



Governing Board Policy Manual

Adopted July 2021

In addition to the enclosed mentioned policies and procedures as adopted by the Destin High School, Inc. Board of Directors, the Board shall adhere to rules, policies, and procedures as outlined in the individual charter school contract and all local, state, and federal laws pertaining to public charter schools.

DESTIN HIGH SCHOOL, INC. BOARD OF DIRECTORS

Dr. Prebble Q Ramswell
President

Denise Fountain
Vice President

Sarah Stone
Treasurer

Myra Williams
Secretary

Chris Harris

Heidi LoCicero

Jim Luttrell

Drew Palmer

Dr. Mitchell Silver

INTRODUCTION

Destin High School's governing board is a not-for-profit corporation organized in the State of Florida. It is an Internal Revenue Service approved 501(c)(3) tax-exempt organization. Board meetings are held the second and fourth Tuesday of each month and are open to the public. The school operates under the Governing Board (also referred to as the Executive Board) in all matters pertaining to the operation and management of the school.

Destin High School, Inc. is the legal entity responsible for all aspects of the schools' governance, management, operations, and performance. It is ultimately the responsibility of this governing board to ensure that Destin High School (DHS) is fulfilling its charter-specified mission and is accountable to the state of Florida.

FLORIDA CHARTER SCHOOL STATUTES

Charter schools are non-profit 501(c)(3) organizations that have a contract or charter to provide the same educational services to students as district public schools. They are nonsectarian public schools that operate with freedom from many of the regulations that apply to traditional public schools. As a charter school, DHS must abide by all applicable statutes. The first Florida charter school statutes were approved in 1996, opening the door for the creation of charter schools as part of the state's public education system. Since that year, the statutes have been amended several times.

[Section 1002.33](#) establishes charter schools. Under this law, private entities may enter into charters with school boards to provide educational services to district students. This law provides information on the application process and review, charter school requirements, charter, funding, exemptions from statute, etc.

[Section 1013.62 F.S.](#) establishes the eligibility requirements and acceptable use of Capital Outlay Funding by charter schools. [Original 1996 Charter School Statutes](#)

TRAINING REQUIREMENTS FOR GOVERNING BOARDS

[State Board of Education Rule 6A.6.0784](#) establishes state-approved training requirements for the members of charter school governing boards.

FLORIDA CHARTER SCHOOL CAPITAL OUTLAY PROGRAM

In Florida, a program called the Public Education Capital Outlay and Debt Service Trust Funds assists charter schools with facilities costs. These funds are available

only to the following types of charter schools:

- Charter schools that have been in operation for three or more years
- New charter schools that were created as a “feeder” school serving students from an existing charter school
- Charter schools that are accredited by SACS CASI (Southern Association of College and Schools)

In addition, charter schools must meet other eligibility requirements such as financial stability and satisfactory student achievement. An eligible charter school receives funds based on the number of students enrolled. The rate is highest for high schools, and lowest for elementary schools.

Charter schools may use their capital outlay funds for the following purposes:

- Purchase of real property
- Construction of school facilities
- Purchase, lease-purchase, or lease of permanent or relocatable school facilities
- Purchase of vehicles to transport students to and from the charter school
- Renovation, repair, and maintenance of school facilities that the charter school owns or is purchasing through a lease-purchase or long-term lease of 5 years or longer.
- [Technical Assistance Paper on the Uses of Capital Outlay Funds](#)

[Florida Statute Concerning Capital Outlay
Capital Outlay Process for Current Fiscal Year](#)

OTHER FLORIDA LAWS PERTAINING TO CHARTER SCHOOLS

[Class Size](#)

[Controlled Open Enrollment](#)

[Complaint Procedures](#): CSP Federal Grant Complaint Procedures for Applicants.

[Code of Ethics - Education Profession](#): 6B-1.006 Principles of Professional Conduct for the Education Profession in Florida.

[A new Model Law for Supporting the Growth of High Quality Public Charter Schools](#) - June 2009

[Exceptional Student Education \(ESE\) Compliance Protocols](#)

Charter schools are required to comply with all state and federal laws regarding the provision of services to students with disabilities. This manual may be useful in helping to understand the steps necessary to be in compliance with these laws.

[Florida's Government-in-the-Sunshine Law](#): As public institutions, charter schools must abide by the state's Sunshine Law concerning public records and meetings.

[Class Size Reduction](#): Link to FLDOE webpage with the latest information on compliance requirements with the Class Size Reduction Act.

[Participation of charter school students in interscholastic extracurricular activities at other public schools](#): 1006.15 (3)(d): Defines the rights of charter school students to participate in interscholastic extracurricular activities at the public school to which they would be assigned if certain conditions are met.

[Determination of financial emergency: 218.503 f.s.](#): Defines the conditions that constitute a "financial emergency" under which charter schools shall be subject to review and oversight by the Governor, charter school sponsor, or the Commissioner of Education.

[The Florida Teachers Classroom Supply Assistance Program: 1012.71](#): Stipulates how funds are to be appropriated to public school teachers (including employed by charter schools) for the Florida Teachers Lead Program Stipend to purchase classroom materials and supplies used in the instruction of students in prekindergarten through grade 12.

[Charter school exemption from ad valorem taxes](#): 196.1983: Establishes that facilities housing charter schools are exempt from ad valorem taxes.

[Annual financial audit reports](#): 218.39: Establishes the requirements by which charter schools must perform an annual financial audit by an independent certified public accountant.

[Background screening of personnel](#): 1012.32: Defines the procedures that charter schools must follow to conduct background screening and fingerprinting on charter school personnel

[Reemployment of charter school instructional personnel after retirement](#): 238.184: Provides that charter schools participating in the Florida Retirement System to reemploy a retired member as a substitute or hourly teacher on a noncontractual basis, or reemploy such retired member as instructional personnel.

[Cancellation of certain taxes on real property](#) acquired by a county, school board, charter school governing board, or community college district board of trustees: 196.29

[Purchase of retirement credit for in-state public service and in-state service in accredited nonpublic schools and colleges, including charter schools and charter technical career centers](#): 121.1122: Stipulates how a member of the Florida Retirement System may purchase up to five years of retirement credit for employment in a charter school.

[Noninstructional contractors who are permitted access to school grounds when students are present; background screening requirements](#): 1012.467: Defines the requirements for conducting and sharing criminal background screenings on non-instructional contractors working in charter schools.

[Discounted computers and Internet access for students](#): 1001.29: Establishes and defines a state program to offer computers and Internet access at a discounted price to students enrolled in grades 5 through 12 in public schools, including charter schools.

DHS POLICIES

The subsequent section of this manual contains the policies and procedures of the DHS Governing Board. Policy and administrative regulation is an ongoing process in a modern, forward-thinking school. New laws, issues, and needs give rise to the continuing need for development of new policies and regulations or the revision of those already in use. As such, these policies are subject to change. The Board Secretary is charged with updating all policies as needed.

TABLE OF CONTENTS

I. Initial Resolutions

Articles of Incorporation

Bylaws

Conflict of Interest and Anti-Nepotism Policy

Election of New Directors

Corporate Documents, Instruments, and Writings

Corporate Bank Accounts

General Officer Authorization

Ex. A: Articles

Ex. B: Bylaws

Ex. C: Conflict of Interest Policy

II. Admission and Enrollment Policy Pt I and II

III. Nominating Committee Policy

IV. Governing Board Classes (Terms)

V. Segregation of Financial Duties Policy

VI. Resolution Providing for Reimbursement of Certain Capital Expenditures

VII. Inventory Control Policy

VIII. Procurement Policy

IX. Public Records Policy

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF
DESTIN HIGH SCHOOL, INC.**

The foregoing resolutions were adopted by a vote of at least two-thirds of the Board of Directors at a meeting of the Board of Directors held on JANUARY 23, 2019.

1.

Articles of Incorporation

RESOLVED, that the Articles of Incorporation of the Corporation, in the form attached hereto as Exhibit A are approved, adopted, accepted and ratified as the Articles of Incorporation for the Corporation; the Corporation is directed to file these Articles of Incorporation with the Department of State of the State of Florida; and upon filing with the Department of State, the Secretary of the Corporation is directed to place a certified copy thereof in the Corporation's minute book.

2.

Bylaws

RESOLVED, that the proposed Bylaws for the regulation and management of the affairs of the Corporation as attached hereto as Exhibit B are approved and adopted as the Bylaws of the Corporation, and the Secretary of the Corporation is directed to note thereon the date of their adoption and to insert them in the Corporation's minute book.

3.

Conflict of Interest Policy

RESOLVED, that the proposed Conflict of Interest Policy to protect the Corporation when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director or committee member of the Corporation or might result in a possible excess benefit transaction as attached hereto as Exhibit C is approved and adopted as the Conflict of Interest Policy for the Corporation, and the Secretary of the Corporation is directed to note thereon the date of its adoption and to insert them in the Corporation's minute book.

4.

Election of New Directors

RESOLVED, that the resignation of Mr. Jim Liufau from the Board of Directors is hereby accepted by the Corporation;

RESOLVED, that the Board of Directors hereby elects the following individuals to the Board of Directors, each to serve until such time as his successor is duly elected and qualified or until his earlier death, resignation or removal:

Mr. James Padgett Luttrell, Jr.
Mr. Jorge Alonso

5.

Corporate Documents, Instruments, and Writings

RESOLVED, that the officers of the Corporation (whether now in office or hereafter elected to office) are authorized to execute, deliver, and perform on behalf of the Corporation all agreements, deeds, contracts, covenants, proxies, securities, checks, drafts, bills of exchange, notes, acceptances, endorsements, evidences of indebtedness, and other documents, instruments, or writings of any nature whatsoever entered into in, or arising out of, the purposes for which the Corporation is organized.

