shall be one Council member and the Principal or his/her designee, who shall meet and solicit written applications, recruit potential candidates, and screen applicants and recruits for each of the positions on the Council to be filled. The Nominating Committee shall recommended candidates to the Council at a public meeting. The Council shall thereafter select new members by a majority vote.

4. Disqualifications/Nepotism Rule. In no event shall a Council member be an ECRA employee, spouse of another Council member, or have a contract for provision of services or property with ECRA. The Council will not initially employ as Principal a person who is a Council member (unless the offer of employment is contingent upon such member's resignation from the Council), the spouse, father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, or daughter-in-law, sister, sister-in-law, brother, brother-in-law, or sibling (collectively "family members") of any Council member. Upon petition by the Principal, the Council may approve the Principal's hiring of the Principal's family members by majority vote at a public meeting. Prior to approving the Principal's request to hire said individual, the Council shall carefully consider the potential impact on the integrity, efficiency, discipline and public perception of ECRA in the employment of any person who is a family member of the Principal or the parent of a currently enrolled ECRA student. Nothing in this section shall prohibit the continued employment of a person employed on or before the adoption date of these Bylaws.

5. Attendance. Council members are expected to regularly attend Council meetings. If a Council member anticipates that he or she will not be able to attend a meeting, the Council member shall notify the President or designee of his or her impending absence in advance of the meeting. If a Council member, as a result of an emergency or illness, is unable to notify the President or designee of the Council in advance that he or she will be unable to attend a meeting, the Council member shall notify the President or designee in a timely manner following the meeting of the reason for his or her absence.

6. Removal from Council. A Council member may be removed by a majority vote of the remaining Council members for the following reasons:

- a. If a member misses two consecutive regular meetings or two out of six consecutive regular meetings except when such absence is due to exigent circumstances;
- b. If a member violates any policy or procedure adopted by the Council;
- c. If the Council determines that a member is not acting in the best interest or is otherwise obstructing the business of the Council;
- d. Violation of the member's duty of loyalty; or
- e. Any other ground the Council deems appropriate.

7. Resignations. A member shall state his/her intent to resign and the effective date of the resignation in writing to the Council President. A member's resignation shall be effective upon the date stated in the letter of resignation. A Council member becomes an employee of ECRA

will be deemed to have automatically resigned from his or her position on the Council, effective no later than the first day of his/her employment. ___

ARTICLE VIII

OFFICERS OF THE COUNCIL

1. Officers of ECRA Council. The officers of the ECRA Council shall be a president, a past-president, and a secretary/treasurer. ECRA may, by a majority vote, create different categories of officers without requiring an amendment to these bylaws. The duties of certain 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, be performed by the next officer set forth in the following sequence: president, past president, secretary/treasurer.

2. Election and Tenure. All officers shall be elected by a majority vote of the Council. Officers shall serve for one (1) year terms; and be limited to a maximum of two (2) consecutive terms. Regular election of officers shall take place at the first regular meeting of the ECRA Council in February of each school year or until their successors have been duly elected and qualified, or until their death, resignation or removal. Officers’ terms shall begin at the meeting immediately following the meeting of the Council at which the officer is elected.

3. Resignations and Removal. An officer may resign at any time by giving written notice to the president or to the secretary, the acceptance of such resignation shall not be necessary to make it effective. An officer may be removed by the Council whenever in its judgment the officer fails to perform the duty of his/her office or such other duties as appointed by the Council, or the best interests of the School would be served thereby.

4. Vacancies. A vacancy in any office may be filled by a majority vote of the Council for the unexpired portion of the term of the officer being replaced.

5. President. The president of the Council shall preside at all meetings. She/he shall have the right, as other members of the Council, to make or second motions, to discuss questions, and to vote. The president of the Council may not take any action on behalf of the Council or ECRA without prior specific authority from a majority of the 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 Council. The president shall sign legal documents as required by law and perform such other duties as may be prescribed by the Council. It is the president’s responsibility to ensure that Council members uphold their commitments/responsibilities to the school. The president is responsible for compiling the topics for business to be placed on the agenda.

6. Past-President. The office of past president is created to ensure institutional continuity. If the past-president resigns from the Council, the Council shall elect a vice-president. The officer in this position 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 past-president or vice-president will act in the capacity of the president until the office has been filled by a vote of the Council membership.

