

LEARNING COMMUNITY OF DOUGLAS AND SARPY COUNTIES

LEARNING COMMUNITY COORDINATING COUNCIL

BYLAWS

(Restated as of December 15,
2016; Effective upon restatement
unless otherwise noted)

BYLAW I

Organization

1.1 The **Learning Community of Douglas and Sarpy Counties**, (Learning Community), is a political subdivision of the State of Nebraska.¹

1.2 The governing board of the Learning Community is the Learning Community Coordinating Council (Coordinating Council).²

Amended: December 15, 2016

BYLAW II

Territory & Member Districts

2.1 The Learning Community encompasses the geographic territory of all school districts for which the principal office thereof is located in the County of Douglas, Nebraska and all school districts for which the principal office thereof is located in the County of Sarpy, Nebraska (Community Area).³

2.2 Each school district for which the principal office thereof is located in either the County of Douglas, Nebraska or the County of Sarpy, Nebraska is a member school district of the Learning Community (Member District).⁴

BYLAW III

Coordinating Council

3.1 **General Powers.** The business and legal affairs of the Learning Community shall be governed by the Coordinating Council, whose powers include, but are not limited to, the employment of such individuals and contractual engagement of such third parties as are mandated or allowed by law or as the Coordinating Council deems necessary and appropriate for the transaction and conduct of its business.⁵

Amended: December 15, 2016

3.2 **Number & Manner of Selection.** The Coordinating Council shall consist of twelve (12) members, elected on a nonpartisan ballot from six (6) numbered election subcouncil districts (Council Members).⁶

Amended: December 15, 2016

Effective: January 5, 2017

3.3 **Office.** Council Members shall take office on the first Thursday after the first Tuesday in January following their election, except that Council Members appointed to fill vacancies shall take office immediately following administration of the oath of office thereto.⁷

Amended: December 15, 2016

3.4 **Vacancies.**

3.4.1 Vacancies in office for Council Members shall occur as set forth in Neb. Rev. Stat. § 32-560, as amended. Within forty-five (45) days after any such vacancy occurs, the remaining Council Members shall appoint an individual residing within the geographical boundaries of the subcouncil district for the balance of the unexpired term pursuant to the Learning Community's Policies and Procedures and applicable law.⁸

Amended: December 15, 2016

3.5 **Quorum & Action.** Seven (7) Council Members shall constitute a quorum for the transaction of business at any meeting of the Coordinating Council; provided, however, that if fewer than such number are present at a meeting, a majority of the Council Members present may adjourn the meeting from time to time without further notice. Unless otherwise specifically stated herein, the act of a majority of the Council Members present at a meeting at which a quorum is present shall be the act of the Coordinating Council.

Amended: December 15, 2016

Effective: January 5, 2017

3.6 **Voting.** Votes on any question or motion duly moved and seconded shall be taken by roll call vote in open session; provided, however, that votes to elect officers may be taken by secret ballot.⁹

3.7 **Regular Meetings.** The Coordinating Council shall hold regular meetings, preferably monthly, on such dates and at such times and places within the Community Area as set forth in a schedule proposed by the Chair and approved by the Coordinating Council.

Amended: December 15, 2016

3.8 **Special Meetings.** Special meetings of the Coordinating Council may be called by the Chair, or upon written request by seven (7) Council Members, shall be called by the Chair. The date, time and place within the Community Area of a special meeting shall be determined by the Chair and set forth in the notice thereof.

Amended: December 15, 2016

Effective: January 5, 2017

3.9 **Notice.**

3.9.1 **Notice to Council Members.** Reasonable advance notice of the date, time and place of each meeting of the Coordinating Council shall be delivered personally or sent by electronic mail or United States first class mail to each Council Member at his or her

address or electronic mail address set forth in the records of the Learning Community. Said notice shall include an agenda of subjects known at the time of said notice, developed in accordance with Bylaw 3.11, and a copy of all written material, then available, to be discussed at said meeting. Any Council Member may waive notice of any meeting. The attendance of a Council Member at a meeting of the Coordinating Council shall constitute a waiver of notice of such meeting, except where a Council Member attends said meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.¹⁰

