



# BYLAWS

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## **Augustine Classical Academy Bylaws**

Adopted 4/16/2012, modified 8/11/2015, modified 2/6/2018, modified 8/6/2019.

### **Article I. Name of School**

The name of the school shall be Augustine Classical Academy (ACA). The staff, faculty, parents and legal guardians of duly enrolled students shall make up the community of ACA.

### **Article II. Objectives and Statement of Faith**

#### *Section 1. Objectives*

The primary mission of this association is to operate a school that will closely adhere to the statement of faith and purpose as set out in Sections I and 2 of Article II of these bylaws.

Education at ACA is defined as classical and Christian, which is inherently different than public education in philosophy and content. ACA attempts to operate as an extension of the family. At all its levels, programs and teachings, ACA seeks to:

A. Teach all subjects as parts of an integrated whole with the infallible Scripture at the center (2 Timothy 3: 16-17, II Corinthians 10:3-5).

B. Provide a clear model of Biblical Christian life through its staff and board (Matthew 22:37-40).

C. Encourage every child to begin or continue in a personal relationship with God the Father through Jesus Christ in the power of the Holy Spirit (Matthew 28:18-20).

D. Emphasize grammar, logic, and rhetoric in all subjects, with appropriate adjustments to grade level.

E. Encourage every student to grow in a love for learning and to achieve their academic potential.

F. Provide an orderly atmosphere conducive to the attaining of these goals.

#### *Section 2. Statement of faith*

A. *The Godhead* eternally exists in three Persons: Father, Son, and Holy Spirit; and these three Persons are one God, having the same nature, attributes, and perfections.

B. *God the Father* is the Creator and Preserver of all things; is omnipotent, omniscient, omnipresent, and necessarily exists; takes the initiative in revelation and salvation; is the One worthy of worship; and exercises providence, ownership, and Kingship over all creation.

C. *The Lord Jesus Christ* was incarnate and born of a virgin; exercised infallible teaching

authority and miracle-working power; died on the cross as the substitutionary atonement for sin; was literally and bodily resurrected from the dead; and presently intercedes in heaven on behalf of believers.

D. *The Holy Spirit* convicts people of sin and regenerates, baptizes, indwells, seals, and sets apart believers unto a holy life; keeps and empowers believers day by day; is the Teacher of the Word of God and the Guide for daily living; and is the Comforter, the One who manifests God's presence in the life of believers.

E. *The Scripture* is the verbally inspired Word of God, wholly true; and both the Old and New Testaments as originally given are infallible in their teachings and are the supreme, sufficient, and final authority for faith and life.

F. *Humankind* was created innocent and pure, in Adam fell through the sin of disobedience, and being confirmed in sin is justly under condemnation and in need of redemption.

G. *Salvation* is by grace alone, not based upon good works; and is through faith alone in the person and work of Christ alone.

H. *The Future* includes the personal, visible, bodily return of Jesus Christ to earth as the Judge of all humankind; the bodily resurrection of the just to eternal happiness in the presence of God; and the bodily resurrection of the unjust to everlasting punishment, banished from the presence of God.

Augustine Classical Academy also uses the Gospel Coalition statement of faith for further guidance in curriculum and hiring decisions. A copy of this is available in the office or on the Gospel Coalition website.

As a matter of firm policy, it is mandatory that all staff and board members subscribe to the above statement of faith and affirm that commitment by signed written statement.

### **Article III. Offices**

The principal office of the association in the State of Colorado is located in Denver, Colorado, at the site of the school at 480 S. Kipling St., Lakewood, Colorado, in Jefferson County. The offices may be maintained at this location but may, from time to time, be changed at the discretion of the board of directors.

### **Article IV. Board of Directors of Augustine Classical Academy**

#### *Section 1. Election and Tenure*

There shall be no less than *five, but no more than nine*, appointed board seats. The seats will be filled when necessary by the existing board, by a majority vote. The number of board seats may not be modified except by a two-thirds majority vote by the board.

#### *Section 2. Qualifications*

Subject to availability of suitable board members subscribing to the agreed upon statement of faith, every attempt will be made to secure board members having expertise valuable to the school and a demonstrated commitment to classical and Christian education. In all cases, the demonstrated Christian walk of the individual board member shall be a major consideration as to their suitability as board members. Staff members are excluded from elected board seats.

