

The Center of Creativity, Innovation and Discovery

2017 Revolving Loan Summary

Was application submitted on time?	Yes
It is an approved school?	Yes
Student enrollment/capacity:	480
Grades served:	K-8
Amount of loan being requested?	\$300,000
Is there a prior revolving loan?	No
Are funds for acceptable purposes?	Yes

Consultants to oversee planning year; classroom and administration; supplies and material computers, tables, desks, and classroom furniture.

Are there credit concerns?	No
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Score range: 696-804; Average: 744; No prior bankruptcy's.

Other Concerns:

School was unable to attain the background checks in time for the revolving loan application. However, they have provided an explanation as to where they are currently.

Corrections made:	Yes
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Background checks were received by school and no concerns found.

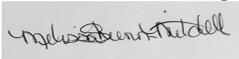
Detail of budget information spreadsheet was corrected to reflect interim director and secretary under "100" category and information is also correctly reflected under pro-forma spreadsheet.

RESOLUTION

We, the governing board of The Center of Creativity, Innovation and Discovery, agree to the following:

- € We enter into the loan as provided in the application materials.
- € The interest rate established by the Committee (i.e., the higher of one half of the Triple A Bond Rate available on the date of loan approval by the Utah State Board of Education Board, or 1.75%) and the repayment schedule of the loan designated by the Superintendent.
- € The loan funds shall only be used for purposes consistent with §53A-1a-522, R277-480, and the approved charter agreement, and shall be tracked and accounted for such that expenditures associated with revolving loan funds are evident upon audit as restricted funding.
- € Any and all audits of financial information ordered by the Committee or the Board;
- € Any and all inspections or reviews ordered by the Committee or the Board;
- € The loan repayment period will be: 5 years from 2017 to 2022; and
- € We understand that repayment, including interest, shall be deducted automatically from the charter school's designated bank account through an automatic clearinghouse withdrawal of funds in accordance with the schedule specified in the applicable statement of amortization and shall continue until loan balance is fully repaid.
- € We agree to any additional terms communicated to us by the Committee at the time of application consideration by such Committee, and included in our Promissory note.
- € We agree to disbursement terms attending requirements of R277-480-4(D)(1), and included in our Promissory note.

GOVERNING BOARD (all Members):

Name (please print)	Signature	Date
<u>Melissa Shunn-Mitchell</u>		<u>3-29-2016</u>
<u>Mark B. Wallin</u>	<u>Mark Wallin</u>	<u>3-29-2016</u>
<u>Karen Steele</u>	<u>Karen Steele</u>	<u>3-29-2016</u>
<u>Bryan Morgan</u>		<u>3-29-2016</u>
<u>Kimberly Lott</u>	<u>Kimberly Lott</u>	<u>3-29-2016</u>
<u>Bryce Passey</u>		<u>3-29-201</u>

David L. Anderson

David Anderson

3-29-2016

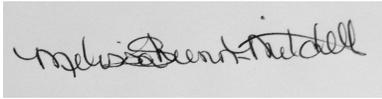
Are these all serving Board Members? X Yes No

Please briefly explain if all members of governing board did not or could not sign this Resolution:

REPAYMENT PROVISIONS

The loan shall be repaid within five years. Payments shall be conducted through an [ACH](#) debit of the school's [designated bank account](#). Authorization is hereby given to initiate this process, and assurance is provided that the school will provide lender (USOE) with [appropriate permissions and account documentation](#) prior to receipt of funds, and will update this information as necessary to facilitate automatic withdrawal of funds on a monthly basis in consonance with the repayment schedule decided upon by the Committee and agreed to in appropriate loan documentation.

The Center of Creativity, Innovation and Discovery _____
Name of Charter School



Authorizing Signature

Melissa Shunn-Mitchell _____
Printed Name

3-29-16 _____
Date

1. General information: Complete the top portion of the General Information page, including information about the school and the authorized contact for questions and correspondence.
2. Resolution: Attach a signed copy of the Resolution (signed by all members of the governing board) and a list of the current names and contact information for all governing board members.
3. Repayment provisions: Attach a signed copy of the Repayment Provision, signed by an individual having authority to authorize payments from the school's bank account.
4. Background checks (new schools only): Include statement assuring Committee every governing board member and key administrator has a background check on file at the school, along with a written summary of any problematic features found in board member / key administrator reports.
All governing board members and key administrators have background checks on file. There were not findings that are problematic.
5. Credit report (new schools only): Include a one-page statement of average score, score range, and any problematic features such as bankruptcy, for governing board member's / key administrators.
The Board of The Center for Creativity, Innovation and Discovery Charter School has an average credit score of 744. The scores range from 696-804. There are no board members that have filed bankruptcy's, or have any other problematic findings.
6. Business Risk Score (SBCS) (operational schools only): Include the school's SBCS containing the composite score and one-page summary.
7. Chartering entity (check one)
 - € Institution of Higher Education (*attach signed copy of the Charter Agreement*)
 - € Local board of education (*attach signed copy of the Charter Agreement*)
 - € **Utah State Board of Education** (*Charter Agreement is on file at USOE – no need to submit*)
Utah State Board of Education

In trying to get our revolving loan application submitted we have run into an issue with the background checks. Between board members having and recovering from surgery, Cache County Sheriff's Department fingerprinting machine being down, USU Police department scheduling two weeks out and our agency code at BCI not being available, we have had a few set backs.

We are focused on fulfilling our responsibility to have current background checks as a newly authorized charter school. Three of our board members have submitted their fingerprints to BCI and are waiting for results. The remaining four members will have their fingerprints submitted to BCI on Tuesday, April 12.

I have contacted DeAnn Petit at BCI to accelerate the background check process for the revolving loan application.

While we do not yet have the background checks for The Center for Creativity, Innovation and Discovery, all of our board members do have current background checks on file with agencies for the state of Utah.

Five of our board members are certified teachers and have current background checks on file at USOE. We can presume that those members have been approved by USOE because they work with children.

Dave Anderson

Bryce Passey

Melissa Shunn-Mitchell

Karen Steele

Mark Wallin

Our other two board members have Utah Concealed Carry Firearms Permits. Those are current and again we can presume that they passed their background checks with the state and federal governments because they have current permits.

Kimberly Lott

Bryan Morgan

We have appreciated your understanding of our situation and our efforts to fulfill the requirements that have been put in place.

Thank you,

Melissa Shunn-Mitchell

Board Chair

The Center for Creativity, Innovation and Discovery

8. Purpose of Loan Request: Provide statement of statutory purpose for requesting funds from the Charter School Revolving Account, including how all related activities constitute:

- **Planning expenses;**
- Constructing or renovating charter school buildings;
- **Equipment and supplies; or**
- Other start-up or expansion expenses.

The purpose of our loan is for equipment supplies and other startup expenses.