Amended: December 15, 2016

3.9.2 **Notice to Public.** Reasonable advance notice of the date, time and place of each meeting of the Coordinating Council shall be communicated to the public by legal notice in such legal newspapers of general circulation in the County of Douglas, Nebraska and the County of Sarpy, Nebraska as shall be designated by the Coordinating Council by resolution, rule or administrative policy. Said notice shall contain an agenda of subjects known at the time of the publicized notice, developed in accordance with Bylaw 3.11, or a statement that the agenda, which shall be kept continually current, shall be readily available for public inspection during normal business hours at the principal office of the Coordinating Council. Agenda items shall be sufficiently descriptive to give the public reasonable notice of the matters to be considered at the meeting.¹¹

Amended: December 15, 2016

3.10 **Agenda.** An agenda of matters to be discussed or acted upon at any regular or special meeting of the Coordinating Council shall be prepared as provided in the policies of the Coordinating Council.

No additions to the agenda, other than emergency items, may be placed on the agenda less than twenty-four hours prior to the scheduled commencement of the meeting.¹²

Amended: July 19, 2012

3.11 **Minutes.** Minutes shall be kept of all meetings of the Coordinating Council setting forth the time, place, Council Members present and absent, and substance of all matters discussed.¹³ All roll call votes shall be recorded in the minutes and shall state how each Council Member voted or if the Council Member was absent or not voting;¹⁸ provided, however, that for the election of officers by secret ballot, the minutes shall only record the total number of votes for each candidate.¹⁴

Amended: December 15, 2016

3.12 **Reimbursement.** Each Council Member shall be eligible for reimbursement of reasonable expenses related to service on the Coordinating Council as provided in the policies of the Coordinating Council.¹⁵

Amended: December 15, 2016

BYLAW IV

Open Meetings

4.1 **Open Meetings.** Every meeting of the Coordinating Council shall be open to the public, except as otherwise provided by the Constitution of Nebraska, federal statutes, and the Open Meetings Act.¹⁶

Amended: July 19, 2012

4.2 **Informational Materials.** The Coordinating Council shall make available at least one (1) current copy of the Open Meetings Act by posting same in the meeting room at a location accessible to members of the public. Furthermore, at least one (1) copy of all reproducible written material to be discussed at an open meeting shall be made available for examination and copying by members of the public. The Coordinating Council shall also make at least one (1) current copy of all rules of conduct for public comment available for examination and copying by members of the public. At the beginning of an open meeting, the public shall be informed of the location of the posted information and written material.¹⁷

4.3 **Closed Session.**

4.3.1 **When Permissible; Vote Required to Close.** The Coordinating Council may hold a closed session during any regular or special meeting of the Coordinating Council upon the affirmative vote of a majority of the Council Members if a closed session is clearly necessary for the protection of the public interest or for the prevention of needless injury to the reputation of an individual and if such individual has not requested a public meeting; provided, however, that a closed session shall not be held for purposes of discussing the appointment or election of a new Council Member. The subject matter and the reason(s) necessitating the closed session shall be identified in the motion to close same.¹⁸

Amended: December 15, 2016

4.3.2 **Vote to Close.** The vote to hold a closed session shall be taken in open session. The entire motion, the vote of each Council Member on the question of holding a closed session, and the time when the closed session commenced and concluded shall be recorded in the minutes. If the motion to close passes, then the presiding officer of the meeting shall, immediately prior to the closed session, restate on the record the limitation of the subject matter of the closed session.¹⁹

Amended: December 15, 2016

4.3.3 **Formal Action Prohibited.** The Coordinating Council shall restrict its consideration of matters during the closed session to only those purposes set forth in the motion to close. The meeting shall reconvene in open session before any formal action may be taken on the subject of the closed session. For purposes of this Bylaw, "formal action" shall mean a collective decision or a collective commitment or promise to make a decision on any question, motion, proposal, resolution, order, or ordinance or formation of a position or policy, but shall not include negotiating guidance given by Council Members to legal counsel or other negotiators in a strategy session with respect to collective bargaining, real estate purchases, pending litigation, or litigation which is imminent as evidenced by communication of a claim or threat of litigation by or to the Coordinating Council.²⁰

Amended: December 15, 2016

4.3.4 **Challenge to Closed Session.** Any Council Member shall have the right to challenge the continuation of a closed session if the Council Member determines that the

session has exceeded the reason stated in the original motion to hold a closed session, or if the Council Member contends that the closed session is neither clearly necessary for (a) the protection of the public interest nor (b) the prevention of needless injury to the reputation of an individual. Such challenge shall be overruled only by a majority vote of the Council Members of the Coordinating Council. Such challenge and its disposition shall be recorded in the minutes.²¹

