



Policy Type: Governance Policies
Policy Number: GP-13

Board Bylaws

Board Organizational Meeting

Within 15 days after the school district receives the official abstract of votes, the Board shall meet in an organizational session at a regular or special meeting for the purpose of selecting officers.

The incumbent president of the Board shall preside until a successor is elected, whereupon the successor will assume the chair.

Following the swearing in of the newly-elected Board member or members, the following officers, in order, shall be elected or appointed: president, vice president, secretary and treasurer.

Nominations for president and vice president shall be made from the floor and voting shall be by roll call or secret ballot. Should no nominee receive a majority vote of Board members, the election shall be declared null and void, further nominations may be made and the roll call or secret ballot vote shall be retaken.

The president and vice president shall serve two-year terms and shall hold office until their successors are elected.

The Board shall then appoint a secretary and treasurer who may or may not be members of the Board. The secretary and treasurer shall hold their offices for terms at the pleasure of the Board.

Following election and appointment of the officers, the Board shall appoint the staff members who will fill the offices of secretary to the Board and assistant treasurer.

Then such other items of business shall be considered by the Board as are scheduled on the agenda.

Officer Resignation

Should one or more officers of the Board resign, the Board shall select another member or members to fill the vacant office or offices as provided by law, using the procedures described above. A newly-selected officer shall assume the duties immediately upon selection. Inasmuch as the selection of a new officer on a four officer, five-member board frequently requires a shifting of officers it shall be permissible for a member to be nominated for another office without resigning the current office. Upon acceptance of the nomination and election to the new office, the former office shall be declared vacant and another member elected to fill that position.

Legal References:

- C.R.S. 22-31-104 (3) (*biennial school elections*)
- C.R.S. 22-32-104 (1),(2),(3),(4) (*organization of the board*)
- C.R.S. 22-32-108 (5) (*meetings of the board*)
- C.R.S. 22-32-108 (6) (*meetings of the board – voting procedure*)



School Board Meetings

All meetings of three or more members of the Board at which any public business may be discussed or any formal action taken shall be open to the public at all times except for periods in which the Board is in executive session. All such meetings will be properly noticed and minutes will be taken and recorded as required by law.

No business may be conducted unless a quorum is present. A quorum shall consist of a simple majority (more than half) of the members serving on the Board.

A recording shall be made of regular and special meetings as required by law and at a minimum, shall be an audio recording. Recordings shall be maintained for 90 days.

In accordance with state law, the Board shall declare a vacancy if a Board member fails to attend three consecutive regular Board meetings, unless the Board member's absence is otherwise excused by the Board.

Regular Meetings

Regular meetings of the Board of Education shall be held in the Boardroom of the administration building, located at 113 N. Court Street, Buena Vista, CO 81211.

Meetings of the Board shall be held on the second and fourth Monday of each month at 6:30pm unless otherwise established by the Board.

Special Meetings

Special meetings of the Board may be called by the Board president at any time and shall be called by the president upon the written request of a majority of the members.

For extenuating circumstances, the president of the Board of Education may call a special meeting to be conducted virtually by all members as a quorum with information provided to the public for virtual participation.

The secretary of the Board shall be responsible for giving a written notice of any special meeting to each Board member at least 72 hours in advance of the meeting if mailed and 24 hours in advance if delivered or emailed. The notice must contain time, place and purpose of the meeting and names of the members requesting the meeting.

Any member may waive notice of a special meeting at any time before, during or after such meeting, and attendance at a special meeting shall be deemed to be a waiver.

No business other than that stated in the notice of the meeting shall be transacted unless the item is reasonably related to the subject matter on the notice or an exigency exists. In addition, all members must be present and cast a unanimous vote to amend the agenda.

Work Sessions and Retreats

The Board, as a decision-making body, is confronted with a continuing flow of problems, issues and needs which require action. While the Board is determined to expedite its business, it is also mindful of the importance of planning, brainstorming and thoughtful discussion without action. Therefore, from time to time the Board may schedule work sessions or retreats, which shall be open to the public. No action shall be taken during such sessions. Public notice of the session, including the topics for discussion and study shall be provided.



