

Policy 1110 ~ RISE Charter School Board Member Replacement

NOTE: This policy draft would combine Policies 1110, 1130, and 1140. By doing so and making the noted edits below, the Board would have one Board Member Replacement Policy (1110) and Policies 1130 and 1140 would be done away with.

Vacancies & Replacement

A vacancy shall be declared by the Board of Directors within 30 days of when a Director:

1. Dies;
2. Resigns (must be in documented in writing);
3. Is removed;
4. Refuses to serve as Director; or
5. Completes his or her term of service.

A Director position shall also be considered vacant if the authorized number of Directors is increased.

A vacancy that will occur at a specific later date, by reason of a resignation or otherwise, may be filled before the vacancy occurs but the new Director may not take his or her office until the vacancy occurs.

A vacancy on the Board shall be filled in accordance with the ~~Articles or Bylaws. The Board of Directors may fill the vacancy except as otherwise provided below.~~ **In accordance with the Bylaws, new Directors will be appointed by a majority vote of Directors at the Corporation's annual meeting.** If the Directors remaining in office constitute fewer than a quorum of the Board, they may fill the vacancy by an affirmative vote of a majority of the remaining Directors.

~~Unless the Articles and Bylaws provide otherwise, if a vacant office was held by an appointed Director, only the person who appointed the Director may fill the vacancy.~~

~~If the vacant office was held by a designated Director, the vacancy shall be filled as provided in the Articles or Bylaws. In the absence of an applicable Article or Bylaw, the vacancy may be filled by the Board.~~

Advertising & Recruitment

The RISE Charter School Board and Executive Director may agree to advertise School Board Director position openings as they deem appropriate, so long as such methods follow Idaho Code.

Election, Designation, and Appointment

~~The initial Directors are designated in the Articles or Bylaws or elected by the Incorporators. After the initial term, Directors shall be elected, appointed, or designated as provided in the Articles and Bylaws.~~

~~The Articles or Bylaws set forth the terms of Directors. Except for designated or appointed Directors, the terms of Directors may not exceed five years. A decrease in the number of Directors or term of office does not shorten an incumbent Director's term.~~

~~Except as provided in the Articles or Bylaws, the term of a Director filling a vacancy expires at the end of the unexpired term that such Director is filling.~~

~~Despite the expiration of a Director's term, the Director continues to serve until the Director's successor is elected, designated, or appointed, and qualifies, or until there is a decrease in the number of Directors.~~

~~The Articles or Bylaws may provide for staggering the terms of Directors by dividing the total number of Directors into groups. The terms of office of the groups need not be uniform.~~

Cross Reference:

§ 1240 Duties of Individual Directors

Legal References:

I.C. § 30-30-202 Idaho Nonprofit Corporation Act - Incorporation - Articles of Incorporation

I.C. § 30-30-604 Idaho Nonprofit Corporation Act - Directors and Officers - Election, Designation and Appointment of Directors

I.C. § 30-30-605 Idaho Nonprofit Corporation Act - Directors and Officers - Terms of Directors Generally

I.C. § 30-30-606 Idaho Nonprofit Corporation Act - Directors and Officers - Staggered Terms for Directors

I.C. § 30-30-609 Idaho Nonprofit Corporation Act - Directors and Officers - Removal of Designated or Appointed Directors

I.C. § 30-30-610 Idaho Nonprofit Corporation Act - Directors and Officers - Vacancy on Board

Policy History:

Adopted on: May 17, 2021

Revised on:

Reviewed on: