

# THE CIRCLE SCHOOL CORPORATION BYLAWS (“the Bylaws”)

## Article 1 NAME

- 1.1 The name of the corporation shall be The Circle School Corporation (the “Corporation”).

## Article 2 PURPOSE

- 2.1 The primary purpose of the Corporation shall be to operate a school, including children and teenagers from preschool through high school, particularly according to these beliefs:

- Children are born with an impulse to grow, create, and strive towards self-actualization;
- Fellowship and community are essential to personal growth and fulfillment;
- All persons are inherently worthy of and entitled to respect and self-determination;

and particularly these values:

- Free and responsible search for truth and meaning;
- Universal community, embracing all faiths and worldviews;
- Increasing realization of physical, intellectual, emotional, social, and spiritual potentials;
- Personal fulfillment and engagement in society;
- Personal and community self-determination;
- Personal and community self-responsibility;
- Liberty, justice, harmony, mutual acceptance and support;

and particularly in pursuit of and exemplifying the Ends We Seek (“Ends”) as enumerated in Article 3.

The secondary purposes of the Corporation shall be to promote the Corporation's beliefs and values in education; to operate the school as a model or template that others can replicate or adapt in private and public schools; and to disseminate information about the school.

- 2.2 The Corporation admits students of any race, color, national origin, ethnicity, religion, gender, and sexual orientation to all the rights, privileges, programs, and activities generally accorded or made available to students at the school; and does not discriminate on the basis of race, color, national origin, ethnicity, religion, gender, and sexual orientation in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school-administered programs.
- 2.3 No part of the net earnings of the Corporation shall accrue to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except the Corporation may pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 2.1.
- 2.4 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.
- 2.5 Notwithstanding any other provision of the Bylaws, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

- 2.6 Upon dissolution of the Corporation, after paying or making provision for payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed to other organizations operated exclusively for educational or charitable purposes, which shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

### **Article 3      ENDS WE SEEK**

- 3.1 Integral education. Children and youth practice personal fulfillment and engagement in society, in a school program of respect for self-determination, and trust in an inborn tendency to self-actualize.
- 3.1.1 Opportunity. Students have abundant opportunity for personal fulfillment and societal engagement.
- a. Community. Students experience fellowship, common culture, collective self-governance, and shared responsibility.
  - b. Order. Students experience safety, order, and access to community resources.
  - c. Knowledge. Students have opportunity to develop knowledge and skills in self-chosen domains.
  - d. Staff. Students experience adults who dependably steward the program's facilities, finances, and business; facilitate student access to resources; exemplify mature practice of personal fulfillment and societal engagement; and anchor school culture to values of interpersonal respect and trust in the natural impulse to self-actualize.
- 3.1.2 Growth. Students grow in many dimensions, such as physical, intellectual, emotional, social, and spiritual.
- a. Personal fulfillment. Students increasingly actualize personal potentials, and seek satisfaction in self-chosen domains of activity, knowledge, and skill.
  - b. Engagement in society. Students develop increasingly fulfilling ways of participating in culture, community, and society.
- 3.1.3 Self-determination. Students enjoy natural rights of life, liberty, and pursuit of happiness, paralleling adult experience in the community beyond school.
- a. Civil liberties. Students enjoy civil liberties such as freedoms of speech, press, thought, attention, religion, privacy, movement, association, and peaceable assembly.
  - b. Curriculum. Students are free of curricular coercion.
- 3.1.4 Governance. The daily school program is self-governing, with authority and responsibility shared among the governed, students and staff alike.

- a. Voice. All members of the daily school program—students and staff—enjoy equal rights of voice and vote in matters of governance and the common good.
  - b. Rule of law. All members of the daily school program are subject to the authority of school government according to duly adopted laws that are publicly disclosed in writing.
  - c. Responsibility. All members of the daily school program share responsibility for the common welfare.
  - d. Protection. All members of the daily school program enjoy equal protection and due process under school law.
- 3.2 Outreach. Parents, educators, public policymakers, and the general public have access to information about the school and integral education, sufficient to facilitate understanding, replication, and adaptation.