9. Basis of need narrative: Outline the “basis of need” for requested funds. Describe why the school does not have funds available from other sources (reserves), and why the project accomplished with revolving loan funds is important in carrying out the educational program of the charter school. Please include a specification of (a) *Priority Status* or (b) *Urgent Need* as outlined in this application package, with documentary evidence of urgent need included where this is available.

The Center for Creativity, Innovation and Discovery is a student-centered, K-8 charter school that provides a challenging, placed-based, project based, and discovery-based integrative STEM-centered curriculum. We will improve student learning by creating an environment that applies science, technology, engineering, and mathematics to real questions and projects. Our three core values: creativity, innovation, and discovery will be emphasized to provide students with authentic opportunities to construct their own knowledge when faced with a question or problem. Equipment and supplies are at the heart of this 21st century learning pedagogy. The facility, equipment and supplies to facilitate this type of learning are typically referred to as studios or maker-spaces. Maker-spaces are collaborative workshops where young people gain practical hands-on experience with new technologies and innovative processes to design and build projects. They provide a flexible environment where learning is made physical by applying science, technology, math, and creativity to solve problems and build things.

Given the range of curriculum and possible projects and activities undertaken in a maker-space it is impossible to make a one-size-fits-all list of equipment and supplies for developing a maker-space. Instead, we are requesting funding for the equipment, tools, and materials for a new maker-space, allowing it to best serve the needs of the range of student makers at CCID. We chose tools and materials to be easy-to-use and useful on a broad range of projects. We have chosen tools and materials specifically for young people ages 6 to 15 working within a shared environment like a maker-space. The tools are generally easy to maintain. We also try to take into account that these tools will be used by smaller hands with less strength than an adult, while still wanting to choose tools which work reliably. When choosing equipment we kept in mind the following considerations:

Safety: *the equipment necessary for safe operation of the tools.*

Accessories: *support items for the tools, including storage and maintenance materials.*

Consumables: *items needing regular replacement such as hot glue sticks, saw blades, etc.*

For easier cost breakdown we have listed the equipment and supplies in modules: workspace and general, woodworking, metalworking, electronics, textiles, computers, 3D Printers, laser cutter, CNC Cutting.

10. Detailed Use of Funds: In Excel format. Submit a completed template (*Revolving Loan “Budget Detail”*) located at: <http://www.schools.utah.gov/charterschools/Funding/Funding-Information.aspx>. Please be attentive to detail asked for in certain areas of the application, as you will be asked to re-

submit this form if appropriate detail is not included. NOTE: For new schools, start-up or expansion expenses are limited to expenditures not covered with other varieties of restricted funding. For established schools, they may accept funds for school building construction and renovation needs.

BUDGET INFORMATION

CHARTER SCHOOL NAME:

The Center for Creativity, Innovation and Discovery

READ THIS BEFORE YOU BEGIN THIS PAGE: Where you see a \$0 already inserted in the columns below, a formula has been inserted DO NOT DELETE THE FORMULA. This is formatted to automatically draw amounts from corresponding sections.

Budget Categories (Object Codes)		Amounts
For detailed information on Object Code Definitions, an expanded version can be found at http://schools.utah.gov/finance/Financial-Reporting/Chart-of-Accounts.aspx		
A.	Salaries (100)	\$65,000.00
B.	Employee Benefits (200)	\$0.00
C.	Purchased Professional and Technical Services (300)	\$31,218.00
D.	Purchased Property Services (400)	\$0.00
E.	Other Purchased Services (excluding travel and construction services (500)	\$10,000.00
F.	Travel (580)	\$0.00
G.	Supplies and Materials (600)	\$2,700.00
H.	Other (exclude indirect costs, audit costs)	\$0.00
I.	Other - Audit Costs (800)	\$0.00
J.	Property (includes equipment & computer hardware) (700)	\$191,082.00
Total Costs		\$300,000.00

PART II - DETAIL OF BUDGET INFORMATION

A. SALARIES (100) - Amounts paid to employees of the LEA in positions of a permanent nature or hired temporarily, including substitutes for those that are in permanent positions (**on payroll**)

B. BENEFITS (200) - Amounts paid by LEA on behalf of employees which are over and above salary (e.g., retirement, social security, health and unemployment insurance, etc.)

NAME	FTE	SALARY	BENEFITS	PRIMARY DUTY
	Enter amount(s) under each column - an inserted formula will add up the totals for you.			
Interim Director non-W2, 1099 contract		\$45,000.00		
Office/Seritarial consultant non W-2, 1099 contract		\$20,000.00		
			Sub Total A.	\$65,000.00
			Sub Total B.	\$0.00

C. PURCHASED PROFESSIONAL AND TECHNICAL SERVICES (300) – Purchased services which, by their nature, can be performed only by persons with specialized skills, knowledge, and services. Included are the services of accountants, architects, auditors, consultants, lawyers, etc. (*list substitutes hired for permanent positions under “salaries”*). This area will also include any associated expenses paid to the service provider such as travel, per-diem, and miscellaneous items.

Provide details such as:

- (1) Name of consultant, presenter, and/or substitutes for non-permanent positions (*not on payroll*);
- (2) Amount per hour/day to be paid per person, name of services; i.e. consultant fee, stipend, etc. and associated expenses (travel, per-diem, and miscellaneous items); and
- (3) List the purpose of service, and products and/or evaluations expected

Description	Amount
CCID will hire a consultants to oversee the planning year on behalf of the school.	
Educational Service Provider (320)	\$20,000.00
Website Development and IT Services	\$1,218.00
Building site Engineering Firm	\$10,000.00
Teacher development training 10,000 from start up grant (330)	
Sub Total C.	\$31,218.00

D. Purchased Property Services (400) – Amounts paid for services, rendered by organizations or personnel *not on payroll* of the LEA, to operate, repair, maintain, insure, and rent property owned and/or used by the LEA.

Description	Amount
Sub Total D.	\$0.00

E. OTHER PURCHASED SERVICES (500) – Amounts paid for services rendered by organizations or personnel *not on payroll* of the LEA, and *other than* Professional and Technical Services (300), *or* Purchased Property Services (400). This would also include expenses for meeting facilities or conference hotels (which may include *direct-billed items* for group meals and lodging provided to participants, equipment, space charges, and miscellaneous). Also, any travel and per-diem expenses for participants.

Description	Amount
Advertising (google adwords, mailers, summer camps)	\$10,000.00
(520/521) Insurance from start up grant	
Sub Total E.	\$10,000.00

F. TRAVEL (580) - Expenditures for transportation, meals, hotel, and other expenses associated with staff (**on payroll**) travel for the LEA. Payments for per diem in lieu of reimbursements for subsistence (room and board) also are charged here.

Provide details such as: Position of staff (on payroll) who will be conducting activities of this project.

