



Charter School Proposal for CIVICA Utah

OPENING 2022-2023

CIVICA Utah

Charter School Information

1. Name of Proposed Charter School: CIVICA Utah (CIVICA UT)
2. Name of Applicant: CIVICA Utah
3. Authorized Agent: Ryan Shook
4. Mailing Address: Thanksgiving Park Four
2600 W. Executive Pkwy #400
Lehi, UT 84043
5. Phone Number: 310.913.1690
6. Email Address: rshook@civicautah.org
7. New School Location and Location's School District(s): Lehi – Alpine

Governance Structure

Name	Position	Area of Expertise	Any Charter Affiliations
Ron Bateman	Board Chair	CPA, non-profit, business	
Victor Rodriguez	Board Vice Chair & Treasurer	Principal (top 100 charter school in US)	International Studies Charter High School
Carmen Cangemi	Board Secretary	Principal	Mater Academy Brighton Lakes & Mater Preparatory High School

Enrollment

8. Year School will start: 2022

9. Grades Served: K-12

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

Yes

No:

CIVICA Utah

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	
SY 2022	100	100	75	75	50	50	60	60						570
Year 2	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY 2023	125	100	100	100	75	50	120	60	60					790
Year 3	K	1	2	3	4	5	6	7	8	9	10	11	12	
SY 2024	125	125	100	100	100	100	120	120	60	60				1010

Grades 10 would be added in 2025, Grade 11 in 2026, and Grade 12 in 2027. Total enrollment at full capacity would be 1,650.

Waivers

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

Yes:

No

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

Yes:

No

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

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.

Authorized Agent: Ryan Shook



Charter School Board Chair: Ron Bateman



1. Key Elements

1a. State the proposed school's mission.

CIVICA provides a high-quality, rigorous, career-oriented education that will fully prepare students for successful progression into college and career pathways through industry certification alignment.

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

CIVICA Utah specifically satisfies purposes 1,2,3,4, and 5. CIVICA Utah also partially satisfies purpose 6 by encouraging volunteerism and participation.

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

CIVICA Utah will provide a unique choice in education for the students of Lehi by offering a proven, innovative Career & Technical Education (CTE) program coupled with a rigorous STEM education. CIVICA supports the vision by bringing a track record of success in diverse communities.

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.

CIVICA Utah is modeled after the highly successful COHEA Charter School located in Hialeah, Florida. COHEA is the founder of the network CIVICA. CIVICA Utah will offer K-

CIVICA Utah

12 students in Utah a quality and life-changing educational experience. It will do this through a seamless college preparatory curriculum with an emphasis on preparedness for careers and post-secondary education attainment. Students in upper grades will experience this emphasis hands-on as they participate in CTE-style coursework and enlist in one of several Career Academy pathways at the school. CIVICA Utah is committed to setting an environment that strives for academic achievement, develops character, and maintains the goal of preparing students to serve and give back to their community.

1e. Describe the academic goals of this school.

Academic Achievement: The minimum expected student gains per year are four percent (4%) ELA/Literacy, five percent (5%) Math, and five percent (5%) Science as measured by SBAC. Students will show at least one (1) year growth in Reading and Mathematics annually as measured by i-Ready. The minimum expected reduction in achievement gaps is by ten percent (10%) each school year as measured by SBAC and i-Ready.

Effective and Innovative Methods of Teaching: Teachers will be supported through professional development curriculum. The minimum expected teacher professional development will be forty (40) hours annually in standards-based curriculum, infusing a STEM approach and CTE focus to integrate core areas of studies such as mathematics, reading, language arts, writing, science, and social studies, using research-based instructional practices.

Accurate Measurement of Educational Achievement: Ongoing assessments and data analyses will identify improvement needs and guide instruction for benchmark mastery. Frequent data collection, particularly for students performing below grade level, is fundamental to improvement. A minimum of monthly principal reports to the governing board will be monitored for progress towards at least one (1) year of growth in Reading and Mathematics as measured by i-Ready.

Accountability and Transparency: Students and parent/guardians will be required to sign a learning compact that outlines the academic, community, and school involvement requirements to be an active member of CIVICA Utah. Students and parents/guardians will be provided regular weekly updates through the Student Information System on their academic progress towards at least one (1) year of growth in Reading and Mathematics, and CIVICA Utah will demonstrate a ninety percent (90%) satisfaction rating as measured by an annual survey administered to parents or designated legal guardians of students attending the school each academic year.

2. Program of Instruction

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

- Career education is a focus of the charter school.
- Distance and/or online education will be offered.
- A partnership with a four-year college or university to offer early college options will formed.

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

Students will strive for academic achievement and character development, while “giving back” to their community through service.

