

**BY-LAWS
OF
LIFE Academy**

ARTICLE I.
DESIGNATION & ARTICLES OF INK-12 SCHOOL(S)

(1.1) The Name, Purposes, Limitations and Duration of LIFE Academy Charter School, as stated in its Articles of Inc, k-12 School as K-12 school(s).

(1.2) Principal Office. The principal office of Life, Ladies Influencing Freedom & Excellence Inc. (hereinafter referred to as the "K-12 School(s)"), the address at 2080 West Fairview Ave, Montgomery AL 36108 or at such place in of Montgomery County, Alabama as the Board of Trustees shall from time to time designate.

(1.3) Registered Office. The registered office of the K-12 School(s) shall be 2080 W Fairview Ave, Montgomery AL 36108 or at such other place in Montgomery County, Alabama, as the Board of Trustees may from time to time designate. The K-12 School(s) shall have and shall continuously maintain in Montgomery County, Alabama, a registered office at such place as may be designated by the Board of Trustees.

ARTICLE II.
BOARD OF TRUSTEES

(2.1) Purpose: The Board of Trustees shall be responsible for the control and management of the affairs, property, and interests of LIFE Academy, and may exercise all powers of the K-12 School(s), except as otherwise provided by law. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board of Trustees shall have the following powers, to wit:

- (a) To select and remove the leaders of this school, to prescribe such powers and duties for them as may not be inconsistent with these By Laws, and to employ, terminate, and set the compensation of school personnel.
- (b) To conduct, manage, control and establish policies concerning the affairs and business of the school; to determine on an annual or other basis the substantive areas in which the school's activities are to be concentrated; to establish on an annual or other basis the priorities of the school; and to oversee generally the implementation of the school's programs.

- (c) To borrow money and incur indebtedness for the purpose of the school, and to cause to be executed and delivered therefore, in the name of the school, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities therefore.

(2.2) Indemnity: LIFE Academy shall indemnify and hold harmless each Trustee and officer now or hereafter serving the school from and against any and all claims and liabilities to which she/he may be or become subject by reason of his now or hereafter being or having been a director or officer of LIFE Academy and/or by reason of his alleged acts or omissions as such director or officer, whether or not he continues to be such officer or director at the time when any such claim or liability is asserted. LIFE Academy shall reimburse each such director and officer for all legal and other expenses reasonably incurred by him in connection with defending any or all such claims or liabilities, including amounts paid or agreed to be paid in connection with reasonable settlements made before final adjudication with the approval of the Board of Trustees, whether or not he continues to be such director or officer at the time such expenses are incurred. Provided, however, that no director or officer shall be indemnified against any claim or liability arising out of his own negligence or willful misconduct, nor shall he be indemnified against or reimbursed for any expenses incurred in defending any or all such claims or liability or in settling the same unless, in the judgment of the Trustees of LIFE Academy, the director or officer against whom such claim or liability is asserted has not been guilty of negligence or willful misconduct. The foregoing right of indemnification shall not be exclusive of other rights to which a director or officer may be entitled as a matter of law.

(2.3) Compensation. Trustees shall not receive any salaries for their services as Trustees, and shall be further prohibited from serving the school in any other capacity or providing goods and services and receiving compensation therefore. To the extent permitted by law, Trustees may be reimbursed for ordinary and necessary expenses that he or she may incur in travel from home to the school and transacting business on behalf of the school, after securing approval from the Board prior to incurring such expenses.

(2.4) Term. Trustee terms of office will normally be for three years; or at

discretion of the Chairperson approval. There shall be one (1) class of Trustees. The Board of Trustees shall establish the qualifications, terms and conditions for Trustee-ship in the K-12 School(s), provided all rules shall be germane to the purposes of the K-12 School(s), and equally enforced as to all Trustees. The initial board will serve for three full years. There are no term limits.

(2.5) The Chairperson may remove any and all Trustees from the board at any time, upon an initial complaint in an effort to protect the integrity of LIFE Academy.

(2.6) The Board of Trustees shall consist of a minimum of 5 Trustees and shall be elected by the Board of Trustees.

ARTICLE III. OFFICERS

(3.1) The officers of LIFE Academy shall be at least a Chairperson, Vice Chairperson, Secretary and Financial Oversight. The Board of Trustees may combine the offices of Secretary and Financial Oversight in a single person, in which case this person shall be referred to as the Secretary/Financial Oversight of LIFE Academy.