Description	Amount
Sub Total F.	\$0.00

G. SUPPLIES AND MATERIALS (600) – Amounts paid for items of an expendable nature that are consumed, worn out, or deteriorated in use; or items that lose their identity through fabrication or incorporation into different or more complex units or substances are considered supply expenditures. Amounts paid for non-equipment items and with reasonable care and use may be expected to last for more than one year, are considered material expenditures. Includes computer programs (software).

Description	Amount
Woodworking supplies (610)	\$700.00
Metalworking supplies (610)	\$1,000.00
Electronics/robotics Supplies (610)	\$1,000.00
Under Instructional Supplies (610) 12,300 from start up grant (645) is from start up grant	
Operational Supplies (600) from start up grant (670) Start up Grant	
Sub Total G.	\$2,700.00

H. OTHER OBJECTS (800) (Exclude Audit Costs and Property) – Amounts paid for goods and services not otherwise classified above such as: dues and fees; judgments against the LEA; interest on bonds or notes; etc.

Description	Amount
Sub Total H.	\$0.00

I. OTHER (800) – Audit Costs

Description	Amount
Sub Total I.	\$0.00

J. PROPERTY (includes equipment) (700) – Expenditures for the acquisition of fixed assets, including expenditures for land or existing buildings and improvements of grounds; initial equipment; additional equipment; and replacement of equipment (e.g., machinery, school buses, furniture & fixtures, audiovisual equipment, non-bus vehicles, computer equipment (hardware), etc.).

Description	Amount
Tables, desks, chairs, filing cabinets, bookshelves, other classroom furniture	\$36,545.00
Workspace (small tools, equipment, work benches)	\$3,086.00
Woodworking, Metalworking, Electronics (tools, equipment) remaining 3,400 from start up grant	\$4,600.00
3D Printer (710)	\$1,400.00
Computers (710)	\$6,775.00
Computers faculty, staff, office (710)	\$42,176.00
Computers classrooms (710)	\$45,500.00
Computers AV equipment (710)	\$51,000.00
(710) remaining 23,149 from start up grant	
Sub Total J.	\$191,082.00

Charter School Name: The Center for Creativity, Innovation and Discovery									
Pro forma Budget	Year One Planning			Year Two Operational 1			Year Three Operational 2		
Number of Students:				330			424		
Grade Distribution:				K-6			K-7		
Revenue	Total			Total			Total		
Local Funding including anticipated fees from students									
Fee Basis if applicable:									
State Funding				\$2,012,825			\$2,664,971		
Private Grants & Donations									
Source: (Start-up Grant)	\$95,101			\$50,000			\$0		
Loans									
Commercial									
Private									
Other (specify): Charter School Revolving Loan	\$300,000								
Total Revenue (see State Charter Funding Worksheet available at: http://www.schools.utah.gov/charterschools/Funding/Funding-Information.aspx)	\$395,101			\$2,062,825			\$2,664,971		
Expenses (insert lines as necessary to accommodate unique expenses)	# of Staff	@ Salary	Total	# of Staff	@ Salary	Total	# of Staff	@ Salary	Total
Salaries (100)									
Director or Principal				1.00	\$ 70,000	\$ 70,000	1.00	\$ 71,500	\$ 71,500
Other Administration: (specify) Interim Director Contracted non -W2			\$ 45,000						
Teacher-Regular Ed				14.00	\$ 36,000	\$ 504,000	16.00	\$ 36,750	\$ 588,000
Teacher-Special Ed				1.50	\$ 40,000	\$ 60,000	2.00	\$ 40,800	\$ 81,600
Instructional Assts				-	\$ -	\$ -	1.00	\$ 40,000	\$ 40,000
Secretary			\$ 20,000	1.50	\$ 25,000	\$ 37,500	1.50	\$ 25,500	\$ 38,250
Business Manager/Bookkeeper						\$ -			\$ -
IT Technician					\$ -	\$ -			\$ -
Program Facilitator/Instructional Support				2.00	\$ 32,000	\$ 64,000	2.50	\$ 32,650	\$ 81,625
Speech & Language Therapist						\$ -			\$ -
Library/Media Specialist (Certified)				-	\$ -	\$ -	-	\$ -	\$ -
Counselor (Certified/Noncertified) (Circle)						\$ -			\$ -
Substitute Teachers (daily basis)						\$ 12,000			\$ 14,000
Teachers Aids and ParaProfessionals				4.00	\$ 13,000	\$ 52,000	6.00	\$ 13,000	\$ 78,000
Other:									
Employee Benefits (200)						\$ 217,839			\$ 367,930
Purchased Professional Services(300)									
Audiologist, Psychologist of related support services purchased through contract						\$ 30,000			\$ 32,000
Professional Employee Training and Development (330)			\$ 10,000			\$ 20,000			\$ 15,000
Official or Administrative Services in Support of Management (310)						\$ 66,000			\$ 66,000
Professional Educational Services (Curricular Support or Contracted Institutional Services) (320)			\$ 20,000						
Legal (300)						\$ 1,000			\$ 1,000
Build Site Engineering (300)			\$ 10,000			\$ 2,000			\$ 10,000
Web Site Development and IT Services (300)			\$ 1,218			\$ 21,000			\$ 21,000
Other:									
Purchased Property Services(400)									
Equipment or Vehical Rental or Lease/Purchase Agreements									
Computer and related Equipment rentals									
Other Purchased Services (500)									
Travel (580)						\$ 5,000			\$ 5,000
Transportation (Student) (510-513)						\$ 5,000			\$ 5,000
Personnel and Wage Records and Data Management									
Supplies(600)									
Instructional and other general supplies (610)			\$ 15,000			\$ 36,000			\$ 39,000
Library Instructional Aids/Books/Periodicals(640/645)			\$ 5,000			\$ 10,000			\$ 7,000
Textbooks (641)						\$ 40,000			\$ 15,000
Audiovisual Materials (646)									
Software (670)			\$ 10,000			\$ 10,000			\$ 5,000
Other (printing, postage)						\$ 5,000			\$ 5,000
Total Instruction, Administration & Support			\$ 136,218			\$ 1,268,339			\$ 1,586,905
Operations & Maintenance			Total			Total			Total
Purchased Property Services(400)									
Facilities Rental or Lease (440)						\$ 437,500			\$ 535,500
Water, Sewage , Disposal Services						\$ 12,000			\$ 12,000
Property Tax						\$ 15,000			\$ 65,000
Equipment or Vehical Rental or Lease/Purchase Agreements									
Custodial Services						\$ 30,000			\$ 30,000
Other Purchased Services (500)									
Property/Casualty Insurance (520/521)			\$ 2,000			\$ 10,000			\$ 10,000
Advertising and Marketing			\$ 10,000			\$ 3,000			\$ 2,000
Printing and Binding						\$ 1,500			\$ 1,500
Phone/Communications						\$ 9,000			\$ 9,000
Supplies (600)									
Operational Supplies			\$ 5,000			\$ 20,000			\$ 20,000
Utilities and other Expendable Supplies (610-630)						\$ 35,000			\$ 35,000
Property (700)									
Land & Improvements						\$ 5,000			\$ 2,000
Buildings						\$ 5,000			\$ 2,000
AV Equipment									
Technology-Related Hardware (Computers etc) (710)			\$ 170,000			\$ 17,000			\$ 10,000
Metalworking/Woodworking/Robotics Equipment (720)			\$ 8,000						
Furniture & Other Equipment			\$ 39,631			\$ 15,000			\$ 2,000
Debt Service and Miscellaneous Costs (800)									
Fees/Permits & dues			\$ 1,000			\$ 500			\$ 500
Loan Payments (Revolving Loan)						\$ 66,000			\$ 78,000
Other (security, copier lease)						\$ -			\$ -
Total Operations & Maintenance			\$ 235,631			\$ 681,500			\$ 814,500
Total Expenditures			\$ 371,849			\$ 1,949,839			\$ 2,401,405
Total Revenues			\$ 395,101			\$ 2,062,825			\$ 2,664,971
			Balance			Balance			Balance
Budget Balance (Revenues-Expenditures)			\$ 23,252			\$112,986			\$ 263,566
Budget Balance as Percentage of State Funding Revenues			5.89%			5.48%			9.89%

