Winchester-Clark County, KY Entrepreneurial Academy

BYLAWS & GOVERNANCE POLICIES

Winchester, Clark County, Kentucky | Adopted: [Date]

NOTE: *These Bylaws govern the Winchester-Clark County, KY Entrepreneurial Academy, a Kentucky nonprofit corporation. They should be reviewed by a Kentucky-licensed attorney before adoption. The Governance Policies in Part 2 are adopted by board resolution and may be amended separately from the Bylaws. This document is a comprehensive template — all bracketed fields must be completed before adoption.*

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PART 1 — BYLAWS

ARTICLE I
Name, Purpose & Principal Office

Section 1.1 — Name. The name of this organization is the Winchester-Clark County, KY Entrepreneurial Academy (hereinafter "the Academy" or "the Corporation").

Section 1.2 — Purpose. The Academy is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (or the corresponding provision of any future United States Internal Revenue law). The Academy's mission is to transform Clark County teens into the next generation of economic drivers by providing structured, mentorship-driven pathways to ideate, build, launch, and scale real businesses in their own community. The Academy shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Section 1.3 — Principal Office. The principal office of the Academy shall be located at [Address], Winchester, Clark County, Kentucky [ZIP]. The Board of Directors may change the location of the principal office by resolution.

Section 1.4 — Registered Agent. The Academy shall maintain a registered agent in the Commonwealth of Kentucky as required by Kentucky law. The registered agent may be changed by filing the appropriate documents with the Kentucky Secretary of State.

Section 1.5 — Non-Profit Character. The Academy is organized as a non-profit corporation. No part of the net earnings of the Academy shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Academy shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes.

ARTICLE II
Membership

Section 2.1 — No Voting Membership. The Academy shall have no voting members. Management and control of the Academy are vested exclusively in the Board of Directors as provided in these Bylaws. Nothing herein shall prevent the Academy from recognizing non-voting participants, students, mentors, alumni, donors, or supporters in ways consistent with its mission and tax-exempt status.

Section 2.2 — Program Participants. Individuals who participate in the Academy's programs as student entrepreneurs, business mentors, advisory board members, or volunteers are not members for governance purposes and shall have no rights to vote on corporate matters, no right to inspect corporate records except as required by law, and no fiduciary duties to the corporation.

ARTICLE III
Board of Directors

Section 3.1 — General Powers. The affairs of the Academy shall be managed by its Board of Directors (hereinafter "the Board"). The Board shall have authority over all corporate affairs, including but not limited to: setting organizational policy; approving the annual budget; hiring and evaluating the Executive Director; ensuring legal and financial compliance; and advancing the Academy's mission.

Section 3.2 — Number of Directors. The Board shall consist of not fewer than five (5) and not more than nine (9) directors. The Board may by resolution increase or decrease the number of directors within these limits, provided that no decrease shall have the effect of shortening the term of any incumbent director.

Section 3.3 — Qualifications. Each director must be at least eighteen (18) years of age. Directors need not be residents of Kentucky. Directors shall not be compensated for their service as directors, though they may be reimbursed for reasonable expenses incurred in the performance of their duties. No person who is an employee of the Academy may simultaneously serve as a voting member of the Board.

Section 3.4 — Executive Director. The Founder of the Academy, John Chaney, serves as the Academy's Executive Director in a permanent, non-voting capacity. He is not a director of the corporation, does not hold a board seat, and does not vote on any matter before the Board. He is not subject to election, re-election, or the term limits set forth in Section 3.5, as those provisions apply only to directors. The Founder may be removed from the position of Executive Director only for cause by a two-thirds (2/3) vote of all directors then in office.