Amended: December 15, 2016

4.4 **Subcommittee Meetings.** The provisions of this Bylaw IV shall have no application to, nor restrict the ability of, any meeting of any subcommittee of the Coordinating Council unless a quorum of the Coordinating Council attends a subcommittee meeting or unless any such subcommittee is holding hearings, making policy, or taking formal action on behalf of the Coordinating Council.²²

BYLAW V

Officers

5.1 **Number & Qualification.** The Coordinating Council shall have the following officers: Chair, Vice Chair, Secretary, and Treasurer. Such officers shall be entitled to vote at any meeting of the Coordinating Council, provided, however, that the Chair shall vote last.

Amended: December 15, 2016

5.2 **Election & Term of Office.** Each officer shall be elected annually at the first regular meeting of the Coordinating Council on or after the first Thursday after the first Tuesday in January. Voting, whether by roll call vote or by secret ballot, for an office shall continue until an individual is elected by a majority of the quorum, with the individual receiving the fewest votes in each round eliminated. If no more than one individual is nominated for an office, such nominee may be elected by majority vote of the quorum via roll call vote. Subject to Bylaw 5.7, an officer shall hold office until his or her successor is duly elected and qualified. No individual shall be eligible to hold more than one (1) office at the same time. Beginning in January 2017, officers may serve a maximum of two (2) consecutive years in a particular office. After serving two years in one office, that Council Member may be elected to a different officer position.

Amended: December 15, 2016

5.3 **Chair.** The Chair shall, subject to the control of the Coordinating Council, oversee, manage, and supervise the business and affairs of the Coordinating Council. The Chair shall, when present, preside at all meetings of the Coordinating Council. The Chair shall perform such other duties as may be assigned by the Coordinating Council from time to time.

5.4 **Vice Chair.** The Vice Chair shall perform the duties of the Chair in his or her absence, disability or refusal to act. The Vice Chair shall perform such other duties as may be assigned to him or her by the Coordinating Council from time to time.

5.5 **Secretary.** The Secretary shall be the recording officer of the Coordinating Council, shall attend and keep minutes of the meetings of the Coordinating Council, cause all notices to be duly given in accordance with the provisions of these Bylaws or as required by law, and be the custodian of the records of the acts and proceedings of the Coordinating Council. The Secretary shall make all reports to state, county and Member District officials as are required by law. The Secretary shall perform such other duties as may be assigned to him or her by the Coordinating Council from time to time.

5.6 **Treasurer.** The Treasurer shall have custody of all funds of the Coordinating Council, shall keep a full and accurate account of all monies received and disbursed by the Coordinating Council and shall deposit all monies in such depositories as are designated by the Coordinating Council. The Treasurer shall render such financial reports as the Coordinating Council may, from time to time, require. The Treasurer shall perform such other duties as may be assigned to him or her by the Coordinating Council from time to time.

5.7 **Vacancies.** Subject to Bylaws 3.10 and 3.11, a vacancy occurring in any office by reason of death, resignation or otherwise may be filled by the Coordinating Council at any meeting. An officer elected to fill a vacancy shall hold office for the unexpired term of his or her predecessor in office and until his or her successor shall be elected and qualified, unless service of the officer filling the vacancy is earlier terminated by death, resignation or removal.

Amended: December 15, 2016

5.8 **Removal.** Any officer may be removed by the Coordinating Council for non-performance of duties upon the affirmative vote of eight (8) Council Members. Removal shall not prejudice the Council Member or contract rights, if any, of the individual so removed.

Amended: December 15, 2016

Effective: January 5, 2017

BYLAW VI

Subcouncils & Subcommittees

6.1 **Achievement Subcouncils.** For each of the six (6) subcouncil districts, the Coordinating Council shall have an Achievement Subcouncil consisting of the two (2) Council Members representing each such subcouncil district. A quorum shall consist of the two (2) Council Members representing the subcouncil district. Each Achievement Subcouncil shall:

- Develop a Diversity Plan recommendation for the territory in its subcouncil district that will provide educational opportunities which will result in increased diversity in schools in the subcouncil district;
- Administer elementary learning centers in cooperation with the elementary learning center executive director;
- Review the poverty plans and limited English proficiency plans for the schools located in its subcouncil district and offer suggestions to improve the plans and the coordination between such plans and the Community Achievement Plan;
- Receive community input and complaints regarding the Learning Community and academic achievement in the subcouncil district; and
- Hold public hearings at its discretion in its subcouncil district in response to issues raised by residents of the subcouncil district regarding the Learning Community, a Member District, and academic achievement in the subcouncil district.²³

