



American
Principles Academy

New Charter School Proposal

Required Information

Charter School Information

1. Name of Proposed Charter School: American Principles Academy
2. Name of Applicant: Cedar Charter Holders
3. Authorized Agent: Karen Thelin
4. Mailing Address: 4355 Sagebrush Dr., Enoch, UT, 84721
5. Phone Number: 801.494.7446
6. Email Address: karenthelin@gmail.com
7. New School Location and Location's School District(s): Cedar City, Iron County School District

Governance Structure

In this section provide information regarding the governance structure. The governing body of a charter school is responsible for the policy decisions of the school

Below, list the names and positions of all Board Members (officers, members, directors) of the school, and their positions. List their area of expertise (education, legal, finance, parent) and any other charters in which they have ever had affiliations. Add rows as necessary.

Name	Position	Area of Expertise	Any Charter Affiliations
Karen Thelin	Chair	Nursing	APA
Blaine Hofeling	Vice Chair	Law	None
Matt Howard	Treasurer	Finance	None
Kami Merrill	Secretary	Parent	None
Kelly Hofeling	Parent Advocate	Homeschool Educator	None
Casey Anderson	Community Outreach	Counselor	None

Enrollment

8. Year School will start: 2024 with waiver; or 2025

9. Grades Served: K-12

Does the proposed grade configuration match the resident district grade configuration?

Yes

No: *Describe the difference.*

10.	10. Grades and Specific Number of Students Served by Grade													Max Enrollment
Year 1	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY25	90	96	96	96	96	96	96	96	96	96	60	45	30	1,089
Year 2	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY26	90	96	96	96	96	96	96	96	96	96	60	45	30	1,089
Year 3	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY27	90	96	96	96	96	96	96	96	96	96	60	45	30	1,089

We anticipate the facility will dictate how many students we are able to enroll each year, but these numbers reflect our ideal school numbers.

Waivers

11. Is this proposal seeking special treatment under UCA §53G-5-301?

Yes: *Provide a justification.*

No

12. Is this proposal seeking priority consideration under UCA §53G-5-504?

Yes: *Provide a justification.*

No

A charter school may apply to the State Board of Education for a waiver of any rule that inhibits or hinders the school from accomplishing its mission or educational goals set out in its charter.

13. List any waiver requests here (i.e., Rule numbers and titles).

- R277-552-3. Charter School Authorization Process, Subsection 10
- R277-552-4. Timelines - Charter School Starting Date and Facilities, Subsection 1

We would like to request waivers from these rules in order to start school in the Fall of 2024. There is a significant financial need to start school soon, and we believe that we can convince the board that we are able to overcome any obstacles of starting in Fall of 2024. The significant financial need relates to the facility situation. Cedar City is a small rural city with limited options

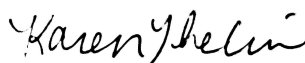
to accommodate a school. In fact, we have been watching the market as it relates to our charter school vision for the past 2-3 years. The best option that we have found just opened up this month¹. There is a new construction leasehold opportunity in Cedar City. The facility is large enough to accommodate one classroom for each grade, K-8. The facility will be built to suit for our purposes. Factoring in the Charter School Start-up and Implementation Grant, the all-in cost would come in around 18% of our budgeted expenses over the lease term, and in our opinion is miraculously inexpensive, not to mention it falls far below the State's recommendation of under 25% of our overall budget for expenses. We currently have a letter of intent with the owner that allows us to secure the facility in the Summer of 2024. The lease will go through June of 2027, which is when we expect our final constructed facility to be ready. Please read more about our facility plan in Section 3 of the proposal, and we are prepared to submit more details for this waiver during the application process. One thing we would like to request, which would eliminate the need for these waivers, is for the State Charter School Board to consider our application in September of 2023. We are prepared to have our full application in by the end of July. By considering our application in September of 2023, the SCSB would meet the October 1 deadline to notify the State Superintendent, and Cedar Charter Holders could meet the October 1 deadline to apply for the start-up finding.

Signatures

WE, THE UNDERSIGNED, do hereby certify that, to the best of our knowledge and belief, the data in this proposal are true and correct. Therefore, this proposal for charter school status and funding is hereby submitted with the full approval and support of the governing body of the proposed charter school.

Name of Authorized Agent Karen Thelin

Signature of Authorized Agent



Name of Charter School Board Chair (if different than Authorized Agent)

Signature of Charter School Board Chair (if different than Authorized Agent)

¹ <https://drive.google.com/drive/folders/1bSBmwdo--ZHdtuRQTrbYtSupktYEdD6G?usp=sharing>

1. Key Elements

1a. State the proposed school's mission.

Our school's mission is to provide a classical education ensuring that every student achieves academic success and develops virtuous character based on concrete measurements.

1b. State the legislative purpose(s) outlined in UCA 53G-5-104 which this school specifically satisfies.

1. Continue to improve student learning. Our data tracking methods of student data will allow us to track improvements of student learning. We will implement weekly reading and math assessments, and even daily participation trackers.
2. Encourage the use of different and innovative teaching methods. Although Direct Instruction, including choral responses from the students, may not be considered "different and innovative" from a national perspective, there are no schools implementing those methods on a school-wide scale in Iron County.
3. Increase choice of learning opportunities for students. Currently there are no charter schools in Cedar City with available seats, and only one charter school serving Elementary students. The existing charter school serving Elementary students in Cedar City is not classical and emphasizes a "self-directed" method of teaching. There is demand for a "Direct Instruction" method of teaching.
4. Establish new models of public schools and a new form of accountability for schools that emphasizes the measurement of learning outcomes and the creation of innovative measurement tools. We will implement measurement tools that track individual student data on an hourly basis. Some examples of data trackers that we will use can be found [here](#).
5. Provide opportunities for greater parental involvement in management decisions at the school level. Charter schools provide these opportunities by nature due to the fact that they are run by an independent board made up of parent volunteers. In our case 100% of our board members intend to enroll children or grandchildren at the school.
6. Expand public school choice. As mentioned, there is only one charter option in Cedar City for our elementary-aged students. The existing school is a Montessori school which is extremely different from our proposed classical-education model.

1c. Explain how this school will promote the State Charter School Board's mission and vision.

There are currently no open seats at the only existing elementary charter school in Cedar City. This new school will promote the SCSB's mission by advancing school choice. This new school will also provide an opportunity for parents and students to experience a model of education that has not existed in their County - using uniforms, direct instruction, and leveled-learning. This new school will also promote the SCSB's vision because it will give more students access to this approach to education, which may better suit their unique learning needs.

1d. List the school's key elements. The key elements of the Charter School, as set forth in the application, are programs and processes that are defining characteristics and make this school unique.

Some of the school's key elements will be:

- Leveled learning - students learn with peers at their precise level for the subjects of Reading, Math, and Spelling, not just with their homeroom peers
- Homogenous groups for Reading, Math, and Spelling - groups usually ranging from 5 students to 25 students
- Daily homework opportunities
- Uniforms
- A Character Development Program designed to teach the students good etiquette and responsible civic engagement
- A teacher and a paraprofessional in every general ed classroom
- Classical literature instruction
- Cursive writing beginning in Kindergarten
- Latin courses for all 7th, 8th and 9th graders

1e. Describe the academic goals of this school.

Our academic goals will be developed around the following priorities:

- 100% of our students will progress in reading and math by at least one grade level of growth each year, as measured by EOY Acadience composite scores for Reading (grades 1-6) and CMC or Saxon math EOY Tests in grades K-12 , or will be served by an ILP to accelerate their learning.

2. Program of Instruction

2a. Does the school intend to offer any of the following programs: N/A

2b. Briefly present the overall vision for how the school will operate.