Legal References:

C.R.S. 22-32-108 (*board meetings*)

C.R.S. 24-6-401 *et seq.* (*open meetings law*)

Electronic Participation in School Board Meetings

Board members may attend and participate by electronic means in regular or special meetings of the Board in accordance with this policy and state law. For purposes of this policy, “electronic” shall be defined as attendance via telephone, video or audio conferencing, or other electronic device.

Board members may attend and participate by electronic means in a regular or special Board meeting only when extenuating circumstances prevent the Board member from physically attending the meeting.

For purposes of this policy, “extenuating circumstances” means the Board member’s job or military service requires the member to be outside of the district at the time of the meeting, illness, or inclement weather and/or unsafe driving conditions prevent the Board member from physically attending the meeting.

A meeting at which one or more Board members attend and participate by electronic means shall be open to the public, except for periods in which the Board is in executive session. A quorum of the Board shall be physically present at the meeting for a Board member to attend and participate by electronic means.

The electronic means used shall allow the public to hear the comments made by the Board member(s) participating by electronic means and allow the Board member(s) to hear the comments made by the public. A Board member participating by electronic means will be included in the recording of the Board meeting.

A Board member who seeks to attend and participate by electronic means in a Board meeting shall notify the Board president and superintendent at least three business days prior to the meeting and shall explain the extenuating circumstances that prevent the Board member from physically attending the meeting. If such notification is not possible, the Board member shall notify the Board president and superintendent as soon as is reasonably possible of the request to attend by electronic means.

If the request is approved, a Board member who attends and participates by electronic means shall identify the location from which he or she is participating, those present, and the extenuating circumstances that prevented the Board member from physically attending the meeting. If the Board convenes in executive session, the Board member may not participate in the executive session.

A Board member may attend and participate by electronic means in a maximum of two Board meetings per calendar year. Unless otherwise approved by the Board, additional requests to attend and participate by electronic means will be denied.

A Board member’s failure to comply with this policy may result in the Board’s refusal to allow the member to participate by electronic means in Board meetings.

Legal References:

C.R.S. 22-31-129 (*board vacancies*)

C.R.S. 22-32-108 (7)(a) (*board must adopt policy allowing board members to attend and participate electronically in regular or special board meetings, if the board wishes to allow this practice*)

C.R.S. 24-6-401 *et seq.* (*open meetings law*)



Executive Sessions

All meetings of the Board shall be open to the public except that at any regular or special meeting the Board may proceed into executive session upon affirmative vote of two-thirds of the quorum present.

The Board shall not make final policy decisions nor shall any resolution, policy or regulation be adopted or approved nor shall any formal action of any kind be taken during any executive session.

Prior to convening in the executive session, the Board president shall announce the topic of the executive session which shall be reflected in the minutes. The Board shall include the specific citation to statute authorizing it to meet in executive session when it announces the session and identify the particular matter to be discussed in as much detail as possible without compromising the purpose for which the executive session is authorized.

The Board may hold an executive session for the sole purpose of considering any of the following matters:

1. Purchase, acquisition, lease, transfer or sale of any real, personal or other property. However, no executive session shall be held to conceal the fact that a local public body has a personal interest in such property transactions. **C.R.S. 24-6-402 (4)(a).**
2. Conferences with an attorney for the purpose of receiving legal advice on specific legal questions. **C.R.S. 24-6-402 (4)(b).** The mere presence or participation of an attorney at an executive session shall not be sufficient to satisfy this requirement.
3. Matters required to be kept confidential by federal or state law or regulations.
4. **C.R.S. 24-6-402 (4)(c).** An announcement will be made indicating the specific citation to state or federal law which is the reason the matter must remain confidential.
5. Specialized details of security arrangements or investigations. **C.R.S. 24-6-402 (4)(d).**
6. Determination of positions relative to matters that may be subject to negotiations, development of strategy for negotiations and instruction of negotiators- except that discussion of negotiations relating to collective bargaining or employment contracts shall occur in a public meeting, unless an executive session is otherwise allowed. **C.R.S. 24-6-402 (4)(e).**
7. Personnel matters except if an employee who is the subject of an executive session requests an open meeting. **C.R.S. 24-6-402 (4)(f).** If the personnel matter involves more than one employee, all of the employees must request an open meeting. Discussion of personnel policies that do not require discussion of matters specific to particular employees are not considered "personnel matters."
8. The Teacher Employment, Compensation and Dismissal Act shall prevail in teacher dismissal hearings. (It provides that a dismissal hearing shall be open unless either the administration or employee requests that the hearing be closed.)
9. Discussions concerning a member of the Board, any elected official or the appointment of a Board member are not considered "personnel matters."
10. Consideration of any documents protected under the mandatory nondisclosure provision of the Open Records Act, except that consideration of work product documents and documents subject to the governmental or deliberative process privilege must occur in a public meeting, unless an executive session is otherwise allowed. **C.R.S. 24-6-402 (4)(g).**
11. Discussion of individual students where public disclosure would adversely affect the person or persons involved. **C.R.S. 24-6-402 (4)(h).**
12. Negotiations concerning the terms of an employment contract with one or more superintendent finalists if the Board has named more than one candidate as a finalist and has held a forum open to the public to conduct interviews with each of the finalists. **C.R.S. 24-6-402 (4)(i)(I).**