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

CIVICA Utah aims to prepare all students for post-secondary studies and careers through hands-on experience, community partnerships, and state-of-the-art technologies essential for students to become successful scholars, professionals, future leaders, and contributing members of the 21st Century global community. CIVICA Utah students will be able to participate in internships, job shadowing, and comprehensive STEM workforce programs in a K-12 CTE exploration pathway. To that end, establishing the elementary and middle school STEM focus will be the gateway to the high school CTE programs of study. The STEM programs of study will lay a strong foundation and increase student access to rigorous coursework to produce meaningful and lasting effects therein, while preparing students for the CTE exploration pathways.

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.

CIVICA Utah will deliver a rigorous and relevant curriculum, with an emphasis on mastery of the content of core academic areas (language arts, math, science, history, and the arts). The curriculum framework is outlined below.

Rigorous Curriculum Framework

- Aligned Curriculum in Grades K-12
- Student-Centered Instruction
- Technology integration in all content areas
- Targeted After-school and Saturday Tutorial Sessions
- Push-in/Pull-out Remediation and Enrichment Programs
- College Awareness/Career Preparation
- Opportunities for advancement through Advanced Placement (AP) and Dual Enrollment courses

Sample curriculum is outlined below:

CIVICA Utah

K-5: English Language Arts

- CORE Curricula: McGraw Hill, *Wonders Grades K-5*; Center for the Collaborative Classroom, *Being a Writer K-6*
- Supplemental: Wonderworks Intervention; i-Ready; Wordly Wise (vocabulary); Orton-Gillingham (Wilson Reading)

6-12: English Language Arts

- CORE Curricula: College Board *Springboard* for 6- 12; Houghton Mifflin Harcourt, *Collections 6-12*
- Supplemental: i -Ready; Holt McDougal; Reading Plus; SAT Advantage; SBAC Writing Rubrics

K-5: Mathematics

- CORE Curricula: Curriculum Associates, *Ready Mathematics*
- Supplemental: i-Ready; ST Math

6-12: Mathematics

- CORE Curricula: College Board *Springboard* for 6- 12
- Supplemental: Carnegie Learning’s Cognitive Tutor Programs; Springboard Pre-AP Program

K-12: Science

- CORE Curricula: Delmar Cengage Learning, *Project Lead the Way for K-12*; Accelerate Learning, *STEMScopes for K-12*
- Supplemental: Gizmos

K-12: Social Studies

- CORE Curricula: TCI Interactive, *Text Social Studies Alive!*
- Supplemental: Newsela; Discovery Learning; Facts on File SIRS - SIRS Knowledge Source (SKS)

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

The core of CIVICA Utah is founded on high standards of student achievement through the delivery of a rigorous and relevant seamless curriculum, with an emphasis on mastery of the content of core academic areas (language arts, math, science, history, and the arts). Students attending CIVICA Utah will feel safe to take educational risks to develop into individuals who are ready for lifelong challenges in college, career, and community through its innovative K-12 career exploration pathways. The CIVICA Utah model offers a well-rounded, dynamic educational program to all students. The school is committed to:

- Delivering increased learning opportunities for all students, by providing a challenging curriculum within a nurturing, quality learning environment
- Expecting and encouraging that all students will realize their highest academic potential, especially in the core subjects of language arts, mathematics, science and social studies
- Matching or surpassing the average student academic performance of the local district in all required state accountability tests

CIVICA Utah proposes the following data disaggregation systems to assist in measuring its

CIVICA Utah

learning outcomes as an accurate measure of academic achievement:

- Faculty Data Disaggregation Dialogue
- Individual Student Data Disaggregation
- Classroom and school-wide data disaggregation with student body
- i-Ready
- Data Binders
- Instructional Performance Evaluation and Growth System
- Baseline & Interim Assessments
- Smarter Balanced Assessment Consortium (SBAC)
- World-class Instructional Design and Assessment (WIDA)
- School Performance Plan (SPP)
- Student Assessment Plan
- Student and Parent Portal
- Staff/stakeholder participation on data committees
- Industry-Aligned Certifications
- Workplace Readiness Skills Assessment (WRS)

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.

CIVICA Utah is committed to all of its students, including its gifted and talented pupils, students with disabilities, English Learners (ELs), and those with Individual Education Plans (IEPs) or 504 plans. Working closely with Academics Student Support Services, CIVICA Utah plans on closely partnering with their contracted special education services provider on several fronts to ensure special education programs and services reach students appropriately.

