

# FLORIDA VIRTUAL SCHOOL BOARD OF TRUSTEES

## BYLAWS

# BYLAWS OF THE FLORIDA VIRTUAL SCHOOL BOARD OF TRUSTEES

## **PREAMBLE**

In 2019, the Governor of Florida signed into law Senate Bill 2502 (“SB 2502”). See Chapter 2019-116, §12, *Laws of Florida*. In part, SB 2502 required a comprehensive audit of the Florida Virtual School (“FLVS”) and designated the Florida State Board of Education to temporarily serve as the FLVS Board of Trustees. The Bill also required the Florida Department of Education (“FDOE”) to provide written recommendations with respect to the governance and structural operations of FLVS to the Governor, the Senate President, and the House Speaker. The FDOE issued its *Recommendations Regarding the Governance, Operation, and Organization of the Florida Virtual School* (“Recommendations”) on November 1, 2019. The Recommendations were shared with and embraced by the State Board of Education, which concluded its temporary service as the Board of Trustees on June 30, 2020.

It is the overriding intention of the successor Board of Trustees to successfully build upon the substantial efforts the Governor, Legislature, State Board of Education, Commissioner of Education, and scores of FLVS and FDOE officials and personnel have devoted to our organization over the course of years to continuously improve upon the vital, world-class educational services which FLVS offers to students and families throughout and beyond the State of Florida. To that end, these Bylaws have been developed and should be construed in such a manner as to harmonize with, advance, and realize the above-referenced FDOE Recommendations.

## **ARTICLE I** **PURPOSE**

### **1.1 PURPOSE**

The Bylaws herein contained are intended to assist the Florida Virtual School Board of Trustees (“the Board”) in the faithful discharge of its duties and to enhance the overall effectiveness and efficiency of the Florida Virtual School.

### **1.2 APPLICABILITY**

These Bylaws apply to the Board, each of its Members, the President and Chief Executive Officer (“CEO”) of FLVS, and all other FLVS officials, personnel, and representatives as herein specified. Further, the Bylaws shall apply and be construed in a manner consistent with the laws and Constitutions of the State of Florida and the United States of America.

### **1.3 TECHNICAL ALTERATIONS**

The CEO is authorized to renumber, reformat, divide, consolidate, and make technical alterations and grammatical corrections to Board Bylaws and Policies to the extent that such alterations and corrections do not change their substance and material terms.

*Ref.: §§11.242; 120.54, 1002.37, Fla. Stat.*  
*Adopted: 03/02/2021*  
*Amended: 03/02/2021*

## **ARTICLE II** **THE BOARD**

### **2.1 NAME AND SEAL**

1. The Board is officially known and operated under the name of “The Florida Virtual School Board of Trustees.”
2. The Board shall have a corporate seal on which shall be inscribed “The Florida Virtual School.” The corporate seal shall be used only in connection with the transaction of official business of the Board and Florida Virtual School.

*Ref.: § 1002.37 Fla. Stat.*  
*Adopted: 03/02/2021*  
*Amended: 03/02/2021*

### **2.2 COMPOSITION OF THE BOARD**

1. The Board is comprised of seven members who are appointed by the Governor of Florida to four-year staggered terms. No Board Member shall serve for a period longer than two consecutive four-year terms.
2. At all times, there shall be one Board Member serving as Chair, and one Board Member serving as Co-Chair of the Board.