6.

Corporate Bank Accounts

RESOLVED, that the officers of the Corporation are authorized and directed, in the name and on behalf of the Corporation, to take any and all action that such officer may deem necessary or advisable in order to establish bank accounts from time to time to enable the Corporation to carry out the purposes for which the Corporation is organized;

RESOLVED, that the Board of Directors hereby consents to, approves, adopts and ratifies any action taken by an officer to establish a bank account prior to the date hereof;

RESOLVED, that the Board of Directors adopts the form of any and all resolutions required by any such banks to be adopted in connection with the opening of any such accounts if (a) in the opinion of the President or Treasurer of the Corporation, the adoption of such resolution or resolutions is necessary or advisable; and (b) the Secretary of the Corporation evidences adoption by filing with this written consent copies of such resolutions which shall thereupon be deemed to be adopted by the Board of Directors and incorporated as a part of this resolution.

7.

General Officer Authorization

RESOLVED, that the officers of the Corporation are authorized and directed, in the name and on behalf of the Corporation, to make all arrangements; to do and perform all such acts and things; to execute, file, and deliver all documents, instruments, and other papers and to take any and all other action as they shall, in their judgment, deem necessary, proper, or advisable to carry into effect the purpose and intent of the foregoing resolutions.

Exhibit A
Articles of Incorporation



October 3, 2018

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DESTIN HIGH SCHOOL, INC
4495 FURLING LANE SUITE 130
DESTIN, FL 32541

The Articles of Incorporation for DESTIN HIGH SCHOOL, INC were filed on October 2, 2018, and assigned document number N18000010544. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H18000286132.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. It is your responsibility to remember to file your annual report in a timely manner.

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Apply today with the IRS online at:

<https://sa.www4.irs.gov/modiein/individual/index.jsp>.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at (850) 245-6052.

Alannah M Carranza
OPS
New Filings Section
Division of Corporations

Letter Number: 418A00020599

P.O BOX 6327 - Tallahassee, Florida 32314

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of DESTIN HIGH SCHOOL, INC, a Florida corporation, filed on October 2, 2018, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H18000286132. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this corporation is N18000010544.

Authentication Code: 418A00020599-100318-N18000010544-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Third day of October, 2018



Ken Detzner
Ken Detzner
Secretary of State

**ARTICLES OF INCORPORATION
OF
DESTIN HIGH SCHOOL, INC.**

The undersigned incorporator, Farrar Barker, a natural person competent to contract, hereby presents these Articles of Incorporation as the Articles of Incorporation of Destin High School, Inc. (the "Articles") for formation of a corporation not for profit under the provisions of Chapter 617, *Florida Statutes*.

ARTICLE I – NAME AND PRINCIPAL OFFICE

The name of the corporation is Destin High School, Inc. (the "Corporation"), and the initial principal office and mailing address of the Corporation is 4495 Furling Lane, Suite 130, Destin, Florida 32541.

ARTICLE II – PURPOSE

The purposes for which the Corporation is organized shall be as follows:

(a) To establish, develop, maintain, improve, manage, and otherwise operate one or more public charter schools and to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and the applicable Treasury Regulations as they now exist or may hereafter be amended.

(b) No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes), and no director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and its regulations as they now exist or may hereafter be amended.

ARTICLE III – PRIVATE FOUNDATION CLASSIFICATION

In the event that the Corporation is classified as a private foundation as described in Section 509 of the Internal Revenue Code of 1986, as amended, then the following paragraphs shall apply:

(a) The Corporation shall distribute or apply its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

ARTICLE IV – MEMBERSHIP

The Corporation may have members if provided in the bylaws of the Corporation.

ARTICLE V – TERM OF EXISTENCE

The term of existence of the Corporation shall be perpetual until terminated pursuant to these Articles, the bylaws of the Corporation, and applicable law.

ARTICLE VI – INCORPORATOR

The name of the incorporator is Farrar Barker, whose address is 60 Clayton Lane, Suite B, Santa Rosa Beach, Florida 32459.

ARTICLE VII – OFFICERS

The Corporation shall have such officers consisting of a President, Vice President, Secretary, and Treasurer, and such other officers as the Board of Directors of the Corporation shall in its discretion determine necessary or appropriate for accomplishing the objectives of the Corporation. The officers shall be elected by the Board of Directors at the annual meeting of the Board of Directors or as otherwise provided in the Corporation's bylaws.

The names of the officers who are to manage all affairs of the Corporation until the next election are:

President:	Dr. Prebble Q. Ramswell
Vice President:	Denise Fountain
Secretary:	Myra Williams
Treasurer:	Sarah Stone

ARTICLE VIII – BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The directors shall be elected, removed and/or reelected as provided in the bylaws of the Corporation. The Corporation shall initially have seven (7) directors. The number of directors may be either increased or diminished from time to time as provided in the bylaws of the Corporation, but there shall never be less than three (3) directors. The names and addresses of the initial directors of the Corporation are as follows:

Heidi Locicero:	4495 Furling Lane, Suite 130, Destin, Florida 32541
Dr. Prebble Q. Ramswell:	4495 Furling Lane, Suite 130, Destin, Florida 32541
Jim Liufau:	4495 Furling Lane, Suite 130, Destin, Florida 32541
Denise Fountain:	4495 Furling Lane, Suite 130, Destin, Florida 32541
Myra Williams:	4495 Furling Lane, Suite 130, Destin, Florida 32541
Sarah Stone:	4495 Furling Lane, Suite 130, Destin, Florida 32541
Dr. Morris Mitchell Silver:	4495 Furling Lane, Suite 130, Destin, Florida 32541

ARTICLE IX – AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles or any amendment to them and all rights and privileges conferred upon the Board of Directors and officers of the Corporation are subject to this reservation.

ARTICLE X – BYLAWS

The bylaws of the Corporation are to be made, altered, amended, or repealed by the affirmative vote of two-thirds of all directors then in office at a regular or special meeting of the Board of Directors called for that purpose.

ARTICLE XI – DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, or the winding up of its affairs, the assets of the Corporation shall be distributed, in the manner determined by the Board of Directors of the Corporation, solely to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or may hereinafter be amended.

No director or officer of the Corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE XII – REGISTERED OFFICE AND AGENT

The address of the registered office of the Corporation is 60 Clayton Lane, Suite B, Santa Rosa Beach, Florida 32459 and the name of the registered agent at that address is Farrar Barker.

ARTICLE XIII – EFFECTIVE DATE

The effective date of these Articles shall be the date these Articles are filed with the office of the Department of State of the State of Florida.

The undersigned incorporator has executed these Articles on the date set forth below.

INCORPORATOR:

Jamar Barker
FARRAR BARKER
Date: 9/28/18

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Destin High School, Inc. Further, I am familiar with and accept the duties and obligations of such designation.

Jamar Barker
FARRAR BARKER

Exhibit B
Bylaws

BYLAWS
OF
DESTIN HIGH SCHOOL, INC.

ARTICLE I. General

Section 1. Name.

The name of the corporation is DESTIN HIGH SCHOOL, INC. It is hereinafter referred to as “the Corporation” or “Charter School.”

Section 2. Address.

The Corporation’s mailing address and principal place of business shall be as set forth in the Articles of Incorporation or as otherwise established by the Board of Directors from time to time.

Section 3. Purposes.

The general purpose of this Corporation shall be to operate exclusively for charitable, educational, scientific, or literary purposes, and in furtherance of such goals is authorized to do any and all activities which it is empowered to do under these Articles provided, however, that nothing herein shall be construed as allowing any activities which would jeopardize the Corporation’s tax-exempt status or otherwise be inconsistent with its classification as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or replaced from time to time (the “Code”) and its regulations as they now exist or may hereafter be amended, or as a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

The specific purpose for which the Corporation is formed is to establish, develop, maintain, improve, manage, and otherwise operate one or more public charter schools.

Section 4. Dedication of Assets and Dissolution.

The Corporation’s assets are irrevocably dedicated to its public benefit purposes. Upon dissolution of this Corporation, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, including disposition of assets pursuant to any applicable charter contract or law applying to charter schools, shall be distributed to a nonprofit fund, foundation, or corporation that is organized exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision in any future tax code or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively, as said court shall determine, for such purposes or to such organization or organizations which are organized and operated exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision in any future tax code.

Section 5. Non-discrimination.

The Corporation shall not discriminate on the basis of race, religion, national origin, gender or age in either the hiring or other employment practices of the Charter School or in its admission policies for students. The Corporation shall conduct all of its activities in accordance with all applicable local, state, and federal anti-discrimination laws, as well as in accordance with all other laws and upon the effective date of its first charter contract, regulations applicable to the operation of public charter schools in the State of Florida.

ARTICLE II. Members

The Corporation does not have any members.

ARTICLE III. Board of Directors

Section 1. Powers.

Except as provided in the Articles of Incorporation, and as otherwise provided in these Bylaws, the direction and management of the affairs of the Corporation shall be vested in a Board of Directors.

Section 2. Number.

The Board of Directors shall consist of a minimum of five (5) persons and maximum of nine (9) persons, subject to adjustment by the Board from time to time in accordance with these Bylaws.

Section 3. Qualifications.

Any person may serve as a Board member for this Corporation who has reached the age of majority of the State of Florida and who has been nominated to be a Board member by the Nominating Committee. Board members do not need to reside in the County in which the Corporation's principal office is located. So long as the Corporation's contract(s) for operation of a public charter school(s) is in effect, all Board members must meet the requirements in said contract, the approved Charter Application(s) and provisions of Florida Statutes and regulations pertaining to governing boards of charter schools.

Section 4. Term.