## **Article 4 MEMBERSHIP**

### 4.1 Members of the Corporation

- 4.1.1 Automatic Members. Membership of the Corporation shall include the following persons:
  - a. Each student who is a member of School Meeting (according to Section 7.1a) and has actually attended the school for at least two months.
  - b. Each school staff member (according to Section 7.1b).
  - c. Each Trustee.
  - d. Each Honorary and Emeritus Member (according to Section 4.3.3).
- 4.1.2 Opt-in Members. Membership of the Corporation shall include, from among the following classes, those persons who seek membership and agree in writing to abide by and uphold the Bylaws of The Circle School Corporation.
  - a. Parents. Each parent whose signature appears on the enrollment agreement of a student who is a Member of the Corporation. The term “parent” shall include biological parents, adoptive parents, civil union parents, legal guardians, foster parents, tuition-paying step-parents, tuition-paying grandparents, and tuition-paying domestic partners of any of these.
  - b. Alumni. Each alumna and alumnus who attended the school for at least a year, and is at least 18 years old. Each Alumni Membership shall continue for life or until terminated in writing by the Member.
  - c. Alumni parents. Each person who was ever eligible for Membership as a parent of a person who is or ever was eligible for Alumni Membership. Each Alumni Parent Membership shall continue for life or until terminated in writing by the Member.
  - d. Trustee committees. Each person appointed to and serving on a committee created by the Trustees, provided the committee’s members’ eligibility for Corporation Membership under this paragraph is authorized by the Trustees.
  - e. School Meeting committees. Each person appointed to and serving on a committee created and appointed directly by act of the School Meeting, rather than its agencies or representatives, provided the committee’s

members' eligibility for Corporation Membership under this paragraph is authorized by the School Meeting.

- f. Non-staff employees of the School Meeting and the Corporation who are at least 21 years old.
- g. Public Members (according to Section 4.3.4). Each Public Membership shall continue for the term elected, or one year if no term is specified.

## 4.2 Meetings

- 4.2.1 An Annual Meeting of the Membership shall be conducted at the school by the Trustees, at least three of whom shall be present, beginning at 7:00pm on the first Monday of December or, if that day is a legal holiday, then the next day that is not a legal holiday; provided the Trustees may, with at least five weeks' notice, establish a different date and time.
- 4.2.2 Special Meetings of the Membership may be called at any time by the Trustees. Any business may be conducted at Special Meetings, except ratification of amendments of the Bylaws and Articles of Incorporation.
- 4.2.3 Virtual Meetings of the Membership may be called at any time by the Trustees, each consisting of a single contiguous period of time, up to a maximum of one month, during which business may be transacted by remote communication modes such as but not limited to the following: telephone, U.S. postal mail, fax, email, Web, and other Internet and electronic technology. Any business may be conducted through remote communication modes, except ratification of amendments of the Bylaws and Articles of Incorporation. Quorum requirements shall apply, counting Members participating rather than Members physically present. Provision shall be made in virtual voting to accommodate Members who have limited or no access to the applicable communication modes.
- 4.2.4 Notice of each Annual, Special, and Virtual Meeting shall be issued at least ten days in advance of the Meeting, or five weeks in advance of certain Annual Meetings as provided in Section 4.2.1. Notice shall state the date, time, and place of the meeting; identify nominees for Trustee election, if any; state the full text of proposed amendments of the Bylaws and Articles of Incorporation, if any; and state or summarize, by class, who is eligible for Membership (as enumerated in Section 4.1). Notice shall be issued by email to each Member's email address as recorded by the school; and shall also be posted prominently at school; and shall also be posted to an online venue operated by the school for communication to or among members of the school community, such as a social media website, if any such online venue exists. Members may individually waive their right to notice, before or after a meeting. Notice to Members of the Corporation who are also members of the School Meeting shall be satisfied if notice is issued to the School Meeting at least ten days in advance and school is open for at least three days during the ten days prior to and including the day of the meeting. A meeting that is adjourned to a certain time and place shall not require another notice.
- 4.2.5 A quorum at any meeting shall consist of ten members present in an Annual or Special Meeting, or ten members participating in a Virtual Meeting. The continued presence or participation of a quorum shall not be required for the transaction of business.