*Ref.: § 1002.37 Fla. Stat.*  
*Adopted: 03/02/2021*  
*Amended: 03/02/2021*

## 2.3 GENERAL POWERS OF THE BOARD

1. The authority and powers of the Board are derived from and principally prescribed by section 1002.37 of the Florida Statutes—the enabling statute of the Florida Virtual School. Accordingly, the Board may exercise all powers enumerated in section 1002.37, and may perform or direct the performance of any lawful action or other measure which the Board deems necessary to carry out the purposes of the statute. The authority of the Board is otherwise subject to, and shall be consistent with, the laws and Constitutions of the State of Florida and the United States of America.
2. The Board is the exclusive governing body of the Florida Virtual School, an institution which serves as one of four components for the delivery of public education within the Florida Early Learning - 20 Education System.
3. The Board is a public agency and body corporate of the State of Florida, with all the powers of a body corporate and such authority as is needed for the proper operation and improvement of the Florida Virtual School. As such, the Board has the power to enter into contracts; to sue and be sued; to acquire, possess, and transact real, personal, tangible, and intangible property; and to hold and transact for the benefit of the Florida Virtual School any grant or donation of monies, property, or other things of value to the organization.
4. The authority and powers of the Board do not extend to the day-to-day operations of the Florida Virtual School or to the implementation of Board Policies.
5. With respect to the procurement of goods and services by the Florida Virtual School, the authority and role of the Board shall be limited such that, consistent with Board Policy, the CEO has exclusive authority to approve and execute on behalf of FLVS all contracts and agreements for the purchase or delivery of goods and services, the value of which does not exceed the fiscal limits established by Board Policy 6320 (Purchasing and Contracting for Commodities and Contractual Service) per fiscal year.
6. To the extent permitted by law, the Board may delegate to the CEO its authority to undertake any action and to perform any duty otherwise committed to the Board.

*Ref:* § 1000.04, 1001.40, 1001.41, 1001.42, 1001.4205, 1001.43(10), 1012.22, 1012.23, 1012.26; 1002.37, Fla. Stat.; Senate Bill 2502(12), Chapter 2019-116, Fla. Laws

*Adopted:* 03/02/2021

*Amended:* 03/02/2021; 06/14/2022

## **2.4 GENERAL DUTIES OF THE BOARD**

1. The Board shall perform or direct the performance of any duties and obligations imposed upon the Board by law, including those obligations and duties enumerated in section 1002.37 of the Florida Statutes.
2. The Board is chiefly responsible for budgetary and fiscal oversight of the Florida Virtual School and the development of policies which the Board finds necessary and appropriate for the proper administration and general improvement of the Florida Virtual School.
3. Prior to its performance of any final or official action, including the adoption of any Board Policy, the Board shall consult with and consider the recommendations of the CEO of the Florida Virtual School.
4. The Board shall endeavor to avoid and limit individual communications with FLVS staff members which bear upon official business of the Board or the organization. Accordingly, it shall be the custom and practice of the Board to channel all such communications to the CEO and to consider the CEO as a conduit for such communications. This provision is not intended and shall not be construed or applied to deny staff members or other individuals of any legally protected right or privilege, including any rights to free speech and to petition the government.
5. The Board shall select and appoint a President and CEO from outside its own membership who shall be responsible for the proper operation, management, performance, and fiscal accountability of the Florida Virtual School. The Board shall provide a written contract for the CEO.
6. The Board shall select and appoint an attorney from outside its own membership, who shall serve as General Counsel and chief legal advisor to the Board and the CEO. The Board shall provide a written contract for the General Counsel.
7. In any lawsuit or administrative proceeding against the Florida Virtual School, the Board of Trustees, any Board Member, or any official or employee of the Florida Virtual School where service of process is required, such service shall be made on the Board Chair, or in the Chair's absence, the Board Co-Chair, or in the Co-Chair's absence, the CEO. The Board Chair, Co-Chair, and CEO may designate personnel within the FLVS Office of General Counsel to receive service of process in their absence.
8. The Board shall take reasonable measures to ensure that Board Member vacancies are promptly reported to the Governor of Florida such that the Governor may appoint an individual to fill the vacant position.

*Ref:* §§1002.37, Fla. Stat.; Senate Bill 2502(12), Chapter 2019-116, Fla. Laws;  
see also 1000.04, 1001.33, 1001.40, 1001.41, 1001.42, 1001.4205,  
1001.43(10), 1012.22, 1012.23, 1012.26.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