Section 3.5 — Terms of Office. Directors shall serve three-year terms. The initial board shall be divided into three classes (Class A: 1-year initial term; Class B: 2-year initial term; Class C: 3-year initial term) to establish staggered terms. Thereafter, all directors serve three-year terms. Directors may serve up to three (3) consecutive terms, after which they must take at least one year off the Board before being eligible for re-election. Notwithstanding the foregoing, the Founder of the Academy, John Chaney, is not a director and is not subject to the term limits or staggered class assignments set forth in this Section 3.5, as he serves as Executive Director in a permanent, non-voting, non-director capacity pursuant to Section 3.4.

Section 3.6 — Election and Appointment. Directors are elected by the Board of Directors at the annual meeting by majority vote of directors then in office. The Nominating Committee (or full Board in the absence of such a committee) identifies and vets candidates. Vacancies may be filled by majority vote of the directors then in office and the appointed director serves for the remainder of the unexpired term.

Section 3.7 — Resignation and Removal. A director may resign at any time by delivering written notice to the Chair or Secretary. A director may be removed with or without cause by a two-thirds vote of all directors then in office, excluding the director whose removal is being considered. Removal shall be conducted at a meeting called for that purpose, with notice given to all directors including the director subject to removal.

Section 3.8 — Quorum. A quorum for the transaction of business at any meeting of the Board shall consist of a majority of the directors then in office, but not fewer than three (3) directors. If a quorum is not present at any meeting, the directors present may adjourn the meeting to a later time without notice other than announcement at the meeting. No official business may be transacted without a quorum.

Section 3.9 — Voting. Each director shall have one vote. Except as otherwise provided in these Bylaws or required by law, a majority vote of directors present at a meeting at which a quorum exists shall be the act of the Board. The Board Chair does not vote on any matter except to cast a deciding vote in the event of a tie. No director may vote by proxy. Electronic voting (email or secure platform) is permitted for non-contested routine matters between meetings, with results recorded in the minutes of the subsequent meeting.

Section 3.10 — Compensation. Directors shall not receive compensation for their service as directors. The Board may authorize reimbursement of reasonable, documented expenses incurred in the performance of director duties, including travel to board meetings. Any director who provides professional services to the Academy shall be compensated at fair market rates approved in advance by the Board, exclusive of the director providing the services.

Section 3.11 — Advisory Board. The Board may establish an Advisory Board of community advisors who provide strategic guidance and connections without fiduciary responsibility. Advisory Board members are appointed and removed by Board resolution, serve at the pleasure of the Board, have no voting rights on corporate matters, and do not count toward quorum. The Advisory Board may be chaired by the Executive Director or a designated board member.

ARTICLE IV

Officers

Section 4.1 — Officers. The officers of the Academy shall be a Board Chair, a Vice Chair, a Secretary, and a Treasurer. The Board may elect additional officers as needed. No person may simultaneously hold more than one officer position, except that during the organizational period before the Board reaches its full complement of officers, a director may temporarily hold more than one officer position until a replacement officer is elected by the Board. Officers shall be directors of the Academy.

Section 4.2 — Election and Terms. Officers are elected annually by the Board at the annual meeting or at a special meeting called for that purpose. Officers serve one-year terms and may be re-elected without limit.

Section 4.3 — Board Chair. The Board Chair shall preside at all meetings of the Board; ensure the Board operates effectively and fulfills its fiduciary duties; serve as the primary liaison between the Board and the Executive Director; and perform such other duties as assigned by the Board. The Board Chair does not vote on matters coming before the Board except to cast a deciding vote when a vote of the other directors results in a tie. The Board Chair shall sign contracts and other instruments on behalf of the Academy when authorized by the Board.

Section 4.4 — Vice Chair. The Vice Chair shall perform the duties of the Board Chair in the Chair's absence or incapacity, and shall perform such other duties as assigned by the Chair or the Board.

Section 4.5 — Secretary. The Secretary shall ensure that accurate minutes of all Board meetings are recorded and maintained; give notice of meetings as required by these Bylaws; maintain corporate records including the official copy of these Bylaws and all resolutions; and perform such other duties as assigned by the Board. The Secretary may delegate minute-taking to a staff member but retains responsibility for their accuracy.