American Principles Academy will assess each incoming student and place them in a homeroom class at their grade level (elementary), as well as an achievement-leveled group in the skills areas of Reading and Math (elementary and secondary). This allows students to enroll in the correct grade according to their age and receive grade-level instruction in their homeroom, but also receive instruction at their performance level in the skills acquisition areas. Elementary students will transition between homeroom classrooms and “break-out” rooms for Reading, Math and Spelling. The school schedule is coordinated so that this model can run efficiently. School uniforms include ties for boys and girls beginning in 4th grade, reflective of the dignity and importance of school, helping students to focus on their responsibility to become excellent students and virtuous individuals.

The Character Development program will be integrated within the daily structure. Students will wear name tags, practice proper etiquette as taught in the program, and will participate in workshops, videos, and “meet and greets” where they will have the opportunity to meet new people and introduce themselves properly to others.

The overarching theme at the school will be the “Builders” theme. This theme teaches children to practice “Builder” behavior, and to endeavor to build themselves, their school, and their community. Monthly Builders themes will be implemented throughout the school and each class will have a student Builder awarded each month based upon that theme.

2c. Describe the school’s overarching educational philosophy.

American Principles Academy will be a classical-liberal arts school with an aim to educate both the minds and hearts of our students. Human flourishing is the goal of a classical

education. We will engage in the pursuit of truth, beauty, wisdom and goodness alongside our students. We will focus our efforts in the domains of the liberal arts, including mathematics, social, and physical sciences with an emphasis on ethics, morality, the ability to solve complex problems and a desire to continue to learn. We will employ the disciplines of humility and diligence to our scholarly efforts. Our students will flourish as they become academically proficient, develop strong moral character, and develop a desire to impact their community in positive ways. At school, on a daily basis, we will enthusiastically engage in the learning and practice of the skills required to accomplish these ends.

2d. Provide a description of the intended educational program that includes methods of instruction and either sample curriculum choices or a description of how curriculum will be selected/developed.

ELEMENTARY PROGRAM

Our Elementary School program will center on 2 pillars: Academic Achievement and Character Development. We believe children in grades K-6 need a balance of rigorous academics, creative and expressive learning, and positive social skill development – all in a motivating, cheerful environment that encourages enthusiasm for learning and love of school. Caring and nurturing relationships with teachers and friends are the foundation of all we will do.

Elementary Academics

Achievement Grouping: We will utilize achievement grouping for the skills areas of reading, spelling and math. All students will be assessed and groups will be formed that will allow all students to be taught at their precise instructional level, with peers within their age band (K-3 or 4-6), for that subject. These “fluid groups” will be composed of approximately 5-25 students, allowing for small classes as needed. We know that student learning is not entirely predictable, so students will be consistently assessed (daily and weekly) and students may advance a level or likewise, if a student needs extra repetition of a concept, or experiences absences, they will be able to join a different group and repeat the instruction that was missed or was challenging for them. Achievement grouping supports student positive mental development by avoiding placing students with students performing far above them in these skills subjects. Advanced students for their age are likewise placed in groups that provide appropriate challenges so boredom or engagement challenges can be avoided.

Because all students will go to their skills groups at the same time in the school day, and the groups will not be labeled in any way (no numbers, colors, or letters), our students will not typically be conscious of the “position” of their group (higher, lower) in relation to other groups. Avoiding stigma is one of the goals of our achievement groups. It is our belief that these achievement groups are the most efficient way to allow students to gain skills in the fastest, most emotionally positive environment possible.

Our elementary students will attend a homeroom class that has a General Education Teacher and a Paraeducator (who we will call an “Instructor”). This supplemental employee will make it possible for the General Education Teacher to teach the content scheduled for the day, with the Instructor providing support as needed. The content taught in the homeroom will achieve the specific grade-level Utah Core requirements. The placement of a Paraeducator in every elementary homeroom also expands the least-restrictive environment options for our special needs students. We will consult with Homeschool families to identify the precise academic needs of their students and facilitate a smooth transition to school.

Early Elementary Courses (K-2)

Reading Mastery, Connecting Math Concepts, Spalding Spelling, Cursive Writing, Shurley Grammar, Language For Learning, Language for Thinking, Comprehension A, Physical Education. CORE KNOWLEDGE Science, History, Poetry, Literature and Geography, Music, and Art (Monart Drawing).

Upper Elementary Courses (3-6)

Saxon Math, Corrective Mathematics, Reading Mastery, Corrective Reading: Decoding and Comprehension, Literature-Based Direct Instruction, Spalding Spelling, Latin Roots, Spelling with Morphographs, Physical Education, Shurley Grammar, CORE KNOWLEDGE Science, History, Poetry, Literature and Geography, Music, and Art (Monart Drawing).

Character Education

As a student progresses through elementary and secondary education, the Builders and Ambassadors programs will teach virtuous character, social and communication proficiencies, community service, civic engagement, leadership, professionalism and other skills to assist students to become positive and contributing citizens in their communities. In order to establish an excellent institution and a loving, positive atmosphere, we believe we must build a foundation of virtuous character in our students and ourselves. The CHAMPS program (Safe & Effective Schools by Randy Sprick) will also be implemented district-wide to support student self-management and positive school culture development.

Civic education is a highly important aspect of our program. Students will engage in lessons and activities including Constitution Day, Veterans Day, Memorial Day, and focus on the American Ideals of Liberty, Equality, Democracy, Respect for the Rule of Law, and Patriotism.

SECONDARY PROGRAM

Junior High

In Junior High, we add the following to our School-wide mission statement in order to provide an emphasis on these students to their impending high school career.

Junior High Mission Statement

Assist students in their efforts to become student scholars by providing an academically rigorous liberal arts program that prepares them for advanced study at the high school level and beyond.

High School

In High School, we add the following to our school-wide mission statement in order to provide an emphasis on these students to their impending college and post-secondary career.

High School Mission Statement

High School provides an academically rigorous liberal arts education that prepares students for advanced study at the university level, thereby developing conscientious, confident citizens who think clearly, are effective proponents of those thoughts and are actively involved in the building and governing of society.

Jr. High & High School Overview

Utilizing a program rooted in classical education principles, students will be exposed to a language-rich curriculum built for a maturing mind. Our academic program will emphasize

learning through language (writing, speaking, reading) rather than pictures, videos or screens.

The trivium model of learning will be a key part of our pedagogical approach with a focus on continual engagement in the learning process through 3 phases: Supplying the mind with facts (*grammar*), providing logical tools to organize facts (*logic*), and equipping students to express conclusions and defend them based on application of the logic (*rhetoric*). Junior High courses will utilize direct instruction for grammar-phase learning with a focus on student participation and 100% engagement. Socratic methods including the usage of questioning, inquiry, and dialogue will be applied in the logic and rhetoric phases as appropriate. This process results in students who are proficient at critical thinking.

Our systematic approach to coursework will result in a sequence that ensures students are accessing the necessary curriculum as well as mastering it before moving on in their studies. As part of this systematic approach, the curriculum for each class will be organized by a “180-day plan” that is standardized across American Prep’s managed schools. In addition to this pacing guide, each course will have standardized learning objectives and accountability elements that ensure all students are receiving the same high-quality content and instruction. See a 180-day plan example [here](#).

Tests and quizzes will be standardized and student scores (absent identifying information) will be shared within the department so that teachers can meet monthly and analyze student achievement data, discuss demonstrated best practices, and mentor one another.

Subjects of Instruction

Utah State Standards will be met or exceeded through our curriculum.

Math

We will utilize the Saxon math sequence which emphasizes incremental skill development using a spiraling practice model to ensure that students master the material and retain it over long periods of time. In this program, new material is introduced and students are given an opportunity to practice the new content as well as review previous content in each lesson.

In High School, students will have access to courses ranging from Secondary Math I up through Calculus in obtaining their required 3.0 credits of math.

English

We will provide an academically rigorous 7th-12th grade English curriculum. We will follow the English curriculum outlined in the Core Knowledge Scope and Sequence, which includes literature, expository writing, grammar, vocabulary, and spelling. Our English courses will utilize the Wordly Wise Vocabulary program, Digging Into Diagramming program, and various Core Knowledge and classical literary selections. In addition, formal logic instruction will be provided in our English classes using The Discovery of Deduction program.