- 4.2.6 Each Member present in a physical meeting or participating in a virtual meeting shall have one vote, and there shall be no voting by proxy. Except as otherwise specified in the Bylaws or by parliamentary authority, all matters shall be decided by a majority of the votes properly cast.
- 4.2.7 Unless otherwise established by the Trustees, the parliamentary authority for physical meetings shall be Robert's Rules Of Order Newly Revised (The Scott, Foresman Robert's Rules of Order Newly Revised (1990 Edition, Ninth Edition, ISBN 0-673-38734-8)), and the parliamentary authority shall apply in all cases to which it is applicable and in which it is not in conflict with the Bylaws. In Virtual Meetings comparable parliamentary principles, such as protection of minority views and mechanisms to exclude duplicate votes, shall apply with adaptation to the communication modes, with the Trustees as final authority.
- 4.2.8 Agenda shall be established by the Trustees, except that the Annual Meeting agenda shall explicitly include at least all of the following items, whether or not there is corresponding business to conduct:
- Trustees' Report to Members of The Circle School Corporation
  - School Meeting Report to Members of The Circle School Corporation
  - Consider and vote on questions put by the Trustees (if any)
  - Consider and vote on questions put by the School Meeting (if any)
  - Ratify amendments of the Bylaws and Articles of Incorporation (exactly as stated in meeting notice)
  - Annual election of Member-elected Trustee (as stated in notice)
  - Special elections of Trustees (as stated in meeting notice)
  - Members' remarks
- 4.3 Powers and duties
- 4.3.1 The Membership shall elect one Trustee as provided in Section 5.1.1.
- 4.3.2 The Membership may ratify amendments to the Bylaws and Articles of Incorporation as provided in Article Eight.
- 4.3.3 The Membership may elect Honorary and Emeritus Members for life, by majority of votes cast, following nomination by the Trustees.
- 4.3.4 The Membership may elect Public Members, by majority of votes cast, following nomination by the Trustees for a certain term or for one year if not specified.
- 4.3.5 The Membership shall advise the Trustees on questions and matters put to it by the Trustees, and shall advise School Meeting on questions and matters put to it by School Meeting.

## **Article 5 Trustees**

- 5.1 There shall be a Board of Trustees ("the Trustees") of seven persons, each of whom shall be at least 21 years old if not otherwise a Member of the Corporation. To qualify to serve, each Trustee at the start of each term of service shall agree in writing to abide by and uphold the Bylaws and the Trustee Code Of Ethics, if one has been established by the Trustees; and failure to so qualify shall leave the Trusteeship vacant, to be filled promptly by Trustee appointment. Each Trustee term shall begin on March 1 and expire on the last day of February or when the Trustee's successor qualifies, whichever occurs later. Each Trustee may serve continuously for up to ten years plus the remainder, if any, of the Trustee's then-

current term; and shall be next eligible for Trusteeship after a lapse of one year. Trustees shall be selected as follows:

- 5.1.1 Members of the Corporation shall elect one Trustee (“Member-elected Trustee”) annually for a term of one year. Election shall take place at the Annual Meeting or, at the option of the Trustees, at a Virtual Meeting taking place during any part or all of the period beginning one day before the Annual Meeting and extending seven days after the Annual Meeting. Nominations for the Member-elected Trustee may be made by petition of fifteen Members, and also by a Nominating Committee as provided in Section 5.3.6. Nominations shall be closed two weeks prior to the Annual Meeting, and nominees shall be identified in the notice of meeting. Election shall take place by secret ballot or substantially equivalent method, and election shall be by majority of votes cast, proceeding through rounds or other process, as necessary to secure a majority.
  - 5.1.2 Alumni shall appoint one Trustee (“Alumni-appointed Trustee”) annually for a term of one year, according to procedures determined by an organization of school alumni sanctioned by the Trustees upon recommendation by School Meeting; provided the appointment shall be made and communicated to the Trustees between November 1 and January 1. In the event there is no sanctioned alumni organization or the alumni organization does not appoint a Trustee or does not communicate the appointment to the Trustees by January 1, the Trustees shall promptly arrange for appointment of a Trustee by a committee of five or more alumni and/or School Meeting members, or by School Meeting, and the alumni organization shall forego Trustee appointment for that year.
  - 5.1.3 School Meeting shall appoint one Trustee (“School-Meeting-appointed Trustee”) annually for a term of one year, according to procedures determined by School Meeting, provided appointment shall be made and communicated to the Trustees between October 15 and January 15. In the event School Meeting does not appoint a Trustee or does not communicate the appointment to Trustees by January 15, the Trustees shall promptly arrange for appointment of a Trustee by a committee of five or more School Meeting members and/or alumni, and School Meeting shall forego Trustee appointment for that year.
  - 5.1.4 The Trustees shall appoint one Trustee (“Board-appointed Trustee”) annually for a term of four years, with four Board-appointed Trustees in all, having staggered terms to expire one per year.
- 5.2 Meetings
- 5.2.1 Regular meetings of the Trustees shall be held at times and places established in Trustee policies or determined in other Trustee actions.
  - 5.2.2 The President or any two Trustees may call a Special Meeting of the Trustees at any time.
  - 5.2.3 Notice of each meeting shall state the date, time, and place of the meeting. Notice shall be issued reasonably in advance of the meeting, and in any event shall be sufficient if mailed by first class U.S. postal mail at least one week in advance, or if delivered and acknowledged at least 48 hours in advance by any means, verbal or written or electronic. Trustees may individually waive their right to notice, before or after a meeting.