11. Budgetary Plan for 3 years: In Excel format.

- Established schools shall submit a Budget on an AFR form in the [UPEFS](#) system supplied by USOE School Finance, with loan funds included and appropriately budgeted as per project plans. In addition, projected enrollment for the three fiscal years should be at the top of each fiscal year column. Two additional budget years shall be completed using the template (Budget Detail) which is available at: <http://www.schools.utah.gov/charterschools/Funding/Funding-Information.aspx>.
- **Schools with no prior fiscal information submit *pro forma* financial statements of its planning year and two operational years (limited to 3 pages), with loan funds included and appropriately budgeted as per project plans and loan repayment included. Pro Forma financial statements must include one Planning and two Operational Years for new schools not yet accepting students. Template (*Revolving Loan Pro Forma Budget Worksheets for New Schools*) is available at: <http://www.schools.utah.gov/charterschools/Funding/Funding-Information.aspx>.**

12. Statement of governing board member qualifying experience: Not-for-profit, board, managerial, financial, and professional experience which you believe qualifies this charter school governing board to act as the agent managing the project(s) associated with loan funds (limited to one page in total, all members combined).

Melissa Shunn-Mitchell brings leadership, education experience, non-profit and volunteer background. (Volunteer CAPSA, foster parent experience, Elementary School Teacher, Mentor Teacher for University Students, Master of Elementary Education: School of Teacher Education and Leadership, Bachelor of Science: School of Teacher Education and Leadership)

Mark Wallin brings educational research experience, STEM education training, construction background. (University Professor, Elementary Classroom Teacher, grades K-5, Bachelors - Elementary Education - Utah State University, Masters - Curriculum and Instruction - Arizona State University, Doctor of Education - Curriculum and Instruction - Arizona State University)

Karen Steele brings non-profit and volunteer experience, served as President of the Utah Council International Reading Association (now the Utah Literacy Association) with the ULA: maintaining membership records, providing transparent financial reports, and providing confidentiality of information, served on the School Community Council that had the responsibility of administering the School Trust Land Money allocated to each school. (Elementary Classroom Teacher for 25 years, Bachelors - Sociology and Psychology - Southern Utah University, Bachelors - Elementary Education, minor in Social Studies, M.ED - Basic Reading Endorsement - Advanced Reading Endorsement.)

Bryan Morgan brings leadership and finance skills: small business owner of Import Auto - manages budget and finances, volunteer experience in automotive advisory council for Bridgerland Applied Technology College: guides curriculum, help determine budget strengths and weakness and student recruitment and retention, guide to instructors on real world application of the skills they teach, provided professional validation of the automotive program so it can continue to be accredited by the National Automotive Technicians Education Foundation.

Kimberly Lott brings middle school through college educational experience, in-service development for educators in STEM integration, volunteer experience as chair of the Second Grade Writing Committee when the Utah State Office of Education revised the K-2 Elementary Science core in 2009, active with the STEM Action Center in the development and implementation of the new Elementary STEM endorsement in partnership with USU. (Assistant Research Professor, Secondary and Elementary Science Methods Professor, Three-State Teacher Development Program Coordinator, Bachelors - Secondary Science Education, Masters - Secondary Science, Doctor of Philosophy - Secondary Science Education)

Bryce Passey brings 30 years of elementary and middle school science education experience, training pre-education university students in the methods and importance of science education in elementary grades, administration and charter school experience, building community partnership experience for students to connect real life to learning. (Charter School Director, Adjunct Professor – Elementary Science Methods Course)

Dave Anderson brings 29 year CTE educator teaching technology experience, in-service training and technology expertise, Boy Scouts of America volunteer: collecting membership dues, re-chartering, scout advancements, securing travel permits, Elected: Paradise Town Council over water quality, supply and collections, serving as Paradise Town Board of Adjustments, serving on the School Community Council at Mount Logan Middle School: developing the educational improvement plan and administering the School Trust Land Money. (Utah Electronic High School - Online instructor pre/engineering, Utah State University Adjunct - Developed and taught Technology Tools Fundamentals, Technology Tools Applications/Classroom Practicum, MLMS after school and summer school coordinator, Manager and part owner of 22 unit apartment complex. (Bachelors: Industrial Technology and Education, Masters: Instructional Technology)

13. Summary of school's Market Analysis and Outreach Plan: Summary of school's market analysis and outreach plan showing how the school will meet its authorized enrollment (limited to two pages in total).

The Center for Creativity, Innovation and Discovery (CCID) will be located in Cache County and will serve students from Hyde Park, Hyrum, Lewiston, Logan, Mendon, Millville, Nibley, North Logan, Providence, Richmond, River Heights, Smithfield, Wellsville, Amalga, Clarkston, Cornish, Newton, Paradise and Trenton. CCID will also serve students who are looking for an alternative educational model to our current Cache Valley charter school offerings, including Bear River Charter, Edith Bowen and Thomas Edison.

CCID will recruit students by public notification in newspapers, radio advertisements, the Valley Channel (A local TV channel broadcast in Cache Valley), and social media. CCID will also post information for the school at the Cache Valley Bus Terminal on 500 North in Logan and in grocery stores, and the Cache Valley Food Pantry. CCID is interested in recruiting from the Migrant Preschool, which is situated on the border of Logan and Providence. These children are ages 2-5 and have older brothers and sisters who have become fluent English speakers because of the support system in the valley and would benefit greatly from this architecture of education. CCID will also recruit new students by hosting summer camps for students to give them an idea of what a student at CCID would experience. We will also hold open houses for the public.