In addition to interviewing finalists in a public forum, the Board may interview finalists in executive session. C.R.S. 24-6-402 (4)(i)(II).

The Board may also instruct personnel and representatives to begin contract negotiations with one or more superintendent candidates in executive session, including the necessary process to prioritize, for the purposes of negotiation, one or more finalists after public forums have been completed. C.R.S. 24-6-402 (4)(i)(III).

Prioritizing among the finalists and beginning negotiations with one or more of the finalists shall not constitute formal action or adoption by the board or governing body. Such formal action occurs only when the board or governing body comes into public session and casts votes on their preferred next chief executive officer. No formal adoption is deemed to have taken place until a public vote has occurred.

Only those persons invited by the Board may be present during any executive session regardless of the topic of the session (including personnel matters).

The Board shall cause an electronic recording to be made of the executive session in accordance with applicable law. Such a record shall be retained by the Board for 90 days following the session.

Legal References:

C.R.S. 22-32-108 (5) (*meetings of the board*)

C.R.S. 22-32-108 (5)(d) (*executive session minutes*)

C.R.S. 22-32-109.4 (4) (*board meeting "at which a collective bargaining agreement is discussed" must be open to the public*)

C.R.S. 24-6-402 (*open meetings law*)

Cross References

Board policies: EL-3, Treatment of Students, Parents and Community GP-5, President's Role GP-9-E, Board Members' Code of Conduct Community Concerns Procedure

Rules of Order

Except as otherwise specified by state law or Board policies pertaining to its own operating procedures, the Board shall operate by the rules prescribed in *Robert's Rules of Order, Newly Revised* as those rules can reasonably be applied to the conduct of school board business.

It shall be the responsibility of the Board president to utilize such rules when appropriate to do so.

Voting Method

Roll Call

All voting shall be by roll call with each member present voting "Aye" or "No" alphabetically.

Secret Ballot

Election of the president and vice president may be by secret ballot. If a vote is taken by secret ballot, the outcome of the vote shall be recorded contemporaneously in the minutes.

A member may abstain from voting only if excused by the Board for good cause.



To pass, any motion must be approved by a majority of the members present except as state law or policies of this Board may require a majority of full membership or a two-thirds majority.

Legal References:

- C.R.S. 22-32-104 (3) *(president and vice president must be elected by majority of the entire membership)*
- C.R.S. 22-32-108 (6) *(voting by roll call, excused for good cause)*
- C.R.S. 22-32-108 (7)(a) *(a board member who participates electronically in conformance with the board's policy on electronic meeting participation is considered "present")*
- C.R.S. 24-6-402 (2)(d)(IV) *(outcome of a secret ballot vote must be recorded contemporaneously in the minutes)*
- C.R.S. 24-6-402 (4) *(a two-thirds majority of the quorum present is required to go into executive session)*
- C.R.S. 24-18-109 (3) *(conflict of interest and voting)*
- C.R.S. 24-18-110 *(voluntary disclosure of conflict of interest)*

Minutes

Minutes of any Board meeting at which the adoption of any policy or formal action occurs or could occur shall be taken and promptly recorded. Such records shall be open to public inspection.