- 5.2.4 A quorum shall consist of a majority of Trustees serving. Each Trustee shall have one vote and there shall be no voting by proxy. Regardless of the number of Trustees present or participating, business shall be transacted by consent of a majority of Trustees serving, except as otherwise provided in the Bylaws, and shall not be transacted by the lesser standard of majority of votes cast.
- 5.2.5 Business shall be conducted according to rules and procedures established by the Trustees and not in conflict with the Bylaws.
- 5.3 Powers and duties
- 5.3.1 Governance. On behalf of all persons everywhere and throughout time who support the Corporation's purposes as elaborated in Articles Two and Three, the Trustees shall strive to ensure fulfillment of purposes through acceptable means. Through the following actions, the Trustees shall secure School Meeting's governing autonomy, students' civil liberties, and the school's long-term assets:
- a. Stewardship. The Trustees shall cultivate regular discourse with, and at least annually seek the advice of, persons who support the Corporation's purposes, in order to better govern on their behalf.
  - b. Ends. The Trustees shall monitor fulfillment of purposes, especially achievement of Ends; shall intervene in the event School Meeting acts contrary to Ends; and may propose amendments to Ends according to Article Eight.
  - c. Limits. The Trustees shall establish policies defining standards of prudence and ethics, binding on School Meeting and all other agencies and representatives of the Corporation, particularly regarding but not limited to business, finance, administration, government regulation, safety, and security; and shall intervene in the event School Meeting breaches limits of prudence or ethics established in Trustee policies.
  - d. Operations. The Trustees shall generally defer to the School Meeting on conduct of operations, management of day-to-day affairs, governance of the daily school program, hiring of school staff, and control of operational policies and procedures.
  - e. Monitoring. The Trustees shall establish policies defining interactions between the Trustees and School Meeting, such as but not limited to communications, periodic reporting, and monitoring procedures.
  - f. Governing. The Trustees may establish a Trustee Code of Ethics, binding on Trustees, and shall establish policies and procedures to guide, direct, and constrain Trustees in the proper and orderly business of governing.
  - g. Intervention. When required to intervene in School Meeting affairs, as provided in Sections 5.3.1b and 5.3.1c, the Trustees shall proceed in the following sequence, by voted action of the Trustees at each step, until the cause for intervention is cured: (i) conduct investigation; (ii) adopt and communicate to School Meeting a statement of breach, including findings of fact, specific identification of breached Ends or Limits, statement of remedy sufficient to cure the breach, and reasonable deadline for reply and/or cure except when delay is likely to lead to irreparable harm to school interests; and (iii) assume supervision and control of operations, funds, campus, and other assets, to the minimum

extent necessary to cure the breach and restore non-breaching operations.

- 5.3.2 The Trustees may delegate or assign powers and duties to School Meeting, in addition to the powers and duties assigned to School Meeting by the Bylaws.
- 5.3.3 The Trustees may accept delegation of powers and duties from School Meeting as requested by School Meeting, and may serve operational functions as requested by School Meeting.
- 5.3.4 The Trustees shall determine the school's tuition, fees, annual budget, and other fiscal policy; shall have unconditional access to all records, facilities, and resources of the Corporation and its agencies; shall exercise all the powers of the Corporation not expressly assigned to others by the Bylaws; and may conduct any business that is legal.
- 5.3.5 The Trustees may conduct business in physical meetings and may permit or require conduct of Trustee business through remote communication modes, such as but not limited to the following: telephone, U.S. postal mail, fax, email, Web, and other Internet and electronic technology. Business conducted through remote communication modes may include any or all business that may be conducted in physical meetings of the Trustees, such as but not limited to adoption of policies, appropriation of funds, and election of Trustees. Advance notice for business conducted through remote communication modes shall be no less than that required for business conducted in physical meetings. Quorum requirements shall apply, counting Trustees participating rather than Trustees physically present.
- 5.3.6 The Trustees shall annually appoint a Nominating Committee to nominate one candidate or, at the Trustees' option, more than one candidate, for election of one Trustee by Members of the Corporation for a term of one year.
- 5.3.7 The Trustees shall annually appoint one Trustee for a term of four years.
- 5.3.8 The Trustees shall promptly fill unexpired Trustee terms that become vacant; and shall promptly fill Trusteeships left unfilled after exhausting the provisions of Sections 5.1.1, 5.1.2, and 5.1.3.
- 5.3.9 In the event the number of serving Trustees falls below four, for any combination of reasons, the Trustees shall without delay arrange for appointment or election of at least three additional Trustees by the Membership, School Meeting, or a committee of at least five alumni who are not Trustees, in any combination; and shall in the meantime refrain from enacting substantial policy changes.
- 5.3.10 The Trustees shall appoint Officers as provided in Article Six, and shall promptly fill vacated offices.
- 5.3.11 [REPEALED]
- 5.3.12 [REPEALED]
- 5.3.13 The Trustees may create, charge, and discharge committees ("Trustee committees"); may appoint Corporation Members to such committees, and may appoint non-Members who are at least 21 years old; may appropriate funds for and delegate authority to such committees; and may specify that committee appointees be eligible for opt-in Corporation Membership under