Section 4.6 — Treasurer. The Treasurer shall oversee the financial affairs of the Academy; ensure that accurate financial records are maintained; present financial reports to the Board at each regular meeting; chair the Finance Committee; and ensure the annual audit or financial review is completed. The Treasurer shall work closely with the Executive Director on financial management and shall have signatory authority over Academy accounts as authorized by the Board.

Section 4.7 — Executive Director. The Board shall appoint an Executive Director (hereinafter "ED") who is responsible for the day-to-day management of the Academy's operations, programs, and staff. The ED serves at the pleasure of the Board and is evaluated annually by the Board Chair. The ED is not a director of the corporation unless separately elected to the Board as provided in Section 3.4.

Section 4.8 — Removal of Officers. Any officer may be removed with or without cause by a majority vote of the directors then in office. Removal of an officer does not automatically remove the individual from the Board.

ARTICLE V

Committees

Section 5.1 — Standing Committees. The Board shall maintain the following standing committees: (a) Executive Committee — the Board Chair, Vice Chair, Secretary, and Treasurer; authorized to act on behalf of the full Board between meetings on matters that cannot wait for the next regular meeting; (b) Finance Committee — chaired by the Treasurer; responsible for financial oversight, budget development, audit oversight, and investment policy; (c) Governance / Nominating Committee — responsible for board recruitment, evaluation, and governance policy review.

Section 5.2 — Special Committees. The Board may establish special committees as needed by resolution. Special committees may include non-director members but must include at least one director or the Executive Director. Special committees have only advisory authority unless the Board grants specific decision-making authority by resolution.

Section 5.3 — Committee Operations. Each committee shall maintain minutes or records of its activities and report to the Board. Committee members serve at the pleasure of the Board. The Board Chair is ex officio a member of all committees. No committee may take action that would be outside the Board's authority to take.

ARTICLE VI
Meetings

Section 6.1 — Annual Meeting. The Board shall hold an annual meeting once per fiscal year at a time and place determined by the Board. The annual meeting shall include: election of directors whose terms expire; election of officers; review and approval of the annual budget; review of the prior year audit or financial review; and any other business properly brought before the Board.

Section 6.2 — Regular Meetings. The Board shall hold regular meetings not less than quarterly. Regular meetings shall be scheduled at the beginning of each year by the Board Chair in consultation with directors.

Section 6.3 — Special Meetings. Special meetings may be called by the Board Chair, the Executive Director, or any three directors by delivering written notice (email sufficient) to all directors at least five (5) days before the meeting. Special meeting notice shall state the purpose of the meeting; only matters stated in the notice may be acted upon at a special meeting.

Section 6.4 — Notice. Written notice of all meetings, including the date, time, location (or virtual access information), and agenda, shall be provided to all directors at least seven (7) days before any regular or annual meeting, except that notice of special meetings may be given five (5) days in advance. Notice may be waived in writing by any director or by attendance at the meeting without objection.

Section 6.5 — Virtual and Hybrid Meetings. Board meetings may be conducted in person, by telephone conference, by video conference, or by a combination thereof, provided that all participating directors can hear one another simultaneously. Directors participating electronically shall be counted toward quorum and may vote.

Section 6.6 — Action Without Meeting. The Board may take action without a meeting if all directors entitled to vote consent in writing (email sufficient) to the action proposed. Such consents shall be filed with the minutes of the Board meetings. Action by unanimous written consent has the same effect as a unanimous vote at a duly held meeting.

Section 6.7 — Executive Session. The Board may convene in executive session — closed to non-board members including staff — to discuss personnel matters, legal matters, sensitive financial matters, or other matters requiring confidentiality. Minutes of executive session document only that a session was held and any formal action taken; substance of executive session discussion is confidential.

Section 6.8 — Minutes. Minutes of all Board meetings shall be recorded by the Secretary or designee, approved at the subsequent meeting, and maintained in the Academy's permanent corporate records. Minutes become the official record of the Board's actions upon approval.