Junior High

Students will take 1.0 credit (1 full year course) of English in 7th grade and 1.5 credits (1 full year course & 1 semester course) of English in 8th grade.

High School

Students will take 2.0 credits (two full year courses) of English in 9th grade and 1.0 credit (1 full year course) English in each year following - 10th through 12th grade.

Social Studies

Social studies coursework in 7th and 8th grade will be a combined course of Utah Studies and U.S. History. All core objectives for both U.S. History I and Utah Studies will be met. In addition, students will learn how to read and dissect primary sources to aid them in their interpretation and explanation of historical events.

Social studies coursework in 9th -12th will follow Utah State Standards and continue to provide students with instruction emphasizing critical reading, effective writing, and primary document analysis. Students that complete the American Principles high school program will receive the following credits that meet or exceed Utah's graduation requirements: Geography (1.0 credit), World History (1.0 credit), U.S History (1.0 credit), and U.S Government (0.5 credit)

Latin

All Junior High students will study Latin for the full year in both 7th and 8th grades. Latin instruction focuses on the foundations of the Latin language, as well as Roman history, culture, and mythology. The class will provide an understanding of Latin's structure and basic components, and is designed to strengthen students' comprehension of the English language. High School students will continue to take Latin, taking a minimum of 1.0 credit in grades 9-12.

Science

The 7th and 8th grade science curriculum is designed around adopted SeeD standards. Junior High Science courses will contain strong logic and rhetoric components including an emphasis on questioning and critical thinking. Students will often be asked to not only provide an answer but also support their conclusions by using logic and knowledge they've gained in previous stages of learning.

High School science coursework will include multiple options for students to earn the required 2.0 lab-based science credits and 1.0 non-lab based credit. Course options in science will include Biology, Chemistry, Physics, and Earth & Space Science.

Character Education²

We are committed to helping students become exceptional citizens as well as great scholars. Thus, every student at American Principles Academy will be a participant in the Character Development Program. This program will be an integral part of the daily curriculum. 4th period will be a Leadership class for all Jr. High and High School students where the Ambassador curriculum is presented. It is built upon seven areas of focus: social graces, professional behavior, self-management skills, peer leadership experience, community service, civic awareness, and arts/cultural appreciation. These seven focuses will be presented and

² [APA Ambassadors](#)

reinforced through a combination of hands-on, high-energy workshops, service projects, leadership experiences, field trips, and culminating activities. Students and staff will be trained to exemplify the skills taught in each area of focus in their daily interactions and to recognize that the application of those skills leads to academic success.
Leadership and character development is the second pillar of our education program.

2e. Provide a description of how the Utah Core Standards will be taught and assessed in the school.

The Utah Core Standards are taught through our chosen curriculum, primarily in the homeroom classes. They will be assessed through the State's Standardized tests, as well as through Core Knowledge unit tests.

2f. Explain how the school will meet the needs of all students, including special education students, advanced students, students with disabilities, educationally disadvantaged students, and the like.

Our achievement level groups ensure that students can accelerate at the maximum pace possible, learning alongside students at their level. This means that our advanced students are never held back and educationally disadvantaged students also benefit from this model as we accelerate or "fast cycle" them to get them to grade level. Many of our curricular programs have fast cycle schedules that allow for this acceleration without creating knowledge gaps. Our Special Education Program will be aligned with complete fidelity to IDEA and USER (Utah Special Education Rules). We will offer the full continuum of services for disabled students according to the individual student's IEP, with services provided by properly credentialed personnel.
Our special education program's emphasis on LRE (least-restrictive environment) is expressed in our commitment to seeing our disabled students educated alongside their typical peers whenever possible. To this end, our innovative model will provide a paraeducator (Instructor) in every elementary classroom. This will allow nearly all of our elementary-aged disabled students to attend their "regular" general education homeroom classroom and receive the supports they need without being "pulled out" of class. However, for students whose IEPs indicate they need services outside these settings, we will provide the full continuum of placements, including self-contained classrooms. This accomplishes our goal of reducing stigma for disabled students, as well as our academic goal of placing each student in the most motivating learning environment possible, which we have found to be with their peers in most cases.

2g. If any grades 9-12 will be served, explain the proposed graduation requirements.

English Language Arts - 4.0 credits

Language Arts 9 (1.0), Literature 9 or ELL (1.0) *waived for students that transfer in after 9th grade, Language Arts 10 (1.0), Language Arts 11 (1.0), Language Arts 12 (1.0)

Math - 3.0 credits

Secondary Math I or higher (1.0), Secondary Math II or higher (1.0), Secondary Math III or higher *or* Applied Math (1.0)

Social Studies - 3.5 credits

Human Geography (1.0), World Civilizations (1.0), U.S. History (1.0), U.S. Government (0.5)

Science - 3.0 credits

Biology, Chemistry, or Physics (minimum 2.0 total), Science elective (1.0)
PE/Health - 1.5 credits
Participation, Skills, & Techniques (0.5), Fitness for Life (0.5)
Individual Lifetime Activities (0.5) **can be obtained through qualifying activity/sport participation*
Fine Arts - 1.5 credits
Student choice between choral music, instrumental music, visual arts, or dance (1.5 total)
Directed Coursework - 2.0 credits
CTE (1.0), Digital Studies (0.5), Financial Literacy (0.5)
Electives - 5.5 credits
Leadership/Character Development (up to 4.0 total depending on enrollment year)
Elective selections or credits in excess of other graduation requirements

3. Market Analysis

3a. State the school's intended location. Be as specific as possible. If the exact location is unknown, describe the characteristics of the areas the school will be seeking and how the governing board will find and acquire the location.

Cedar City or the surrounding areas (Enoch or Hamilton Fort).
We hope to be authorized to begin our first year of school in Fall of 2024. Our school has been contemplated and planned for nearly 5 years as of the date of this proposal. We believe that we have sufficient demand, resources, and plans to operate successfully in Fall of 2024. By engaging American Preparatory Schools (APS) as our Educational Management Organization, we will be able to accelerate our efforts to open swiftly, and overcome hurdles that would normally inhibit a school from opening this quickly.
For example, APS has in place proficient systems and practices to provide the services of Accounting and Human Resources beginning the day after our charter approval. Likewise, their academic programs can be quickly replicated and they have assured us that they do have the resources and staff to be able to replicate the academic model within a few months. The two most challenging aspects of opening quickly that we anticipate are 1. facility occupation and 2. staffing.

1. Facility Plan. From a facilities perspective, there are compelling reasons to open Fall of 2024. After staffing costs, facilities expense will be our next biggest expense and the expense that we have the most control over. We don't believe that it is financially responsible to begin construction on a new facility without first testing our market and proving our model. Therefore, we are strongly compelled to begin our operations in a leased facility while we test our market and develop our facility plans. To this end, we have procured a [rare facility](#) that would accommodate approximately 35% of our maximum enrollment for Years 1-3. The facility is currently under plan review. The owner has provided us a letter of intent to lease through June 2027, which will give us the time needed to construct our permanent facility. The facility will be built-to-suit by the building owner, and the lease rate for the term of the lease is \$648,000. Assuming we will receive Charter School Startup and Implementation Grants, and including ancillary facility costs of utilities and Common Area Maintenance charges, we anticipate that our total facility expense as a percentage of our expenses will fall around

18%, which falls well below the State's recommended 25%. Our final, constructed facility already has an initial floorplan developed and we have already been in contact with multiple landowners for a final site. We are looking for a site that is at least 10 acres in size that is located outside of Cedar City's city limits so that we will qualify for USDA rural development financing, which gives us lower financing rates and longer financing terms which will greatly help our budget. APS has experience and financial resources to aid us in renovating the leased facility and constructing the final facility.