7. Secretary/Treasurer. The secretary/treasurer shall be familiar with the fiscal affairs of the School and keep the Council informed thereof in the event that the school’s Business Manager is unable to so act. He/she will have knowledge of public school finance

laws, rules and policies and shall serve as the chair of the ECRA's Finance Committee and Audit Committee. He/she shall attend the PED Spring Budget Workshop and/or any other financial regulatory training recommended by the Council, Principal or the Business Manager. As secretary to the Council, this office shall keep the minutes of the Council meetings, subject to the direction of the president, ensure that all notices are given in accordance with the provisions of the charter, Council policies and as required by law; shall countersign, when required, all authorized 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 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 Council's review. The secretary will review the minutes prior to presentation to the Council for approval. The secretary or the Council's designee shall be responsible for presenting the minutes to the Council at meetings.

8. Compensation. The officers shall not be compensated for their services; however, they may be compensated for reasonable expenses in accordance with the New Mexico Mileage and Per Diem Act.

9. Directors and Officers Insurance. The Council may secure officers and directors insurance in excess of the coverage provided by the New Mexico Public School Insurance Authority upon appropriate approval of the Council and if provided for in the school's approved budget.

ARTICLE IX COUNCIL COMMITTEES

1. Standing Committees. The Council may establish standing committees, which may consist of Council members and non-Council members. Committee assignments and chairmanships will be determined by action of the entire Council, provided that at least one Council member shall serve on each committee. Standing committees of the Council shall include a Finance Committee and Audit Committee as defined by NMSA 1978 §22-8-12.3(2010); and a Nominating Committee, as defined in Article VII, Section 3. The time and place of all committee meetings shall be announced to the Council. Except for the audit committee, all Council members may attend any committee meeting if the meetings are properly noticed pursuant to the Open Meetings Act when a quorum will be present.

2. Principal's Committees. The Principal is empowered to establish committees within the school that report to the Principal. The Principal shall advise the Council about the purpose of the committees and activities affecting the school.

3. Ad Hoc Committees. The Council may appoint *ad hoc* advisory committees when and as determined to be necessary or advisable by the Council. Ultimate authority to make decisions will continue to reside with the Council.

4. Committee Functions. The function of Council committees will be fact-finding, deliberative, and advisory, rather than legislative or administrative. Committee recommendations that require school-wide policy changes must be submitted to the Council. The organization, responsibilities and rules of each committee created by the Council shall be reflected in a resolution approved by the Council. All committees shall keep written minutes of their

meetings, and shall periodically present written reports to the Council containing committee recommendations. Committees shall comply with the Open Meetings Act, when applicable.

ARTICLE X COUNCIL MEETINGS

1. Council Meetings. The ECRA Governing Council will comply with the New Mexico Open Meetings Act. NMSA 1978 §10-15-1. Regular meetings of the Council will be scheduled as determined to be reasonable and necessary for ECRA and set forth in the Council's annual resolution. Council meetings will be held at 3713 Isleta Blvd. SW, Albuquerque, New Mexico, or such other location as may be determined by the Council. Special meetings of the governing body may be called by the Council president or at the request of a Council member, in accordance with the Open Meetings Act. The Council shall consider at least once annually what constitutes reasonable notice for all regular, special and emergency meetings as contemplated by the New Mexico Open Meetings Act and, thereafter, pass an appropriate resolution adopting policies and procedures for complying with the Act. The Resolution shall be posted for public information.

2. Council Agenda. The President of the Council shall set the council agendas. A request to have an item placed on the agenda must be submitted in writing to the President at least 24 hours prior to the required time the agenda must be posted. The President or designee shall provide a copy of the agenda and strive to provide all documentation to be considered by the Council at the meeting to each Council member at least 24 hours prior to the meeting. The agenda shall be posted for the public in accordance with the Open Meetings Act.

3. Council Record. A record of all actions of the Council will be set forth in the official minutes of the Council. The minutes and recordings will be kept on file pursuant to New Mexico record retention requirements. The Council will maintain a separate handbook of its minutes and resolutions passed by the Council, which shall be available for public inspection.

4. Council Minute and Records. The Council shall delegate responsibility for taking minutes of all Council meetings to the ECRA' administrative staff who shall provide thereof draft copy of the minutes to the Council Secretary prior to the next regular meeting of the Council. The Secretary shall present the draft minutes for approval at the next regular Council meeting. The Principal or his/her designee shall also supervise the Governing Council handbook of resolutions passed by the Council and the indexed record of action. A draft copy of the minutes shall be made available for public review by no later than 10 days after each meeting of the Council.

5. Quorum. A of the ECRA quorum shall consist of a simple majority of Council members in office. When a quorum is present any action may be taken by a majority vote of those members present.