#### *Section 3. Board Terms*

Each appointed board seat shall represent a term of four (4) years, coinciding with academic years, commencing and concluding in May; vacancies filled in mid-term are filled for the remainder of the term of the person creating the vacancy. Board transition of new/retiring Directors will occur at the annual Board Retreat in May. Directors are limited to a maximum of 2 consecutive terms, but may be eligible for reappointment after a recess of two years. Office elections will be scheduled in March, with the following appointment periods: Chair = 1 year as Vice Chair; 2 years as Chair, 1 year as Past Chair.

#### *Section 4. Vacancies*

A vacancy due to member and/or board action, death or resignation, may be filled by the board for the unexpired portion of the term. In all such circumstances, the board shall remain sensitive to the needs and desires of the parents and students and to the spiritual mission of the school. Any vacancy occurring in the board of directors may be filled by the affirmative vote of a majority of remaining directors though less than a quorum of directors remains.

#### *Section 4. School Administrator*

The board, by two-thirds majority vote, shall employ an executive director whose duties shall include, but not be limited to, admission procedures and qualifications, oversight of personnel and employment decisions in conjunction with the head of school, developing and managing budgets, preparing financial statements, , facilities strategy,

and organizational strategy. While matters of staff policy remain the primary duty of the executive director, primary responsibility for hiring decisions is held by the head of school and shall become final with the concurrence of the board, or board-designated committee.

### **Article V. Officers of the Board**

#### *Section 1. Number*

The officers of the board shall be a chairman, a vice-chairman, a secretary, and a treasurer, each of whom shall be elected by the board of directors. Such other officers and assistants as may be deemed necessary may be elected by the board. Any two or more offices may be held by the same person except the offices of chairman and secretary.

#### *Section 2. Election*

The officers of the association to be elected by the board of directors shall be elected by a two-thirds vote in March, preceding the transitional meeting in May. Each director and officer shall hold office until his successor has been duly elected.

#### *Section 3. Removal of Officers*

Any elected officer or agent may be removed from office by the board of directors by a majority vote of the board whenever in its judgment the best interests of the school will be served thereby. Three consecutive absences from regular board meetings constitute valid grounds for removal from office.

#### *Section 4. Removal of Board Members*

Three or more sitting board members or fifteen or more parents of ACA students may petition the board for removal from the board of any board member they feel lacks a basic commitment to the school's statement of faith, goals of the school, or wisdom and diligence in matters brought before the board, providing presentation of substantive and objective evidence of such dereliction of duty. A board member may be removed from the board by a unanimous vote of the board members not under consideration.

#### *Section 5. Chairman*

The chairman shall, when present, preside at all meetings of the board, as well as all general meetings of the association. He or she may sign with the secretary, or any other full and proper officer duly authorized by the board, any checks, deeds, contracts, or other instruments that the board has authorized to be executed.

### *Section 6. Vice Chairman*

In the absence of the chairman, or in the event of the inability of the chairman to act, the vice chairman shall perform the duties of chairman.

### *Section 7. Secretary*

The secretary or his designee shall (a) keep the minutes of the proceedings and email them to the board, (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law, (c) keep a current, valid post office address of each board member, (d) sign with the chairman of the board any legal instrument approved by the board, and (e) generally perform the duties of the office of secretary for the board including such other duties as from time to time may be assigned to him or her by the chairman or by the board, including maintenance of the board's meeting minutes, as well as the policy and by-law manual.

### *Section 8. Treasurer*

The treasurer shall (i) be the principal financial officer of the Organization with general responsibility for the oversight of the financial affairs of the Organization; (ii) oversee complete and accurate financial record keeping of the Organization; (iii) present financial reports to the Board as the Board may request from time to time; and (iv) perform all other duties incident to the office of treasurer and such other duties of financial oversight as from time to time may be assigned to the treasurer by the Chair or the Board.

## **Article VI. Committees of the Board**

### *Section 1. Executive Committee*

An executive committee, comprised of the chairman, the chief school administrator, and one or more board members duly appointed by the chairman, may, in the absence of the full board, exercise all authority of the board to the extent of the full board authorization.

### *Section 2. Ad Hoc Committees*

The board of directors may, by resolution passed by a majority, designate such *ad hoc* committees as may be appropriate, consisting of two or more board members and others, as deemed necessary to carry out the activities and purposes of the board. All committees serve at the pleasure of the board and may be comprised of board members, parents, or any others who may be approved to serve.