CIVICA Utah's Special Education Teacher, with direction from CIVICA Utah's Principal, will provide onsite LEA services including supervision of the Special Education Program, 504 Program, Gifted and Talented (GATE) identification, and related services. CIVICA Utah's Special Education Teacher will be a member of the RTI school team, Multi-Disciplinary Team, and the Individualized Education Program (IEP) team. With direction from CIVICA Utah's principal, the EL Coordinator will provide on-site LEA services for EL identification and services as well as on-site programs for the Educationally Disadvantaged.

Additionally, CIVICA Utah will comply with the applicable requirements of Section 504, the Americans with Disabilities Act (ADA) and all U.S. Department of Education Office of Civil Rights ("OCR") mandates for students enrolled in CIVICA Utah. By adhering to the provisions of the IDEA and applicable State of UT Special Education Laws and Regulations, CIVICA Utah will assure that all students with disabilities are accorded FAPE, including special education-related services, and accommodations. CIVICA Utah will also ensure that no student otherwise eligible to enroll will be denied enrollment on the basis of their special education or disability status.

CIVICA Utah will implement the program for special education set forth and referenced in this charter application. CIVICA Utah shall be responsible for providing and subsidizing those

CIVICA Utah

specialized instructional and related services required pursuant to student IEPs, and the services, modifications and/or accommodations required by a student's Section 504 Plan.

CIVICA Utah will universally screen all students in the beginning of the school year. Analysis of the universal screener will be completed by CIVICA Utah's RTI team; those students who are identified as academically at risk (below the tenth percentile) and who are not already identified with an IEP, will be referred to the School's RTI team. CIVICA Utah's RTI team will be comprised of a staff member from every general education grade level, and the Special Education Teacher or designee selected by the teacher. The RTI team notifies the parent that their child will be entering the RTI program which will provide interventions in an area of deficit.

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

CIVICA Utah plans to meet or exceed the state requirements when it comes to graduation requirements. Students will be required to pass four years of English, Mathematics, Science, and Social Studies as part of the 24 credits required to graduate.

Diploma Requirements/Area of Study Credit(s):

- English – 4
- Mathematics – 4
- Science – 4
- Social Studies (to include World History, Geography, US History) – 4
- Physical Education - 2
- Health – 0.5
- Computer Science – 0.5
- Electives – 5
- TOTAL - 24

Grade-point averages will be calculated as follows:

Traditional Courses	Honors Courses
90%-100% 4.0 GPA	90%-100% 4.5 GPA
80%-89.99% 3.0 GPA	80%-89.99% 3.5 GPA
70%-79.99% 2.0 GPA	70%-79.99% 2.5 GPA
60%-69.99% 1.0 GPA	60%-69.99% 1.5 GPA
0%-59.99% 0.0 GPA	0%-59.99% 0.0 GPA

Transcripts will contain student information such as the student's grade, state assessment, and ACT scores. In addition, student transcripts will list the student parent/guardian information including home address. All registered courses will show a letter grade and earned GPA. Finally, a summary of completed credits by discipline will end each transcript, giving academic advisors further information on the core requirements that students have completed.

Career Academies – CIVICA Utah proposes to provide high school students with the

CIVICA Utah

opportunity to choose coursework in the areas of: 1) Health Science, and 2) Law, Public Safety, Corrections & Security. Students will take a mandatory exploration course in 8th grade and will subsequently choose an Academy to take coursework in for their 9th – 12th grade years. All students will graduate with a certificate of completion in their chosen Academy.

2h. If any boxes were checked in 2a, please elaborate.

Career education will be a focus through the implementation of CTE Career Exploration Pathways, career academies, and a career resources office.

The purpose of the CTE Career Exploration Pathways is to provide students an opportunity to explore a variety of career and technical education proficiencies that offers students the opportunity to connect classroom learning to authentic business and industry experiences. CIVICA Utah will emphasize the interdisciplinary connections between STEM and English Language Arts subjects and CTE project based learning. When appropriate, guest speakers will be invited to share their expertise, personalizing the topics discussed in the CTE Career Exploration special. This opportunity to hear from a guest speaker breaks down possible stereotypes and allows students to give value to other points of view. This will also enhance the level of expertise the students are exposed to during technical education instruction. The CTE Career Exploration Pathways project based learning curriculum is summarized below.

Career Exploration (Grades K-9)

- Guest Speakers from Industry
- Career Fairs
- Industry Tours
- Career Interest Inventories

Career Preparation (Grades K-11)

- School-base Enterprises
- Job Shadowing
- Simulated Workplace

Career Training (Grades 11-12)

- Clinical Experiences
- Pre-apprenticeships
- Internships
- CTE Work Experiences
- Registered Apprenticeships

As stated in 2g, CIVICA Utah students will graduate with a certificate of completion in their chosen Career Academy, which may contain coursework in the areas of: 1) Health Science, and 2) Law, Public Safety, Corrections & Security. Students will receive career counseling and guidance as they progress through the year to allow their high school course to be tailored to suit their intended career pathways. In addition to providing curriculum development for these career academies, the school administration will be encouraged to have long range plans for articulation agreements, vocational internships, and future job placements within the

CIVICA Utah

students' chosen career path.