ARTICLE VII
Finances

Section 7.1 — Fiscal Year. The fiscal year of the Academy shall be January 1 through December 31 of each year.

Section 7.2 — Budget. The Executive Director shall prepare an annual operating budget and present it to the Board for approval before or at the beginning of each fiscal year. The Board shall approve the annual budget and any material amendments thereto. The Executive Director may authorize expenditures within budget categories without individual board approval; expenditures that would exceed a budget category by more than ten percent (10%) or that were not contemplated in the approved budget require Board approval.

Section 7.3 — Financial Controls. The Academy shall maintain appropriate financial controls including: (a) dual signatures required on checks exceeding $[1,000] (or as established by board resolution); (b) monthly bank reconciliation reviewed by the Treasurer; (c) the Executive Director and Treasurer are the authorized signatories on Academy accounts; (d) no single individual shall have sole authority over both initiating and approving financial transactions.

Section 7.4 — Annual Financial Review or Audit. The Academy shall obtain an annual independent financial review or audit as follows: (a) annual financial review (compilation or review-level engagement) is required when annual gross receipts are less than $250,000; (b) independent audit is required when annual gross receipts exceed $250,000; (c) the Treasurer and Finance Committee oversee the selection of the auditor and review the completed audit, presenting findings to the full Board.

Section 7.5 — Investments. The Academy shall invest its assets in a manner consistent with its fiduciary duties and any investment policy adopted by the Board. The Treasurer and Finance Committee shall review the Academy's investment performance at least annually.

Section 7.6 — Contracts and Expenditures. The Board Chair and Executive Director are authorized to execute contracts and agreements on behalf of the Academy in amounts up to $[5,000] per agreement without prior board approval. Contracts exceeding $[5,000] require Board approval. All contracts shall be reviewed for legal adequacy by the Academy's legal counsel when appropriate.

Section 7.7 — Demo Day Seed Prize. The Academy shall budget a fixed Demo Day seed prize of $500, awarded annually to the strongest student pitch at Demo Day. The prize is decided by panel vote at Demo Day and confirmed by the Executive Director. It is a fixed-amount award, not an investment, and carries no equity, repayment, or ongoing obligation between the Academy and the recipient.

ARTICLE VIII
Indemnification

Section 8.1 — Indemnification of Directors and Officers. The Academy shall indemnify its directors and officers against claims, liabilities, and expenses (including reasonable attorney's fees) arising from their service in good faith in the best interests of the Academy, to the fullest extent permitted by Kentucky law. The Academy shall not indemnify any director or officer for conduct that constitutes gross negligence, fraud, or willful misconduct.

Section 8.2 — Insurance. The Academy shall obtain and maintain Directors and Officers (D&O) liability insurance and general liability insurance in amounts determined by the Board. The Academy may also obtain such other insurance as the Board deems appropriate.

ARTICLE IX
Amendments to Bylaws

Section 9.1 — Amendment Procedure. These Bylaws may be amended at any regular or special meeting of the Board by a two-thirds (2/3) vote of all directors then in office, provided that: (a) the proposed amendment has been submitted in writing to all directors at least fourteen (14) days before the meeting at which it will be considered; and (b) a quorum is present at the meeting. Emergency amendments may be adopted by unanimous written consent of all directors.

Section 9.2 — Annual Review. The Governance Committee shall review these Bylaws at least once every two years and recommend any amendments to the full Board.

ARTICLE X
Dissolution

Section 10.1 — Dissolution Procedure. The Academy may be dissolved upon the affirmative vote of two-thirds (2/3) of all directors then in office at a meeting called for that purpose, with at least thirty (30) days written notice to all directors.

Section 10.2 — Distribution of Assets Upon Dissolution. Upon dissolution of the Academy, after payment of all lawful debts and liabilities, all remaining assets shall be distributed to one or more organizations organized and operated exclusively for charitable or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, selected by the Board in a manner consistent with the Academy's mission. No assets shall be distributed to directors, officers, or private individuals.