Board members shall be elected for three year terms, except as otherwise provided for the initial Board members. Beginning in the first fiscal year the Corporation operates as a charter school, the initial Board members shall establish Board Classes by resolution to provide for Board terms to be staggered so that no more than approximately 1/3 of the Board shall be up for election in any year, unless a vacancy or vacancies need to be filled. The starting date and length of the terms of the initial Board members shall be as set forth in the Board Classes resolution.

Section 5. Election.

The names of the initial Board members are set forth in the Certificate of Incorporation. All successor Board members shall be elected by the Board of Directors at an election held each year at the annual meeting. The positions of those Board members whose terms have expired

shall be open, with nominations to be made by the Board members and to be filled by those Board members eligible to vote. In the event of a tie vote for a position, a second ballot will be cast for that position only, with only the tied candidates participating on the ballot. Should a second tie vote occur, a result shall be obtained by flipping a coin with the person whose name is earliest in the alphabet calling a coin side first. Newly elected Board members shall assume office at the first Board of Directors meeting following their election.

Section 6. Term Limits.

Board membership shall be limited to two consecutive three-year terms. Previous Board members shall be re-eligible for membership after a lapse of one year.

Section 7. Resignation and Removal.

A Board member may resign by submitting his or her resignation in writing to the President of the Board of Directors. A Board member may be removed at meeting of Board members by an affirmative vote of two-thirds of the full membership of the remaining Board of Directors. Board members being considered for removal shall receive at least two weeks' notice of such proposed action and shall have the opportunity to address the Board regarding such action prior to any vote on such removal.

Section 8. Annual Meeting.

An annual meeting of the Board of Directors for the election of Board members and such other business as may come before the meeting shall be held in May of each year. Prior written notice shall be given not less than 10 days of the time, place, and purposes of the meeting. The meeting shall be held at the principal location of the Corporation or such other place as shall be specified in the meeting notice.

Section 9. Regular Meetings.

Regular meetings of the Board of Directors shall be held at least once a quarter. For purposes of this Section, the Annual Meeting shall be considered a Regular Meeting. Timely notice of all such regular meetings shall be provided. After the effective date of the Corporation's first charter contract, at least two meetings of the Corporation shall be held each year in the county in which the Charter School is located and notices will be posted and provided as set forth in said charter contract and Florida law.

Section 10. Special Meetings.

Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the President or by two or more other members of the Board of Directors. Such meetings shall be held upon not less than two business days' notice given personally or by telephone, facsimile, or electronic. Such notice shall specify the time and place of the meeting. After the effective date of the Corporation's first charter contract, such notice will also be posted and provided as set forth in said charter contract and Florida law. Emergency meetings may be held upon notice as required by law.

Section 11. Quorum.

A majority of the full number of Board members shall constitute a quorum of the Board for the transaction of business. Prior to the effective date of the Corporation's first charter

contract, quorum may be established by attendance in person or electronically or virtually. After the effective date of any charter contract of the Corporation, quorum may be established by in-person attendance or by attendance through communications media technology in accordance with the requirements of Section 1002.33(9), Florida Statutes. When a quorum is present, a majority of the Board members present may take any action on behalf of the Board, except to the extent that a larger number is required by law, by a charter contract, or by these Bylaws. Every act of a majority of the Board members present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors.

Section 12. Vacancies.

If a vacancy should occur in the Board of Directors, a new member of the Board of Directors shall be elected by a majority of a quorum of the remaining members of the Board of Directors. The new member shall be elected to serve for the remainder of the vacating director's term as set forth in the Board Classes.

Section 13. Compensation.

Board members receive no payment for their services. With Board approval, Board members may be reimbursed for out-of-pocket expenses incurred on approved Board business. Board members must present receipts for all such expenses, which shall be for the Board member only, and shall be itemized and documented. Such expenses must be approved by a motion of the Board prior to reimbursement of any such expenditure to the Board meeting. Each year, at the Annual Meeting, the Board of Directors shall set a schedule of allowable charges for meals, lodging, and mileage expended on Board business. Reimbursements shall not exceed these limitations.

Section 14. Meeting Attendance.

Board members are expected to attend all Board meetings. It shall be the duty of the Secretary of the Board to communicate with any Board member after such Board member's three unexcused, consecutive absences to ascertain the Board member's interest in retaining Board membership.

Section 15. Open Meetings.

So long as the Corporation's charter contract(s) remains in effect, to the extent required by such laws, rules and regulations as govern the operation of such public charter school; all meetings of the Board of Directors will be open and accessible to the public, noticed and conducted in accordance with the Florida Sunshine Act (Section 286.011, Florida Statutes). Meetings of the Board shall not be closed to the public except as specifically permitted by the Florida Sunshine Act and with prior consultation with legal counsel. The Corporation will establish a policy governing public comment and input in accordance with Florida law.

Section 16. Voting by Unanimous Written Consent and by Proxy.

Prior to the effective date of the Corporation's first charter contract, voting by the Board by unanimous written consent is permitted in accordance with Chapter 617, Florida Statutes. Prior to such date, voting by proxy is also permitted with the provision of a written notice of such proxy to the Secretary of the Board prior to the meeting at which such proxy may be

exercised. After the effective date of the Corporation's first charter contract, voting by any written consent or proxy is prohibited.

Section 17. Parent Representative and Principal Attendance.

So long as the Corporation's charter contract(s) remains in effect, the Board must appoint a parent representative to facilitate parental involvement and resolve disputes. The parent representative must reside in the county in which the Charter School is located and may be a member of the Board, Charter School employee or individual contracted to represent the Board. If the Board oversees more than one (1) school in the school district then a separate parent representative must be appointed for each school. After the effective date of the Corporation's charter contract(s), the parent representative and principal, or his or her designee(s), must attend meetings of the Corporation in person.

ARTICLE IV. Committees

Section 1. Establishment; Membership; Terms.

The Board of Directors may establish and appoint members to such standing committees and/or ad hoc committees as it thinks necessary for the effective governing of the Corporation. The permitted activities and scope of each such committee shall be established by the Board at the inception of each such committee and may be amended by the Board from time to time. Committee may be made up of Board members and non-Board members. Committee member terms shall be established upon appointment and shall be one year or less. Committee terms may be renewed. The Board shall appoint a chair for each committee unless otherwise provided in these Bylaws.

Section 2. Nominating Committee.

The Board of Directors shall appoint a Nominating Committee to recommend candidates to fill any vacancies on the Board of Directors. The Nominating Committee will be considered a standing committee.

Section 3. Finance Committee.

The Board of Directors shall appoint a Finance Committee which will be chaired by the Treasurer. The Finance Committee will be considered a standing committee. It will prepare an annual budget for consideration and approval by the Board and will perform such other duties as identified by the Board.

Section 4. Open Meetings.

So long as the Corporation's contract for operation of a public charter school remains in effect, any Standing or Ad Hoc Committees subject to the Florida Sunshine Act (Section 286.011, Florida Statutes) will be noticed and conducted in accordance with such Act.

ARTICLE V. Officers

Section 1. Titles.

The Officers of the Corporation are a President, a Vice President, a Secretary, and a Treasurer. The Board of Directors may create such other officer positions as it thinks necessary.

Each officer position shall have its duties and responsibilities specified and included in these Bylaws. Officers may hold more than one position at the same time.

Section 2. Election.

The Officers shall be elected from among the Board of Directors at each annual meeting of the Board members and shall serve for one year and until their successors are elected and qualified.

Section 3. Terms.

Officers may serve for as long as the Board of Directors choose to reelect him/her, with their respective terms as Board members.

Section 4. Duties.

Officers shall have the duties and responsibilities belonging to their office, including those that follow.

(a) The President shall be the chief executive officer of the Corporation, responsible, along with his/her fellow Board members, for the oversight of its business and affairs. He/she shall preside at all meetings of the Board. The President shall have full and equal vote as accorded to all Board members. The President may enter into and execute in the name of the Corporation contracts or other instruments that are authorized by the Board of Directors. The President may delegate, as needed, to any other officer any or all of the duties of the office of President. He/she shall have such other powers and duties as may be prescribed by the Board of Directors or by these Bylaws.

(b) The Vice President shall have such duties and responsibilities as may be delegated to him/her by the President. The Vice President shall have full and equal vote as accorded to all Board members. In the absence of the President, the Vice President shall perform all the duties of the President and, when so acting, shall have all the responsibilities of and be subject to all the restrictions as fall upon the President, including presiding at meetings of the Board of Directors. He/she shall have such other powers and duties as may be prescribed by the Board of Directors or by these Bylaws.

(c) The Secretary shall cause notices of all meetings to be served to all members of the Board of Directors and the Director and shall keep or cause to be kept the minutes of all meetings of the Board, including the time and place, the names of those present, the actions taken, and the votes on such actions. The Secretary shall present the minutes of the previous meeting at the subsequent meeting to be voted on by the Board and duly noted in the minutes of the instant meeting. The Secretary shall keep the Seal of the Corporation. He/she shall have such other powers and duties as may be prescribed by the Board or by these Bylaws.

(d) The Treasurer shall be the chief financial officer of the Corporation and shall have oversight of the Business Administrator as that employee takes responsibility of the financial records, investments, and other evidences of school properties and assets. The Treasurer shall ensure that the Business Administrator keeps regular books of account for the Corporation that set out business transactions of the Corporation, such books to be at all times open to inspection

at their place of keeping to the Member, Board member or as otherwise required by law or charter contract. The Treasurer shall be the chair of the Financial Committee, which shall prepare an annual budget, in conjunction with the School Director and the School Business Administrator, for the consideration and approval of the Board of Directors.

Section 5. Resignation and Removal.

A Board member may resign by submitting his or her resignation in writing to the President of the Board of Directors. Any officer may be removed from office, with cause, by the affirmative vote of two-thirds of the full membership of the Board of Directors at any regular meeting or special meeting called for that purpose. Any officer proposed to be removed for cause shall be entitled to at least five business days' notice in writing by mail of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting.