To supplement career pathways, the school will have a career resources office through which students will have access to information about career pathways, industries, job markets and searches, mentoring, career development portfolios, co-operative education, internships, service learning—all the elements of a highly effective Schools-to-Careers Program.

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.

CIVICA Utah intends to locate within Lehi, UT. Lehi is an expanding area with population growths exceeding the state average. The unique program that CIVICA Utah provides does not exist within the area. Although a facility has not been identified at this point, CIVICA has experience and a strong track record of success in identifying facilities that are in near proximity to organizations that partner well with our model. CIVICA Utah has the resources and expertise to secure the proper facility.

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

Currently, there is not a CTE-focused charter school in the area. It has been demonstrated that CTE programs greatly enrich students who may, or may not, go directly to college. By offering alternatives to STEM-only schools, CIVICA Utah will be beneficial to any community looking to break the mold of the traditional educational paradigm.

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

The demographic for Lehi is 92.4% white.

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

CIVICA Utah's program has demonstrated success with any demographic and socio-economic level. CIVICA Utah will meet the various needs of their anticipated population by replicating the successful City of Hialeah Educational Academy (COHEA) in Florida.

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

CIVICA is a career pathway driven charter school while incorporating STEM driven problem solving and critical thinking curriculum. It is also aligned to prepare students to be college ready through Advanced Placement programming and dual enrollment partnerships with local community colleges. Business and Information technology pathway.

Appendix A: Background Information Sheet

Name: Ronald J. Bateman

Role: Board Chair

Statement of Intent: I am committed to serving, helping youth, and educating youth

Not-for-Profit History:

I am the Executive Vice President & Secretary of the Associated Produce Dealers and Brokers of Los Angeles. I am a Trustee on the Associated Produce Dealers and Brokers of L.A., Inc. Welfare Benefit Trust. Both entities are non-profit. Our Association and Trust focus on produce dealers and brokers and provides employee benefits to union and non-union companies. We negotiate labor contracts and assist employees and employers in their roles. My work with these entities began in 1985.

I have been working with non-profit entities since 1968. As an auditor and audit manager, I was responsible for auditing non-profit hospitals prior to leaving public accounting. Since then, I have served on the boards and in management roles for non-profits.

Assistant Area Auditor for the North American West Area 2008 to 2010. Assigned approximately 1/3 of the Area. 56 stakes, 450 wards and 50 family history centers. Trained stake presidencies and bishops. Assistant Area Auditor for Arcadia California Area 2010 to 2013. 8 stakes. Trained stake presidencies and bishops.

Former elder's quorum president, bishop, high council, stake clerk, stake executive secretary, temple ordinance worker and trainer 1967 to 2013. Stake auditor 2014 to present.

Employment History:

An auditor with a Big Eight accounting firm in Los Angeles from February 1965 to June 1971. My focus was on small business firms for the first three years then added non-profit hospitals. I left as an audit manager.
C.P.A. since 1968.

Vice President Finance of vitamin company from 1971 to 1975. Manufactured vitamins and pet food. Sales were in the USA. English company created and manufactured granola and sold in England. Took company public.

Treasurer, Controller of publicly traded firm providing state of the art data collection devices, reading bar codes, managing inventories, fixed assets, cash registers, staffing requirements for cashiers, etc. from 1975 to 1978. 1300 employees domestic and European operations. Operations based in USA, England, France, Germany, and Italy.

Vice President Finance for the southern California division for an insurance firm, then a producer from 1978 to 1986. Clients were large non-profit, counties, cities, transit district and a large international protestant church with missionaries in foreign countries. For profit firms in various business -household chemicals, machine shops in the aerospace industry, mobile home

CIVICA Utah

manufacturing, eye glass lens manufacturing, etc.

Established the Ronald J. Bateman Group, Inc. in 1986 to present and own the corporation. I am a C.P.A., retired license in 2016, and have an active insurance license.

I am actively involved in the management of my corporation, the Associated Produce Dealers and Brokers and the Trust for the Association.

Education History:

Graduated from Brigham Young University February 1965. B.S. in Accounting. C.P.A. since 1968. Retired my certificate.

Insurance Broker 1980 to present.

C.P.E. for both until 2016 retired CPA license. CPE for insurance continues. Required 80 hours every two years for the CPA license and 32 hours every two years for the insurance licenses.

The Feuerstein Institute August 2017 - The Feuerstein-Bassou International Training Academy Enrichment Mediator Level 1 - License to Practice valid until July 7, 2021.