CERTIFICATION OF ADOPTION

We, the undersigned, being the initial directors of the Winchester-Clark County, KY Entrepreneurial Academy, do hereby certify that the foregoing Bylaws were duly adopted by the Board of Directors at its organizational meeting held on _______________, and constitute the Bylaws of the Corporation.

Director 1 Signature / Printed Name	Date

Director 2 Signature / Printed Name	Date

Director 3 Signature / Printed Name	Date

Director 4 Signature / Printed Name	Date

Director 5 Signature / Printed Name	Date
Director 6 Signature / Printed Name	Date

Director 7 Signature / Printed Name	Date

PART 2 — GOVERNANCE POLICIES

NOTE: *The Governance Policies below are adopted by Board resolution and may be amended separately from the Bylaws. Each policy is presented with an adoption resolution block. Policies should be reviewed by legal counsel before adoption and reviewed by the Governance Committee at least every two years.*

Policy 1: Conflict of Interest Policy

Required for IRS 501(c)(3) compliance — must be adopted before submitting Form 1023

Purpose

The purpose of this policy is to protect the Academy's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Academy, or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

Definitions

An Interested Person is any director, officer, principal officer, or member of a committee with governing board-delegated powers who has a direct or indirect Financial Interest.

A Financial Interest exists if a person has, directly or indirectly, through business, investment, or family: (a) an ownership or investment interest in any entity with which the Academy has a transaction or arrangement; (b) a compensation arrangement with the Academy or with any entity or individual with which the Academy has a transaction or arrangement; or (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Academy is negotiating a transaction or arrangement.

Procedures

1. Any director, officer, or committee member who has a Financial Interest in a matter before the Board or a committee must: (a) disclose the existence and nature of the interest before discussion of the matter; (b) recuse themselves from discussion of the matter unless invited by the remaining directors to present information; and (c) leave the room during the vote on the matter.
2. The minutes of Board meetings shall reflect the disclosure, the recusal, the names of persons present for discussion and vote, and the outcome of the vote.
3. If the Board has reasonable cause to believe a member has failed to disclose an actual or possible conflict, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
4. Any compensation arrangement between the Academy and an Interested Person shall be approved in advance by the Board, with the Interested Person absent, after determination that the compensation is reasonable and not greater than fair market value for the services rendered.

Annual Disclosure

Each director and officer shall annually sign a written statement disclosing any relationships, positions, or circumstances that might constitute a conflict of interest under this policy. Signed statements shall be filed with the Secretary and maintained in the corporate records.

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

I, the undersigned director or officer of the Winchester-Clark County, KY Entrepreneurial Academy, do hereby disclose the following actual or potential conflicts of interest for the current year (describe any relationships, positions, board memberships, financial interests, or business relationships that could present a conflict of interest; write 'None' if none apply):

I affirm that I have read the Conflict of Interest Policy and will comply with its requirements.

Signature / Printed Name / Title	Date

Policy 2: Whistleblower Protection Policy

Protects staff, volunteers, and directors who report concerns in good faith

Purpose

The Academy is committed to operating with integrity and in compliance with all applicable laws and regulations. This policy encourages directors, officers, employees, volunteers, and program participants to report concerns about illegal activity, financial misconduct, or violations of the Academy's policies without fear of retaliation.

Reporting Concerns

Any person who has reasonable grounds to believe that the Academy or any of its directors, officers, employees, or volunteers has engaged in illegal activity, financial misconduct, or material violation of the Academy's policies may report the concern to:

- **Primary:** The Board Chair — [Name], [Contact Information]
- **If the concern involves the Board Chair:** The Treasurer or any other Board officer
- **In writing:** Reports may be submitted in writing to any Board officer at the Academy's principal office address

Protection Against Retaliation

The Academy will not retaliate against any person who reports a concern in good faith, cooperates in an investigation, or refuses to participate in conduct they believe is illegal or improper. Retaliation against a whistleblower is itself a serious violation of this policy and is grounds for disciplinary action up to and including removal from the Board or termination of employment or volunteer status.