## **Article VII. Annual Reports/Meetings**

### *Section 1. Annual Reports*

The ACA Board will compose, review with the administration, and issue an annual, written report to the ACA community of parents and supporters. This report will be completed and mailed no later than December 1, for the previous fiscal and school calendar year. The report should include, but not be limited to, the year-end financial reports, year-to-date scholarship funding, enrollment figures, standardized test results, the board's annual evaluation of the school, the listing of all board members, identifying the newly-elected board member, listing of significant accomplishments and events of the school year, and such other business as may be deemed appropriate by the board.

### *Section 2. Regular Meetings of the Board*

The full board of directors of ACA shall meet at regular intervals of not less than once per month at a regularly designated place at a pre-announced time. All regular meetings of the board shall be open to the ACA community and shall be conducted from a pre-published printed agenda, available upon request to the school office at least two days in advance.

### *Section 3. Special Meetings*

Special meetings of the membership or the board may be held at a time and place designated by the board chairman to address such issues as may come before the board requiring board action sooner than the regularly scheduled meeting, or to respond to a submitted petition requesting such special meeting, signed by ten or parents and/or one-third of currently contracted teachers.

### *Section 4. Decorum*

All meetings of the board shall be open to ACA community members and shall be conducted according to *Roberts' Rules of Order* using a printed, pre-published agenda. The agenda is to be made available via electronic or other means at least two days prior to the meeting. Minutes of all meetings (excluding executive session discussion) will be available upon request, as well as maintained by the board clerk in a permanent binder.

### *Section 5 Quorum[s]*

Eighty percent of the board plus the chairman shall constitute a quorum for full board action. Board proxies may only be held for specific issues, exercised only on behalf of that issue.

### *Section 6. Executive Session*

The board may, as circumstances dictate, adjourn to

closed session from time to time as the need to address spiritual, personnel, or disciplinary issues arises.

#### *Section 7. Board Action*

The board will be considered as having formally acted when, in a duly-constituted meeting, a proposal is moved, seconded, discussed, passed with the appropriate margin of votes, and entered in the minutes.

Board discussion, consensus, debate, etc. does not constitute formal board action.

### **Article VIII. Fiscal Responsibility**

#### *Section 1. General Policy*

The Board is responsible through the budgeting process to ensure that the day-to-day operations of the school, including facility maintenance, shall be fully funded. Budgeted revenue for the day-to-day operations will be comprised of the projected tuition; any anticipated publication sales; building rental; other planned, non-donation/undesignated proceeds; and projected, undesignated donations.

#### *Section 2. Budgets*

The board will approve the annual operating budget. The executive director will submit an operating budget for the following fiscal year to the board in April for consideration and approval by the board at the May meeting, with revisions to the budget to made, as needed, throughout the year with board approval.

#### *Section 3. Financial Statements*

It shall be the executive director's responsibility to prepare a monthly financial statement, to be submitted to the board two business days prior to the next regular board meeting. All financial statements are subject to board review at any time, upon request.

#### *Section 4. Financial Inspection*

The accounting practices and ledgers of ACA will be reviewed by an outside agency comprised of qualified persons with no less than an annual certified financial review and a full audit every three years. Findings of these reviews will be made available to interested members of the ACA community.

#### *Section 5. Fund Raising*

It shall be the board's responsibility to set policy for the fundraising activities of the school staff and to be

responsible for their effectiveness and thoroughness.

### **Section 6. Provision for Distribution of Assets**

In the event of dissolution of Augustine Classical Academy, the current board at time of dissolution shall vote as to the distribution of assets. All assets shall be gifted to a registered 501c3 organization pursuant to tax code. ACA shall receive no gift or service in return for assets. In the absence of a board, the current registered agent shall distribute assets as prescribed above.

### **Article IX. Contracts, Loans, Checks and Deposits**

#### *Section 1. Contracts*

The executive committee of the board may authorize any officer, officers, agent, or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the board. This authority must be granted in writing, either electronic or paper instrument.

#### *Section 2. Loans*

No loans shall be contracted on behalf of ACA without two-thirds approval of the board of directors.

#### *Section 3. Checks and Drafts*

All checks or drafts issued by ACA shall be signed by such officers in such a manner as shall be determined by resolution of the board of directors.

#### *Section 4. Deposits*

All funds of the association shall be deposited in such depositories as the board or its delegate may select.

### **Article X. Fiscal Year**

The fiscal year of the association shall begin on the first day of July and end on the thirtieth day of the following June each year. Terms of the board members will run concurrent with the fiscal year.

### **Article XI. Amendments to Bylaws**

These bylaws may be altered, amended, or repealed by a two-thirds vote of the board at any regular or special meeting.