Section 6. Compensation.

Directors who serve as officers shall not receive any compensation for their services.

ARTICLE VI. Fiscal Year and Check Signing

Section 1. Fiscal Year.

The fiscal year of the Corporation shall be July 1st to June 30th.

Section 2. Check Signing.

The President and Business Manager are authorized to sign checks for the Corporation. The Corporation may authorize other persons to sign checks by written resolution adopted by a majority of a quorum of the Board. The Board of Directors shall establish a policy setting the amount above which checks must have two signatures.

ARTICLE VII. Amendments to Bylaws

The Board of Directors shall have the power to make, amend, or repeal the Bylaws of the Corporation, either in whole or in part. The Bylaws may be amended at any regular meeting of the Board of Directors or any special meeting called for that purpose. Written notice stating the time and location of the regular meeting or special meeting must be given to all Board members not less than ten (10) days prior to the meeting at which such change(s) shall be proposed and voted upon. Any change shall require the approval by a two-thirds (2/3rds) vote of the full membership of the Board.

ARTICLE VIII. Additional Provisions

Section 1. Indemnification of Officers and Board Members.

The Corporation shall indemnify and advance expenses on behalf of its Directors and Officers to the fullest extent permitted under Section 617.0831, Florida Statutes, as amended, or any successor thereto. Said indemnification shall extend to any and all liabilities of the Directors and Officers arising from their relationships with the Corporation in any and all capabilities. By resolution duly adopted, the Board of Directors may authorize the Corporation to (i) indemnify

any or all of its employees and agents who are not Directors to any extent that the Board of Directors may determine, up to and including the fullest extent permitted under Section 617.0831, Florida Statutes, as amended, or any successor thereto, and/or (ii) provide insurance coverage to any or all of its directors, officers, employees and agents against any or all risks or liabilities that such persons may incur by virtue of their relationship with the Corporation. A Board member or officer shall not be personally liable to the Corporation for damages for breach of any duty owed to the Corporation, its beneficiaries, or its Board of Directors, except that nothing contained herein shall relieve a Board member or officer from liability for breach of a duty based on an act of omission: (a) in breach of such person's duty of loyalty to the Corporation; (b) not in good faith or involving a knowing violation of law; or (c) resulting in receipt of an improper personal benefit.

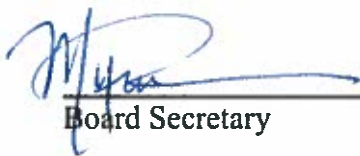
Section 2. Insurance.

The Board of Directors shall provide for the liability and other forms of insurance considered to be necessary and prudent as protection against possible claims.

Section 3. Audit.

At the close of the first fiscal year of Charter School operation, the accounts of the Corporation shall be audited by an independent auditor, who meets the requirements set forth in Florida law for auditors of charter schools and who has expertise in accounting of tax-exempt organizations generally. The auditor shall be selected in accordance with the procedures required by law. The audit shall be done in compliance with Florida Statutes governing charter schools and with all applicable state and federal laws controlling non-profit tax-exempt corporations. Copies of the audit shall be provided to agencies in accordance with legal requirements.

These Bylaws were adopted by a 2/3 majority of the Board of Directors at its meeting held on 1.23.2019.



Board Secretary

(original signed document available at Corporate office).

Exhibit C
Conflict of Interest Policy

DESTIN HIGH SCHOOL, INC.

CONFLICT OF INTEREST AND ANTI-NEPOTISM POLICY

Adopted and Effective As Of: JANUARY 23, 2019

**Article 1
Replacement of Prior Policies; Purpose**

The following Conflict of Interest and Anti-Nepotism Policy of Destin High School, Inc. (the "Organization" or "Charter School") is intended to supersede and replace all prior conflict of interest policies of the Organization. The purpose of this Conflict of Interest Policy is to protect this tax-exempt Organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or Governing Board member of the Organization or might result in a possible excess benefit transaction. This Policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations. It is also intended to serve as a guide for the Organization's Board of Directors (the "Board" or the "Governing Board") with respect to conflicts of interest and voting pursuant to Florida laws pertaining to charter school governing boards.

**Article 2
Definitions**

- 2.1 Interested Person. An "Interested Person" is any person serving as a member of the Governing Board of this Organization who, as of the date of discussion or action by the Board, either: (i) has a direct or indirect Financial Interest, as defined in Section 2.2 below; (ii) intends, or understands it to be more probable than not, that he or she will acquire such a direct or indirect Financial Interest at any time during the pendency of the proposed transaction or arrangement; (iii) has an Other Interest that qualifies as a Conflict of Interest, as defined in Section 2.6 or Article 6, below.
- 2.2 Financial Interest. A "Financial Interest" is an interest, whether through business, investment, or Relative, which can be described as one or more of the following:
 - 2.2.1 An ownership or investment interest in any entity with which the Organization has a transaction or arrangement; or
 - 2.2.2 A Compensation Arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement; or
 - 2.2.3 A potential ownership or investment interest in, or Compensation Arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

A Financial Interest need not be held as of the date of discussion or action by the Board; rather, it is sufficient, for purposes of this Policy, if, as of the date of discussion or action by the Board, the Interested Person intends, or understands it to be more probable than not, that he or she will acquire a Financial Interest at any time during the pendency of the proposed transaction or arrangement that is the subject of discussion or action by the Board.

- 2.3 Other Interest. An "Other Interest," for purposes of this Policy, is any circumstance in which an Interested Person may be influenced, or may appear to be influenced, either in whole or in part by any purpose or motive other than the success and well-being of the Organization as a whole and the achievement of its tax-exempt purposes. An example of such an "Other Interest" would include, without limitation of the foregoing, if an Interested Person is a parent or grandparent of a student impacted by a decision by the Board, and the Interested Person does not believe that he/she could vote or participate in a discussion by the Board giving precedence of the well-being of the Organization as a whole over his/her personal interests or the interests of his/her child or grandchild. An "Other Interest" may also be an interest set forth in Article 6, below, that does not otherwise constitute a Financial Interest.
- 2.4 Relative. For purposes of this Policy, unless otherwise provided herein, and pursuant to Section 112.3143, Florida Statutes, "Relative" means any father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, or daughter-in-law.
- 2.5 Compensation Arrangement. A "Compensation Arrangement" is any agreement or understanding pursuant to which a person may or shall receive either directly or indirectly, money or property from another person or organization, irrespective of whether such money or property is paid in consideration for the performance of services or the provision of other value.
- 2.6 Conflict of Interest. With respect to a matter for discussion or action by the Board, any circumstance under which an Interested Person, by virtue of a Financial Interest or Other Interest, may be influenced, or may appear to be influenced, either in whole or in part by any purpose or motive other than the success and well-being of the Organization and the achievement of its tax exempt purposes.

Article 3

Disclosure of Financial or Other Interest and Determination of Conflict

- 3.1 Disclosure of Financial or Other Interest. If, at any time, an Interested Person becomes aware that the Board may or shall discuss or act upon any transaction or arrangement which may have any bearing of any kind upon, or may relate in any manner to, a Financial or Other Interest of the Interested Person, such Interested Person shall disclose such Financial or Other Interest to the Board and the Board's legal counsel as follows:

- 3.1.1 The Interested Person shall provide to the Board and the Board's legal counsel, in advance of such discussion or action by the Board, written (electronic or hard copy) disclosure of the existence, nature and extent of the Interested Person's Financial or Other Interest, or
- 3.1.2 The Interested Person shall verbally inform the Board and the Board's legal counsel of the existence, nature and extent of the Interested Person's Financial or Other Interest during the Board meeting in advance of such discussion or action by the Board.

Any and all written or verbal disclosures of Financial or Other Interests shall be made a formal part of the minutes of the Board. In the event that an Interested Person provides written disclosure of such Interested Person's Financial or Other Interest, no member of the Board may respond to such disclosure, either in writing or orally, except in a meeting that meets the requirements of Florida's Sunshine Law.

- 3.2 Recusal by Interested Person, if Legally Permissible. In connection with an Interested Person's disclosure of a Financial or Other Interest pursuant to Section 3.1, the Interested Person may voluntarily recuse himself or herself from discussion and action by the Board, at such time and in such form as is used by the Interested Person to disclose such Financial or Other Interest pursuant to Section 3.1, above. Such recusal would only be permissible if recusal is a permissible action pursuant to Florida law with respect to the particular Financial or Other Interest of the Interested Person.
- 3.3 Determination of Conflict of Interest. Where an Interested Person has provided advance written disclosure of a Financial or Other Interest but has not voluntarily recused himself or herself from discussion of or action upon the proposed transaction or arrangement, the Board shall, prior to commencing its discussion or taking action, determine whether the Financial or Other Interest creates a Conflict of Interest, as defined above and as prohibited by law. The Interested Person shall not participate in any discussions or vote related to this determination except to the extent necessary to fully explain the Financial or Other Interest and the manner in which the proposed transaction or arrangement to be discussed or acted upon by the Board may or will bear upon or relate to the Financial or Other Interest.
- 3.4 Exceptions. Pursuant to Section 112.313(12), Florida Statutes, the Board may consider the following exceptions based on constituting a *de minimus* conflict of interest:
 - 3.4.1 The transaction or arrangement is awarded under a system of sealed, competitive bidding to the lowest or best bidder and: (a) The Board member or the Board member's spouse or child has in no way participated in the determination of the bid specifications or the determination of the lowest or best bidder; (b) The Board member or the Board member's spouse or child has in no way used or attempted to use the Board member's influence to persuade the agency or any personnel thereof to enter such a contract other than by the mere submission of the bid; and (c) The Board member, prior to or at the time of the submission of the bid, has filed a statement with the Commission on Ethics, disclosing the Board member's

- interest, or the interest of the Board member's spouse or child, and the nature of the intended transaction or arrangement.
- 3.4.2 The purchase or sale is for legal advertising in a newspaper, for any utilities service, or for passage on a common carrier.
 - 3.4.3 The business entity involved is the only source of supply and there is full disclosure by the Board member of his or her interest in the business entity to the Governing Board prior to the purchase, rental, sale, leasing, or other business being transacted.
 - 3.4.4 The total amount of the transactions in the aggregate between the business entity and the Organization does not exceed \$500 per calendar year.
 - 3.4.5 The fact that a Board member is a stockholder, officer, or director of a bank will not bar such bank from qualifying as a depository of funds, provided it appears in the records of the Organization that the Governing Board has determined that such Board member has not favored such bank over other qualified banks.
 - 3.4.6 The Board member purchases in a private capacity goods or services, at a price and upon terms available to similarly situated members of the general public, from a business entity which is doing business with the Organization.