14. Interim Financials: Including year to date income statement and balance sheet.

N/A. The Center for Creativity, Innovation and Discovery is a new start up school and has yet to receive any funds, or incur any costs.

15. Liability Listing and Documentation: List all existing loans and credit accounts by holder and type. Include information regarding Related Party loans (e.g., board members, employees, family, friends, etc.) if any, and showing the amount owed, interest rate, loan terms and conditions, and any other relevant information.

N/A. The Center for Creativity, Innovation and Discovery is a new school.

16. Outstanding Accounts Payable or Accrued Liabilities over \$5,000 in excess of 90 days: Provide the school's plan of action for resolving items on this list. Provide statement that no such accounts exist if this is the case.

None

17. Liens, Judgments, Pending Litigation, or other Unresolved Financial Issues: Provide the school's plan of action for resolving items on this list. Provide statement that no such accounts exist if this is the case.

None

18. Debt Instruments: Electronic copy of Loan Agreement(s), Trust Indentures and Mortgage Agreement, or Capital Lease if the school has financed its facilities through bonded or other long-term debt.

None

19. Current Ratio: List your school's Current Ratio ("CR") in the space provided below using its most recent Audited Financial Statements or Statement of Financial Position. The CR compares a school's short-term liabilities (debt and payables) to its short-term assets (cash, receivables). The higher the CR, the more capable the school is of paying its current obligations. NOTE: The Committee finds a CR of 0.6 to be a minimum standard which existing schools must meet to qualify for loan funds.

The Center of Creativity, Innovation and Discovery is a new school.

20. Debt Ratio: List your school's Debt Ratio ("DR") in the spaces below using its most recent Audited Financial Statement or Statement of Financial Position. The DR compares a school's total debt to its total assets, giving a general idea as to the amount of leverage being used by the school to finance its operations. A low percentage means that a school is less dependent on debt, i.e., money borrowed from and/or owed to others. The lower the percentage, the less leverage a school is using and the stronger its equity position. In general, the higher the DR, the more risk that company is considered to have taken on. NOTE: The Committee would prefer that this ratio is below 1.

The Center of Creativity, Innovation and Discovery is a new school.

21. Articles of Incorporation: Submit current Articles of Incorporation.

The Articles of Incorporation are on file with USOE.

ARTICLES OF INCORPORATION

The Center for Creativity, Innovation and Discovery

We, the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the Utah Non-Profit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation for such Corporation:

Article I

NAME

The name of the corporation is The Center for Creativity, Innovation and Discovery.

Article II

DURATION

The period of duration of this corporation is perpetual.

Article III

PURPOSE

To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah, and to act and operate as a charitable organization in the operation and support of a private or public school.

The corporation may engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.

The corporation may engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.

The corporation may solicit and receive contributions, purchase, own and sell real and personal property, make contracts, borrow, invest corporate funds, spend corporate funds for corporate purposes, and engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements)

any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended.

The corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

**Article IV
MEMBERS/STOCK**

The corporation shall not have Members or Stock.

**Article V
BY-LAWS**

Provisions for regulation of internal affairs of the corporation shall be set forth in the By-Laws.

**Article VI
DIRECTORS**

The number of directors of this Corporation shall be five (5), or more than five, but not more than eleven (11), as fixed from time to time by the By-Laws of the Corporation. The names and addresses of the persons who are to serve as original members of the Board of Trustees until their successors are elected and shall qualify are:

Melissa Shunn-Mitchell 67 South Sherwood Drive Avenue Providence, UT 84332 84321	Bryan Morgan 502 W. 1400 N. Logan, UT 84341	Karen Steele 154 Poplar Logan, UT
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Mark Wallin
7956 N. Hwy 91
Smithfield, UT 84335

Kimberly Lott
2805 Old Main Hall
Logan, UT 84322

Barbara Wallin
582 W. 7250 S.
Hyrum, UT 84319

Bryce Passey
330 E. 50 N.
Hyde Park, UT 84318

**Article VII
INCORPORATORS**

The names and addresses of the incorporators are:

Melissa Shunn-Mitchell
67 South Sherwood Drive
Avenue

Bryan Morgan
502 W. 1400 N.

Karen Steele
154 Poplar

Providence, UT 84332
84321

Logan, UT 84341

Logan, UT

Mark Wallin
7956 N. Hwy 91
Smithfield, UT 84335

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Barbara Wallin
582 W. 7250 S.
Hyrum, UT 84319

Bryce Passey
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Hyde Park, UT 84318

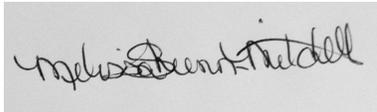
Article VIII REGISTERED OFFICE AND AGENT

The address of the corporation's initial registered office shall be: 67 South Sherwood Drive, Providence, UT 84332

Such office may be changed at any time by the Board of Trustees without amendment of these Articles of Incorporation.

The corporation's initial registered agent at such address shall be: Melissa Shunn-Mitchell

I hereby acknowledge and accept appointment as corporate registered agent:



Signature

Article IX PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 67 South Sherwood Drive, Providence, UT 84332. The business of this Corporation may be conducted in all counties of the State of Utah and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Trustees shall determine.

Article X DISTRIBUTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for

public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

**Article XI
DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we, Melissa Shunn-Mitchell, Mark Wallin, Barbara Wallin, Karen Steele, Bryan Morgan and Kimberly Lott have executed these Articles of Incorporation in duplicate this 23rd day of September, 2015, and say:

That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.



Melissa Shunn-Mitchell



Mark Wallin



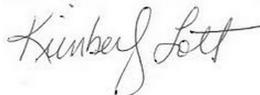
Barbara Wallin



Karen Steele



Bryan Morgan



Kimberly Lott



Bryce Passey

22. Governing board By-laws: Submit current bylaws. *Please note whether these have been modified to allow a governmental basis of organization.*
The Governing Board Bylaws are on file with USOE. They have not be modified since being submitted to USOE.

The Center for Creativity, Innovation and Discovery

BYLAWS

ARTICLE I

Section 1.1 Business Offices

Section 1.2 Registered Office

ARTICLE II

Section 2.1 Classification & Election of Members

ARTICLE III

Section 3.1 General Powers

Section 3.2 Number, Appointment, Tenure and Qualifications for Voting Board Members

Section 3.3 Number, Appointment, Tenure and Qualifications of Advisory Board Members
(Non-Voting Board Members)

Section 3.4 Vacancies

Section 3.5 Regular Meetings and Attendance

Section 3.6 Special Meeting

Section 3.7 Notice

Section 3.8 Quorum and Voting

Section 3.9 Manner of Acting

Section 3.10 Meetings by Telephone or other Electronic Device

Section 3.11 Action Without a Meeting.