6. Procedure. Roberts' Rules of Order, newly revised, will govern the Council, except when in conflict with applicable laws or regulations, which then prevail. Most action items are handled by appropriate motion procedures.

7. Attendance via Telephone Conference Call. Except to the extent otherwise provided by law, any meeting of the 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 Council who speaks during the meeting. Such attendance shall constitute presence by the Council member as if in person at such meeting and for purposes of determining a quorum. Any action taken by the Council at such meeting shall constitute a valid action of the Council.

ARTICLE X

CONFLICT OF INTEREST POLICY

1. General Principles. It is the responsibility of all Council members to conduct themselves in accordance with the highest standards of integrity, honesty, and fair dealing to preclude any appearance of a conflict between the interest of ECRA and the personal interests of the member. Likewise, it is the responsibility of the Council to ensure that the school conducts all its business and operations impartially in accordance with all laws. All hiring and other transactions imposing financial and/or legal obligations on ECRA shall be made with the best interests of ECRA as the foremost consideration.

The Council also recognizes that the ultimate success of ECRA depends upon the active participation, cooperation and collaboration of all stakeholders. Sometimes, the best interests of ECRA may involve the creation of relationships that might create an appearance of impropriety or potential for abuse of position, if not carefully evaluated by disinterested parties. ECRA therefore has established this policy to guide Council members in their actions or relationships, so that they will avoid the appearance of having their judgment or the performance of their duties compromised.

2. Conflict of Interest Definition. A conflict of interest occurs whenever a Council member permits the prospect of direct or indirect personal gain (or gain to a relative or Related Party) to influence improperly his or her judgment or actions in the conduct of ECRA business.

It is not practical to specify every action that might be considered to raise a conflict of interest. Consequently, Council members should immediately disclose to the Council any circumstance that may give rise to the appearance of a conflict of interest. The following situations describe examples of direct conflicts of interest that should be reported to the Council and avoided by Council members.

a. Acquiring, leasing, selling any property, facilities, materials, or contract services (e.g., financial, legal, public relations, computers) by ECRA under circumstances in which there is direct or indirect compensation to a Council member, or his/her relative or a Related Party of the member.

b. Using confidential information acquired by virtue of the member's associations with ECRA for their individual or another's private gain.

c. Requesting or receiving and accepting a gift or loan to the member or a Related Party that tends to influence the member or appear to influence the member in the discharge of his/her duties as Council members.

d. Influencing or having the appearance of influencing business with suppliers to ECRA, which results in the financial benefit to the member, his or her relatives or a Related Party.

3. Transactions with Interested Council Members. Neither the Council nor ECRA shall enter into a financial transaction with any Council member or a Related Party of a member unless during a public meeting: (a) the nature of the direct or indirect financial interest is fully disclosed to the Council; (b) the transaction is expressly approved by a majority of the Council

members present at such meeting who have no direct or indirect personal financial interest in the transaction; and (c) the Council has established that: (i) the transaction is financially no less favorable to ECRA than would be available in an arm's length transaction between unrelated parties; (ii) no Council member will be, as a result of ECRA entering the transaction in question, in a position to influence decisions relating to the questioned transaction and (iii) the benefits to ECRA outweigh any appearance of a conflict of interest. A written contract or other written memorandum shall evidence all such interested transactions approved by the Council, and be reflected in Council minutes.

4. Related Party. For purposes of these Bylaws, a "Related Party" is an individual, business enterprise, nonprofit organization or other entity with respect to which such Council member, or a relative of such a Council member (i) has a direct or indirect financial interest; (ii) is an officer or director; or (iii) is otherwise in a position to control the management or decision-making of such entity.

5. Deliberations and Voting on Conflict Issues: In order to avoid conflicts of interest and the appearance of impropriety Council members shall not participate in any meeting, deliberation, or vote of the Council relating to (i) the discipline of himself or herself; (ii) discipline or employment decisions affecting any relative of the Council member; or (iii) the Council's consideration of any transaction affecting the member for purposes of determining whether a conflict of interest exists. Disciplinary matters pertaining to a Council member shall be held in an open meeting and may not be convened to a closed session unless the discussion may implicate matters properly exempted by the Open Meetings Act.

6. Violation of Conflict of Interest Policy. Upon discovery of a possible infraction of the ECRA Conflict of Interest Policy, the discovering party is required to immediately notify the Council president and Principal. The matter shall be considered and resolved at the next regularly scheduled meeting of the Council. If the Council decides that an ECRA employee, Council member, or volunteer has violated the conflict of interest rules or otherwise abused or attempted to abuse his or her position at ECRA, the Council shall review and recommend appropriate action.