2. Staffing. APS will provide many professional services, which will negate our need to hire people in these roles: CFO/Accountant/CPA, Human Resource Director, Operations Director, IT Director, Character Development Director, Administrative Director, Elementary Director, Secondary Director, Compliance Director. The staff that we will need to hire for Year 1 will be: 7 Elementary Teachers, 7 Instructors, 6 Jr. High Teachers, 6 High School teachers, 1 School Counselor, 1 Special Ed Teacher, 1 Operational/IT manager, 1 Front Office Staff/Clerk, 1 Music Teacher, and 1 PE Teacher. We have multiple educators on our governing board and based on our understanding of the labor market in Cedar City, we don't believe that it will be difficult to staff our program.

3b. Justify why this school's educational program is needed in the selected location.

Information gathered at community meetings over the past 2-3 years indicates that many Cedar City families are seeking a classical education model. This is evidenced by the many letters of support that we have procured from the community, which include letters of support from the Cedar City mayor, Iron County Commission, the Iron County School Board and Superintendent, and many parents. These letters of support can be found [here](#).

In addition, we believe our charter school program will appeal to many families which currently are part of the large homeschool population of Cedar City. Many homeschool families we have met with and polled indicate they would participate in public education in a school that aligned with their philosophy and values. They also express that a challenge for entry to traditional public schools is that their students progress in their education at rates more variant than public school students, resulting in difficulty as they find their children don't "fit" neatly into a particular grade level in a public school. In our academic model, students will be placed in a homeroom according to their age but into skills classes at their level, solving this challenge. The Cedar City Homeschoolers page on Facebook has 806 members - the largest City Homeschool group we could find on Facebook.

3c. Provide the demographic information for the selected location.

We anticipate the population of the school to be as follows:

- Ethnic or racial minority: mirror the surrounding district (Iron County), which is approximately 84% Caucasian and 16% minority³.
- We anticipate a special ed population that matches Iron County School District - 12% of their students are special needs.
- We anticipate an economically disadvantaged population of 40-45%, which is on par with the Iron County School District which reports 43%.
- We anticipate that our ELL percentage will align with the local charter schools which is

³ <https://schools.utah.gov/data/reports?mid=1424&tid=4>

reported at 4%.

3d. Explain in detail how the proposed mission, vision, and program of instruction align with the educational needs of the population described in 3c.

First, our special ed program will provide services with an expanded LRE for students on IEPs. Direct Instruction immensely helps ELL students as it allows them to verbalize responses in a choral manner with their peers. This allows them to practice speaking throughout the entire day. Lastly, our focus on character development and higher education through a love of learning will prepare our students to succeed in high school, college, and professionally.

3e. Provide the characteristics of the proposed charter school that sets it apart from other schools in target location.

Currently there are no charter schools in Cedar City with available seats. And there are no classical education charter schools at all in Iron County. In particular, some of the characteristics that will set us apart are:

- Leveled learning - students learn skills with peers at their precise level, not just with their homeroom peers
- Small group sizes for Reading, Math, and Spelling - groups often ranging from 5 students to 25 students
- Daily homework opportunities
- Uniforms
- A Character Development Program designed to teach the students good etiquette, virtuous character and responsible civic engagement
- A teacher and a paraprofessional in every elementary general ed classroom
- Classical literature instruction
- Cursive writing beginning in Kindergarten
- Latin courses for Secondary Students

Appendix A: Background Information Sheet

Name: Karen Thelin

Role: Chairperson

Statement of Intent: My role on the governing board as the chairperson is to bring the mission of a classical and liberal arts education of American Preparatory Academy to the families in Iron County. I want to help provide an effective and engaging educational experience to the students of the school by promoting excellent teaching and an interactive education. As a nurse with a bachelors degree and working as district school nurse for American Preparatory Academy for 5 years, I have the background of the basis of the school and want to continue this option for education to the students in Iron County. I understand the obligations and expectation of being a board member and having my nursing education as my background, hope to be able to consider the well-being of the students attending American Preparatory Academy in caring for those with medical related concerns and accommodating those concerns as best as possible. I am fully committed to the mission, values and education curriculum of this school as they have been written in this application.

Not-for-Profit History: As a nurse, I have spent many hours in my education to become a better nurse. I am currently in my masters program to become an educator because I believe in the importance of educating others. As a parent, which is considerably non-profit, I am dedicated to the quality of education that my children and other children have access to. I have been a parent volunteering my time for American Preparatory Academy school for 7 years, 5 of that as the district school nurse. I have experience working in an administrative position and attending school board meetings. I am a member of the Church of Jesus Christ of Latter day Saints and as a member, I have held many callings of leadership and teaching. I have had the opportunity to plan and operate organizations at the collegiate level in a volunteer position and mentored other students. I have participated in the policy council of the Head Start program of Iron County which includes their board policy council meetings. I have held positions of treasurer and secretary in college programs, volunteering my time to participate in those positions. With this background, I feel that I have experience to start this charter school. I am willing to continue to learn and grow as necessary in this position of chairperson to make this school operate functionally.

Employment History: I have an employment background as a nurse for multiple faculties. My current position in administration as district school nurse for American Preparatory Academy has given me the most experience in the school nursing position. I have worked with COVID response. For 12 years, I have been employed for a family of a disabled child, taking care of her nursing medical care and needs.

Education History: I have a double associated registered nursing degree (earned in 2008 from Snow College and 2012 from Weber State University) with a bachelors in nursing (earned in 2017 from Brigham Young University- Idaho). I am currently working towards my masters in nursing education to graduate in April of 2023 from Western Governors University.

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE

American Principles Academy

CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Karen Helin

Applicant's Signature

Appendix A: Background Information Sheet

Background Information Sheet

Name: Blaine T. Hofeling

Role with application: Legal Counsel/Advisor

Expertise: Legal

Select the statements that are applicable and, if applicable, proceed as directed:

- I intend to become an employee of the school. Provide your role and the timeline for your transition from the governing board to this role.
- I am related to another person or persons identified as a founding member, governing board member, or administrator (relative means father, mother, husband, wife, son, daughter, sister, brother, uncle, aunt, nephew, niece, first cousin, mother-in-law, father-in-law, brother-in-law, sister-in-law, son-in-law, or daughter-in-law). *Describe all relationships.* I AM FATHER OF KELLY HOFELING, ANOTHER BOARD MEMBER

Statement of Intent: It is my intent to offer my skills to support a great group of highly capable individuals to infuse additional educational opportunities into Iron County and to assist the Board in ensuring an excellent and ever improving educational environment for the children who attend the school and for all children of Iron County.

Not-for-Profit History: I have an extensive background both in creating and representing Not-for Profit (501(c)(3)) entities. I also currently operate a couple of Not-for Profit entities as part of a larger organization that I created and operate.

Employment History: I am the founder and current president and general counsel of the HOPE Group, Inc., which owns a group of residential and out-patient treatment centers for teenagers and young adults who suffer from complex early childhood trauma and attachment related issues. Within that organization we operate a fully Cognia accredited K7-12 private school within a Not-for Profit entity. Prior to that time I practiced law for twenty years including serving as counsel to the Iron County School District for a large number of those years.

Education History: I received both an undergraduate degree (1989) and a Juris Doctor degree (1992) from the University of Utah.

Assurance of Background Check: Charter school governing board members and key administrators must complete a background check within 30 days of authorization, as required by 53G-5-302. A background check requires fingerprinting consistent with Board Rule and State law. The check will reveal all arrests and convictions for offenses above minor traffic offenses that occurred in any state that are on

American Principles Academy

the applicant's record after 18 years of age. The applicant is responsible for the cost of the background check. With the signature below the applicant is assuring compliance.

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO SCSB STAFF TO VERIFY ANY INFORMATION PROVIDED ABOVE.

I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Applicant's signature Blaine T Hofeling

A solid grey rectangular box redacting the signature of Blaine T Hofeling.

