



# Vanguard Academy-Bylaw Amendment

May 12, 2022



# Amendment

- Increase board members from 7-9
- New members:
  - Daniel Jessop
  - Ben Robinson



# Questions about quorums during recusal and conflict of interest

5. **Quorum.** A two-thirds majority of the directors shall constitute ~~a~~ quorum at a meeting. In the absence of a quorum, a majority of the directors present may adjourn the meeting to another time without further notice. If a quorum is represented at ~~an adjourned~~ the rescheduled meeting, any business may be transacted that might have been transacted at the meeting as originally scheduled. The directors present at a meeting represented by a quorum may continue to transact business until adjournment, even if the withdrawal of some directors results in representation of less than a quorum.

3. **Adverse Interest.** In the determination of a quorum of the directors, or in voting, the adverse interest of a director shall not disqualify the director or invalidate his or her vote.



# Same or different board members?

1. **Number of Directors.** The corporation shall be managed by a Board of Directors consisting of ~~seven~~nine director(s), one of which shall serve as Board Chairperson and another shall serve as Board Vice Chairperson.

1. **Number of Officers.** The officers of the corporation shall be a ~~President~~Director, one or more ~~Vice Presidents~~Assistant Director (as determined by the Board of Directors), a Secretary, and a Treasurer. Two or more offices may be held by one person.



# Why are these positions/roles included in your bylaws, and what do you mean by “Others?”:

- e. Curriculum Director. The Curriculum Director shall evaluate and recommend to the Board the teaching curriculum that will best advance the mission of the organization.
- f. Assessment Coordinator. The Assessment Coordinator shall facilitate academic assessment of the student body and shall monitor, track and report to the Board the assessment results.
- g. Student Services Director. The Student Services Director shall counsel the student body and help them advance towards graduation and onward towards their individual college and career paths. The Student Service Director shall report graduation readiness and concurrent enrollment statistics to the Board.

(Others?)