Article 4 Procedures Upon Determination of Conflict of Interest

- 4.1 **Exclusion from Discussion and Vote.** In circumstances where the Board has determined that a Conflict of Interest exists, the Interested Person shall not participate in any discussion or vote regarding the transaction or arrangement at issue and shall not be present in the meeting room for any part of the discussion or vote relating to the transaction or arrangement.
- 4.2 **Removal from Board.** Under some circumstances, Florida law does not allow a governing board member to be excluded from a vote in order to cure a Conflict of Interest. In such a Conflict of Interest exists, the Interested Person will be required to resign or will be removed from the Board.
- 4.3 **Action by Board.** With respect to any transaction or arrangement with regard to which the Board has determined that a Conflict of Interest exists, the Board shall discuss such transaction or arrangement as appropriate, but shall not formally approve such transaction or arrangement unless and until the non-interested members of the Board have decided, by majority vote, that the transaction or arrangement is in the best interests of, and for the benefit of, the Organization, and is fair and reasonable thereto in all respects. In complying with this Section 4.2, the Board shall recognize that, under certain circumstances, a decision made pursuant to this Section may necessitate an investigation of alternatives to the proposed transaction or arrangement, and/or a determination as to whether a more advantageous transaction or arrangement might be obtained with reasonable efforts under the circumstances.

Article 5
Documentation of Disclosure and Procedures

- 5.1 **Meeting Minutes.** Minutes of meetings of the Board shall include copies of all written disclosures of Financial and Other Interests and shall describe all verbal disclosures thereof. Such minutes shall further reflect the determination of the Board as to whether a Conflict of Interest exists, and the objection of the Interested Person, if any, to such determination. Where a Conflict of Interest has been determined to exist, the minutes should reflect the Board's compliance with the procedures described in Sections 4.1 and 4.2, above. With respect to any transaction or arrangement with regard to which a Conflict of Interest has been determined to exist, meeting minutes shall describe the substance of the discussions relating to the transaction or arrangement, and who was present for such discussions. In addition, minutes should identify the members who were present for any and all votes upon such transaction or arrangement, along with a record of the final vote.

Article 6
Other Prohibited Conflicts of Interest

- 6.1 **Prohibition on Solicitation or Acceptance of Gifts.** Pursuant to Section 112.313(2), Florida Statutes, no member of the Board shall solicit or accept anything of value to the Board member, including a gift, loan, reward, promise of future employment, favor, or service, based upon any understanding that the vote, official action, or judgment of the Board member would be influenced thereby.
- 6.2 **Prohibition on Doing Business with the Organization.** Pursuant to Section 112.313(3), Florida Statutes, no Board member acting in his or her official capacity, shall either directly or indirectly purchase, rent, or lease any realty, goods, or services for the Organization for any business entity of which the Board member or the Board member's spouse or child is an officer, partner, director, or proprietor or in which such Board member or the Board member's spouse or child, or any combination of them, has a material interest. Nor shall a Board member, acting in a private capacity, rent, lease, or sell any realty, goods, or services to the Organization. This subsection shall not affect or be construed to prohibit contracts entered into prior to the Board member's election to the Board.
- 6.3 **Conflicting Employment or Contractual Relationship.** Pursuant to Section 112.313(7), Florida Statutes, no Board member shall have or hold any employment or contractual relationship with any business entity or any agency is doing business with the Organization; nor shall a Board member have or hold any employment or contractual relationship that will create a continuing or frequently recurring conflict between his or her private interests and the performance of his or her duties as a Board member or that would impede the full and faithful discharge of his or her duties as a Board member.
- 6.4 **Voting Where there is a Conflict of Interest.** Pursuant to Section 112.3143, Florida Statutes, no Board member shall vote in an official capacity upon any measure which

would inure to his or her special private gain or loss; which he or she knows would inure to the special private gain or loss of any principal by whom he or she is retained or to the parent organization or subsidiary of a corporate principal by which he or she is retained; or which he or she knows would inure to the special private gain or loss of a Relative or business associate of the Board member.

- 6.5 Prohibition of Certain Individuals Serving as Governing Board Members. Pursuant to Section 1002.33(26)(c), Florida Statutes, an employee of the charter school overseen by this Organization, or his or her spouse, or an employee of a charter management organization, or his or her spouse, shall not be a member of the Board of this Organization.

Article 7
Restriction on Employment of Relatives,
Pursuant to Section 1002.33(24), Florida Statutes

- 7.1 For purposes of this Article 7, “Charter school personnel” means a charter school owner, president, chairperson of the Board, superintendent, Board member, principal, assistant principal, or any other person employed by the charter school who has equivalent decision making authority and in whom is vested the authority, or to whom the authority has been delegated, to appoint, employ, promote, or advance individuals or to recommend individuals for appointment, employment, promotion, or advancement in connection with employment in a charter school, including the authority as a member of a governing body of a charter school to vote on the appointment, employment, promotion, or advancement of individuals.
- 7.2 For purposes of this Article 7, “Relative” means father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, or half sister.
- 7.3 Charter School personnel may not appoint, employ, promote, or advance, or advocate for appointment, employment, promotion, or advancement, in or to a position in the Charter School in which the personnel are serving or over which the personnel exercises jurisdiction or control any individual who is a relative. An individual may not be appointed, employed, promoted, or advanced in or to a position in the Charter School if such appointment, employment, promotion, or advancement has been advocated by Charter School personnel who serve in or exercise jurisdiction or control over the Charter School and who is a relative of the individual or if such appointment, employment, promotion, or advancement is made by the Board of which a relative of the individual is a member.
- 7.4 The approval of budgets does not constitute “jurisdiction or control” for the purposes of this subsection.

Article 8

Disclosure of Identity of Relatives Employed by, or Assigned to Work at, Charter School

- 8.1 On an annual basis, and in accordance with Section 1002.33(7)(a)18, Florida Statutes, the Charter School shall disclose to its sponsoring school district the identity of all relatives employed by, or assigned to work at, the Charter School who are relatives of a member of the Board, superintendent, principal, assistant principal or any other person employed by, or assigned to work at, the Charter School. For purposes of this Article 8, the term “relative” has the same meaning as set forth in Section 7.2, above.

Article 9

Employment of Relatives

- 9.1 In the event that relatives, as defined in Section 7.2 above, are employed by, or assigned to work at, the Charter School, these procedures shall be followed to ensure compliance with Florida law and charter contract requirements.
- 9.2 Documentation shall be maintained in the employees’ files to verify that no relative advocated for the employment or advancement of such employee. In addition, such documentation shall include the non-related individual(s) responsible for direct supervision, evaluation and other employment decisions regarding the employees. Such documentation shall be presented as an information item to the Board.

Article 10

Training and Background Screening Requirements

- 10.1 Governance Training
- 10.1.1 Pursuant to Section 1002.33(9)(j), Florida Statutes, each director of the Board shall participate in governance training approved by the Florida Department of Education no later than 90 days of final appointment to the Board.
- 10.1.2 Required governance training consists of a minimum of four (4) hours of instruction focusing on government in the sunshine, conflicts of interest, ethics, and financial responsibility.
- 10.1.3 After the initial four (4) hour training, each director of the Board is required, within the subsequent three (3) years as a Board member, and for each three (3) year period thereafter, to complete a two (2) hour refresher training on the four (4) topics above in order to retain his or her position on the Board. Any director who fails to obtain the two (2) hour refresher training within any three (3) year period must take the four (4) hours of instruction again in order to regain eligibility as a director.
- 10.2 Pursuant to Section 1002.33(12)(g), Florida Statutes, each director of the Board shall undergo fingerprinting and background screening no later than thirty (30) days following final appointment to the Board. Fingerprinting and background screening shall be updated periodically as required by law. Until such time as required fingerprinting and

background screening is completed and cleared for each director, no such director shall be permitted on campus while students are present without an escort of Charter School staff.

Article 11
Initial and Annual Written Assent

- 11.1 Each director, principal officer and member of a committee with Board delegated powers shall, upon initial appointment and annually, sign a statement, in substantially the same form as attached as Exhibit A to this Policy, which affirms such person:
 - 11.1.1 Has received a copy of the conflicts of interest policy;
 - 11.1.2 Has read and understands the policy;
 - 11.1.3 Has agreed to comply with the policy;
 - 11.1.4 Understands the Organization is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes; and
 - 11.1.5 If a Board member, is current in background checks and governing board training as required by Florida law for charter school governing board members.
 - 11.1.6. Said form shall be updated from time to time to reflect changes in law and best practices for charter school governing boards.