(3.2) The officers shall be elected annually by the Board of Trustees at the first meeting following the annual meeting of shareholders. Officers may serve as Trustees and Trustees may serve as officers.

(3.3) The duties of the officers of the Board of Trustees shall be as follows:

(a) The Chairperson shall be the Chairperson of the Board. She/He shall preside at all meetings of the Trustees and have general and active management of the governance and management of LIFE Academy.

(b) The Vice Chairperson for the Board of Trustees plays a vital role in supporting the Chairperson and the board in overseeing the school's governance and management. Also, the Vice Chairperson is to collaborate with the Chairperson in leading the Board of Trustees in setting the school's strategic direction, policies, and overall vision. In the absence of the Chairperson, these duties shall devolve upon the Vice Chairperson.

(c) The Secretary shall give notice of and attend all meetings of the Board of Trustees and shall keep minutes of all proceedings and records of all votes. He/she shall have custody of the corporate seal, if any

(d) The Financial Oversight shall have charge of all funds of LIFE Academy and of its disbursements under the direction of the Board of Trustees and shall

keep records of all receipts and disbursements.

(3.4) The Board may appoint such other officers and agents as it shall deem necessary, and fix their terms, duties and powers.

(3.5) The officers of LIFE Academy shall hold office for three-year terms or when their successors are chosen and qualify in their stead. Vacancies (due to removal, resignation, disqualification, death, or otherwise) may be filled for the unexpired portion of the term, or new offices created and filled, at any meeting of the Board of Trustees, by majority vote of the Board of Trustees.

(3.6) Any Officer may resign his or her office at any time by notifying the Chairperson or Secretary in writing. Such resignation shall take effect on the date of receipt of such notice or at any other time therein specified, and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. An Officer may be removed at any time, for cause, by a majority vote of the Board of Trustees then serving if in their judgment the best interests of the school would be served thereby.

(3.7) In the event that an officer is absent or disabled for a prolonged period, or for any other reason that the Board may deem sufficient, the Board may by majority vote delegate any of the powers or duties of such office to any other officer or to any director.

(3.8) The Chairperson may nominate a successor at any time. The nominee shall be confirmed by simple majority vote of the Board of Trustees, after the nomination is made.

(3.9) The Chairperson shall only be removed by an Accountability board established by the Chairperson prior to any problems arising. Should the Chairperson be removed by the Accountability Board, the previously approved successor will be eligible for the position of Chairperson. Unless no successor was appointed.

ARTICLE IV. ACCOUNTABILITY BOARD

(4.1) There shall be an Accountability Board made up of no less than three (3) persons and no more than five (5). The Accountability Board shall be made up of individuals nominated by the Chairperson of LIFE Academy and confirmed by a simple majority of the Board of Trustees after careful consideration. The Board of Trustees shall consider the nominations and vote to

have each nomination appointed.

(4.2) Purpose. The purpose of the Accountability Board is to:

(a) To hear accusations against the Chairperson of the k-12 School(s) brought to them unanimously by the official Board of Trustees excluding any disqualified individuals serving on the Board of Trustees and make a determination as to whether the Chairperson has committed any of the infractions listed below.

(b) The Board of Trustees may call the Accountability Board into session to conduct an investigation and/or dismiss the Chairperson if they find him/her guilty of any of the following accusations against the Chairperson:

- (1) Embezzlement
- (2) Compulsive Lying
- (3) Sexual Harassment
- (4) Conviction of a felony

(4.2) Decision. The Accountability Board will determine if the Chairperson is guilty or innocent and whether to discipline or dismiss him/her from office. The Accountability Board is the only entity that has the authority to dismiss the Chairperson from his position if, after being called into session in accordance with the provisions of this Article and after considering all accusations against him; they determine that it is the best course of action for him and the organization. The decision of the Accountability Board is final.

(4.3) Removal/Replacement. Any Member of the Accountability Board may be replaced or removed at any time deemed necessary by request of the Chairperson and confirmation of the Board of Trustees, provided that it not be after the Accountability Board has been called to officially meet in accordance with Section 3 of this Article.

(4.4) Board Chair. The representative nominated by the Chairperson and confirmed by the Board of Trustees shall chair the Accountability Board.

(4.5) Vacancies. Future vacancies shall be nominated by the Chairperson of the Board and confirmed by majority vote of the Board of

Trustees.