Section 4.1.2d. Each Trustee's committee memberships shall terminate when the Trustee's Board membership lapses, unless otherwise directed by the Trustees. Other committee memberships shall terminate when the committee member's Corporation membership lapses or after two years from appointment to the committee, whichever comes first, unless otherwise directed by the Trustees.

- 5.3.14 The Trustees may sanction an organization of alumni upon recommendation by School Meeting, and the Trustees may revoke such sanction only with School Meeting consent.
- 5.3.15 Amendments to the Bylaws and Articles of Incorporation
- a. The Trustees may propose amendments to the Bylaws in accordance with Sections 8.1 and 8.3.
  - b. The Trustees may propose amendments to Articles of Incorporation in accordance with Sections 8.2 and 8.3.
- 5.3.16 The Trustees may nominate Honorary and Emeritus Members of the Corporation, for election by the Membership.
- 5.3.17 The Trustees may nominate Public Members of the Corporation, for election by the Membership.
- 5.3.18 The Trustees may remove a Trustee who is unable or unwilling to serve, or for other cause, such as but not limited to breach of the Trustee Code Of Ethics.
- 5.3.19 The Trustees may designate a Trustee who may attend any and all meetings of the School Meeting, provided that if no Trustee is designated, then the President may attend or designate another Trustee.
- 5.3.20 [REPEALED]
- 5.3.21 The Trustees shall establish and maintain a Conflict of Interest Policy, and shall publish the policy for the school community, either continuously on the school's internal or public website, or annually by other means.
- 5.3.22 Indemnification. The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a Trustee or employee of the Corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties, and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending, or completed action, suit, or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Corporation; and further provided that no compromise or settlement shall be made without approval by a majority vote of Trustees who are not at that time parties to the proceeding. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Section shall be in addition to and not exclusive of all other rights to which any person may be entitled. No amendment or repeal of the provisions of this Section which

adversely affects the right of an indemnified person under this Section shall apply to such person with respect to those acts or omissions that occurred at any time prior to such amendment or repeal. This Section constitutes a contract between the Corporation and the indemnified Trustees and employees.

## **Article 6     Officers**

6.1     The Officers of the Corporation shall be a President, a Secretary, and a Treasurer.

6.2     Officers shall be appointed annually between March 1 and July 1 by the Trustees from among their number, provided that no two offices shall be simultaneously held by the same person, and Officers shall be at least 21 years old. Each Officer shall continue in office until their successor assumes the office or their Trusteeship lapses, whichever comes first. Vacated offices shall be promptly filled by the Trustees.

6.3     Powers and duties

6.3.1     President. The President shall preside at meetings of the Trustees; shall preside or appoint another Trustee to preside at meetings of Members; may participate in debate and all other Trustee business as any other Trustee; and may call Special Meetings of the Trustees. Unless another Trustee has been designated by the Trustees, the President may attend any and all meetings of the School Meeting, or designate another Trustee.

6.3.2     Secretary. The Secretary shall record in Minutes all actions and meetings of the Trustees and the Membership; shall ensure proper notice of meetings of the Trustees and the Membership; shall ensure proper care and custody of Minutes; and shall perform other duties assigned by the Trustees.