Article 12
Periodic Reviews


- 12.1 To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
 - 12.1.1. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and are the result of arm's length bargaining.
 - 12.1.2 Whether transactions or arrangements entered into by the Organization conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in personal inurement, impermissible private benefit or in an excess benefit transaction.

**Article 13
Use of Outside Experts**

When conducting the periodic reviews as provided for in Article 12, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

Board Secretary Certificate

I hereby certify that the foregoing Conflict of Interest and Anti-Nepotism Policy for Destin High School, Inc., was adopted by a majority vote of a quorum of the Governing Board of Directors at a duly noticed meeting held on 1-23, 2019.

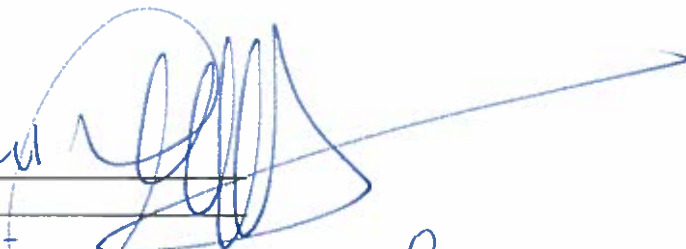


Board Secretary
MYRA F. WILLIAMS
Printed Name

**EXHIBIT A
WRITTEN AFFIRMATION BY GOVERNING BOARD OR COMMITTEE MEMBER
DESTIN HIGH SCHOOL, INC.**

This written affirmation is provided in accordance with the Conflict of Interest Policy of Destin High School, Inc., ("Organization") adopted and effective as of _____, 2019 ("Policy"). In accordance with the Policy, by my signature below, I hereby affirm the following:

1. I have received a copy of the Policy.
2. I have read and understand the Policy.
3. I agree to comply with the Policy, and I am currently in compliance.
4. I understand the Organization is charitable, and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
5. If I am member of the board of directors of the Organization, I am current in background checks and governing board training as required by Florida law for charter school governing board members.

Prebble Q Ramswell 

Printed Name: _____

Title and Office: President

Date: 1/25/19 Destin High School

Effective July 18, 2019

The following Admission and Enrollment Policy will apply to admissions and enrollment as of the Effective Date of this Policy.

Diversity and Non-Discrimination

Destin High School ("DHS" or school) is committed to enrolling a diverse student population and shall abide by the provisions of the Florida Educational Equity Act and applicable Federal and Florida Statutes prohibiting discrimination on the basis of race, color, nationality and ethnic origin, religion, sexual orientation, disability or gender, including, but not limited to, Part B of the Individuals with Disabilities Education Act, Title VI of the Civil Rights Act of 1964, Section 504 of the Rehabilitation Act of 1973, and Title II of the Americans with Disabilities Act of 1990. During the application process, DHS may request demographic information from Applicants, but responses to these inquiries must be voluntary. Copies of applications and registration forms will be made available in English and Spanish. Interpretation of the applications and registration forms into other native languages will be provided upon request.

Re-Enrollment for Current Students and Capacity Notice

Each school year, the total capacity and total enrollment of the school will be posted on its website. The capacity will be based on the Charter Contract for the school. Seats will be made available based on this Policy and Florida law.

The parents and guardians of students enrolled at the school for the previous school year will be asked to submit a Re-Enrollment Application indicating intent to re-enroll for the upcoming school year. The deadline for Re-Enrollment Applications will be established by the DHS Board, and this Re-Enrollment Deadline will be posted on the school's website. Students whose Re-Enrollment Applications have been submitted by the Re-Enrollment Deadline will be automatically re-enrolled so long as they have maintained eligibility requirements. Students whose Re-Enrollment Applications are not submitted by the Re-Enrollment Deadline may lose their seat for the upcoming school year.

New Applicants and Controlled Open Enrollment for Out-of-County Applicants

Students who are new to the school must submit an Enrollment Application. Enrollment Applications will be available on the school's website and at the school (or school office, when established). Enrollment Applications must be fully completed and submitted to the school during an Enrollment Period to be considered. Student applications must be submitted through the DHS Student Registration System on the school's website.

Students from outside Okaloosa County are permitted to apply to the school so long as they are not subject to a current expulsion or suspension order. However, such Out-of-County Applicants will only be provided a seat after placement of all Okaloosa County Applicants. Once admitted to the school, Out-of-County Students will be permitted to matriculate up to the highest grade offered by the school so long as they maintain eligibility requirements.

Beginning and end dates for the Initial Enrollment Period will be established by the DHS Board and posted on the school's website. At the end of the Initial Enrollment Period, parents and guardians will be notified of acceptance. In the event the number of Enrollment Applications for eligible students exceeds the capacity for a given grade level, class or building, the Lottery Process will be followed, as

described below. If capacity is not reached for a grade level, class or building after the Initial Enrollment Period, the DHS Board will establish subsequent Enrollment Periods and post the dates on the school's website, during which time DHS will accept additional Enrollment Applications and hold a lottery, if needed.

Lottery Process

DHS shall enroll an eligible student who submits an Enrollment Application during any enrollment period, unless the number of applications received during the applicable enrollment period exceeds the capacity of a class or grade level. In such cases, this Lottery Process will be followed.

First, Applicants with the following Enrollment Preferences will be selected, as permitted pursuant to the Charter Contract and CSP Grant Non-Regulatory Guidance issued by the U.S. Department of Education, for the period of time that DHS is receiving the CSP Grant: currently enrolled students; siblings of students already admitted to or attending DHS; and children of DHS's founding board members, teachers, and staff (so long as the total number of students allowed under this exemption constitutes only a small percentage of the school's total enrollment)

If the number of Enrollment Applicants with Enrollment Preferences exceeds the capacity of a grade level, class or building, a lottery will be held among Enrollment Applicants with preferences.

Second, a lottery will be held among the Okaloosa County Applicants for each grade level, class or building that exceeds capacity. If there are seats remaining, and the number of Out-of-County Applicants exceeds the capacity for a grade level, class or building, a separate lottery will be held for Out-of-County Applicants. Those Okaloosa County and Out-of-County Applicants not selected in a lottery will be included in subsequent lotteries, if seats become available. Such subsequent lotteries will be set at dates established by the DHS Board and posted on the school's website. If there are any remaining applicants that are not selected in the lottery(ies), such applicants will be placed on the Okaloosa County Wait List (or Out-of-County Wait List, as applicable) in the order such Enrollment Applications were selected in the last lottery held. Students applying after the lottery will be placed on the Okaloosa County Wait List (or Out-of-County Wait List, as applicable) after students who were placed on the Wait List through the lottery. New Wait Lists will be created each year and Applicants on the Wait Lists will not be carried over from year-to-year.

Registration

Upon selection, the parent/guardian will receive registration instructions that include a detailed list of the documentation required by Okaloosa County Public Schools and timelines that must be followed. This notification will be provided electronically to the parent/guardian email included in the Enrollment Application. If documentation is not provided within the required timelines, the applicant's seat will be forfeited and offered to another applicant.

Records

Copies of all Enrollment Applications and Wait Lists will be maintained by the school for the time periods required by law.

DESTIN HIGH SCHOOL
ADMISSION AND ENROLLMENT POLICY
EFFECTIVE FOR 2020-21 SCHOOL YEAR AND LATER YEARS

Destin High School (“DHS” or school) is committed to enrolling a diverse student population and shall abide by the provisions of the Florida Educational Equity Act and Florida Statutes prohibiting discrimination on the basis of race, color, nationality and ethnic origin, religion, sexual orientation, disability or gender. Copies of applications and registration forms will be made available in English and Spanish. Interpretation of the applications and registration forms into other native languages will be provided upon request.

Re-Enrollment for Current Students and Capacity Notice

Each school year, the total capacity and total enrollment of the school will be posted on its website. The capacity will be based on the Charter Contract for the school. Seats will be made available based on this Policy and Florida law.

The parents and guardians of students enrolled at the school for the previous school year will be asked to submit a Re-Enrollment Application indicating intent to re-enroll for the upcoming school year. The deadline for Re-Enrollment Applications will be established by the DHS Board, and this **Re-Enrollment Deadline** will be posted on the school’s website. Students whose Re-Enrollment Applications have been submitted by the Re-Enrollment Deadline will be automatically re-enrolled so long as they have maintained eligibility requirements. Students whose Re-Enrollment Applications are not submitted by the Re-Enrollment Deadline may lose their seat for the upcoming school year.

New Applicants and Controlled Open Enrollment for Out-of-County Applicants

Students who are new to the school must submit an **Enrollment Application**. Enrollment Applications will be available on the school’s website and at the school (or school office, when established). Enrollment Applications must be completed in full to be considered. Student applications must be submitted through the DHS Student Registration System on the school’s website.

Students from outside Okaloosa County are permitted to apply to the school so long as they are not subject to a current expulsion or suspension order. However, such Out-of-County Applicants will only be provided a seat after placement of all Okaloosa County Applicants. Once admitted to the school, Out-of-County Students will be permitted to matriculate up to the highest grade offered by the school so long as they maintain eligibility requirements.

The initial due date for Enrollment Applications will be established by the DHS Board and posted on the school’s website. This will be the **Initial Enrollment Period**. At the end of the Initial Enrollment Period, parents and guardians will be notified of acceptance. In the event the number of Enrollment Applications for eligible students exceeds the capacity for a given grade level, class or building, the Lottery Process will be followed, as described below. If capacity is not reached for a grade level, class or building after the Initial Enrollment Period, subsequent applications will be accepted and additional lotteries held at dates established by the DHS Board and posted on the school’s website.

Lottery Process

DHS shall enroll an eligible student who submits an Enrollment Application prior to the posted deadline, unless the number of applications received during the applicable enrollment period exceeds the capacity of a class or grade level. In such cases, this Lottery Process will be followed.

