

Ball State University Office of Charter Schools Organizer Governance Policy

A. Purpose

This policy establishes the governance requirements applicable to all Charter Organizers authorized by the Ball State University Office of Charter Schools ("OCS"), including applicants seeking authorization and existing Organizers operating under a Charter Agreement. Applicants shall demonstrate compliance with these requirements during the charter application process, and Organizers shall maintain compliance throughout the term of the Charter Agreement.

Where a requirement applies only to applicants or only to existing Organizers, this policy expressly identifies the applicable requirement.

B. Corporate Structure and Bylaws

Pursuant to IC 20-24-1-7 and this Policy, every Organizer shall be organized as an Indiana nonprofit corporation under IC 23-17.

If an Organizer intends to operate a charter school under a name other than its legal name as registered with the Indiana Secretary of State, it shall file a Certificate of Assumed Business Name with the Indiana Secretary of State and provide a copy to OCS.

New Applicants

Applicants shall submit:

- Articles of Incorporation;
- Evidence of incorporation from the Indiana Secretary of State;
- Certificate of Assumed Business Name, if applicable; and
- Proposed corporate bylaws.

OCS has developed Model Bylaws as a resource for Charter Organizers. Use of the Model Bylaws is optional. Organizers may adopt their own bylaws provided they comply with this Policy, the Charter Agreement, applicable law, and other requirements established by OCS.

OCS will review proposed bylaws during the charter application process.

Existing Organizers

Organizers shall maintain bylaws consistent with this Policy and applicable law. Proposed amendments to the Articles of Incorporation or bylaws shall be submitted to OCS for review and approval in accordance with the Charter Agreement before becoming effective.

An Organizer may request approval to deviate from one or more governance requirements by submitting a written justification demonstrating good cause. OCS may approve an alternative provision when it provides equivalent or greater governance protections and remains consistent with applicable law and the purposes of this Policy.

C. Board Membership and Role Requirements

The Organizer's bylaws shall establish governance provisions addressing, at a minimum, the following:

Board Composition

- The governing board shall consist of no fewer than five (5) members. OCS recommends a board size of five (5) to seven (7) members.
- Board terms shall be staggered whenever practicable and shall not exceed five (5) years.
- Directors may serve no more than three (3) consecutive terms. A director whose term expires may continue serving until a successor has been appointed and qualified. During any holdover period, the Organizer shall keep OCS informed of its progress in recruiting and appointing a qualified replacement.
- Unless otherwise approved by the Executive Director of OCS, all board members shall be residents of Indiana. At least one-half of the governing board members shall, at the time of their initial election, reside in a county from which the school enrolls students.
- To preserve the independence of the governing board, an individual who has an ownership, employment, governing, or other material financial interest in an entity that contracts with the Organizer for facilities or other significant services shall not serve on the governing board without the prior written approval of OCS. Any approved board member shall comply with the Organizer's Conflict of Interest Policy, including all applicable disclosure and recusal requirements.

Board Qualifications

- All governing board members shall successfully complete governance training through an external provider approved by OCS. This requirement is in addition to any orientation, training, or technical assistance provided by OCS.
- All governing board members shall successfully complete an expanded criminal history check and Expanded Child Protection Index review in accordance with IC 20-26-5-10.
- The bylaws shall identify officer positions and describe their respective duties and responsibilities.

Annual Governance Requirements

The Organizer shall:

- Maintain a current governing board roster on the school's website, per [IC 20-24-9-7](#)
- Annually submit its governing board roster and board meeting calendar to OCS no later than August 1.

D. Board Meeting Requirements

The governing board shall conduct its meetings in accordance with the Indiana Open Door Law (IC 5-14-1.5), including the requirements applicable to executive sessions under IC 5-14-1.5-6.1.

The bylaws shall require, at a minimum, that the governing board:

- Hold no fewer than six (6) meetings during each school year.
- Post notice of each meeting, including the date, time, and location, on the school's website and at the school's principal office or meeting location at least forty-eight (48) business hours before the meeting, as required by Indiana law.
- If remote participation is permitted, comply with IC 5-14-1.5-3.6, including maintaining the required number of members physically present at the meeting location and ensuring that each governing board member physically attends at least one (1) board meeting each calendar year.
- Conduct business only when a quorum is present.
- Adopt reasonable rules governing public comment consistent with IC 5-14-1.5-3, including providing an opportunity for oral public comment before taking final action on an agenda item.
- Maintain written minutes of every board meeting that include, at a minimum:
 - the date, time, and location of the meeting;
 - the names of members present and absent, including identification of members participating electronically;
 - the general substance of all matters proposed, discussed, or decided;
 - the results of all votes taken, including individual votes when a roll-call vote is conducted; and
 - the time of adjournment.
- Post approved meeting minutes to the school website within ten (10) business days after approval.
- If the governing board uses an agenda, post a copy of the agenda at the entrance to the meeting location before the meeting begins, consistent with Indiana law.
- Conduct meetings using recognized parliamentary procedures, such as Robert's Rules of Order.

E. Legal and Fiduciary

The Organizer shall:

- Identify the officers or individuals authorized to execute contracts and sign checks.
- Obtain OCS approval before amending its Articles of Incorporation or bylaws.
- Adopt and maintain a Conflict of Interest Policy consistent with applicable Indiana law, including [IC 35-44.1-1-4](#) and [IC 35-44.1-1-5](#), and OCS policy. Governing board

members shall complete an annual conflict of interest disclosure and disclose actual, potential, or perceived conflicts as they arise.

- Prohibit individuals from serving on the governing board if they have committed an offense set forth by IC 20-26-5-11.2.
- Ensure dissolution provisions comply with IC 20-24-7-9.

Tax-Exempt Status

New Applicants

Applicants shall submit either:

- an IRS determination letter recognizing Section 501(c)(3) status; or
- a copy of the submitted IRS Form 1023 (or successor form) together with evidence of filing.

Applicants may proceed through the charter application and pre-opening process while an IRS determination is pending; however, OCS will not authorize a school to open until documentation of Section 501(c)(3) status has been provided.

Existing Organizers

Organizers shall maintain Section 501(c)(3) status throughout the Charter Agreement and promptly notify OCS of any action affecting that status.

Education Service Providers

Applicants proposing to contract with an Education Service Provider shall submit a copy of the proposed agreement as part of the charter application. All agreements shall comply with OCS policies governing Education Service Providers.

Existing Organizers shall submit proposed Education Service Provider agreements or material amendments for OCS review and approval in accordance with the Charter Agreement before execution.