Confidentiality

Reports will be handled with confidentiality to the greatest extent possible consistent with the need to conduct an adequate investigation. The Academy will not disclose the identity of a reporter without the reporter's consent, except as required by law or as necessary to conduct a complete investigation.

Investigation

The Board Chair (or designated Board officer if the Chair is implicated) shall conduct or oversee a prompt investigation of any report received. The Board shall be informed of all substantiated concerns. False reports made in bad faith are themselves a violation of this policy.

Policy 3: Document Retention & Destruction Policy

Required for IRS compliance and good governance

Purpose

This policy governs the retention and destruction of documents and records maintained by the Academy. It ensures compliance with applicable law, supports the Academy's operations, and protects the Academy and its directors, officers, and employees from legal exposure.

Retention Schedule

Document Type	Retention Period	Format
Articles of Incorporation and Bylaws	Permanent	Original + digital
Board meeting minutes (all meetings)	Permanent	Original + digital
IRS Form 1023 and tax-exempt determination letter	Permanent	Original + digital
IRS Form 990 (annual information return)	Permanent	Digital
Audited financial statements / reviewed financials	Permanent	Digital
Signed Conflict of Interest disclosures	6 years	Original + digital
Contracts and agreements	6 years after expiration	Original + digital
Bank statements and reconciliations	7 years	Digital
Grant agreements and reports	7 years after grant close	Digital
Donation records and acknowledgment letters	7 years	Digital
Personnel records (current employees)	7 years after termination	Secure file
Student enrollment and program records	7 years after graduation	Secure file, confidential
Insurance policies	Duration + 3 years	Digital
General correspondence	3 years	Digital
Routine administrative files	2 years	Digital, then destroy

Destruction

Documents not subject to a legal hold or litigation hold may be destroyed at the end of their retention period in a secure manner appropriate to the sensitivity of the content (shredding for paper; secure deletion for digital). No documents may be destroyed if the Academy has reason to believe they may be relevant to pending or anticipated litigation, government inquiry, or audit.

Policy 4: Gift Acceptance Policy

Governs what gifts the Academy can accept and how they are handled

Purpose

This policy ensures that gifts to the Academy are accepted in a manner consistent with the Academy's mission, legal compliance, and the interests of donors. The Executive Director and Treasurer are responsible for day-to-day administration of this policy, with the Board approving any unusual or high-value gifts as specified below.

Gift Type	Acceptance Policy
Cash and check gifts (any amount)	Accepted without restriction unless terms are unacceptable. All gifts acknowledged in writing within 48 hours.
Credit card and online gifts	Accepted through approved payment processing platforms (Zeffy, Stripe, or equivalent).
Recurring / pledged gifts	Accepted with written pledge agreement; unpaid pledges are not recorded as receivables unless legally enforceable.
Restricted gifts (designated by donor for specific purpose)	Accepted only if the designated purpose aligns with the Academy's current programs and the restriction is administratively feasible. Executive Director approval required.
In-kind gifts (goods and services)	Accepted when consistent with the mission and usable by the Academy. Fair market value recorded and acknowledged. The Academy does not provide appraisals.
Securities (stocks, bonds)	Accepted and liquidated promptly unless the Board approves holding. All securities gifts require Board Finance Chair notification.
Real property	Requires Board approval before acceptance. Environmental review may be required. Legal counsel must review deed and any restrictions.
Bequests and planned gifts	Accepted by revocable designation; Academy cannot guarantee specific use of undesignated planned gifts. Board notification required.
Gifts from student participants	Accepted with caution — no student shall be solicited for gifts, and no gift shall be accepted if it would create an appearance of purchasing a program benefit.
Anonymous gifts	Accepted if the Academy can meet legal requirements without knowing donor identity. Minimum identifying information required for IRS compliance.