Each Achievement Subcouncil shall meet as necessary; provided, however, that each subcouncil shall conduct at least one (1) public hearing within its applicable election district during each school year.²⁴

Amended: December 15, 2016

Effective: January 5, 2017

6.2 **Advisory Committee.** The Coordinating Council shall have an Advisory Committee composed of the superintendent from each Member District; provided, however, that any superintendent may, from time to time, designate a continuing or temporary representative to serve in lieu of said superintendent on the Advisory Committee. The Advisory Committee shall:

- Collaborate with the Coordinating Council on the development, implementation, and evaluation of the Community Achievement Plan;
- Review proposals for focus programs, focus schools, magnet schools, and pathways;
- Provide recommendations for improving the Learning Community's Diversity Plan;
- Review results and provide recommendations to the Coordinating Council regarding the implementation and administration of early childhood programs for children in poverty; and
- Provide input to the Coordinating Council on such other matters and issues as the Coordinating Council may request from time to time.

The Advisory Committee described in Neb. Rev. Stat. § 79-2104.01 shall submit a plan as provided in subdivision (5) of Neb. Rev. Stat. § 79-2104.01 to the Coordinating Council for any early childhood education programs for children in poverty and the services to be provided by such programs. In developing the plan, the Advisory Committee shall seek input from Member Districts and community resources and collaborate with such resources in order to maximize the available opportunities and resources for such programs. The Advisory Committee may, as part of such plan, recommend services to be provided through contract with, or grants to, school districts to provide or contract for some or all of the services. The Advisory Committee shall take special efforts to establish early childhood education programs for children in poverty so that such programs are readily available and accessible to children and families located in areas with a high concentration of poverty.

The Coordinating Council shall select at least two (2) Council Members to meet with the Advisory Committee and Learning Community administrators at least twice annually to discuss the Community Achievement Plan, results of evaluations conducted with Learning Community or school district funds, best practices for improving achievement, particularly for students with achievement obstacles, Learning Community programs, and other matters related to improving education for students within the Learning Community and throughout the State.²⁵ Other Council Members and/or appropriate third-party experts and resources may be invited to participate in the discussions.

Amended: December 15, 2016

Effective: January 5, 2017

6.3 **Subcommittees.** The Coordinating Council may, from time to time, establish such subcommittees as it deems necessary or appropriate to carry out the obligations or activities of the Coordinating Council. To the extent permitted by law, subcommittees shall have such duties and powers as may be authorized by the Coordinating Council. Any such subcommittee shall be composed of not more than six (6) Council Members and such other non-voting individuals as are designated by the Chair and approved by the Coordinating Council for purposes of providing expertise on discrete issues and subject matters.²⁶

Amended: December 15, 2016

Effective: January 5, 2017

BYLAW VII

Contracts & Financial Documents

7.1 **Contracts.** The Coordinating Council may authorize any one or more officers or agents to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the Learning Community, and such authority may be general or specific in scope.

7.2 **Deposits.** All funds of the Learning Community shall be deposited to the credit of the Learning Community in such federally chartered financial institutions authorized to transact business in Nebraska or state chartered financial institutions as the Coordinating Council may select from time to time.

7.3 **Checks, Drafts, Notes.** All checks, drafts, warrants or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Learning Community or the Coordinating Council shall be signed by such officer or officers, agent or agents, and in such manner as shall, from time to time, be determined by the Coordinating Council.

BYLAW VIII

Miscellaneous

8.1 **Administrative Policies.** Subject to the requirements of Nebraska law, administrative policies of the Learning Community or rules for the conduct of the Coordinating Council may be adopted, modified, suspended, or eliminated by the Coordinating Council.