## **2.5 GENERAL POWERS OF BOARD MEMBERS**

1. Board Members are public officers of the State of Florida who are entitled to sovereign immunity in accordance with Chapter 768 of the Florida Statutes.
2. Board Members shall be authorized to serve for the term specified in their appointment. Board Members shall serve without compensation, but shall be entitled to reimbursement for official travel, per diem, and such other expenses to the extent permitted by Chapter 112 of the Florida Statutes and Board Policy.
3. To the extent permitted by law, Board Members are authorized to receive reimbursement of reasonable costs and fees to participate in professional conferences and training programs pertinent to their respective roles and duties. The CEO shall include an amount in each proposed annual budget to cover expenses of participation in such activities by Board Members.
4. Individual Board Members lack legal authority to bind or take any official action for or on behalf of the Board of Trustees, the Florida Virtual School, or any officials, personnel, or authorized representatives of the Florida Virtual School. The Board and FLVS shall not be bound by any action or statement of an individual Board Member except when such action is taken or such statement made pursuant to official and specific instruction of the Board.
5. Board Member authority and powers do not extend to the day-to-day operations of the Florida Virtual School or to the execution or implementation of Board Policies.
6. Each Board Member is entitled to information and data reasonably necessary to properly cast an informed vote on any matter which comes before the Board for official action. To the extent that a Board Member requires additional information, data, or materials from FLVS to properly exercise their official duties, such Board Member shall endeavor to consult with and direct associated requests to the CEO before they directly contact and collect such additional information, data, or materials from staff members, representatives, or agents of FLVS.
7. Board Members shall be bonded as provided by law.

8. No Board Member may have a direct or indirect interest in any business; engage in any business transaction, contractual relationship, or professional activity; or undertake any obligation of any nature which conflicts with or obstructs the proper discharge of Board Member duties and fiduciary obligations or otherwise raises the appearance of impropriety on the part of a Board Member. No Board Member may directly or indirectly rent, lease, sell, or otherwise convey any service, realty, or tangible or intangible personal property or goods to FLVS or its affiliated organizations. Further, no Board Member shall participate in the preparation, development, or preliminary evaluation of any competitive solicitation or purchase request of the Florida Virtual School. Finally, no Board Member shall permit the sale, lease, or other transaction of any goods or services to FLVS by or through a member of his or her family or any business entity in which the Board Member or family member has a material interest or direct or indirect ownership.

*Ref.:* §§112.061; 112.311—112.3251; 120.54, 1001.39; 1002.37, *Fla. Stat.*,

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

## **2.6 GENERAL DUTIES OF BOARD MEMBERS**

1. Board Members shall bear a fiduciary duty to the Florida Virtual School.
2. Board Members shall perform all duties and obligations imposed upon them by section 1002.37 of the Florida Statutes, and shall comply with and perform all duties and obligations imposed by the laws and Constitutions of the State of Florida and the United States of America.
3. Board Members shall uphold and comply with Board Bylaws and Policies, and with the Code of Ethics for Public Officers and Employees of the State of Florida as set forth in Chapter 112 of the Florida Statutes.
4. Board Members shall disclose and attempt to avoid or otherwise resolve potential conflicts of interest and ethical concerns in accordance with the Code of Ethics for Public Officers and Employees of the State of Florida.
5. Any written or verbal grievance or complaint received by or registered with a Board Member concerning official business of the Florida Virtual School or its personnel shall be conveyed to the CEO in a reasonably prompt and discrete manner.
6. A Board Member may not knowingly sign and transmit to any State official a report of alleged misconduct by FLVS personnel which the Board Member knows to be false or incorrect.

*Ref.: §§112.061; 112.311—112.3251; 120.54; 1001.42; 1002.37, Fla. Stat.;  
Article II, Section 8 of the Florida Constitution.*  
*Adopted: 03/02/2021*  
*Amended: 03/02/2021*

## **2.7 BOARD OFFICERS**

1. The Officers of the Board shall be the Board Chair and Co-Chair.
2. The Board Chair and Co-Chair shall be elected by majority vote of Board Membership during a public meeting of the Board. The election of a Chair and Co-Chair shall take place at or prior to the first regularly scheduled meeting of the Board for the fiscal year.
3. The Officers shall serve for a one-year term to begin immediately upon election.
4. The Chair and Co-Chair shall be eligible for reelection for one additional consecutive term by majority vote of Board Membership. There shall not be automatic succession by virtue of holding an office.
5. A permanent vacancy of the Chair shall be filled by the Co-Chair for the remainder of the term. A permanent vacancy of the Co-Chair shall be filled for the remainder of the term by a majority vote of Board Membership at the next public meeting of the Board. The assumption of an unfinished term created by a permanent vacancy shall not render the succeeding officer ineligible for election or reelection to the (assumed) office. The Chair and Co-Chair will continue to hold office until their successors have been elected. The Chair or Co-Chair may be removed at any time by majority vote of Board Membership during a public meeting of the Board.
6. The duties of the Chair shall include (i) presiding over and ensuring the integrity of all meetings of the Board; (ii) calling special meetings of the Board as needed; (iii) assisting with the development of Board meeting agendas; (iv) executing official documents and instruments on behalf of the Board; and (v) fulfilling all other duties and obligations imposed and required by law. The Chair may delegate authority to execute documents and instruments on behalf of the Board to the Board Co-Chair and to the CEO.
7. To the extent permitted by law, the Board Chair may delegate to the CEO the authority to take any action or to perform any duty otherwise committed to the Board Chair.