The goal of the Feuerstein Institute's Clinical Services is to help children and adults overcome cognitive, emotional, psychological, and social disabilities. Each therapy regimen is tailored to the specific needs of the client; there are no "one size fits all" solutions. The multidisciplinary staff strives to identify and maximize their latent potential, with a view towards integration to the greatest possible extent.

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.


Applicant's Signature

CIVICA Utah

Name: Carmen Cangemi

Role: Board Secretary

Statement of Intent:

I intend to offer my more than fourteen years of experience in management roles and budget management to aid in oversight of the development and operations of CIVICA Utah.

Not-for-Profit History:

Educator and Principal role in public education.

Employment History:

Principal – Mater Academy Brighton Lakes & Mater Preparatory High School, Kissimmee, Florida 2015 – Present

Principal – Pinecrest Academy South Campus, Miami, Florida
2009 – 2015

Assistant Principal — Mater Academy Middle/High, Miami, Florida
2003–2008

Adjunct Professor Elementary Education- Doral College (2019-Present)

Vice Chair- Doral College Leadership Institute (2017-Present)

Participant- Florida Department of Education’s Brian Dassler Leadership Academy (2019-2020)

Education History:

Educational Leadership Endorsement — Nova Southeastern University, Davie, Florida (2005)

Master of Science in Reading Education — Barry University, Miami, Florida (2001)

Bachelor of Science in Special Education— Florida International University, Miami, Florida (1998)

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Carmen Cangemi (Jun 22, 2021 09:39 EDT)

Applicant’s Signature

CIVICA Utah

Name: Victoriano Rodriguez

Role: Board Vice Chair & Treasurer

Statement of Intent:

To establish the finest primary educational institution in America and share our achievements with others to ensure that all youth have the foundation to succeed

Not-for-Profit History:

Served as an administrator responsible for a variety of areas including: students with disabilities, Limited English Proficiency, curriculum implementation, master scheduling, Cognia accreditation, school budgeting, and Student Services

Collaborated with the consulates of France, Italy and Spain to institutionalize our commitment to foreign languages and multi-cultural learning partnerships

Prepared to serve as team leader by participating in Leadership Development Institute for Teachers, Tech Prep Cadre, Curriculum Council, Educational Excellence Advisory Board, and Parent Teacher Student Association

Cultivated my commitment to excellence through sponsorship of the Key Club and Mu Alpha Theta Clubs and coaching boys and girls volleyball teams

Employment History:

Principal, International Studies Charter Middle/High (Blue Ribbon School, US News Top 100, A Rated)

Assistant Principal, Miami Beach Senior High School

Math Teacher & Occupational Specialist, Miami

Education History:

Modified Core Program in Educational Leadership, Nova Southeastern University

Master of Science in Mathematics Education, Nova Southeastern University

Bachelor of Science in Mathematics, Florida International University

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Applicant's Signature

Appendix B: Articles of Incorporation

File Number: 12361504

Non-Profit Corporation Articles
ARTICLES OF INCORPORATION
OF
CIVICA UTAH

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 CIVICA UTAH

Article II

Purpose

To provide education to individuals to help them obtain and be successful in life.

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:

2600 W. Executive Parkway, Suite 400
Lehi, UT 84043

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

Joel Wright



CIVICA Utah

Article IV
Names and Addresses of Incorporators

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

Incorporator #1
Joel Wright
2600 W. Executive Parkway, Suite 400
Lehi, UT 84043
Joel D. Wright (POA or AIF)
Signature

In Witness Whereof I / We have executed these Articles of Incorporation on 23 June, 2021 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 not 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
Ronald Jay Bateman
2339 River Bottom Road
Springville, UT 84663
Joel D. Wright (POA or AIF)
Signature

Director #2
Carmen Montejo Cangemi
5487 Orange Orchard Drive
Winter Garden, FL 34787

CIVICA Utah

Joel D. Wright (POA or AIF)
Signature

Director #3
Victoriano Rodriguez
5601 Collins Avenue Apt. 1005
Miami Beach, FL 33140
Joel D. Wright (POA or AIF)
Signature

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:

2600 W. Executive Parkway, Suite 400
Lehi, UT, 84043

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.

Appendix C: Governing Board Bylaws

BYLAWS
of the
BOARD OF DIRECTORS
of
CIVICA UTAH
a Utah nonprofit corporation

I. NAME OF ORGANIZATION

The name of the corporation is Civica Utah.

II. PURPOSE

The purpose of the corporation is to manage, operate, guide, direct and promote Civica Utah, a chartered public school, and such other educational activities as the Board of Directors may define.