Appendix A: Background Information Sheet

Name: Kami Merrill

Role: Secretary

Statement of Intent: I am a mother of five children ranging in age from 16 down to 5. Over the years my children have attended two different private schools, been homeschooled, and are now attending public school. We have seen which curriculums and programs inspire learning and growth, along with those that don't. There is no one size fits all in education. What works for one family/child, may not work for the next. My goal is to provide a highly successful classical education option to the families of Iron County.

Not-for-Profit History: I am on the board of the Iron Dixie Committee of Rights. I help organize many community events such as local election debates, educational meetings on local issues, meetings with elected officials, emergency preparedness seminars, as well as fun, unifying community events such as dances and potlucks. I am also involved in a local Moms For America chapter, which is a study group for mothers learning the constitution and principles of liberty. I assist in our local Liberty Camp for youth, and have partnered in running Liberty Club for Boys.

Employment History: I am currently employed at Staheli West as the Customer Success Manager as well as a Parts Specialist. We are an innovative agricultural company manufacturing an implement that simulates natural dew. I have experience working with customers all over the western United States, helping to ensure their success in their agricultural operations. I have previously been employed by Washington County School District teaching P.E. as well as substitute teaching.

Education History: I attended Dixie College, but started my family before finishing my schooling there. I am however a dedicated life long self educator and enjoy studying many different topics.

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

Kami Jo Merrill

Applicant's Signature

[Redacted Signature Area]

Appendix A: Background Information Sheet

Name: Kelly Hofeling

Role: Parent Advocate

Statement of Intent: I am a mother to three children ages 7, 4, and 18 months. My children are homeschooled because of my lack of faith in the traditional public school setting. I am hoping to help bring an alternative place of education to Cedar City that can help children grow intellectually as well as emotionally in a safe environment.

Not-for-Profit History: I have been a member of a nonprofit organization in Cedar City that is aimed towards helping mothers and families in Iron County. I have served on the board for five of the seven years I have been associated with them. I have helped run fundraising events, social gatherings, and run the administration side of the group.

Employment History: I have successfully managed my home for the last seven years. I have also worked in our local schools as an aide in several grades.

Education History: Southern Utah University 2010-2014 Bachelors of Science Elementary Education; Specialization Early Childhood Education.

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Kelly Hofeling

Applicant's Signature

Appendix A: Background Information Sheet

Name: Matt Howard

Role: Treasurer

Statement of Intent:

I intend to serve on the board as treasurer and commit to organizing and preparing the financial records to highest standards. I commit to this application as it has been written.

Not-for-Profit History:

As the education specialist at The Anasazi Foundation I was responsible for the oversight of all education materials at the foundation and the liaison between the accredited charter school that awarded out students school credit for their work done in the program.

Employment History:

While working as the Program Director at Arivaca Boys Ranch I oversaw the academic program and coordinated with the charter schools where our students were enrolled remotely. I've been an instructor for Utah State University Extension and currently serve as Operations Director for a mid-sized software company with a variety of responsibilities in finance, operations, and human resources.

Education History:

Bachelor of Arts, Linguistics - Brigham Young University

Master of Business Administration, University of Arizona

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A handwritten signature in black ink that reads "Matt Howard". The signature is stylized, with the first name "Matt" written in a cursive-like font and the last name "Howard" written in a more blocky, slightly cursive font. The signature is positioned above a horizontal line.

Applicant's Signature

Appendix A: Background Information Sheet

Name: Casey Anderson

Role: Community Outreach

Statement of Intent: Having been a Vocational Rehabilitation Counselor for 9 years, I have worked directly with children who have disabilities and the local education agencies responsible for their education. I hope to bring this direct experience to this board of directors in order to best serve all of the children of the school to ensure that each child receives a quality education.

Not-for-Profit History: I am currently serving on a 501(c)3 organization that supports our local town, where we live. I have served on boards for the Iron County Frontier Homestead State Park and the Cedar City Chamber of Commerce. I have also served in elected capacities on the local level.

Employment History: I work as a Vocational Rehabilitation Counselor with the State of Utah. I have been in this position for 9 years. Previous to that I worked as a Social Service Worker for the Paiute Indian Tribe of Utah and Kolob Regional Care and Rehabilitation - a long term skilled nursing facility.

Education History: Bachelor of Psychology - SUU 2007; Masters of Science - SUU (2009); Masters of Rehabilitation Counseling - USU (2016)

WITH THE SIGNATURE BELOW, PERMISSION IS HEREBY GRANTED TO THE UTAH STATE CHARTER SCHOOL BOARD TO VERIFY ANY INFORMATION PROVIDED. I AFFIRM THAT THE INFORMATION PRESENTED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE.

CASEY OWEN ANDERSON

Applicant's Signature

Appendix B: Articles of Incorporation

Articles of Incorporation must include language stating that neither the charter school authorizer nor the state, including an agency of the state, is liable for the debts or financial obligations of the charter school or persons or entities that operate the charter school. Articles of Incorporation should also include necessary language should the governing board decide to (1) apply for 501(c)(3) status with the IRS or (2) take on debt on behalf of the corporation. However, schools do not need to apply for 501(c)(3), but can incorporate as a Utah nonprofit.

Non-Profit Corporation Articles

ARTICLES OF INCORPORATION OF

Cedar Charter Holders

We, the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the Utah Revised Nonprofit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article I

Name

The name of the corporation is Cedar Charter Holders

Article II

Purpose

To hold a charter contract with the state charter school board in order to build and operate a charter school in or around Cedar City.

To 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.

Article III

Name and Address of Registered Agent

The address of the corporation's initial registered office shall be:

4355 Sagebrush Drive Enoch, UT 84721

The corporation's initial registered agent at such address shall be:

Karen Thelin

State of Utah

Department of Commerce

Division of Corporations & Commercial Code

This certifies that this registration has been filed and approved on 26, May 2022 in the office of the Division and hereby issues this Certification thereof.

Leigh Veillette Division Director

Article IV

Names and Addresses of Incorporators

The name(s) and address(es) of the incorporators are:

Incorporator #1

Karen Thelin

4355 Sagebrush Drive Enoch, UT 84721 Karen Thelin Signature

In Witness Whereof I / We have executed these Articles of Incorporation on 26 May 2022 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.

Article V Members

The nonprofit corporation will have voting members

Article VI Shares

The nonprofit corporation will not issue shares evidencing membership or interests in water or other property rights.

Article VII

Directors/Trustees/Officers

The name(s), address(es) and signature(s) of the director(s)/trustee(s)/officer(s) are:

Director #1

Karen Thelin

4355 Sagebrush Drive Enoch, UT 84721

Director #2

Scott Herrick

Director #3

Matt Howard

Director #4

Kami Merrill

2321 W Cove View Drive Cedar City, UT 84720 Signature

Director #5

Kelly Hofeling

Director #6

Casey Anderson

Article VIII

The period of duration of this corporation is Perpetual

Article IX

Principal Place of Business The street address of the principal place of the business is:

4355 Sagebrush Drive

Enoch, UT, 84721

Article X (Amended - added June 22nd, 2022)

Neither the charter school authorizer nor the state, including an agency of the state, is liable for the debts or financial obligations of the charter school or persons or entities that operate the charter school. The board intends to apply for 501(c)(3) status with the IRS and take on debt on behalf of the corporation.

Under GRAMA {63-2-201}, all registration information maintained by the Division is classified as public record. For confidentiality purposes, the business entity physical address may be provided rather than the residential or private address of any individual affiliated with the entity.

These Articles of Incorporation were revised by the original board of directors on this ____ day of June, 2022.