If awarded the Charter School Program (CSP) Grant, first, applicants with the following **Enrollment Preferences** will be selected, as permitted pursuant to the Charter Contract and CSP Grant Non-Regulatory Guidance issued by the U.S. Department of Education, for the period of time that DHS is receiving the CSP Grant:

- currently enrolled students;
- students who are siblings of a student enrolled in DHS;
- students who are the children of a member of the governing board of the charter school;
- students who are the children of an employee of the charter school

So long as the total number of students allowed under this exemption constitutes only a small percentage of the school's enrollment

If the number of Enrollment Applicants with Enrollment Preferences exceeds the capacity of a grade level, class or building, a lottery will be held among Enrollment Applicants with preferences.

Second, a Lottery will be held among the Okaloosa County Applicants for each grade level, class or building that exceeds capacity. If there are seats remaining, and the number of Out-of-County Applicants exceeds the capacity for a grade level, class or building, a separate Lottery will be held for Out-of-County Applicants. Those Okaloosa County and Out-Of County Applicants not selected in a Lottery will be included in subsequent lotteries, if seats become available. Such subsequent lotteries will be set at dates established by the DHS Board and posted on the school's website. If there are any remaining applicants that are not selected in the Lottery(ies), such applicants will be placed on the Okaloosa County Wait List (or Out-of-County Wait List, as applicable) in the order such Enrollment Applications were selected in the last Lottery held. Students applying after the Lottery will be placed on the Okaloosa County Wait List (or Out-of-County Wait List, as applicable) after students who were placed on the Wait List through the Lottery. New Wait Lists will be created each year and Applicants on the Wait Lists will not be carried over from year-to-year.

The DHS Board may establish one or more Additional Enrollment Periods if there are seats remaining for any grade level, class or building. Applications will be processed and lotteries held in the same manner as for the Initial Enrollment Period.

Registration

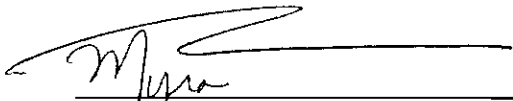
Upon selection, the parent/guardian will receive registration instructions that include a detailed list of the documentation required by Okaloosa County Public Schools and timelines that must be followed. This notification will be provided electronically to the parent/guardian email included in the Enrollment Application. If documentation is not provided within the required timelines, the applicant's seat will be forfeited and offered to another applicant.

Records

Copies of all Enrollment Applications and Wait Lists will be maintained by the school for the time periods required by law.

Board Secretary Certificate

I hereby certify that the foregoing Policy was adopted by a majority vote of a quorum of the Governing Board of Directors at a duly noticed meeting held on July 18, 2019, and will be effective for student admissions for the 2020-21 School Year and later years.



Board Secretary
MYRA F. WILLIAMS
Printed Name

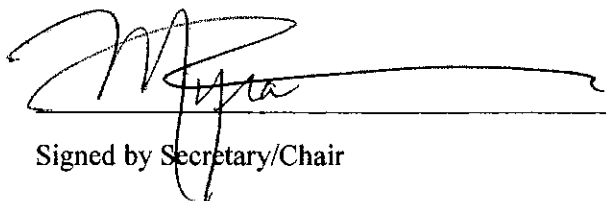
NOMINATING COMMITTEE POLICY
OF DESTIN HIGH SCHOOL, INC.

Adopted and Effective July 19, 2018

A. Introduction. This Policy sets forth the procedures by which members can be nominated and approved for the Board of Directors or a Committee of Destin High School, Inc. ("School"). The Board of Directors shall appoint a Nominating Committee to recommend candidates to fill any vacancies on the Board of Directors. The Nominating Committee will be considered a standing committee. As a part of the nominating process, the Nominating Committee will also provide information to all potential candidates regarding the roles and responsibilities of charter school governing board members as well as the Conflict of Interest Policy for the School.

B. Procedure.

1. The Nominating Committee, or its designee, will send a letter to Board of the School to ask for nominations and shall set a date certain by which to nominate members.
2. The nominated members will be sent an information packet which includes the following: Conflict of Interest Statement, Board Member Introduction information sheet, and Board Member Information sheet which includes the roles and responsibilities of charter school governing board members. The nominated member will complete the forms and send them back to the Nominating Committee, or its designee, by a date certain.
3. The Nominating Committee will review the materials and conduct a phone or face-to-face interview with the candidate.
4. The Nominating Committee will develop a list of candidates to present to the Board of Directors.
5. The Board of the School will vote on the proposed board candidates.


Signed by Secretary/Chair

7.19.2019
Date

**DESTIN CHARTER SCHOOL, INC.
RESOLUTION RELATING TO
GOVERNING BOARD CLASSES**

WHEREAS, the Bylaws of the Destin Charter School, Inc. (“Corporation”) were adopted and effective on January 23, 2019; and

WHEREAS, Article III, Section 4 of the Bylaws of the Corporation provides that:

Terms. Board members shall be elected for three-year terms, except as otherwise provided for the initial Board members. Beginning in the first fiscal year the Corporation operates as a charter school, the initial Board members shall establish Board Classes by resolution to provide for Board terms to be staggered so that no more than approximately 1/3 of the Board shall be up for election in any year, unless a vacancy or vacancies need to be filled. The starting date and length of the terms of the initial Board members shall be as set forth in the Board classes resolution.

WHEREAS, the Corporation intends to operate a charter school starting in the 2021-22 fiscal year, and therefore, it desires to establish the Board Classes as required by Article III, Section 4 of the Corporation’s Bylaws.

NOW THEREFORE, BE IT RESOLVED, that the Corporation establishes the following Board Classes and assigns the following current Board Members to each Board Class, with each Board Class term ending on the date herein provided, unless such Board Member is sooner removed by, or as a result of the earliest to occur of: (1) operation of law or the Bylaws; (2) an order or decree of any court of competent jurisdiction; (3) voluntary resignation, or (4) removal by the Board:

Class of 2022: Term 1 of 2 (term ending 6/30/22)

Prebble Q Ramswell

Myra Williams

Sarah Stone

Class of 2023: Term 1 of 2 (term 1 of 2 ending 6/30/23)

Denise Fountain

Heidi LoCicero

Jim Luttrell

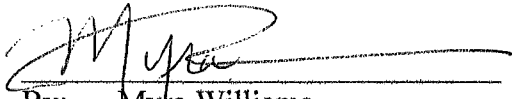
Class of 2024: Term 1 of 2 (term ending 6/30/24)

Mitch Silver

Al Gardner

Drew Palmer

The foregoing Resolution was adopted by majority of a quorum of the Board of Directors of the Destin High School, Inc., at a duly noticed meeting held on Nov. 24, 2020.



By: Myra Williams
Title: Secretary

Dated this 30 day of Nov., 2020

DESTIN HIGH SCHOOL
SEGREGATION OF FINANCIAL DUTIES POLICY
February 13, 2020

Purpose

The purpose of this policy is to establish internal controls that will enable Destin High School (“DHS” or “School”) to properly safeguard its assets and to comply with state and federal laws. To ensure strong internal controls and appropriate separation of duties related to accounts receivable transactions, all funds submitted to the School will be properly accounted for and managed in accordance with generally accepted accounting procedures. The following policies shall apply to all of the School’s funds.

Receipt of Funds

The Principal will authorize office staff who can accept funds. An authorized receiver must not be involved in the fund posting or accounts receivable process. The authorized receivers may include the secretary, receptionist, and other staff members trained and authorized by the Principal.

In Person Payments

If a payment is made in-person, the authorized receiver shall verify any funds presented while the payer is present, and the payer shall be provided a receipt. The funds must be stored in a secure temporary location and the payment recorded on the appropriate Receipts Log.

Mailed Payments

If a payment is made via mail, the authorized receiver shall open the mail and endorse each check immediately by stamping “For Deposit Only” on the back. The authorized receiver shall prepare a receipt and mail it to the payer by the next business day. The funds shall be stored in a secure temporary location and the payment recorded on the appropriate Receipts Log.

Recording Fund Payments

The authorized receiver shall record each receipt of funds in the Receipts Log. The Receipts Log must be kept in a secure location so that only authorized persons have access to it. A copy of the receipt shall be bundled with the funds and placed in a secure temporary location.

Voided Fund Payments

If a receipt is made unusable for any reason, it shall be voided. the voided receipt, and any copies, shall remain in the receipt book with the work “VOID” written across it.

Deposit of Funds

Only the Principal, the Treasurer of the Board, or staff members authorized by the Principal may make bank deposits. The person making deposits may not be the same person who receives the funds, records the funds into the general ledger, nor the person completing reconciliations. All funds received by the School shall be prepared for deposit daily. Until the funds can be taken to the bank for deposit, they must be stored in a secure location in the School’s office. Deposits shall

occur at least two times per week. Deposit slips will be written for every deposit listing each check and the total cash amount to be deposited. The deposit slip shall be verified by one additional person in addition to the person who prepared the slip. One copy of the deposit slip should be stored at the School along with a copy of the checks to be deposited.

Recording, Reconciliation, and Financial Reports

A scanned copy of all deposit slips should be sent to the back office service provider, along with a summary of each deposit. The back office service provider shall record each deposit in the general ledger and perform all reconciliations. The back office service provider shall also generate all financial reports related to DHS. If at any time an irregularity is discovered in the financial reports or while conducting reconciliations, the back office service provider shall immediately report such irregularities to the Principal and Treasurer of the Board.

Payment of Funds

The Principal shall be ultimately responsible for the handling and expending of all School funds. Accurate records of all transactions shall be kept and reports on expenditures shall be given to the Board of Directors on a quarterly basis and at each Governing Board meeting.