Official minutes of the meetings of the Board of Education constitute the written record of all proceedings of the Board. Therefore, the minutes shall include:

1. The nature of the meeting, whether regular or special; time and place; members present; approval of the minutes of the preceding meeting or meetings.
2. A record of all actions taken by the Board, the motion, the name of the member making the motion and seconding it; the record of the vote, with the vote of each member recorded. If a vote is taken by secret ballot, the outcome of the vote shall be recorded contemporaneously in the minutes. Reports and documents related to a formal motion may be omitted if they are referred to by title and date.
3. A record of all business that comes before the Board through reports of the Superintendent and others and through communications from the staff and the public.
4. The names of all persons who speak before the Board and the topic of their remarks.
5. A record that an executive session was held (if the Board convened in executive session), including the names of those present and the topic of discussion, unless including names of individuals would reveal information that should remain confidential, the specific citation to the statute that authorizes the Board to meet in executive session, and the amount of time the topic was discussed.
6. The record of adjournment.

The official minutes shall be signed by the secretary. Following their approval, the official copy also shall be signed by the president of the Board of Education.

The official minutes shall be in the custody of the Board secretary and shall be made available to the public in accordance with the requirements of applicable state law.

Legal References:

- C.R.S. 22-32-106 *(duties of the secretary)*
- C.R.S. 22-32-108 (5)(d) *(board meetings - executive session minutes)*
- C.R.S. 22-32-109 (1)(e) *(specific duties of the board)*
- C.R.S. 24-6-402 (2)(d)(II) *(open meetings law – minutes)*
- C.R.S. 24-6-402 (2)(d)(IV) *(outcome of a secret ballot vote must be recorded contemporaneously in the minutes)*



Board Member Correspondence

Except for rare and exceptional reason, all regular meetings of the Board include an agenda item to review Board correspondence received while not in session. Board correspondence should generally be shared with the full Board. If correspondence is made to an individual Board member, the individual will notify the Board President prior to the meeting to include as part of this agenda item. The purpose of Board correspondence on the agenda is to provide time for the Board to review appreciation as well make consideration of topics presented while not in session so a determination of future study can be made. Board correspondence is not considered public participation and as such will not be read in its entirety. Correspondence summaries will be in minutes and made available in its entirety upon request.

Public Participation at School Board Meetings

All regular and special meetings of the Board shall be open to the public. Except for rare and exceptional reason, regular Board meetings will also include a period for public participation on the agenda. Because the Board desires to hear the viewpoints of all citizens throughout the district and also needs to conduct its business in an orderly and efficient manner, it shall schedule time during some Board meetings for brief comments and questions from the public. Some public comment periods may relate to specific items on the agenda. Public participation is limited to three minutes per person and 15 minutes per topic unless adjusted at the discretion of the Board. All participants must follow the public participation procedures, sign up for public comment before the meeting start time and be present in person at a regular meeting to provide a public comment.

During times of general public comment at a regular meeting, comments and questions may deal with any topic related to the Board's conduct of the schools. Comments at special meetings must be related to the call of the meeting. During times of public comment on specific agenda items, comments shall be confined to the topic of the agenda item being considered by the Board. Speakers may offer such criticism of school operations and programs as concern them, but are encouraged to exercise their speech rights responsibly. The Board requires the discussion of all personnel matters to be conducted in executive session.

The Board president shall be responsible for recognizing all speakers who shall properly identify themselves, for maintaining proper order and for adherence to any time limits set. Questions asked by the public shall, when possible, be answered immediately by the president or referred to staff members present for reply. Questions requiring investigation or further discussion shall be referred to the superintendent for consideration and later Board response. A written response from the Board Secretary acknowledging the comment and actions taken, if any, will be made to the public participant within 10 days.

Members of the public will not be recognized by the president during Board meetings except as noted in this policy.

Public comments do not constitute a complaint or require specific Board action. Complaints will follow administrative policy procedures and therefore will only be heard by the Board through approved inclusion as an agenda item as allowable by associated policy.

Members of the public wishing to make formal presentations before the Board should make arrangements in advance with the superintendent so that such presentations, when appropriate, may be scheduled on the agenda.

In addition to public participation time during Board meetings, the Board is committed to engaging members of the community on an ongoing basis regarding community values about education during times other than the



Board's regular meetings.