ARTICLE V.
MEETINGS

(5.1) Annual Meetings: The annual meeting of the Trustees shall be held on the second Tuesday of September, if not a legal holiday, and if a legal holiday, then at the same hour on the next Tuesday. At such meeting, the Trustees shall certify the Trustees of the K-12 School(s) and shall transact such other business as may come before the meeting.

In accordance with Alabama Constitution and Open Meetings Act, 2016 Code of Alabama title 36 – Public Officers and Employees. Chapter 25A. Notice of the meeting will be posted in the central office of the managed school or schools at least one day prior to the meeting. All such notices will include an agenda and an explanation of the public comment process will be announced prior to the start of each meeting.

(5.2) Regular Meetings: The Board shall attempt to meet monthly, but in no case less than ten (10) times per year at a meeting location to be determined by the Chairperson of the Board. Written or printed notice, stating the place and time of any meeting of the Trustees, and the general nature of the business to be considered, shall be given to each Member entitled to vote thereat, at his/her last known email address, at least three (3) calendar days prior to the meeting.

(5.3) Special Meetings: A special meeting of the Board may be called by the Chairperson of the Board upon receipt of a written request signed by three (3) Trustees of the Board specifying the purpose of the desired meeting. Notification shall be sent by mail or electronic mail to each member of the Board at least three (3) calendar days before the time of the meeting.

(5.4) Quorum: At least one-half (1/2) of the Trustees presently serving on any committee shall be necessary to constitute a quorum for the transaction of business at any such committee meeting, but in no event shall a quorum consist of fewer than five Trustees. Any or all Trustees may participate in any meeting of the Board of Trustees or any committee of the Board.

(5.5) Rules of Order. When not in conflict with any of the provisions of these Bylaws, Robert's Rules of Order (latest revision) shall constitute the rules of parliamentary procedure applicable to all meetings of the Board.

(5.6) Order of Business. The order of business for regular meetings of the Board may ordinarily be as follows:

- (a) Call to Order
- (b) Roll call
- (b) Reading and Approval of previous minutes
- (c) Reports and recommendations of the Principal
- (d) Reports and recommendations of committees
- (e) Old business
- (f) New business and Action Items
- (g) Executive Session (if applicable)
- (h) Remarks from Trustees
- (h) Adjournment

(5.7) Open Meetings: All regular meetings of the Board shall be open except when otherwise ordered by the Board for the consideration of executive matters as prescribed by law. No final or binding action shall be taken in a closed or executive session. The Chairperson of the Board shall prepare and forward to each member of the Board a tentative agenda for the meeting. At his or her discretion, the Chairperson of the Board may place a particular item or subject on the agenda upon the request of any member of the Board. Additionally, if 72 hours prior the scheduled meeting, a majority of the Board concurs that a particular item or subject should be placed on the Board's agenda as determined by a vote conducted by the Chairperson, the item or subject shall be placed on the agenda. All matters requiring action of the Board, however, may be acted on even though not carried on the agenda, if agreed upon majority vote of the Board Trustees present.

(5.8) Public Comment: Citizens or other individuals or delegations who desire to speak on an agenda item before that item is discussed and voted on by the Board may do so by submitting a written request to the Chairperson of the Board or Secretary of the Meeting prior to the start of the Board meeting and up until the Roll Call. After Roll Call has begun, any further requests to address the Board may be denied at the Board's discretion. Comments by any speaker shall be strictly limited to the agenda item before the Board. Scheduled and unscheduled comment periods shall be limited to a total of one half-hour

(30 minutes) with individual speakers limited to three (3) minutes at the discretion of the Board. Speakers shall refrain from making accusatory or defamatory comments about individuals by name. Speakers who violate this policy may be denied the opportunity to continue to address the Board during that meeting. Each speaker may address the Board only once per meeting.

(5.9) Minutes. The minutes of the meetings of the Board shall record official action taken upon motions or resolutions that are voted upon by the Board, and may contain a summary or report and pertinent discussion. In all cases when the action is not by a unanimous vote, the “yes”, “nays”, and abstentions of the individual Trustees shall be recorded upon the request of any member of the Board. The minutes of the Board become official only when completed by the Secretary of the Meeting and approved by the Board.

ARTICLE VI. COMMITTEES

(6.1) The Chairperson may appoint such committees as she/he deems necessary, subject to the approval of the Board of Trustees.