Name/Title

Signature

Name/Title

Signature

Name/Title

Signature

Name/Title

Signature

Name/Title

Signature

Name/Title

Signature

Appendix C: Governing Board Bylaws

Bylaws are the rules and procedures for how nonprofit corporations operate and are governed. Although there are no set criteria for bylaw content, they typically set forth internal rules and procedures, including such issues as: (1) the existence and responsibilities of officers; (2) the size of the board and the manner and term of their election; (3) removal of board members; (4) how and when board meetings will be held, (5) who may call meetings; (6) how the board will function; and (7) an obligation to act in accordance with the Utah Open and Public Meetings Act. Limited Liability Corporation bylaws typically do not cover the elements required of a public school.

Bylaws

Of

Cedar Charter Holders

A Utah Non-Profit Corporation

ARTICLE I

OFFICES

- Section 1.1 Business Offices
- Section 1.2 Registered Office

ARTICLE II

MEMBERS

- Section 2.1 No Members

ARTICLE III

BOARD OF DIRECTORS

- Section 3.1 General Powers
- Section 3.2 Number, Election, Tenure and Qualifications
- Section 3.3 Vacancies
- Section 3.4 Authority and Duties of Directors
- Section 3.5 Regular Meetings
- Section 3.6 Special Meetings
- Section 3.7 Notice
- Section 3.8 Quorum and Voting
- Section 3.9 Compensation
- Section 3.10 Committees

ARTICLE IV

OFFICERS AND AGENTS

- Section 4.1 Number and Qualifications
- Section 4.2 Election and Term of Office
- Section 4.3 Compensation
- Section 4.4 Removal
- Section 4.5 Vacancies
- Section 4.6 Authority and Duties of Chair
- Section 4.7 Surety Bonds

ARTICLE V

STANDARDS OF CONDUCT FOR OFFICERS AND DIRECTORS

ARTICLE VI

DIRECTORS' CONFLICTING INTEREST TRANSACTIONS

- Section 6.1 Conflicting Interest Transactions
- Section 6.2 Prohibition Against Loans to Directors or Officers
- Section 6.3 Voidability of Conflicting Interest Transactions
- Section 6.4 Approval of Conflicting Interest Transactions
- Section 6.5 Party Related to Director

ARTICLE VII

INDEMNIFICATION

- Section 7.1 Indemnification
- Section 7.2 Limitation

ARTICLE VIII

LIMITATION ON LIABILITY

- Section 8.1 Limitation on Liability

ARTICLE VIII

MISCELLANEOUS

- Section 9.1 Books and Records
- Section 9.2 Fiscal Year
- Section 9.3 Conveyances and Encumbrances
- Section 9.4 Designated Contributions
- Section 9.5 Amendments
- Section 9.6 Severability

Bylaws
Of
Cedar Charter Holders

ARTICLE I

OFFICES

Section 1.1 Business Offices. The principal office of Cedar Charter Holders is currently at 4355 Sagebrush Dr., Enoch, UT, 84721. The Corporation may have such other offices within Utah, as the governing Board of Directors may designate or as the affairs of the Corporation may require from time to time.

Section 1.2 Registered Office. The registered office of the Corporation required by the Utah Revised Nonprofit Corporation Act (“Act”) may, but need not, be the same as the Corporation’s principal business office in Utah. The initial registered office is the office of record referenced above, but is subject to change from time to time by the governing Board of Directors (sometimes referred to herein as, the “Board of Directors”), by the officers of the Corporation, or as otherwise provided by the Act.

ARTICLE II

MEMBERS

Section 2.1 No Members. The Corporation shall have no members. The membership provisions of these bylaws may be altered from time to time in accordance with the Act, the Corporation’s Articles of Incorporation, and these bylaws, to provide for the classification, qualifications, privileges and appointment of members as may be determined by the governing Board of Directors.

ARTICLE III

BOARD OF DIRECTORS

Section 3.1 General Powers. The business and affairs of the Corporation shall be managed by its governing Board of Directors, except as otherwise provided in the Act, the Articles of Incorporation, or these bylaws.

Section 3.2 Number, Election, Tenure and Qualifications.

(a) The number of directors of the Corporation may be a maximum of ~~seven (7)~~ **nine (9)** voting members, but shall not be less than ~~three (3)~~ **five (5)**.

(b) Each director shall serve until their resignation, removal or earlier death.

(c) Any director may be removed at any time upon majority vote of the Board of Directors.

Section 3.3 Vacancies. Any director may resign at any time by giving written notice to the Chair of the Board of Directors, or to the Secretary of the Corporation. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

The Board of Directors may or may not elect to fill Board of Directors vacancies above the minimum number of three (3) directors. If the Board of Directors elects to fill Board of Directors vacancies, they will solicit applications from persons willing to fill a Board of Directors vacancy. The Board of Directors will set timelines for such solicitation and review of applications. Upon consideration of applications, the Board of Directors may appoint additional directors. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though that number of directors may constitute less than a quorum. The Board of Directors shall elect a Chair and a Vice-Chair from the board membership and may appoint a Secretary, however the Secretary need not be a voting member of the Board of Directors.

One director shall be a parent elected by the parent population of the school. This shall be the case as long as it is required by Utah State statute.

Section 3.4 Authority and Duties of Directors. The directors 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 of the Board of Directors, 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) *Chair of the Board of Directors.* The Chair of the Board of Directors is the Chief Administrative Officer and shall (i) preside, when present, at all meetings of the Board of Directors; (ii) see that all orders and resolutions of the Board of Directors are carried into effect; and (iii) perform all other duties incident to the office of Chair of the Board of Directors and as from time to time may be assigned to the Chair of the Board of Directors.

(b) *Vice Chair.* The Vice Chair of the Board of Directors shall (i) in the absence of the Chair of the Board of Directors, preside at all meetings of the Board of Directors; (ii) perform all other duties incident to the office of Vice Chair as from time to time may be assigned to the Vice Chair by the Board of Directors.

Section 3.5 Regular Meetings. Prior to the start-up phase of operation, defined as that period of time commencing with the formation of the Board of Directors until the granting of a charter, meetings may be called at any time and place by the Chair of the Board of Directors.

During the start-up phase of operation, defined as that period of time commencing with the granting of a charter until the first day of school, regular meetings of the Board of Directors shall be held at such times and places as may be determined by the Chair of the Board of Directors.

After commencement of the first day of school, regular meetings of the Board of Directors will be held **monthly** ~~at least quarterly~~, or **at least as often** as required by Utah law, as scheduled by the Chair of the Board of Directors.

Section 3.6 Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the Chair of the Board of Directors or a majority of the directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place as the place for holding any special meeting of the Board of Directors called by them.

Section 3.7 Notice. Prior to the start-up phase of operation, notice of each meeting of the Board of Directors stating the place, day and time of the meeting shall be given to each director by written notice by personal delivery, first-class mail, or email. There shall be no public notice of meetings prior to the start-up phase of operation.

During the start-up phase of operation, notice of each meeting of the Board of Directors stating the place, day and time of the meeting shall be given to each director by written notice by personal delivery, first-class mail, or email at least two (2) days prior thereto (and the method need not be the same as to each director). Notice of each meeting shall be publicly made by posting the place, day and time of the meeting twenty-four hours in advance at the school. Additional public notice shall also be made if required by Utah law.

Section 3.8 Quorum and Voting. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors; but if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting from time to time without further notice. No director may vote or act by proxy at any meeting of directors.

Section 3.9 Electronic Meeting Participation. Members of the Board of Directors may participate electronically at meetings. The Chair of the Board may call a virtual meeting where no physical location for such meeting is provided, if allowed by Utah law. Venues for an electronic meeting may be via email communication, video conference (such as Zoom or Google Meet), or phone call. When members of the Board of Directors participate electronically, votes may be cast both audibly, visually using “thumbs up” or “thumbs down”, or via text such as a text message or message sent through a chat board.

Section 3.10 Compensation. The Board of Directors may adopt and amend Board compensation schedules, including but not limited to necessary expenses.

Directors as such shall not receive compensation for their services.

Section 3.11 Committees. The Board of Directors may appoint from its members chairpersons who will organize, direct and supervise volunteers comprising committees whose purpose is to advance the work of the Corporation. Numbers and types of committees shall be determined by the Board of Directors.