Legal References:

C.R.S. 24-6-401 *et seq.* (*open meetings law*)

Cross References:

Board policies: GP-9-E, Board Members' Code of Conduct Community Concerns Procedure *Administrative policies:* KE, Public Concerns and Complaints

School Board Member Compensation/Expenses/Insurance/Liability

Board members shall receive no compensation for their services. However, upon submitting vouchers and supporting bills for expenses incurred in carrying out specific services previously authorized by the Board, Board members may be reimbursed from district funds in accordance with the District's policy (DKC) on expense authorization and reimbursement.

The Board shall purchase liability insurance and errors and omissions insurance to protect its members individually and collectively for claims made against them as a result of their membership on the Board.

The Board shall rely on the Colorado Governmental Immunity Act, C.R.S. 2410-101 *et seq.* (the Act) as the statement of its obligation to defend and indemnify Board members. If the Board elects to provide for the defense of a Board member in a claim which alleges willful and wanton conduct by the Board member, the Board may require the Board member to post a reasonable bond to ensure reimbursement of any amounts advanced, in accordance with the Act.

Legal References:

20 U.S.C. 2361 through 2368 (*Coverdell Teacher Protection Act contained in No Child Left Behind Act of 2001 limits the liability of school board members*)

C.R.S. 22-12-101 *et seq.* (*Teacher and School Administrator Protection Act also limits liability of school board members*)

C.R.S. 22-32-104 (5) (*board member compensation*)

C.R.S. 22-32-109.1 (9) (*immunity provisions in safe schools law also apply to school board members*)

C.R.S. 22-32-110 (1)(n), (u) (*power to provide necessary expenses*)

C.R.S. 24-10-101 *et seq.* (*Colorado Governmental Immunity Act*)

C.R.S. 24-18-104 (3)(d), (e) (*reimbursements are not considered gifts*)

Cross References:

Administrative policies: DKC, Expense Authorization/Reimbursement (Mileage and Travel), EI, Insurance Program/Risk Management

Recruitment of Superintendent

The appointment of a superintendent is a function of the Board. The Board will take steps to find the person it believes can most effectively translate into action the policies of the Board and the aspirations of the community and the professional staff.

The Board may seek the advice and counsel of interested individuals or of an advisory committee, or it may employ a consultant to assist in the selection. It may also, at its discretion, determine that an external search is not necessary due to a qualified internal candidate. Final selection rests with the Board after a thorough consideration of qualified applicants.



A vote of the majority of Board members present at a Board meeting for which due notice has been given of the intended action is required for the appointment of the superintendent.

Search Process

When the Board conducts a search for the position, the writing or revising of the job description, requirements for applicants, selection procedures, and applicable deadlines must be adopted at a public meeting.

Records submitted to the district by an applicant for a superintendent position must remain confidential until the applicant becomes a finalist for the position. Demographic data, meaning information on an applicant's race and gender that has been legally requested and voluntarily provided on the applicant's application and does not include the applicant's name or other information, of an applicant who was interviewed by the Board but not named as a finalist will be available for public inspection upon request.

A list of the finalist(s) being considered for the position must be made public by the Board at least 14 days prior to appointing a finalist to fill the position. No offer of appointment may be made prior to this public notice.

When an applicant becomes a finalist, all records submitted by the applicant will be available for public inspection except that letters of reference or medical, psychological, and sociological data must remain confidential.

Legal References:

C.R.S. 22-32-110 (1)(g) (*power to employ a CEO*)

C.R.S. 22-44-115 (4) (*administrative contracts*)

C.R.S. 24-6-402 (2)(d)(IV) (*outcome of a secret ballot vote must be recorded contemporaneously in the minutes*)

C.R.S. 24-6-402 (3.5) (*search committee duties*)

C.R.S. 24-72-204 (3)(a)(XI)(A) (*inspection of public records*)

C.R.S. 24-72-204 (3)(a)(XI)(D) (*inspection of non-finalist applicant demographic data*)

NOTE: Colorado's Open Meetings Law permits local boards of education to select the membership of any superintendent search committee by secret ballot. C.R.S. 24-6-402(2)(d)(IV). If the selection of the search committee is by secret ballot, the outcome of the vote must be recorded contemporaneously in the minutes. *Id.*



Monitoring Method: Board Self Assessment
Monitoring Frequency: Annually

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