III. BOARD OF DIRECTORS

A. Powers & Duties

The Board shall conduct or direct the affairs of the corporation and exercise its powers, subject to the limitations of the Articles of Incorporation and these Bylaws. The Board shall have all the powers enumerated in these Bylaws, and the following specific powers:

1. To elect and remove Directors.
2. To elect and remove Officers.
3. To select an Executive Director (Chief Executive Officer) for Civica Utah; to establish measurable goals and objectives for the Director; to support and evaluate the Director's performance; and, if necessary, remove and replace the Director.
4. To ensure the quality of the school and its continuous improvement through ongoing evaluation of clear, measurable goals and objectives; to prepare, in collaboration with the school Director, an annual set of measurable goals and objectives for the school and the nonprofit corporation.
5. To establish procedures that ensure sound financial management and an efficient operation of the school.
6. To approve reports consistent with those required by law, including by the Utah Legislature, the Utah State Charter School Board and the Utah State Board of Education.
7. To conduct, manage and control the affairs and activities of the corporation, and to make rules and regulations.
8. To maintain insurance on behalf of any of its Directors, officers, employees or agents for liability asserted against or incurred by such person in such capacity or arising out of such person's status as such.

CIVICA Utah

9. To enter into any contract or execute and deliver any instrument in the name of or on behalf of the corporation.
10. To borrow money, incur debt, and to execute and deliver promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations and other evidences of debt and securities.

B. Number of Directors

The number of Directors of the corporation shall be not less than 3 nor more than 9. The Board shall fix the exact number of Directors, within these limits, by Board resolution or amendment of the Bylaws.

C. Election of Directors

1. Election. The Board shall elect Directors by the vote of a majority of the Directors.
2. Eligibility. The Board may elect any person who in its discretion it believes will serve the interests of the corporation faithfully and effectively. Directors are responsible for selecting new members with the objective of achieving a well-rounded Board whose members have a diversity of expertise and experience and represent the broad community served by the school.
3. Term of Office
 - a. The term of each member of the initial Board of Directors shall be three years. The board shall constitute the board so that directors have staggered terms. Directors may be elected for successive terms. A decrease in the number of directors or in the term of office does not shorten an incumbent director's term.
 - b. The term of office of a Director elected to fill a vacancy in these Bylaws begins on the date of the Director's election, and continues: (1) for the balance of the unexpired term in the case of a vacancy created because of the resignation, removal, or death of a Director; or (2) for the term specified by the Board in the case of a vacancy resulting from the increase of the number of Directors authorized.
4. Time of Elections. The Board shall elect Directors whose terms begin on July 1 of a given year at the Annual Meeting for that year, or at a Regular Meeting designated for that purpose, or at a Special Meeting called for that purpose.

D. Removal of Directors

The Board may remove a Director with or without cause by a two-thirds majority vote.

E. Resignation by Director

A Director may resign by giving written notice to the Board Chair. The resignation is effective on the giving of notice, or at any later date specified in the notice.

F. Vacancies

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CIVICA Utah

A vacancy is deemed to occur on the effective date of the resignation of a Director, upon the removal of a Director, upon declaration of vacancy pursuant to these Bylaws, or upon a Director's death. A vacancy is also deemed to exist upon the increase by the Board of the authorized number of Directors.

G. Compensation of Directors

Directors shall serve without compensation. However, the Board may approve reimbursement of a Director's actual and necessary expenses while conducting corporation business. With approval of the Board of Directors, a Director may serve the Corporation in other capacities and receive compensation consistent with the law, the Corporation's policies and necessary disclosures.

IV. MEETINGS OF THE BOARD

Meetings of the Board shall conform to Utah Open and Public Meeting laws.

A. Place of Meetings

Board Meetings shall be held at the School or at any other reasonably convenient place as the Board may designate.

B. Annual Meetings

An Annual Meeting shall be held prior to the beginning of each new fiscal year for the purpose of electing Directors, making and receiving reports on corporate affairs, and transacting other business as comes before the meeting.

C. Regular Meetings

Regular Meetings shall be held at various times within the year as the Board determines.

D. Special Meetings

A Special Meeting shall be held at any time called by the Chair or by a majority of the Directors.

E. Notices

Notices of Board Meetings shall conform to Utah Open and Public Meeting laws and be given as follows:

1. The annual meeting schedule shall be posted at least one time per year with date, time and place in the school director's office, on the school website and on Utah's public notice website www.utah.gov/omn.
2. Special Meetings shall be held upon 48-hours notice delivered personally to Directors or by telephone, facsimile or e-mail. Notices will be deemed given when personally delivered in writing to the recipient or when faxed, e-mailed, or communicated orally, in person or by telephone, to the Director or to a person whom it is reasonably believed will communicate it promptly to the Director. Special meetings shall be noticed to the general public in the school director's office, on the school website and on Utah's public notice website www.utah.gov/omn.