7. Annual Disclosure Statement. Each Council member shall complete an "Annual Disclosure Statement," in which he/she is responsible for disclosing to the Council the existence of any such direct or indirect interest. Failure to make such disclosure shall be grounds for voiding the transaction, at the discretion of the Council.

ARTICLE XI

COUNCIL MEMBERS' ETHICAL OBLIGATIONS AND DUTIES

1. Misuse of Position. A Council member shall not use his or her position at ECRA to attempt to influence the decision of any ECRA employee to grant special treatment to (a) the child or ward of the member, (b) any relative of the member, or (c) any "Related Party" as defined in Article X. Every Council member and every ECRA employee who is a parent or ward of a ECRA student shall inform his or her child that he or she is required to follow all rules, policies and procedures applicable to ECRA students, that he or she is not entitled to special treatment by virtue of the relationship with a Council member or employee, and that any attempt to seek such special treatment may result in disciplinary action.

2. Commitment to Collaboration. All Council members shall work collaboratively with each other, with the sole goal of achieving ECRA's educational mission. The Council has

been constituted so as to include a broad spectrum of experience and perspectives, and every Council member shall be afforded the opportunity to express his or her opinion, in a professional manner, about matters before the Council. Council members shall refrain from non-constructive or personality-based comments that do not advance ECRA's mission. Because the Council makes decisions as a deliberative body, it is expected that, except in extraordinary circumstances, Council members will voice their opinions to other Council members about Council matters in the context of Council and/or committee meetings, rather than in private communications among Council members.

3. Confidentiality. Council members shall be expected to keep confidential any deliberations or discussions that take place in the closed session meetings. It is expected that Council members will raise concerns or share information about closed session meetings within the context of Council and/or other committee meetings with other members of the Council and appropriate staff members only. A member's obligation to maintain confidentiality shall survive the Council member's tenure on the ECRA Council.

ARTICLE XII MISCELLANEOUS

1. Alternative Dispute Resolution Programs. The Council recognizes the existence and effectiveness of alternative dispute resolution programs. Use of alternative dispute resolution programs can result in the early, fair, efficient, cost effective, and informal resolution of disputes. Appropriate use of alternative dispute resolution methods by ECRA is hereby determined to be in the best interest of the school. The Council shall publish a thorough and concise set of dispute resolution policies and provide them in the appropriate School policy publications as they apply.

2. Policy Adoption. Adoption of new policies or the revision or repeal of existing policies is solely the responsibility of the Council. Proposals regarding policies may originate from Principal, a Council member, Council advisors, or committees formed by the Council for the purpose of investigating and developing policy. Staff members, students, civic groups, parents or other interested citizens may request that a Council member or the Principal sponsor a proposed policy.

The Council will adhere to the following described procedure in considering and adopting policy proposals to ensure that such proposals are thoroughly examined before final action. After review, the Governing Council will make such proposed policies available where Council minutes are posted for public comment by affected stakeholders for a period of at least seven (7) days. Comments on the proposed policies must be submitted in writing to the Principal by the deadline specified by the Council or be given in person at the public meeting at which the policy will be considered by the Council. Following such public comment period, the Council shall consider those comments received by the deadline and determine whether changes to the initial draft policies should be implemented. After such consideration by the Council, and adoption of any recommended changes, the Council shall present its final recommended policies or revisions. The public comment process shall apply to all policies proposed by the Council after the date these Bylaws are adopted by the Council.

3. Amending Governing Council Bylaws. Any section or subsection of the Governing Council Bylaws that law may be altered, suspended or revoked only by 2/3 two thirds of a quorum vote of the Governing Council.

4. Signatory Authority. The Governing Council may by a majority vote, delegate authority to sign contracts as described by resolution, to the Principal consistent with Article V, paragraph 7 and 8. All checks must be signed by two authorized individuals, neither of which may be ECRA's business manager.

5. Dissolution of the Charter. If deemed advisable by the Council that ECRA's charter should be dissolved, ECRA in collaboration with the Albuquerque Public Schools and the New Mexico Public Education Department shall devise an appropriate plan for closing the school and transferring assets as required by the New Mexico Charter School Act and such other applicable laws and regulations.

CERTIFICATE OF ADOPTION

The undersigned officers hereby certify that these Bylaws were duly adopted by the ECRA's Governing Council on May10, 2011.

By: _____
President

See attached Board Minutes