8. The Co-Chair is authorized and obligated to perform the duties of the Chair during the absence or disability of the Chair, and to fulfill other duties as may be assigned by the Board Chair or otherwise required by law.
9. In the absence of the Chair and Co-Chair, a Chair *Pro tem* shall be elected by a majority vote of the Board members present at a Board meeting for the purpose of presiding over such meeting.

*Ref.:* §1002.37, Fla. Stat.  
*Adopted:* 03/02/2021  
*Amended:* 03/02/2021

## **ARTICLE III**

### **BOARD MEETINGS**

#### **3.1 PRESIDING OFFICIALS**

1. The Board Chair shall preside over all official meetings of the Board. In the absence of the Chair, the Board Co-Chair shall preside over such meetings.
2. The Board Chair and Co-Chair may delegate to the CEO and any other Board Member their authority to preside over an official meeting of the Board.
3. During an organizational meeting of the Board, the CEO shall preside as Chair until the organization of the Board is complete.

*Ref.:* §1002.37, Fla. Stat.  
*Adopted:* 03/02/2021  
*Amended:* 03/02/2021

#### **3.2 NOTICE AND PUBLIC ACCESS**

1. There shall be no fewer than four (4) regular/quarterly meetings each fiscal year. The time and date of all regular quarterly meetings of the Board of Trustees shall be determined at the Board's annual organization meeting at the beginning of each fiscal year. Such meeting dates may be changed by action of the Board in accordance with Florida Law and Board Bylaws and Policies.
2. Special meetings may be called by the Board Chair or the CEO. The Clerk shall provide notice of all such meetings.

3. Workshop meetings may be called by the Board Chair, CEO, or a majority of Board Members for the purpose of discussing matters which constitute the business of FLVS or otherwise provide the Board with greater knowledge of particular issues.
4. The CEO will see to it that each Board Member is notified of all such meetings and workshops sufficiently in advance of the session to enable all members to arrange for their full participation and attendance.
5. With the exception of those meetings specified below, all Board meetings and workshops shall be open to the public and an opportunity to address the Board shall be provided to the public during regular and special meetings. The Board will not take public comment or questions at its workshop meetings.
6. No final action shall be taken by the Board at a workshop. Any such action may be taken by the Board only at a duly noticed regular or special meeting of the Board in strict compliance with section 286.011 of the Florida Statutes ("Government in the Sunshine Law").
7. Non-Public Meetings, Sunshine Law Exemptions – Pursuant to state and federal law, certain due process and disciplinary hearings and proceedings before the Board which concern individual students are closed and exempt from the Sunshine Law. Further, meetings between the School Board and its attorney(s) held pursuant to Florida Statute 286.011(8) are not open to the public. Finally, certain meetings concerning sealed competitive bids, risk management issues, and security plans and systems are exempt from the Sunshine Law.
8. Due public notice of all regular, special, and workshop meetings of the Board shall be provided. Except in the case of an emergency or other unavoidable and extraordinary circumstances, public notice of a regular Board meeting should be given seven (7) days prior to the meeting. In any event, for purposes of this policy, "due public notice" shall consist of a written publication of the date, time, and purpose of the meeting via the Florida Administrative Register and the FLVS website at least two (2) days prior to the meeting. Further, written notice of the date, time, and purpose of any meeting shall be posted at a publicly accessible location at the headquarters of the Florida Virtual School (i.e., the Virtual Learning Center ("VLC")), and shall be provided directly to each Board Member at least two (2) days prior to the meeting. The CEO and Board Clerk are responsible for dissemination of such notice to the Board of Trustees and to the public.
9. All Board meetings must be accessible to all members of the public, including persons with disabilities. Reasonable accommodations and methods through which persons with disabilities may request such

accommodations shall be provided.