Section 3.12 Presumption of Assent.

Section 3.13 Compensation.

Section 3.14 Executive and Other Committees.

ARTICLE IV

Section 4.1 Number and Qualifications.

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Section 4.3 Recruitment of Directors.

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Section 5.1 Indemnification of Directors, Officers, etc.

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Section 5.3 Indemnification in Criminal Actions.

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Section 5.7 Right To Impose Conditions to Indemnification.

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Article VI

Section 6.1 Account Books, Minutes, Etc.

Section 6.2 Fiscal Year.

Section 6.3 Conveyances and Encumbrances.

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Section 6.5 Conflicts of Interest.

Section 6.6 Loans to Directors and Officers.

[Section 6.7 References to Internal Revenue Code.](#)

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ARTICLE I

OFFICES

Section 1.1 Business Offices

The principal office of the corporation shall be located in the city of Logan and the county of Cache, Utah. The corporation may have such other offices either within or outside Utah, as the Board of Trustees may designate or as the affairs of the corporation may require from time to time.

Section 1.2 Registered Office

If a registered office of the corporation is required to be maintained in Utah, it may be, but need not be, the same as the principal office, if in Utah; and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

MEMBERSHIP

Section 2.1 Classification & Election of Members

The corporation shall have no members.

ARTICLE III

BOARD OF DIRECTORS

Section 3.1 General Powers

The business and affairs of The Center for Creativity, Innovation and Discovery (CCID) shall be managed by its Board of Directors, except as otherwise provided in the Utah Nonprofit Corporation and Co-operative Association Act, the Articles of Incorporation or these Bylaws.

Section 3.2 Number, Appointment, Tenure and Qualifications for Voting Board Members

The number of trustees of the corporation shall be fixed by the Board of Directors, but in no event shall be less than 5 and no more than 11, with an expectation of 7 as the desired usual. Any action of the Board of Directors to increase or decrease the number of directors, whether expressly by resolution or by implication through the election of additional trustees, shall constitute an amendment of these Bylaws effecting such increase or decrease.

Directors shall be appointed or reappointed by a majority of the existing Board of Directors at each May annual meeting. Board terms shall end on June 30th of the respective term.

The first five years of operation, the founding Board Members (those who joined the Board in the first year of the development of the school) may remain on the Board in order to maintain the original vision of The Center of Creativity, Innovation and Discovery. After the school has been in operation for five years, founding Board Members fall under the same rotation as non-founding Board Members. The rotation should be staggered to insure that at no time all Board of Directors are new to the Board.

New Board Members shall not serve on the Board for more than three consecutive, two-year terms, after which they may be reappointed to the Board only after at least a one year sabbatical.

Once the school is established at least two of the voting Board Members must be a parent of a child currently attending the school. These two voting Board Members must come from two different families and will be elected by the parents of current students enrolled.

Any Director who has two or more unexcused absences at board meetings and/or does NOT complete assignments regularly to the satisfaction of the Board, having been given due notice, shall be subject to removal if the remaining Board so deems by a majority vote. Regardless of the foregoing, any Director may be removed by a majority vote of the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby; but such removal shall be without prejudice, if any, of the person so removed.

Each voting Board member shall be required to attend a Board approved discovery, field-based or a STEM focused training within his or her first year of tenure.

Section 3.3 Number, Appointment, Tenure and Qualifications of Advisory Board Members (Non-Voting Board Members)

Advisory Board members shall be appointed or reappointed by a majority of the voting Board members at each annual May meeting or as otherwise determined by the Board. Advisory Board members shall serve an indefinite term and shall make an effort to attend as many board meetings as they are able. Advisory Board Members may be removed at any time by a majority of voting Board Members.

Section 3.4 Vacancies

Any Director may resign at any time by giving written notice, either paper or electronic, to the chair of The Center for Creativity, Innovation and Discovery. Such resignation shall take effect at the time specified therein and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. The Board shall publicly announce the number of vacancies available and shall consider any nominations from parents or the community at large. Vacancies shall be filled by the affirmative vote of a majority of the Directors then in office.

Section 3.5 Regular Meetings and Attendance

Regular meetings of the Board of Directors shall be held at least ten times each year. Notice for such meetings shall be given at least one week in advance. An annual meeting shall be held each year in May.

Board meetings will remain open to the public unless a closed session is convened by a majority vote of members present. Closed sessions will be subject to the requirements of [Utah State Open Meetings Laws](#).

Directors should not discuss board business, policy, actions, resolutions, etc. with anyone else on the Board, except at regularly scheduled meetings. Confidentiality law is also outlined in this section of the statute. Personnel matters, individual students and negotiations are confidential by law.

Section 3.6 Special Meeting

Special meetings of the Board of Directors may be called by or at the request of the Chair or any two Directors. The person or persons authorized to call special meetings of the Board of Directors will provide proper notice and may fix any place, date and time for holding any special meeting of the

Board called by them. Special meetings will follow normal open meeting requirements as outlined by the State of Utah.

Section 3.7 Notice

Notice of each meeting of the Board of Directors, stating the place, day and hour of the meeting, shall be given to each Director at his or her business or home address at least five days prior thereto by mailing of written notice by first class, certified or registered mail or at least two days prior thereto by personal delivery of written notice or by telephone notice or by email (the method of notice need not be the same to each Director). If mailed, such notice shall be deemed to be given when deposited in the US mail, with postage thereon prepaid. If emailed, such notice shall be deemed to be given when the email is sent. Any Director may waive notice of any meeting before, at or after such meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 3.8 Quorum and Voting

A majority of the number of Directors fixed by section 2 of this Article III shall constitute a quorum, but if less than such majority is present at a meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice than an announcement at the meeting, until a quorum shall be present. No Trustee may vote or act by proxy at any meeting of Directors.

Section 3.9 Manner of Acting

The act of the majority of the Directors present at a meeting, at which a quorum is present, shall be the act of the Board of Directors.

Section 3.10 Meetings by Telephone or other Electronic Device

Members of the Board of Directors, or any other committee thereof, may participate in a meeting of the Board or committee by means of conference telephone or similar communications equipment. Such participation shall constitute presence in person at the meeting.

Section 3.11 Action Without a Meeting

All official actions of the Board must be done in a public meeting in accordance with Utah State law.

Section 3.12 Presumption of Assent

A Director of The Center for Creativity, Innovation and Discovery who is present at a meeting of the Board of Directors, at which action on any corporate matter is taken, shall be presumed to have assented to the action taken unless his dissent is entered in the minutes of the meeting, or unless he files his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section 3.13 Compensation

Directors shall not receive compensation for their service on the Board, although the reasonable expenses relating to the furtherance of the corporation's mission may be paid or reasonable compensation paid for services rendered in the furtherance of the corporation's mission outside of service on the Board of Directors, but only in accordance to Utah State Law.

Section 3.14 Executive and Other Committees

By one or more resolutions, the Board of Directors may designate from among its members an executive committee and one or more other committees.

ARTICLE IV

ORGANIZATIONAL STRUCTURE OF GOVERNING BODY

Section 4.1 Number and Qualifications

The Directors of The Center for Creativity, Innovation and Discovery shall be an executive director, an assistant director, secretary and chief financial officer. The Board of Directors may also elect or appoint other positions as it may consider necessary. One person may hold more than one office at a time, except that no person may simultaneously hold the offices of executive director and secretary. All people serving on the governing board must be at least eighteen years old.

Section 4.2 Appointment and Term of Office

Directors shall hold office for a two year term with the opportunity to be nominated and appointed again to the same position.

Section 4.3 Recruitment of Directors

The Standing Board shall nominate and appoint Directors at their May board meeting or as circumstances may require. Newly appointed Directors begin their term of service July 1 or as needed to fill vacancies.

The procedure for the recruitment of new board directors is as follows:

1. The Directors will form a board recruitment & development committee consisting of a minimum of three directors and community members that are approved by the Governing Board.
2. The board recruitment & development committee is empowered by the Board with the responsibility to search for the best qualified candidates.
3. The Directors will rank candidates by qualifications, priorities and governing board needs.
4. Successful candidates will be appointed to the board by the Governing Board Executive Director.

Section 4.4 Removal

Any officer or agent may be removed by a majority vote of the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Appointment of an officer or agent shall not in itself create contract rights.

Section 4.5 Vacancies

Any officer may resign at any time, subject to any rights or obligation under any existing contracts between the officer and the corporation, by giving written notice to the chair or the Board of Directors. An officer's resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A vacancy in any office, however occurring, may be filled by the Board of Directors for the unexpired portion of the term.

Section 4.6 Authority and Duties of Officers

The officers of the corporation shall have the authority and shall exercise the powers and perform the duties specified below and as may be additionally specified by the chair, the Board of Directors or these Bylaws, except that in any event each officer shall exercise such powers and perform such duties as may be required by law.

- (a) Executive Director. The Executive Director shall, subject to the direction and supervision of the Board of Directors: (1) preside at all meetings of the Board of Directors; (2) see that all orders and resolutions of the Board of Directors are carried into effect; (3) ensure that structures and procedures are in place for effective recruitment, training and evaluation of Directors; and (4) perform the duties of the chair and when so acting shall have all the powers of and be subject to all the restrictions upon the chair.
- (b) Assistant Director. The Assistant Executive Director shall assist the Executive Director and shall perform such duties as may be assigned by the Executive Director or by the Board of Directors. The Assistant Executive Director shall, at the request of the Executive Director, or in his/her absence or inability to act, perform the duties of the Executive Director and when so acting shall have all the powers of and be subject to all the restrictions upon the Executive Director.
- (c) Secretary. The secretary shall: (1) keep the minutes of the proceedings of the Board of Directors and any committees of the board; (2) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (3) be custodian of the corporate records and of the seal of the corporation; and (4) in general, perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him/her by the chair or by the Board of Directors. Assistant secretaries, if any, shall have the same duties and powers, subject to supervision by the secretary.
- (d) Chief Financial Officer (CFO). The CFO shall: (1) be the principal financial officer of the corporation and have the care and custody of all its funds, securities, evidences of indebtedness and other personal property and deposit the same in accordance with the instructions of the Board of Directors; (2) receive and give receipts and acquittance for moneys paid on account of the corporation, and pay out of the funds on hand all bills, payrolls and other just debts of The Center for Creativity, Innovation and Discovery of whatever nature upon maturity; (3) unless there is a controller, be the principle accounting officer of the corporation and as such prescribe and maintain the methods and systems of accounting to be followed, keep complete books and records of account, prepare and file all local, state and federal tax returns and related documents, prescribe and maintain an adequate system of internal audit, and prepare and furnish to the chair and the Board of Directors statements of accounts showing the financial position of The Center for Creativity, Innovation and Discovery and the results of its operations; (4) upon request of the board, make such reports to it as may be required at any time; and (5) perform all other duties incident to the office of CFO and other such duties as from time to time may be assigned to him/her by the chair of the Board of Directors. Assistant financial officers, if any, shall have the same powers and duties, subject to supervision by the CFO.
- (e) STEM Advocate. A liaison with school personnel in order to maintain a high priority for STEM focused literacy, projects, programs and curricula that support teaching and learning and placed-based experiences.

Section 4.7 Surety Bonds

The Board of Directors may require any officer or agent of the corporation to execute to the corporation a bond in such sums and with such sureties as shall be satisfactory to the Board, conditioned upon the faithful performance of his/her duties and for the restoration of The Center for Creativity, Innovation and Discovery of all books, papers, vouchers, money and other property of whatever kind in his/her possession or under his/her control belonging to the The Center for Creativity, Innovation and Discovery.

ARTICLE V

INDEMNIFICATION

Section 5.1 Indemnification of Directors, Officers, etc.

The corporation hereby declares that any person who serves at its request as a Director, officer, employee, chairperson or member of any committee, or on behalf of The Center for Creativity, Innovation and Discovery as a Director, or officer of another corporation, whether for profit, shall be deemed the corporation's agent for the purposes of this Article and shall be indemnified by The Center for Creativity, Innovation and Discovery against expenses including attorney's fees, judgments, fines, excise taxes, and amounts paid in settlement actually and reasonably incurred by such person who was or is a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of such believed to be in the best interests of The Center for Creativity, Innovation and Discovery and, with respect to any criminal action or proceeding, had no reason of such service, provided such person acted in good faith and in a manner she/he reasonably believed to be in the best interests of The Center for Creativity, Innovation and Discovery and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. Except as provided in Section 5.3, termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of no contender or its equivalent, shall not of itself create either a presumption that such person did not act in good faith and in a manner which he reasonably believed to be in the best interests of the corporation.

Section 5.2 Indemnification Against Liability to the Corporation

No indemnification shall be made in respect of any claim, issue matter as to which a person covered by Section 5.1 shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation unless and only to the extent that the court in which such action, suit or proceeding was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such court shall deem proper.

Section 5.3 Indemnification in Criminal Actions

No indemnification shall be made in respect of any criminal action or proceeding as to which a person covered by Section 5.1 shall have been adjudged to be guilty unless and only to the extent that the court in which such action or proceeding was brought shall determine upon application, that despite the adjudication of guilt, but in view of all the circumstances of the case, such person is entitled to indemnification for such expenses or fines which such court shall deem proper.

Section 5.4 Other Indemnification

The indemnification provided by this Article shall not be deemed exclusive of any other rights to which any person may be entitled under the articles of incorporation, any agreement, any other provision of these bylaws, vote of the disinterested Directors or otherwise, and any procedure for by

any of the foregoing, both as to action in his official capacity and as to action in another capacity while holding such office.