8.2 **Fiscal Year.** The fiscal year of the Coordinating Council shall be the same as the fiscal year for each of the Member Districts.²⁷

8.3 **Bonds.** The Treasurer shall give a bond, or equivalent commercial insurance policy, in double the amount of all funds entrusted to him or her, which bond or equivalent commercial insurance policy shall be approved by the Chief Justice of the Supreme Court of the State of Nebraska and deposited in the office of the Secretary of State of the State of Nebraska. Such other officers and agents as the Coordinating Council shall determine shall provide a bond in an amount determined by the Coordinating Council, conditioned upon the faithful performance of the duties of their respective offices. The cost of all such bonds shall be paid by the Coordinating Council.²⁸

BYLAW IX

Indemnification

9.1 **Indemnification.** Any person made a party to or threatened with any complaint, action, suit or proceeding by reason of the fact that he or she is or was a Council Member, officer or employee of the Coordinating Council, or any subcommittee, Achievement Subcouncil, or advisory committee thereof, shall be indemnified by the Coordinating Council against expenses, including reasonable attorneys' and accountants' fees and actual court costs incurred in connection with the defense of such instituted or threatened action, suit or proceeding, or in connection with any appeal therein.

Amended: December 15, 2016

9.2 **Reimbursement.** The Coordinating Council may also reimburse, in addition to indemnification pursuant to Bylaw 9.1, the reasonable costs of settlement of any action, suit or proceeding referred to therein if it shall be found that it was in the best interests of the Coordinating Council that such a settlement be made and that said Council Members, officers or employees were not guilty of intentional misconduct or fraud in connection with the transaction in controversy.

Amended: December 15, 2016

9.3 **Nonexclusive Provision.** The foregoing rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which any Council Member, officer or employee of the Coordinating Council may be entitled under any other Bylaw, agreement or otherwise.

Amended: December 15, 2016

9.4 **Amount of Indemnity:** Subject to the provisions of any contract for liability insurance for the Coordinating Council and its Council Members, the amount of indemnity or reimbursement to which a Council Member, officer or employee may be entitled shall be fixed by the Coordinating Council; provided, however, that, if a right of indemnification for a Council Member has been triggered pursuant to Bylaw 9.1, said Council Member shall not participate in discussion or vote on any preliminary or final motions establishing the amount of indemnity; provided, further, that in an instance where fewer than seven (7) Council Members are entitled to vote, the amount shall be fixed by a committee of arbitrators appointed by the Coordinating Council.

Amended: December 15, 2016

BYLAW X

Amendments

10.1 These Bylaws may be amended at any meeting of the Coordinating Council by the affirmative vote of eight (8) Council Members; provided, however, that any amendment to these Bylaws must be read at two (2) separate regular meetings of the Coordinating Council before a final vote is registered thereon unless a second reading is otherwise waived by affirmative vote of eight (8) Council Members.

Amended: December 15, 2016

Effective: January 5, 2017

Approved and adopted by the Coordinating Council on February 5, 2009. Subsequent amendments were approved and adopted by the Coordinating Council on the date(s) set forth under said bylaw or sub-bylaw.

¹ Neb. Rev. Stat. § 79-2101

² Neb. Rev. Stat. § 32-546.01

³ Neb. Rev. Stat. § 79-2102

⁴ *Id.*

⁵ Neb. Rev. Stat. § 32-546.01, § 79-2104

⁶ Neb. Rev. Stat. § 32-546.01(1)

⁷ Neb. Rev. Stat. § 32-546.01(8)

⁸ Neb. Rev. Stat. § 32-574; § 32-546.01(3)

⁹ Neb. Rev. Stat. § 84-1413(2),(3)

¹⁰ Neb. Rev. Stat. § 84-1411

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- 11 Neb. Rev. Stat. § 84-1411(1)
12 *Id.*
13 Neb. Rev. Stat. § 84-1413(1)
14 Neb. Rev. Stat. § 84-1413(2)
15 Neb. Rev. Stat. § 32-546.01(8), §§ 13-2201 – 13-2204
16 Neb. Rev. Stat. § 84-1407 to 84-1414
17 Neb. Rev. Stat. § 84-1412(8)
18 Neb. Rev. Stat. § 84-1410(1)
19 Neb. Rev. Stat. § 84-1410(2)
20 *Id.*; Neb. Rev. Stat. § 84-1410(1)(a)
21 Neb. Rev. Stat. § 84-1410(3)
22 Neb. Rev. Stat. § 84-1409(b)(i)
23 Neb. Rev. Stat. § 79-2117
24 Neb. Rev. Stat. § 79-2117
25 Neb. Rev. Stat. § 79-2104.01; § 79-2104.04.
26 Neb. Rev. Stat. § 84-1409
27 Neb. Rev. Stat. § 79-2101
28 Neb. Rev. Stat. § 11-121