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CIVICA Utah

V. ACTION BY THE BOARD

A. Quorum

A quorum consists of one more than half of the number of Directors.

B. Action by the Board

1. **Actions Taken at Board Meetings.** Each Director shall have one vote and may be done by proxy. The actions done and decisions made by a majority of the Directors present at a meeting duly held at which a quorum is present are the actions and decisions of the Board. At all meeting all votes shall be by voice, however, if a majority so requires, any question may be voted by written ballot. The results of all voting shall be noted in the official minutes of the meeting.
2. **Actions Without a Meeting.** The Board may take any required or permitted action without a meeting if all the Directors individually or collectively consent in writing to the taking of that action. Such consent shall have the same effect as a unanimous vote of the Board and shall be filed with the minutes of the Board proceedings. Actions and consent may be communicated by email.
3. **Board Meeting by Telephone or Online Conferencing.** Directors may participate in a Board meeting through use of telephone or online conference or similar communication equipment, so long as all Directors participating in such meeting can hear one another. Participation in a meeting pursuant to this section constitutes presence in person at such meeting. Wherever possible in these types of meetings, efforts must be made for public participation.

C. Committees

All committees of this organization shall be appointed, and their terms set by the Board. The Board may designate permanent Standing Committees, as well as special committees or Task Forces. All committees will consist of at least one Director, who shall serve at the pleasure of the Board.

VI. OFFICERS

A. Officers

The officers of the corporation consist of a Chair, Vice Chair, Secretary and Treasurer. Other officers may be designated by the Board.

1. **Chair.** Subject to Board control, the Chair has general supervision, direction and control of the affairs of the corporation, and such other powers and duties as the Board may prescribe. Specifically:
 - a. As the senior volunteer leader of Civica Utah, presides at all meetings of the Board of Directors and other meetings as required.
 - b. Works with the Executive Director and other board officers to develop the agendas for Board of Directors meetings.

CIVICA Utah

- c. In conjunction with the Governance Committee, manages the development of the Board in order to help it work more effectively and efficiently.
 - d. Works with the Executive Director and other board officers to develop both immediate and long-term goals and expectations for the board that support organizational priorities and governance concerns.
 - e. Communicates effectively with and supports the Executive Director in his/her job as manager of the school. In this capacity, focuses on ensuring that the board governs rather than manages.
 - f. Creates a safe environment for decision-making by inviting participation, encouraging varying points of view and stimulating a frank exchange of ideas in an effort to provide shared decision-making.
2. Vice Chair. Subject to Board control, the Vice Chair can assume any powers of the Chair in the absence of the Chair at a Board Meeting, or as delegated by the Chair to the Vice Chair in writing.
 3. Secretary. Reports to the Chair and Board of Directors. Specific responsibilities:
 - a. Provide direction and oversight for the keeping, at the principal office of the corporation or at such a place as the Board may determine, all organizational documents, including the articles of incorporation, the bylaws, adopted policies and a book of minutes of all meetings of the Directors and meetings of committees. Minutes shall record time and place of meeting, whether regular or special, how called, how notice was given, the names of those present or represented at the meeting and the proceedings thereof.
 - b. Present for approval by the Board copies of all minutes of meetings of the board.
 - c. In general, serves as the protocol and communications officer of the board, ensuring that the keeping and posting of meeting minutes, meeting notifications, and committee reports, the adherence to open meeting laws, and other procedural requirements are followed legally and ethically.
 4. Treasurer. Reports to the Chair and Board of Directors. Specific responsibilities:
 - a. Facilitates the board in meeting its financial oversight responsibilities.
 - b. Ensures the presentation of timely and meaningful financial reports to the board.
 - c. Ensures the development of annual budget and its submission to the Board for its approval and leads the monitoring of budget implementation.
 - d. Oversees development and board review of financial policies and procedures.
 - e. Takes responsibility for designing an annual board education program so that all board members can effectively conduct oversight of the financial health of the organization.
3. Election, Eligibility and Term of Office

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CIVICA Utah

1. Election. The Board shall elect the officers annually at the Annual Meeting or a Regular Meeting designated for that purpose or at a Special Meeting called for that purpose, except that officers elected to fill vacancies shall be elected as vacancies occur.
2. Eligibility. A Director may hold any number of offices.
3. Term of Office. Each officer serves at the pleasure of the Board, holding office for a three-year term. An officer may serve multiple terms.

C. Removal and Resignation

The Board may remove any officer, either with or without cause, at any time by majority vote. Any officer may resign at any time by giving written notice to the corporation, the resignation taking effect on receipt of the notice or at a later date specified in the notice.