Section 5.5 Period of Indemnification

Any indemnification pursuant to this Article shall (a) be applicable to acts or omissions which occurred prior to the adoption of this Article, and (b) continue as to any indemnified party who has ceased to be a Director, officer employee or agent of the corporation and shall inure to the benefit of the heirs and personal representatives of such indemnified party. The repeal or amendment of all or any portion of these Bylaws which would have the effect of limiting, qualifying or restricting any of the powers or rights of indemnification provided or permitted in this Article shall not, solely by reason of such repeal or amendment, eliminate, restrict or otherwise affect the right or power of the corporation to indemnify any person or affect any right of indemnification so such person, with respect to any acts or omissions which occurred prior to such repeal or amendment.

Section 5.6 Insurance

By action of the Board of Directors, notwithstanding any interest of the Directors in such action, The Center for Creativity, Innovation and Discovery may, subject to Section 5.8, purchase and maintain insurance, in such amounts as the Board may deem appropriate, on behalf of any person indemnified hereunder against any liability asserted against him/her and incurred by him/her in the capacity of or arising out of his/her status as a agent of the corporation, whether or not the corporation would have the power to indemnify him/her against such liability under applicable provisions of law. The corporation may also purchase and maintain insurance, in such amounts as the board may deem appropriate, to insure The Center for Creativity, Innovation and Discovery against any liability, including without limitation, any liability for the indemnification provided in this Article.

Section 5.7 Right To Impose Conditions to Indemnification

The corporation shall have the right to impose, as conditions to any indemnification provided or permitted in this Article, such reasonable requirements and conditions as the Board of Directors may deem appropriate in each specific case, including but not limited to any one or more of the following: (a) that any counsel representing the person to be indemnified in connection with the defense or settlement of any action shall be counsel that is mutually agreeable to the person to be indemnified and to the corporation; (b) that The Center for Creativity, Innovation and Discovery shall have the right, at its option, to assume and control the defense or settlement of any claim or proceeding made, initiated or threatened against the person to be indemnified; and (c) that The Center for Creativity, Innovation and Discovery shall be surrogate, to the extent of any payments made by way of indemnification, to all of the indemnified person's right of recovery, and that the person to be indemnified shall execute all writings and do everything necessary to assure such rights of subordination to The Center for Creativity, Innovation and Discovery.

Section 5.8 Limitation of Indemnification

Notwithstanding any other provision of these bylaws, The Center for Creativity, Innovation and Discovery shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with qualification of the corporation as an organization described in section 501(c)(3) of the Internal Revenue Code or would result in liability under section 4941 of the Internal Revenue Code.

Article VI

MISCELLANEOUS

Section 6.1 Account Books, Minutes, Etc.

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and business meetings of officers. All books and records of the corporation may be inspected by any Director or his accredited agent or attorney, for any proper purpose at any reasonable time.

Section 6.2 Fiscal Year

The fiscal year of the corporation shall be July 1 to June 30.

Section 6.3 Conveyances and Encumbrances

Property of the corporation may be assigned, conveyed or encumbered by such officers of the corporation as may be authorized to do so by the Board of Directors, and such authorized persons shall have power to execute and deliver any and all instruments of assignment, conveyance and encumbrance; however, the sale, exchange, lease or other disposition of all or substantially all of the property and assets of the corporation shall be authorized only in the manner prescribed by applicable statute.

Section 6.4 Designated Contribution

The corporation may accept any designated contribution, grant, and bequest or devise consistent with its general tax-exempt purposes, as set forth in the articles of incorporation. As so limited, donor-designated contributions will be accepted for special funds, purposes or uses, and such designations generally will be honored. However, the corporation shall reserve all rights, title and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any special fund, purpose or use. Further, the corporation shall retain sufficient control over all donated funds (including designated contributions) to assure that such funds will be used to carry out the corporation's tax-exempt purpose.

Section 6.5 Conflicts of Interest

If any person who is a Director or officer of the corporation is aware that the corporation is about to enter into any business transaction directly or indirectly with himself, any member of his family, or any entity in which he has any legal, equitable or fiduciary interest or position, including without limitation as a Director, officer, shareholder, partner, beneficiary or Director, such person shall (a) immediately inform those charged with approving the transaction on behalf of the corporation of his interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within his knowledge that bear on the advisability of such transaction from the standpoint of the corporation, and (c) not be entitled to vote on the decision to enter into such transaction.

Discrimination: The Center for Creativity, Innovation and Discovery admits students of any race, religion, color, ability, gender identity or expression, national origin, and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, religion, color, ability, gender identity or expression, national origin, or ethnic origin in administration of its educational policies, admission policies, scholarship and loan programs, and athletic and other school-administered programs.

Section 6.6 Loans to Directors and Officers

No loans shall be made by the corporation to any of its Directors or officers. Any Director or officer who assents to or participates in the making of such loan shall be liable to the corporation for the amount of such loan until it is paid.

Section 6.7 References to Internal Revenue Code

All references in these bylaws to provisions of the Internal Revenue Code are to the provisions of the Internal Revenue Code of 1954, as amended and shall include the corresponding provisions of any subsequent federal tax laws.

Section 6.8 Amendments

The power to alter, amend or repeal these bylaws and adopt new bylaws shall be vested in the Board of Directors; and shall require that every Board Member vote with at least a $\frac{3}{4}$ majority vote for passage.

Section 6.9 Severability

The invalidity of any provisions of these Bylaws shall not affect the other provisions hereof, and in such event these Bylaws shall be construed in all respects as such invalid provision were omitted.

23. Other: Additional circumstances that could have a material effect on the applicant school's ability to service this loan must be revealed at time of loan application. *The Committee reserves the right to consider a loan in default and subject to immediate recall if loan statements, materials included with application or made verbally at time of Committee consideration are later found to be materially false in a manner which would affect Committee understanding of the school's ability to service a loan.*

None

24. USOE Pre-construction checklist: Contact USOE Facilities specialist Jenefer Youngfield (jenefer.youngfield@schools.utah.gov; 801-538-7669) concerning completion of USOE pre-construction checklist required of all schools initiating a construction or renovation project. Applicant must include USOE project number.

N/A There is no construction projects attached to the loan proceeds.

25. Revolving loan construction checklist: Note this checklist is separate from and exclusive of the School Finance "Pre-Construction Checklist" maintained by USOE Facilities specialist. Schools using funding for construction or renovation purposes must complete the additional checklist included here; these documents become part of your loan application package. *Applicable items must be submitted at time of application submission to USOE, and will not be accepted subsequent to this without prior permission.* Please consult State Charter School Board if you have questions concerning items on this list.

N/A There is no construction projects attached to the loan proceeds.

Note: The Committee may request and/or review other materials from the applicant.