ARTICLE IV

OFFICERS AND AGENTS

Section 4.1 Number and Qualifications. The Board of Directors may elect to conduct the business of the Corporation by hiring officers or by contracting with an education management corporation which will provide services that will oversee the business of the Corporation, including the duties of the Corporate officers.

Section 4.2 Term of Office. If the Corporation elects to hire officers, the officers of the Corporation shall serve at the pleasure of the Board of Directors.

Section 4.3 Compensation. If the Corporation elects to hire officers, the compensation of the officers, shall be as fixed from time to time by the Board of Directors. However, during any period in which the Corporation is a private foundation as described in section 509 (a) of the Internal Revenue Code, no payment of compensation (or payment or reimbursement of expenses) shall be made in any manner so as to result in the imposition of any liability under section 4941 of the Internal Revenue Code.

Section 4.4 Removal. Any officer appointed by the Board of Directors may be removed by the Board of Directors at any time with or without cause, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4.5 Vacancies. Any officer may resign at any time, subject to any rights or obligations under any existing contracts between the officer and the Corporation, by giving written notice to the Chair or Secretary of 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.

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 by the Chair of the Board of Directors, 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) *School Director.* School Director shall, subject to the supervision of the Chair of the Board of Directors and the Board of Directors, (i) have general responsibility for all day-to-day operations of the Corporation; (ii) propose, prepare and present to the Board of Directors specific programs and activities that will further the Corporation's purposes; (iii) direct and supervise the implementation of the programs and activities approved by the Board of Directors and see that all orders and resolutions of the Board of Directors are carried into effect; and (iv) perform all other duties incident to the office of School Director and as from time to time may be assigned to the School Director by the Board of Directors.

(b) *Assistant School Director/Business Manager/Secretary/Treasurer.* The Assistant School Director/Business Manager shall (i) perform all duties incident to the office of Assistant School Director/Business Manager as from time to time may be assigned to the Assistant School Director/Business Manager by the Board of Directors or the School Director (ii) as Treasurer, if required by the Board of Directors, shall give a bond to the faithful discharge of his duties in such sum and with each surety or sureties as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the Corporation, receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit such all monies in the name of the Corporation in such banks, trust companies or other depositories as shall be selected by the Board of Directors; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned him by the Board of Directors, and (iii) as Secretary, shall: keep the minutes of the meetings of the Board of Directors and any committees of the Board of Directors; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the Corporation; and in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Chair of the Board of Directors, the School Director, or the Board of Directors. Assistant Secretaries, if any, shall have the same duties and powers, subject to supervision by the Assistant School Director/Business Manager. In the absence of an appointed

Secretary, the Chief Administrative Officer/President or other Board of Directors member may perform or assign the duties described above.

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 of Directors, conditioned upon the faithful performance of such person's duties and for the restoration to the Corporation of all books, papers, vouchers, money and other property of whatever kind in such person's possession or under such person's control belonging to the Corporation.

ARTICLE V

STANDARDS OF CONDUCT FOR OFFICERS AND DIRECTORS

Each director and officer with discretionary authority shall discharge his or her duties in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner the director or officer reasonably believes to be in the best interests of the corporation. In discharging duties, a director or officer is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (i) one (1) or more officers or employees of the corporation whom the director or officer reasonably believes to be reliable and competent in the matters presented; (ii) legal counsel, a public accountant, or another person as to matters the director or officer reasonably believes are within such person's professional or expert competence; or (iii) in the case of a director, a committee of the Board of Directors of which the director is not a member if the director reasonably believes the committee merits confidence.

A director or officer is not acting in good faith if he or she has knowledge concerning the matter in question that makes reliance otherwise permitted by the above unwarranted. A director or officer is not liable as such to the corporation for any action taken or omitted to be taken as a director or officer, as the case may be, if, in connection with such action or omission, the director or officer performed the duties of the position in compliance with this Article V.

ARTICLE VI

DIRECTORS' CONFLICTING INTEREST TRANSACTIONS

Section 6.1 Conflicting Interest Transactions. As used in this Article, "conflicting interest transaction" means: a contract, transaction, or other financial relationship between the Corporation and a director of the Corporation, or between the Corporation and a party related to a director, or between the Corporation and an entity in which a director of the Corporation is a director or officer or has a financial interest.

Section 6.2 Prohibition Against Loans to Directors or Officers. No loans shall be made by the Corporation to its directors or officers. Any director or officer

who assents to or participates in the making of any such loan shall be liable to the Corporation for the amount of such loan until the repayment thereof.

Section 6.3 Voidability of Conflicting Interest Transactions. No conflicting interest transaction shall be void or voidable or be enjoined, set aside, or give rise to an award of damages or other sanctions in a proceeding by or in the right of the Corporation, solely because the conflicting interest transaction involves a director of the Corporation or a party related to a director or an entity in which a director of the Corporation is a director or officer or has a financial interest or solely because the director is present at or participates in the meeting of the Corporation's Board of Directors or of the committee of the Board of Directors that authorizes, approves, or ratifies the conflicting interest transaction or solely because the director's vote is counted for such purpose if: (a) the material facts as to the director's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the Board of Directors or the committee, and the Board of Directors or committee in good faith authorizes, approves, or ratifies the conflicting interest transaction by the affirmative vote of a majority of the disinterested directors, even though the disinterested directors are less than a quorum; or (b) the conflicting interest transaction is fair as to the Corporation.

Section 6.4 Approval of Conflicting Interest Transactions. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorizes, approves, or ratifies the conflicting interest transaction.

Section 6.5 Party Related to Director. For purposes of this Article VI, a "party related to a director" shall mean a spouse, a descendent, an ancestor, a sibling, the spouse or descendent of a sibling, an estate or trust in which the director or a party related to a director has a beneficial interest, or an entity in which a party related to a director is a director, officer, or has a financial interest.

ARTICLE VII

INDEMNIFICATION

Section 7.1 Indemnification. To the extent permitted or required by the act (as defined below) and any other applicable law, if any director or officer (as defined below) of the Corporation is made a party to or is involved in (for example as a witness) any proceeding (as defined below) because such person is or was a director or officer of the Corporation, the Corporation (i) shall indemnify such person from and against any judgments, penalties, fines (including but not limited to ERISA excise taxes), amounts paid in settlement and reasonable expenses (including but not limited to expenses of investigation and preparation, and fees and disbursements of counsel, accountants or other experts) incurred by such person in such proceeding, and (ii) shall advance to such person expenses incurred in such proceeding.

The Corporation may in its discretion (but is not obligated in any way) to indemnify and advance expenses to an employee or agent of the Corporation to the same extent as to a director or officer.

The foregoing provisions for indemnification and advancement of expenses are not exclusive, and the Corporation may at its discretion provide for indemnification or advancement of expenses in a resolution of its directors, in a contract or in its articles of incorporation.

Any repeal or modification of the foregoing provisions of this article for indemnification or advancement of expenses shall not affect adversely any right or protection stated in such provisions with respect to any act or omission occurring prior to the time of such repeal or modification. If any provision of this article or any part thereof shall be held to be prohibited by or invalid under applicable law, such provision or part thereof shall be deemed amended to accomplish the objectives of the provision or part thereof as originally written to the fullest extent permitted by law, and all other provisions or parts shall remain in full force and effect.

As used in this Article VII, the following terms have the following meanings:

(a) *Act.* The term “act” means the Utah Revised Nonprofit Corporation Act as it exists on the date this article is adopted, and as the Utah Revised Nonprofit Corporation Act may be thereafter amended from time to time. In the case of any amendment of the Utah Revised Nonprofit Corporation Act after the date of adoption of this article, when used with reference to an act or omission occurring prior to effectiveness of such amendment, the term “act” shall include such amendment only to the extent that the amendment permits a Corporation to provide broader indemnification rights than the Utah Revised Nonprofit Corporation Act permitted prior to the amendment.

