Long Valley Charter School
A Non-Profit Public Benefit Corporation

Board Ethics & Code of Conduct		
Approved by: LVCS Board of Directors	Adopted: 4/8/03 Revised: 10/21/26	Policy #: 7006

Long Valley Charter School (LVCS) is a nonprofit public benefit corporation that operates two individual charter schools: Long Valley School and Thompson Peak Charter School. This policy applies to both schools equally and the schools are collectively referred to as "Charter School."

PURPOSE

The Long Valley Charter School Governing Board operates with the primary duty of prioritizing the educational welfare, academic achievement, and personal growth of all students served. To maintain public trust and fulfill its statutory and corporate responsibilities, the Board establishes this comprehensive Code of Conduct to govern board deliberations, financial ethics, operational boundaries, and public interactions.

ARTICLE I: CORE CORPORATE FIDUCIARY DUTIES

As directors of a California nonprofit public benefit corporation, members of the Governing Board hold a position of public trust and owe three foundational common-law and statutory fiduciary duties:

- **1. Duty of Care:** Exercising reasonable care, due diligence, and prudent stewardship over school resources and educational operations.
- **2. Duty of Loyalty:** Giving undivided allegiance to the school's mission and best interests, setting aside personal agendas, financial interests, or special interest representation.
- **3. Duty of Obedience:** Remaining faithful to the charter promises, state laws, federal statutes, and approved corporate bylaws.
- **4. Student-Centered Focus:** Ensuring all governance decisions remain unfailingly centered on enhancing student outcomes and community trust.

ARTICLE II: UNITY OF GOVERNANCE & BOARD DECISIONS

Individual board members recognize that governance authority rests solely with the Governing Board as a collective body during duly noticed public meetings. No individual trustee possesses independent administrative or operational authority.

Once the Governing Board takes official action in a public meeting, each board member—whether voting in the majority, voting in the minority, or absent from the meeting—agrees to respect, uphold, and refrain from undermining the Board's final decision. Members may state how they voted or that they were absent for the official record, but recognize that official action represents the binding position of the school.

ARTICLE III: PARLIAMENTARY AUTHORITY & MEETING DECORUM

1. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the Governing Board in all parliamentary cases to which they are applicable, except where inconsistent with the Ralph M. Brown Act, California Corporations Code, corporate bylaws, or special rules of order adopted by the Board.

2. Open Meetings & Brown Act Compliance

All board meetings, deliberations, and action items shall occur in open, publicly noticed sessions in compliance with the Ralph M. Brown Act. Closed executive sessions are restricted strictly to authorized legal, real estate, or personnel matters.

3. Public Comment Guidelines

To ensure structured public participation while maintaining meeting efficiency:

- **Individual Time Cap:** Individual speakers are limited to two (2) minutes per agenda item or non-agenda topic.
- **Translation Exception:** Speakers requiring translation assistance receive double time (four (4) minutes) pursuant to state law.
- **Topic Time Cap:** Total public comment for any single topic is capped at twenty (20) minutes, subject to board extension.

4. Civility & Decorum

Board members shall maintain professional decorum, express opinions succinctly, listen actively to colleagues, address policy issues objectively, and refrain from personal attacks.

ARTICLE IV: PUBLIC INTEGRITY & CONFLICT OF INTEREST STANDARDS

Pursuant to California Education Code § 47604.1 (Senate Bill 126), charter school governing boards are subject to California public integrity statutes:

- **Government Code Section 1090:** Board members strictly adhere to Government Code § 1090. The Board shall not enter into any contract in which a board member has a financial interest, unless a statutory exception applies.
- **Political Reform Act (Form 700):** Board members and designated staff must adopt a Conflict of Interest Code and annually file Statements of Economic Interests (Form 700).
- **Nonprofit 49% Limit (Corp Code § 5227):** No more than 49% of the persons serving on the board may be interested persons (employees, relatives, or compensated contractors).
- **Recusal Protocol:** Board members must disclose real or perceived conflicts prior to deliberation and recuse themselves from votes.

ARTICLE V: OPERATIONAL BOUNDARIES & PUBLIC COMMUNICATIONS

1. Governance vs. Management

The Board focuses on high-level policymaking, strategic vision, financial oversight, and annual evaluation of the Executive Director/ Superintendent. Board members shall refrain from administrative management or direct supervision of staff.

2. Complaint Routing Protocol

When parents, staff, or community members bring operational complaints to an individual board member, the member shall direct the individual through the proper administrative chain of command and notify the Executive Director/ Superintendent.

3. Official Spokesperson & Confidentiality

The Board President or Executive Director/Superintendent serves as the official spokesperson for the Governing Board. Matters discussed in closed executive session are strictly confidential.