VII. NON-LIABILITY OF DIRECTORS

The Directors shall not be personally liable for the corporation's debts, liabilities or other obligations.

VIII. INSURANCE FOR CORPORATE AGENTS

The Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any Director, officer, employee or other agent of the corporation, against any liability other than for violating provisions of the law.

IX. OTHER PROVISIONS

A. Fiscal Year

The fiscal year of the corporation begins on July 1 of each year and ends on June 30 of the following year.

B. Execution of Instruments

Except as otherwise provided in these Bylaws, the Board may adopt a resolution authorizing any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of or on behalf of the corporation. Such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or employee shall have any power to bind the corporation by any contract or engagement, to pledge the corporation's credit, or to render it liable monetarily for any purpose or any amount.

C. Checks and Notes

Except as otherwise specifically provided by Board resolution, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation may be signed by the Chair, the school's executive Director/Chief Executive Officer and other Directors, as designated by the Board.

D. Conflict of Interest

Any Director, officer, key employee, or committee member having an interest in a contract, other transaction or program presented to or discussed by the Board or Board Committee for authorization, approval, or ratification shall make a prompt, full and frank disclosure of his or

CIVICA Utah

his interest in writing to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include all relevant and material facts known to such person about the contract or transaction which might reasonably be construed to be adverse to the corporation's interest. The body to which such disclosure is made shall thereupon determine, by majority vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use his or her personal influence on, nor be present during the discussion or deliberations with respect to, such contract or transaction (other than to present factual information or to respond to questions prior to the discussion). The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable, the abstention from voting and participation.

For the purpose of this section, a person shall be deemed to have an "interest" in a contract or other transaction if he or she is the party (or one of the parties) contracting or dealing with the corporation, or is a director, Director or officer of, or has a significant financial or influential interest in the entity contracting or dealing with the corporation.

XII. AMENDMENT

A majority of the Directors may adopt, amend or repeal these Bylaws.

CERTIFICATE OF BOARD CHAIR

The undersigned does hereby certify that the undersigned is the Board Chair of Civica Utah, a Utah nonprofit Corporation, that the foregoing Bylaws of said corporation were duly and regularly adopted as such by the Board of Directors of said corporation; and that the above and foregoing Bylaws are now in full force and effect.

Romola Salzman

ROMOLA SALZMAN, CHAIR

Board Chair

June 22, 2021

Date

4510-6342-1057

Appendix D: Minutes from Governing Board meetings

Civica Utah

[Draft] Minutes of the Organizational (or Initial, or First) Board Meeting

The following are the minutes of the organizational meeting of the Board of Directors of Civica Utah, a Utah nonprofit corporation. The meeting was held via Zoom on June 22, 2021 at 1:30 PM MST.

Present and participating in the meeting were the following initial directors: Ronald Jay Bateman, Carmen Montejo Cangemi and Victoriano Rodriguez. Also in attendance were Joel Wright, Ryan Shook, Julio Robaina, Carlos Alvarez and Ryan Reeves. The meeting was held in accordance with applicable law and the Bylaws. The notice of the meeting was provided to all directors, and a quorum was present. Accordingly, the meeting was duly convened.

Joel Wright in his capacity as counsel for Civica Utah conducted the meeting until a Chair was selected, and also kept the minutes of the meeting.

Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that the board members of Civica Utah are Ronald Jay Bateman, Carmen Montejo Cangemi and Victoriano Rodriguez and their specific term will be determined at a future board meeting.

FURTHER RESOLVED, that the proposed Articles of Incorporation for Civica Utah are adopted, and Joel Wright (counsel for Civica Utah) shall promptly file the Articles of Incorporation with the State of Utah after completing the application.

FURTHER RESOLVED, that the proposed Bylaws for Civica Utah are adopted.

FURTHER RESOLVED, that the Chair of Civica Utah shall be Ronald Jay Bateman, the Vice Chair shall be Victoriano Rodriguez, the Secretary shall be Carmen Montejo Cangemi and the Treasurer shall be Victoriano Rodriguez.

FURTHER RESOLVED: The Articles of Incorporation and Bylaws of Civica Utah will be maintained at the principal office of the Civica Utah in accordance with the requirements of the Utah Nonprofit Corporation Act.

FURTHER RESOLVED: That all acts taken by the incorporators, agents and directors of Civica Utah taken on behalf of Civica Utah prior to its incorporation be and hereby are approved, ratified and affirmed.

FURTHER RESOLVED: That a charter school application shall be submitted for Civica Utah in the State of Utah.

Further discussion ensued regarding a future board meeting schedule and likely milestones, including process for submitting a 501c3 application for Civica Utah.

There being no further business, the meeting was thereupon duly adjourned.