(b) *Director or Officer.* The term “director” or “officer” means (i) a director or officer of the Corporation and (ii) while an individual is a director or officer of the Corporation, the individual’s serving at the Corporation’s request as a director, officer, partner, member, manager, trustee, employee, fiduciary, or agent of another domestic or foreign Corporation, nonprofit Corporation, or other person or of an employee benefit plan, and (iii) any other position (not with the Corporation itself) in which a director or officer of the Corporation is serving at the request of the Corporation and for which indemnification by the Corporation is permitted by the act.

(c) *Proceeding.* The term “proceeding” means any threatened, pending or completed action, suit, or proceeding whether civil, criminal, administrative or investigative, and whether formal or informal.

(d) *Code*. The term “Code” means the Internal Revenue Code of 1986, as amended from time to time.

Section 7.2 Limitation. Notwithstanding any other provision of this Article VII, during any period that the Corporation is a “private foundation” within the meaning of section 509 of the Code, or any corresponding provision of any future United States tax law, the Corporation shall not indemnify any person from or against or advance to any person the cost of, such expenses, judgments, fines, or amounts paid or necessarily incurred, nor shall the Corporation purchase or maintain such insurance, to the extent that any such indemnification, purchase, or maintenance would be determined to be an act of self-dealing within the meaning of section 4941 of the Code, to be a taxable expenditure within the meaning of section 4945 of the Code, or to be otherwise prohibited under the Code, unless and to the extent (i) a court orders such indemnification, or (ii) the purchase or maintenance of such insurance can be treated as reasonable compensation to such person.

ARTICLE VIII

LIMITATION ON LIABILITY

Section 8.1 Limitation on Liability. No director or officer of this Corporation shall be personally liable to the Corporation for civil claims arising from acts or omissions made in the performance of such person’s duties as a director or officer, unless the acts or omissions are the result of such person’s intentional misconduct.

ARTICLE VIII

MISCELLANEOUS

Section 9.1 Books and Records. The Corporation shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at its registered or principal office a record giving the names and addresses of the directors. All books and records of the Corporation may be inspected by any director or such director’s authorized agent or attorney for any proper purpose at any reasonable time.

Section 9.2 Fiscal Year. The fiscal year of the Corporation shall be as established by the Board of Directors.

Section 9.3 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 9.4 Designated Contributions. The Corporation may accept any designated contribution, grant, bequest or devise consistent with its general charitable and tax-exempt purposes, as set forth in the Articles of Incorporation. As so limited, donor-designated contribution will be accepted for special funds, purposes or uses, and such designations will generally be honored, and will always be honored with regard to constraints made upon such donations received as grants and as proscribed by the grant contributor. The Corporation shall reserve all right, 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 accordance with designated constraints. Further, the Corporation shall acquire and 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 purposes.

Section 9.5 Amendments. The Articles of Incorporation of the Corporation and these Bylaws may be amended, repealed, altered, or new Bylaws adopted in whole or in part at any time by the affirmative vote of a majority of the members of the Board of Directors in office at the time of the vote.

Section 9.6 Severability. The invalidity of any provision of these bylaws shall not affect the other provisions hereof, and in such event these bylaws shall be construed in all respects as if such invalid provision were omitted.

WHEREFORE, these Bylaws are adopted by the Initial Board of Directors this ___ day of June, 2022.

_____	_____
Name/Title	Signature
_____	_____
Name/Title	Signature
_____	_____
Name/Title	Signature
_____	_____
Name/Title	Signature

Name/Title

Signature

Name/Title

Signature

Red text added and approved 6/28/22

Blue text added and approved 1/27/2023

Appendix D: Minutes from Governing Board meetings

Provide the minutes from the governing board meeting where which the Bylaws and Articles of Incorporation were approved.

**The Minutes - Approved 10/20/22
Regular Governing Board Meeting
Cedar Charter Holders**

All meeting materials are available at links on the meeting [agenda](#).

June 22, 2022
4:30 p.m.

Cedar City Public Library: 303 N 100 E #2610, Cedar City, UT 84721
Board Members Present: Karen Thelin, Kelly Hofeling, Scott Herrick, Matt Howard, Casey Anderson, Kami Merrill
Board Members Absent: None
Staff Present: None
Guests Present: James Thelin, David Sharette, Carolyn Sharette

- 1 Welcome
 - 1.1 Upon determining the presence of a quorum, Karen Thelin welcomed the board members that were present at 4:35 pm.
- 2 Presentation and Comments
 - 2.1 Public Comment - The chair invited public comment. None was given.
- 3 Consent Agenda
 - 3.1 None
- 4 Board Business

4.1 Board Creation and Assignments

- 4.1.1 The board made the following board assignments:
- 4.1.2 Karen Thelin - Chair
- 4.1.3 Scott Herrick - Vice Chair
- 4.1.4 Matt Howard - Treasurer
- 4.1.5 Kami Merrill - Secretary
- 4.1.6 Kelly Hofeling - Parent Advocate
- 4.1.7 Casey Anderson - Community Outreach
- 4.1.8 Motion: To approve the proposed board member assignments
 - 4.1.8.1 Moved: Kelly Hofeling
 - 4.1.8.2 Second: Scott Herrick
 - 4.1.8.3 Vote:

	KT	SH	MH	KM	KH	CA
Aye	x	x	X	X	X	x
Nay						
Abstain						

4.2 School Name

- 4.2.1 The Board brainstormed new names and settled on “American Principles Academy”
- 4.2.2 Motion: To approve the name of the charter school to be American Principles Academy
 - 4.2.2.1 Moved: Scott Herrick
 - 4.2.2.2 Second: Kelly Hofeling
 - 4.2.2.3 Vote:

	KT	SH	MH	KM	KH	CA
Aye	x	x	X	X	X	x
Nay						
Abstain						

4.3 School Mission Statement

- 4.3.1 The Board brainstormed a mission statement. The mission statement for the school was drafted as: “Our school’s mission is to provide a classical education ensuring that every student achieves academic success and develops virtuous character based on concrete measurements.”
- 4.3.2 Motion: To approve the School Mission Statement as presented
 - 4.3.2.1 Moved: Scott Herrick
 - 4.3.2.2 Second: Casey Anderson

4.3.2.3 Vote:

	KT	SH	MH	KM	KH	CA
Aye	x	x	X	X	X	x
Nay						
Abstain						

4.4 Articles of Incorporation

4.4.1 The Board reviewed the Articles of Incorporation, including the addition of the language required by the State Charter School Board as Article X.

4.4.2 Motion: To approve the Articles of Incorporation

4.4.2.1 Moved: Matt Howard

4.4.2.2 Second: Kelly Hofeling

4.4.2.3 Vote:

	KT	SH	MH	KM	KH	CA
Aye	x	x	X	X	X	x
Nay						
Abstain						

4.5 Bylaws

4.5.1 The Board reviewed the Bylaws

4.5.2 Motion: To approve the Bylaws

4.5.2.1 Moved: Scott Herrick

4.5.2.2 Second: Kelly Hofeling

4.5.2.3 Vote:

	KT	SH	MH	KM	KH	CA
Aye	x	x	X	X	X	x
Nay						
Abstain						

4.6 New Charter School Proposal

4.6.1 The Board reviewed the Charter School Proposal and made a few changes. Carolyn Sharette recommended some additional changes.

4.6.2 Motion: To approve the New Charter School Proposal with Carolyn’s suggested revisions and include a waiver to open in Fall 2023 if required.

4.6.2.1 Moved: Scott Herrick

4.6.2.2 Second: Kelly Hofeling

4.6.2.3 Vote

	KT	SH	MH	KM	KH	CA
Aye	x	x	X	X	X	x
Nay						
Abstain						

5 Agenda Items for Future Meetings

5.1 Next Board Meeting will be held Thursday, August 11th, 2022.

Adjournment at 5:45 p.m.