(6.2) The Chairperson of each committee shall make a written report to the Board of Trustees whenever requested by the Board.

(6.3) Committees Other Than Executive Committee. The Board of Trustees may, by resolution adopted by a majority of the Trustees in office, designate and appoint one or more committees, in addition to the Executive Committee, each of which shall include at least two (2) Trustees. Such committees shall have the duties assigned to them by the Board of Trustees in a resolution. Such committee or committees shall have such name or names as may be set in the Articles of Inc. k-12 School(s) or these Bylaws, or as may be determined, from time to time, by the Board of Trustees. The designation and appointment of any such committee and the delegation of authority to the committees shall not relieve the Board of Trustees, or any individual Member of the Board of Trustees, of any responsibility imposed upon it or him by law. Any vacancy occurring in any such committee shall be filled by the Board of Trustees, but the Chairperson of the K-12 School(s) may designate another director to serve on the committee pending action by the Board.

In the event the Board of Trustees undertakes the management of one or more charter schools, the committees to be created are as follows:

Finance – reviews finance reports for accuracy and consistency, and manages the audit process.

Compensation – establishes base compensations levels for the school(s) staff and aligns expense with budget availability.

Personnel – ensures personnel polices are in compliance with the various federal and state personnel requirements, and arbitrates any personnel situation that can not be resolved between the teacher and the principal/parent/co-worker.

(6.4) Vacancies occurring among the appointive Trustees of any committees, however arising, shall be filled by the Chairperson of the Board or designee for the remainder of the term.

ARTICLE VII. MISCELLANEOUS PROVISIONS

(7.1) Tax Returns and Financial Statements: The school shall file timely its annual federal income tax as required by the tax regulations and instructions.

(7.2) Execution of Documents: The Board of Trustees may authorize any officer or officers, agent or agents, or the Trustee, to enter into any contract or execute any instrument in the name of and on behalf of the school, and such authority may be general or confined to specific instances. Unless so authorized by the Board of Trustees, no officer, agent, or other person shall have any power or authority to bind the school by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

(7.3) Compliance Public Records Law: The school shall comply with all aspects of the Alabama Public Records.

(7.4) Inspection of By-Laws. The school shall keep in its principal office (once established) a copy of these By Laws, as amended or otherwise altered to date, certified by the Secretary, which shall be open to inspection by the Board of Trustees at all reasonable times during office hours.

(7.5) Fiscal Year. The Fiscal Year of the school shall coincide with the Authorizing County Board of Education School Year.

(7.6) Accountant and Legal Counsel: The school shall have the right to have an accountant and legal counsel.

(7.7) Polices and Procedures. Any action by the Board establishing policy or

methods of procedure, administrative, business, academic or otherwise, not contained in these Bylaws shall be known as the “Policy Manual”.

(7.8) Policies and Procedures of the Board may be adopted by the Board, or may be amended or repealed, in whole or in part, at any meeting of the Board in accordance with law.

ARTICLE VIII.
ADOPTION & AMENDMENTS

(8.1) These By-Laws may be adopted by a majority vote of the Trustees of the school.

(8.2) These By-Laws may be altered or amended or repealed by a unanimous vote of the Board.

(8.3) If any term or provision of these By-Laws or any application thereof shall be invalid or unenforceable, the remainder of these By-Laws or any other application of such term or provision shall not be affected thereby.

ARTICLE IX.
Structure

(9.1) Trustees. LIFE Academy shall not be a Trusteeship organization and shall have no Trustees.

(9.2) Stock. LIFE Academy shall be organized on a non-stock basis.

ARTICLE X.
PRINCIPAL

(10.1) Purpose. He/she is responsible for all day to day functions of LIFE Academy. This includes establishing the mission, vision and academic goals. Such areas shall be reviewed annually and modified as the Principal sees fit to meet charter requirements.

(10.2) Faculty and Staff. The Principal shall create professional development and training opportunities as outlined in the Policy Manual. All early release dates not specifically used for Professional Development must be approved by the Board. Further, the Principal is responsible for the hiring and termination of faculty and staff as approved by the Board of Trustees.

(10.3) Strategic Planning. The Principal is expected to exceed district public school average by a minimum of 5% by the end of year 2. Additionally, she/he is responsible for creating a plan to grow to K-12 by the end of year 5.