*Ref.:* §§120.525, 286.011, 286.0113, 286.0105, 286.26, 768.28, Fla. Stat.; Article I, section 24(b), Fla. Const.; 20 U.S.C. § 1232, et. seq., Family Educational Rights and Privacy Act (“FERPA”); See also §§ 1001.372, 1002.22, 1002.221; 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.3 RULES OF ORDER**

1. All Board meetings shall proceed in accordance with Board Bylaws and Policies and shall be guided by the most current edition of *Robert’s Rules of Order*. Except when otherwise required by law or Board Bylaw or Policy, a simple majority of Board Members present at a meeting will carry all actions of the Board (assuming the establishment of a quorum).
2. The Board Chair, Co-Chair, or Chair Pro Tem presiding over a Board Meeting shall be responsible for maintaining decorum, order, and control of the meeting.

*Ref.:* §§1001.37; 1001.372, 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.4 AGENDA**

1. The CEO shall establish the agenda for Board meetings and workshops in collaboration with the Board Chair.
2. A Board Member may add items to a Board Meeting or Workshop agenda, so long as they do so at least two days prior to the meeting.
3. Prior to each Board meeting and workshop, and before publication of the corresponding agenda, the CEO shall review the agenda and backup materials for accuracy and completeness.
4. The agenda and all backup materials for a regular Board meeting shall be posted for the public seven (7) days prior to the meeting. Any subsequent amendments of the regular meeting agenda must be posted for the public as soon as practicable, but not less than forty-eight (48) hours prior to the meeting. The agenda for a special meeting or workshop shall be finalized and posted for the public as soon as practicable, but not less than forty-

eight (48) hours prior to such special meeting or workshop. After the agenda has been posted, changes may be made only upon approval of the Board member designated to preside over the meeting.

5. No action shall be taken by the Board on any matter unless it is shown as an item on the corresponding meeting agenda or an amendment thereto and the backup material adequate for an informed decision is delivered to Board members at least forty-eight (48) hours prior to the meeting at which action is to be taken. This provision shall not apply to matters which the Board determines, by a separate vote, to constitute an emergency item. For purposes of this policy, an “emergency item” exists when public health, safety, or welfare is endangered and requires immediate action of the Board.

*Ref.: §§1001.372; 1002.37, Fla. Stat.*

*Adopted: 03/02/2021*

*Amended: 03/02/2021*

### **3.5 QUORUM**

1. Four Board Members shall constitute a quorum for any Board meeting.
2. No Board action shall take place and no Board business shall be transacted unless a quorum is present.

*Ref.: §§1001.372; 1001.41; 1002.37, Fla. Stat.*

*Adopted: 03/02/2021*

*Amended: 03/02/2021*

### **3.6 VOTING**

1. Each Board member who is present at a Board meeting, hearing, or other proceeding shall vote on each item or matter properly presented to the Board for a decision, ruling, or other official action by the Board unless there is or appears to be a conflict of interest or voting conflict under sections 112.311, 112.313, 112.3141, 112.3143 and/or 112.316 of the Florida Statutes.
2. In the event that a conflict of interest or voting conflict arises, a Board Member may abstain from the vote, but shall comply with disclosure requirements imposed by section 112.3144 of the Florida Statutes.
3. If the official decision, ruling, or act occurs in the context of a quasi-judicial proceeding, a Board member may abstain from voting on such matter if the

abstention is to assure a fair proceeding free from potential bias or prejudice.

4. An affirmative vote of the full Board Membership is required for appointing or removing the CEO and the General Counsel.

*Ref.:* §§112.311, 112.313, 112.3141, 112.3143, 112.316, 286.012, 1001.41, 1001.42, 1001.372; 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.7 MINUTES**

1. The CEO shall keep and maintain all such minutes and records as are necessary to set forth clearly all official actions and proceedings of the Board. The minutes and records shall be kept and maintained as public records subject to the provisions of Chapter 119 of the Florida Statutes.
2. The minutes of the Board shall include an audio or audio/visual recording of the public meetings and proceedings of the Board. The official minutes shall also be kept as written action or summary minutes to include the date and time upon which the meeting or proceeding was called to order and adjourned, the names of the Board members in attendance (in person or via electronic means), a summary of motions, resolutions, or other matters before the Board, and votes cast by each Board Member.
3. It shall be the duty of each Board Member to see to it that both the matter and his or her vote thereon are properly recorded in the minutes. In the event that there is a technical malfunction in the preparation of audio or audio/visual recording of a public meeting, that fact shall be noted in the minutes. Any other matter may be made part of the official minutes by direction of the Chair, CEO, or a majority of Board Members. All recordings of Board meetings shall be made available to the public.