Policy 5: Executive Compensation Policy

Required for IRS rebuttable presumption protection

Purpose

This policy establishes the process by which the Academy sets and approves compensation for the Executive Director and any other disqualified persons (as defined by IRC Section 4958). Following this process provides the Academy with a rebuttable presumption of reasonableness, which protects the organization and its directors from excess benefit transaction liability.

Approval Process

5. The Board (without the Executive Director present) reviews and approves all compensation components — salary, benefits, bonuses, and other payments — for the Executive Director and any other disqualified persons.
6. Before approving compensation, the Board reviews comparable compensation data from similarly situated organizations of comparable size and mission in Kentucky and the broader region. Appropriate data sources include IRS Form 990 filings of comparable nonprofits, compensation surveys from Independent Sector, BoardSource, or sector-specific organizations, and guidance from compensation consultants as available.
7. The Board documents its deliberations, the comparability data reviewed, and the basis for its decision in the minutes of the meeting at which compensation is approved. This documentation is maintained in the Academy's permanent records.
8. Compensation is reviewed at least annually. Any change in compensation must follow this same process.

Current Compensation

Position	Annual Compensation	Effective Date
Executive Director	$[Amount] — Year 1 (part-time) / $[Amount] — Year 2 (full-time)	[Date]

Policy 6: Social Media & Communications Policy

Governs the Academy's brand and all communications involving students

Purpose

This policy governs the Academy's use of social media and other public communications, and establishes guidelines for how directors, staff, mentors, and volunteers represent the Academy in public and digital spaces.

Official Academy Channels

The Academy's official social media accounts are managed by the Executive Director or designated staff member. Account credentials are maintained in the Academy's password management system and are organizational property — no individual's personal account is an official Academy channel.

- **All content posted on official Academy channels must:** align with the mission, be factually accurate, comply with student privacy protections, and reflect professional standards
- **No organizational positions on:** partisan political candidates or parties, contested electoral issues, or matters outside the Academy's educational mission
- **Student content:** Photos, videos, or identifying information of students may only be posted with written parent/guardian consent on file. Consent is collected in the enrollment packet. The Academy does not post photos of students whose consent status is unknown or expired.

Staff and Director Personal Use

Directors, staff, mentors, and volunteers are free to post about the Academy on personal accounts in a positive and accurate manner. They must clearly indicate they are expressing personal views, not official Academy positions. They may not post: confidential Academy information; images of students without consent confirmation; defamatory or disparaging content about the Academy, its staff, students, or partners; or content that would embarrass the Academy or its community.

Student Communications

All communications between Academy staff, mentors, and volunteers with enrolled students must occur through Academy-approved channels — not personal social media accounts, personal email addresses, or personal phone numbers. The Executive Director establishes and communicates approved communication channels at the start of each program year.

Policy 7: Youth Protection & Mandatory Reporting Policy

Non-negotiable — governs all adults in contact with Academy students

Statement of Commitment

The Winchester-Clark County, KY Entrepreneurial Academy is committed to the safety, dignity, and well-being of every student it serves. The Academy maintains a zero-tolerance policy for abuse, neglect, exploitation, or inappropriate conduct toward any minor in its programs. This policy applies to all directors, officers, staff, mentors, volunteers, and any other adult who has contact with Academy students in the course of program activities.

Mandatory Reporting

ALL adults associated with the Academy — including directors, staff, mentors, and volunteers — are mandatory reporters under Kentucky law (KRS 620.030). Any adult who has reasonable cause to believe a child has been abused, neglected, or sexually exploited must report that belief to the Kentucky Department for Community Based Services (DCBS) at 1-877-KYSAFE1 (1-877-597-2331) or to local law enforcement. This obligation:

- Is individual — you are personally required to report regardless of whether anyone else in the organization has reported or plans to report
- Cannot be delegated — you cannot satisfy your obligation by telling someone else to report
- Is triggered by reasonable cause — you do not need proof or certainty; a reasonable suspicion is sufficient
- Applies immediately — reports should be made as soon as possible, the same day if practicable

The Two-Adult Rule

No adult associated with the Academy shall be alone with a student participant in any private or unobserved setting. This rule applies at all Academy activities — sessions, events, field trips, and any other program-related interaction. If an adult finds themselves accidentally alone with a student, they shall immediately move to a visible location or invite another adult into the space.