(10.4) Parent and Student. She/he is responsible for actively engaging the community to meet recruitment and enrollment goals. She/he will also execute plans to involve parents and students in the academic learning environment as outlined in the Family and Student Handbook.

(10.5) Removal/Resignation. The Principal will receive a minimum of 2 evaluations annually by the Board Chairperson or a person designated by the Board Chairperson. One of these evaluations shall be announced, giving a minimum of 72-hour notice and one evaluation will be conducted unannounced. All evaluations for year one are for goal setting purposes only. Removal of the Principal requires a unanimous vote of Trustees and final approval by Chairperson. Accusations constituting a felony, intentional misrepresentation of school, unethical violations or inappropriate relationship with staff and students may lead to immediate removal upon approval by the Board Chairperson.

ARTICLE XI

INDEMNIFICATION AND INSURANCE

(11.1) The K-12 School(s) may, to the extent permitted by law, indemnify any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the K-12 School(s)) by reason of the fact that he is or was a director, officer, employee or agent of the K-12 School(s), or is or was serving at the request of the K-12 School(s) as a director, officer, employee or agent of another nonprofit, business or foreign k-12 School(s), partnership, joint venture or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the K-12 School(s), and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful; provided that in case of actions by or in right of the K-12 School(s), the indemnity shall be limited to expenses (including

attorneys' fees and amounts paid in settlement not exceeding, in the judgment of the Board of Trustees, the estimated expense of litigating the action to conclusion) actually and reasonably incurred in connection with the defense or settlement of such action and no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the K-12 School(s) unless and only to the extent that the court shall determine upon application that, despite the adjudication of liability but in the view of all the circumstances of the case, he is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

(11.2) To the extent that a director, officer, employee or agent of the K-12 School(s) has been successful on the merits or otherwise in defense of any such action, suit or proceeding, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

(11.3) Any indemnification under Section 7.1 (unless ordered by the court) shall be made by the K-12 School(s) only as authorized in a specific case upon a determination that the applicable standard of conduct has been met. Such determination shall be made: (i) by the Board of Trustees by a majority vote of a quorum consisting of Trustees who were not parties to such action, suit or proceeding, or (ii) if such quorum is not obtainable or a quorum of disinterested Trustees so Trustees, by an independent legal counsel, or (iii) by the Trustees.

(11.4) Expenses incurred in defending such an action, suit or proceeding may be paid by the K-12 School(s) in advance of the final disposition there of if authorized by the Board of Trustees in the manner provided in Section 7.2 above, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the K-12 School(s) as authorized in this Article XI.

(11.5) The indemnification provided by this Article VII shall not be deemed exclusive of any other rights to which the person indemnified may be entitled under any bylaw, agreement, authorization of Trustees or disinterested Trustees or otherwise, both as to action in his official capacity and as to action in another capacity while holding such

office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his heirs and legal representative.

(11.6) The K-12 School(s) may procure insurance on behalf of any person who is or was a director, officer, employee or agent of the K-12 School(s), or is or was serving at the request of the K-12 School(s) as a director, officer, employee or agent of another nonprofit, business or foreign k-12 School(s), partnership, joint venture or other enterprise against any liability asserted against or incurred by him in any such capacity, or arising out of his status as such, whether or not the K-12 School(s) would have the power to indemnify him against such liability under the law.

(11.7) The K-12 School(s) shall not, under any circumstances, indemnify any employee, officer, director or any other person for any expenses, including attorney's fees, incurred in connection with any suit or proceeding brought against the K-12 School(s) by such persons.

(11.8) If any part of this Article XI shall be found in any action, suit, or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

ARTICLE XII

AMENDMENT OF BYLAWS

(12.1) The Bylaws of the K-12 School(s) may be adopted, amended or repealed by a majority vote of the Board of Trustees, present or represented at any regular or special meeting. The notice of any regular or special meeting to consider such amendment shall be distributed to each Member of the Board of Trustees at least ten (10) days prior to such meeting and shall set forth the proposed amendment or a summary of the changes to be made. By a majority vote of the Trustees of ,the Board of Trustees, this ten (10) day notice requirement may be waived

THUS DONE AND ADOPTED this XXth day of XXX 20xx.

I certify that the foregoing Bylaws of LIFE Academy were approved and adopted by and on behalf of the Academy by its Board of Trustees on XXX 8, 20xx, and are currently in effect.

LIFE ACADEMY

BY: _____
Board Chairperson

BY: _____
Secretary