*Ref.:* §§1001.41, 1001.42, 1001.51, 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.8 CONDUCT AT MEETINGS**

1. All attendees and participants in any Board meeting are expected to act and speak in a courteous, professional, and respectful manner to each other. When necessary, the public shall be informed that it is unlawful to knowingly and substantially disrupt or interfere with public Board meetings.

2. The presiding officer may order the removal, from a public meeting held by the Board, of any person engaging in improper conduct interfering with the expeditious or orderly process of such meeting, provided such presiding officer has first issued a warning that continued interference with the orderly processes of the meeting will result in removal. Any law enforcement authority or a sergeant-at-arms designated by the presiding officer shall remove any person ordered removed pursuant to this provision and Florida law.

*Ref.:* §§1001.372, 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.9 PUBLIC COMMENT**

1. A member of the public who wishes to comment or speak about a matter on the agenda of a Board meeting shall, before the meeting begins or as soon as possible thereafter and using any speaker cards provided, submit in writing, his or her name, address, the name of any organization or group represented, and the agenda item number(s) or topic(s) which the speaker wishes to address.
2. A member of the public who is speaking on an agenda item shall be permitted to do so before the Board takes action on the agenda item.
3. At the discretion of the presiding officer, a member of the public may address the Board on a non-agenda item.
4. A time limit of two (2) minutes will be imposed on each public comment speaker unless the time is extended by the presiding officer. The Board will accept written comments beyond the time allotted.
5. Public comment requests (and speaker cards) shall not be accepted after the Board begins the discussion agenda.
6. Speaking time may not be “yielded” or given by one public speaker to another. Board Members and the CEO may ask questions of and request further explanation from the speaker. The time used by Board Members and the CEO for questions and explanations shall not be counted against the time allotted to the speaker pursuant to this policy.

*Ref.:* §§286.011(6), 286.0114, 1001.372, 1001.42, 1001.51, 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.10 BOARD MEMBER MEETING ATTENDANCE**

1. Board Members may remotely attend and participate in Board meetings and workshops by the use of telephonic and other electronic media.
2. In all instances, Board Members must be audible to all other Board Members and the public and must be able to hear all Board Member discussions and public speakers throughout the course of the Board meeting.

*Ref.: §§1001.41(5); 1002.37, Fla. Stat.; Article IX, section 4(B), Fla. Const.*

*Adopted: 03/02/2021*

*Amended: 03/02/2021*

### **3.11 BOARD POLICIES**

1. Board Policies may be amended or repealed, and a new policy may be adopted as hereinafter prescribed and pursuant to The Administrative Procedures Act in Chapter 120, Florida Statutes.
2. Unless an emergency exists, any proposal relating to the adoption, amendment, or repeal of any Board policy shall be presented to the Board, at which time each Board member shall receive a written copy and explanation of the proposal.
3. When the Board has determined that it will give due consideration to the proposed adoption, amendment, or repeal of a policy, the CEO shall give immediate and proper written notice of the proposal and a public hearing shall be advertised twenty-eight (28) days prior to the date of the hearing. The notice shall include a brief and concise explanation of the proposed policy change, its purpose and effect, estimated economic impact, the legal authority of the Board to take action on the proposed change, and sources from which the text of the proposed change may be obtained.
4. Any person who is substantially affected by the proposed change (as the term "substantially affected" is defined by Chapter 120 of the Florida Statutes), may, within twenty-one (21) days following the notice referenced in paragraph (1)(b) above, file a written request with the School Board seeking an administrative determination as to the validity of the proposed rule.
5. If the proposal is adopted by the Board, the CEO shall file a copy of any new or amended policy immediately in his or her office and amend policy handbooks accordingly.