Background Checks

All adults who will have direct, unsupervised, or recurring contact with Academy students must complete and pass a criminal background check before participating in any program activity. Background checks are conducted through a third-party provider selected by the Academy. Checks are renewed every three years or immediately if there is cause for concern. The Executive Director maintains records of all background check clearances.

Prohibited Conduct

The following conduct is absolutely prohibited and constitutes grounds for immediate removal and potential law enforcement referral:

- Any physical, sexual, emotional, or verbal abuse or harassment of any student
- Any romantic or sexual contact or communication with any student
- Private one-on-one electronic communication with students through personal platforms
- Transportation of a student alone in a vehicle without prior written parent/guardian authorization
- Sharing students' personal information with unauthorized parties
- Providing alcohol, controlled substances, or tobacco products to any student

Reporting Within the Academy

In addition to the legal mandatory reporting obligation, any adult who observes or suspects concerning conduct shall notify the Executive Director (or Board Chair if the concern involves the Executive Director) immediately. This internal notification does not substitute for the legal obligation to report to DCBS or law enforcement.

Governance Policy Adoption Resolution

The following resolution was adopted by the Board of Directors of the Winchester-Clark County, KY Entrepreneurial Academy at its meeting on ____________:

RESOLVED, that the Board of Directors of the Winchester-Clark County, KY Entrepreneurial Academy hereby adopts the following Governance Policies as presented and reviewed at this meeting:

- Policy 1: Conflict of Interest Policy
- Policy 2: Whistleblower Protection Policy
- Policy 3: Document Retention & Destruction Policy
- Policy 4: Gift Acceptance Policy
- Policy 5: Executive Compensation Policy
- Policy 6: Social Media & Communications Policy
- Policy 7: Youth Protection & Mandatory Reporting Policy

FURTHER RESOLVED, that the Executive Director is directed to distribute these policies to all directors, officers, staff, mentors, and volunteers, and to obtain signed acknowledgments from each person subject to their requirements.

FURTHER RESOLVED, that these policies shall be reviewed by the Governance Committee at least every two years and any recommended amendments shall be presented to the full Board for approval.

Vote: _____ In favor | _____ Against | _____ Abstain | RESOLUTION: [ ] ADOPTED [ ] DEFEATED

Secretary Signature / Printed Name	Date

Governance Policy Acknowledgment Form

To be signed by every director, officer, staff member, mentor, and volunteer before first contact with students

I, the undersigned, acknowledge that I have received, read, and understand the Winchester-Clark County, KY Entrepreneurial Academy Governance Policies, including:

- Policy 1: Conflict of Interest Policy — and have completed the Annual Disclosure Statement
- Policy 2: Whistleblower Protection Policy
- Policy 3: Document Retention & Destruction Policy
- Policy 4: Gift Acceptance Policy (staff and directors)
- Policy 5: Executive Compensation Policy (directors only)
- Policy 6: Social Media & Communications Policy
- Policy 7: Youth Protection & Mandatory Reporting Policy

I agree to comply with all applicable policies and understand that violation of any policy may result in removal from my role with the Academy and potential referral to law enforcement where applicable.

Full Name (print)	Role with Academy	Background Check Date	Date Signed

Winchester-Clark County, KY Entrepreneurial Academy

Bylaws & Governance Policies | *Winchester, Clark County, Kentucky* | *Review annually*

These documents should be reviewed by a Kentucky-licensed attorney before adoption.