6.3.3     Treasurer. The Treasurer shall have custody of all the funds and securities of the Corporation and shall deposit same in institutions as authorized by the Trustees; shall make investments, other than deposits, as authorized by the Trustees; shall disburse funds for other purposes only under the Trustees' authority in pursuit of the Corporation's purposes; shall keep or cause to be kept complete and accurate accounts of all financial transactions; shall at all reasonable times exhibit the Corporation's account books to any Trustee upon application; shall submit a full financial report, including at least a Balance Sheet and Statement Of Revenue And Expenses, to the Trustees annually and at other times as directed by the Trustees; shall perform other duties assigned by the Trustees. Funds of the Corporation may be withdrawn or disbursed only on the signature of the Treasurer or other persons expressly authorized by the Trustees. The Trustees may direct that the powers and duties of the Treasurer be discharged by the Treasurer alone, or by the School Meeting, or by the Treasurer and one or more other persons jointly.

## **Article 7     School Meeting**

7.1     Membership of the School Meeting shall include the following persons:

- a. Students, each beginning on the first school day of their enrollment and ending on the last school day of their enrollment.
- b. Staff, consisting of employees who are subject to school government and are substantially engaged in the school program, as determined by School Meeting.

## 7.2 Powers and duties

- 7.2.1 School Meeting shall manage school operations; shall conduct day-to-day business and affairs of the school to achieve Ends through acceptable means; shall comply with all applicable local, state, and federal laws and regulations; and shall abide by, uphold, and implement the Bylaws, and policies and decisions of the Trustees.
- 7.2.2 School Meeting shall govern the daily school community according to and exemplifying the Ends enumerated in Article Three. School Meeting shall determine its systems of governance, offices, officers, meetings, quorum, voting, rules of order, laws, judicial process, and other matters.
- 7.2.3 School Meeting shall assume additional powers and duties as delegated by the Trustees.
- 7.2.4 School Meeting may, with consent of the Trustees, delegate powers and duties to the Trustees; and may, with consent of the Trustees, engage the Trustees to perform operational functions that would otherwise properly be performed by School Meeting.
- 7.2.5 School Meeting shall pursue no ends or purposes other than those enumerated in Article Three, except as delegated by the Trustees.
- 7.2.6 School Meeting may suspend or expel from the school any member for cause, following investigation and process under School Meeting rules.
- 7.2.7 School Meeting shall annually draft and submit to the Trustees an annual budget, according to a schedule and in a manner prescribed by the Trustees; and shall manage the school's annual budget as established by the Trustees.
- 7.2.8 School Meeting may hire Staff, and other employees, who agree in writing to abide by and uphold the Bylaws.
- 7.2.9 School Meeting shall annually appoint one Trustee, according to Section 5.1.3.
- 7.2.10 School Meeting may create, charge, and discharge committees ("School Meeting committees"); may appoint Corporation Members to such committees, and may appoint non-Members who are at least 21 years old; may appropriate funds for and delegate authority to such committees; and may specify that committee appointees be eligible for opt-in Corporation Membership under Section 4.1.2e.
- 7.2.11 School Meeting may recommend to the Trustees an organization of alumni to receive the Trustees' sanction, and may withhold consent for the Trustees to revoke the sanction.
- 7.2.12 [REPEALED]
- 7.2.13 [REPEALED]
- 7.2.14 School Meeting shall adopt and present, in a digitally archivable form, a Report to Members of The Circle School Corporation at the Annual Meeting of the Membership, including items of business and interest as it sees fit.
- 7.2.15 In the event the Trustees intervene in School Meeting affairs as provided in Section 5.3.1g, School Meeting shall promptly cooperate with the Trustees' investigation, promptly respond to statements of breach, and promptly yield operational control as directed by the Trustees.

**Article 8 Amendments to the Bylaws and Articles of Incorporation**

- 8.1 The Trustees may propose amendments to the Bylaws by affirmative vote of five Trustees, provided amendments shall take effect only when ratified by the Membership of the Corporation by majority of votes cast at the next Annual Meeting following the Trustees' vote, subject to Section 8.3.
- 8.2 Articles of Incorporation may be amended only by affirmative vote of five Trustees, followed by ratification of the Membership by a majority of votes cast at the next Annual Meeting of the Membership following the Trustees' vote, subject to Section 8.3.
- 8.3 The Trustees shall submit the full text of proposed amendments to School Meeting at least 60 calendar days prior to the Annual Meeting, including at least 20 school days, and shall publish School Meeting's written statement of response, if provided by School Meeting, in Notice of the Annual Meeting and all other presentations to the Membership of the proposed amendments.

[END]