6. A new or amended Board Policy shall become effective upon its adoption by the Board unless a later date is specified therein.
7. All Board Policies and Bylaws shall be reviewed with regularity by the CEO or his or her designee(s). The review shall be for the purpose of identifying and correcting deficiencies in Board policies, clarifying and simplifying policies, deleting obsolete, unnecessary, or redundant policies, and ensuring their compliance with statutory and other legal requirements.

*Ref.:* §§120.54; 120.57; 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.12 EMERGENCY BOARD POLICIES**

1. When it determines that the public health, safety, or welfare is endangered, and that immediate action is required, the Board may change or suspend any Board policy and temporarily disregard the notice and hearing requirements set forth above.
2. The CEO shall properly record the effective date of any such emergency policy. The emergency policy shall not be valid in excess of ninety (90) days from the effective date, absent extension of such period by the Board as authorized by law.
3. When an emergency policy is adopted and the Board determines that it should be permanent, the procedures prescribed in section one (1) above shall be followed and initiated at least sixty (60) days prior to the expiration of the emergency policy.

*Ref.:* §§120.54; 120.57; 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021

### **3.13 ACCESS TO BOARD POLICIES AND BYLAWS**

1. A hard copy set of the Board Policies and Bylaws shall be available for inspection upon request made to the CEO or his or her designee(s). Electronic copies shall be available through the FLVS website.

*Ref.:* §§120.536; 120.54; 1001.41; 1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021



## **ARTICLE IV**

### **CHIEF EXECUTIVE OFFICER**

#### **4.1 GENERAL POWERS OF THE CHIEF EXECUTIVE OFFICER**

1. The President and Chief Executive Officer (“CEO”) is the Corporate Secretary of the Board and is authorized to exercise all powers customarily vested in the highest-ranking executive officer of an agency and body corporate of the State of Florida subject to limitations and requirements prescribed by Board Policy and the laws and Constitutions of the State of Florida and the United States of America.
2. The CEO serves as the principal liaison officer and official contact between the Board and the faculty, staff, and students of the Florida Virtual School.
3. Notwithstanding any Board Policy or any Board or organizational procedure or practice to the contrary, the CEO shall have exclusive authority to run the day-to-day operations and business activities of FLVS. This includes authority to develop, revise, and terminate any FLVS standard operating procedure (“SOP”) as the CEO deems appropriate or necessary to effectively and efficiently administer the daily operations and activities of the Florida Virtual School. However, the CEO shall regularly report operational and business activities to the Board.
4. The CEO is authorized to issue such executive and administrative orders, directives, procedures, and other materials as the CEO deems necessary to carry out the purposes and intent of section 1002.37 of the Florida Statutes. To the extent that such orders, directives, procedures, and materials are not inconsistent with Board Policies and applicable state and federal laws, the same shall be effective and binding upon all affected FLVS personnel, students, and stakeholders.
5. In the absence of any Board Policy, Bylaw, law, or regulation which limits or prescribes the authority of the CEO in a given situation, the CEO is authorized to take any lawful action which the CEO deems prudent and necessary to properly and effectively operate the Florida Virtual School and discharge the duties of the CEO.

*Ref.: §1002.37, Fla. Stat.*  
*Adopted: 03/02/2021*  
*Amended: 03/02/2021*

#### **4.2 GENERAL DUTIES OF THE CHIEF EXECUTIVE OFFICER**

1. The CEO is principally responsible for promoting, supporting, and

protecting the interests and welfare of Florida Virtual School students and personnel.

2. The CEO shall manage and direct all educational, financial, business, and administrative affairs and functions of FLVS, and shall perform all duties and obligations as may be assigned or delegated to the CEO in accordance with Board Policy and applicable state and federal laws and regulations.
3. The CEO shall develop all Board Meeting agendas in consultation with the Board Chair.
4. The CEO shall be responsible for providing public notice of Board meetings in a manner consistent with Chapter 286 of the Florida Statutes.
5. The CEO shall be responsible for recording and maintaining the minutes of all Board meetings.
6. The CEO shall take reasonable and customary measures to ensure the integrity, accuracy, security, and preservation of all official records of the Board and the organization.
7. The CEO shall preside over each organizational meeting of the Board.

*Ref.:* §1002.37, Fla. Stat.

*Adopted:* 03/02/2021

*Amended:* 03/02/2021