Authorization for Payments

DHS shall adhere to the following requirements for the authorization of all payments and purchase orders, so long as such payments are provided for in the most current budget approved by the Governing Board:

- A. If DHS wishes to make a payment of \$5,000 or less, the Principal may solely authorize such payment, except as otherwise required by this Policy.
- B. Any payments in excess of \$5,000 shall be jointly authorized by the Principal and Treasurer of the Board.
- C. If DHS wishes to make a payment of \$1,500 or more utilizing federal CSP Grant funds, or for which DHS would seek reimbursement of CSP Grant funds, the Principal and Treasurer of the Board must jointly authorize the payment.
- D. A prepaid Visa card shall be issued to the Principal with an approved limit of \$5,000 to be utilized for emergency, non-CSP purchases only. The principal shall notify the back office service provider of such purchases as soon as possible.

Authorized Signatories

The Principal and Treasurer of the Board shall be the designated signatories for all checks used in satisfaction of authorized payments. The DHS Board may authorize other DHS employees or Board members to serve as signatories.

Invoices and Check Requests

The Principal shall authorize certain staff members to receive and handle invoices. An authorized receiver shall open any invoices, record the invoices to the Bill Transmittal, scan the transmittal and invoices, and submit them to the back office service provider. If the invoice has been sent to DHS in response to a purchase order, the authorized receiver should include the purchase order with the Bill Transmittal to the back office service provider.

Purchase Orders

All purchase orders must be authorized in accordance with this policy. Purchase orders must include the following information:

- A. Date
- B. Purchase order number
- C. Vendor name
- D. Vendor telephone number
- E. General description of items / services
- F. Estimated amount of the purchase
- G. Preparer's information and signature

Issuance of Payments


Once a payment has been duly authorized, EduServe, Inc. shall generate the check and timely send to the vendor.

Reconciliation

EduServe, Inc. shall perform all bank reconciliations and send a reconciliation report to DHS each month.

Board Secretary Certificate

I hereby certify that the foregoing Policy was adopted by a majority vote of a quorum of the Governing Board of Directors at a duly noticed meeting held on February 13, 2020.



Board Secretary
Myra F. Williams

Printed Name
2.13.2020

Date

RESOLUTION

A RESOLUTION OF DESTIN HIGH SCHOOL, INC., ESTABLISHING ITS INTENT TO PROVIDE FOR THE REIMBURSEMENT OF CERTAIN CAPITAL EXPENDITURES WITH PROCEEDS OF A FUTURE TAX-EXEMPT FINANCING; PROVIDING CERTAIN OTHER MATTERS IN CONNECTION THEREWITH; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, Destin High School, Inc., ("Destin"), has determined that the need exists to expend funds held by Destin in order to finance, refinance or reimburse through the proceeds of one or more series of taxable or tax-exempt educational facilities revenue bonds ("Bonds"): (i) the acquisition, construction, renovation, installation, equipping, together with the acquisition and installation of related facilities, fixtures, furnishing and equipment, of an approximately 28,000 square-foot charter school facility to accommodate approximately 450 students in grades 9-12, located on approximately 5 acres of land at 4325 Commons Drive W, Destin, Florida, and will be known as "Destin High School" (the "Facility"), (ii) the funding of a debt service reserve fund for the Bonds, (iii) the funding of capitalized interest for the Bonds, and (iv) the payment of certain costs of issuing the Bonds (collectively, the "Project").

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF DESTIN:

SECTION 1. AUTHORITY. This resolution (the "Resolution") is adopted pursuant to the Constitution and laws of the State of Florida, including Chapter 617, Florida Statutes, as amended.

SECTION 2. DECLARATION OF INTENT. Destin hereby expresses its intention to be reimbursed from proceeds of a future tax-exempt financing for capital expenditures to be paid by Destin in connection with the incurrence of debt to finance the Project. Pending reimbursement, Destin expects to use moneys of Destin held in its General Operating Account to pay for all or a portion of the Project, including but not limited to other costs associated with the acquisition, construction, renovation, equipping and furnishing of the Facility. This Resolution is intended to constitute a "declaration of official intent" within the meaning of Section 1.150-2 of the Income Tax Regulations which were promulgated pursuant to the Internal Revenue Code of 1986, as amended, with respect to the debt incurred, in one or more financings, to finance the Project.

SECTION 3. SEVERABILITY. If any one or more of the provisions of this Resolution shall for any reason be held illegal or invalid, such illegality or invalidity shall not affect any other provision contained herein.

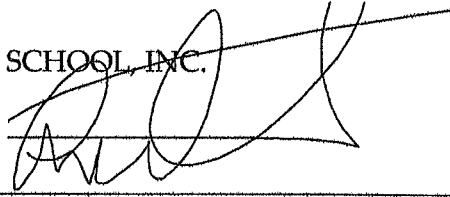
SECTION 4. CONFLICTS. All prior resolutions, and parts thereof, in conflict herewith, to the extent of such conflicts, are hereby superseded and repealed.

SECTION 5. EFFECTIVE DATE. This Resolution shall take effect immediately upon its adoption.

Adopted by the Destin Board this 10th day of November 2020.

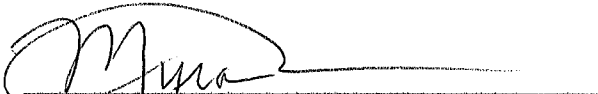
(SEAL)

DESTIN HIGH SCHOOL, INC.



By: _____
Name: Prebble Ramswell
Title: Board President

ATTEST:



Name: Myra Williams
Title: Secretary

DESTIN HIGH SCHOOL
INVENTORY CONTROL POLICY

February 13, 2020

The Principal of Destin High School (“DHS” or “School”) shall be responsible for the care, custody, safekeeping and accounting of all School property. S/he may designate a School employee as the Property Clerk for the day-to-day management of School property and property records.

Inventory Labels

Any purchases made by Destin High School with federal Charter School Programs (“CSP”) funds must be logged and inventoried upon receipt. All capital purchases made with such funds (all line items with 600 series object codes) must be labeled with an inventory label that includes the following wording:

- A. Property of the School District of Okaloosa County
- B. Destin High School
- C. Inventory ID/ Serial Number
- D. Purchases with Federal CSP Funds

Any other purchases (including purchases with public and non-public funds) with a value of \$500 or more or hardback books with a value of \$25 or more with a useful life of more than one year and which are circulated to students, shall be recorded for inventory purposes. Such purchases will be logged and inventoried upon receipt and labeled with an Inventory ID/ Serial Number.

Inventory System

The School shall institute an inventory system to tag and track all materials and items purchased with CSP funds or otherwise required to be included in the inventory by this Policy. The items identified on the inventory label must match the identification number of the inventory system, and each item must be listed individually. The inventory must also include the following information for each item:

- A. Item/ID Serial Number
- B. Funding Source
- C. Item Description
- D. Date Acquired
- E. Date Inventoried
- F. Location/Room Number
- G. Item Condition (new, used, damaged, lost, stolen, sold etc.)
- H. Cost or Value at Date of Acquisition

In the event the School wishes to dispose of any items purchased with CSP funds, the School shall notify the Sponsor, the School District of Okaloosa County. All proceeds from the sale of CSP-funded items must go towards the purchase of like items. The proceeds cannot go into the School's general fund. The provision remains in effect throughout the life of the equipment even after the CSP grant expires.

Periodic Accounting of Inventory


At least twice per year for purchases with CSP grant funds, and at least once per year for all other purchases, DHS must conduct a full accounting of all inventoried property.


Safeguarding of Property

Each School employee shall be responsible to take those measures necessary to properly safeguard property under his/her control against loss, damage, or undue depreciation and shall do what is necessary to insure the proper maintenance and safekeeping of the School property. In the event the School incurs a loss or theft of property, a written report identifying specific property damaged or lost shall be submitted to the Principal. If theft is suspected, the loss must be reported to law enforcement authorities and the DHS Board must be alerted to the theft.

Certificate

I hereby certify that I have authority to authorize amendment to the foregoing policy to conform with CSP grant Program requirements based on the authority given by majority vote of a quorum of the Governing Board of Directors at a duly noticed meeting held on February 13, 2020.



Signature


Title
2.13.2020

Date

DESTIN HIGH SCHOOL
PROCUREMENT POLICY
FOR ITEMS PURCHASED WITH CSP GRANT FUNDS
EFFECTIVE FEBRUARY 13, 2020

Application

Destin High School (“DHS” or School), and its employees, officers and agents, will follow the policies set forth herein (the “CSP Procurement Policy”) with respect to the procurement of supplies and other expendable property, equipment, real property, and other services purchased by DHS with federal funds awarded under the Charter Schools Program Grant.

Conflicts of Interest

No employee, officer, or agent shall participate in the selection, award or administration of a contract if he or she has a real or apparent conflict of interest. A conflict would arise when the employee, officer or agent, any member of his or her immediate family, his or her partner, or an organization which employs or is about to employ any of the parties indicated herein, has a financial or other interest in the firm selected for an award. The officers, employees, and agents of DHS shall neither solicit nor accept gratuities, favors or anything of monetary value in connection with a procurement contract. Any Board member with a real or perceived conflict of interest will not vote and will recuse himself or herself from the meeting during discussion.

Competition

All procurement transactions must be conducted in a manner to provide, to the maximum extent practical, open and free competition. Each employee, officer and agent of DHS responsible for the procurement of goods and services will investigate potential organizational conflicts of interest as well as noncompetitive practices among vendors that may restrict or eliminate competition or otherwise restrain trade. If a vendor is deemed to be engaged in anticompetitive practices, that vendor must be deemed disqualified from participating in the procurement process. Awards must be made to the bidder or offeror whose bid or offer is responsive to the solicitation and is most advantageous to DHS when considering price, quality, and other factors considered.

Vendor Qualifications

Contracts will be made only with responsible vendors who possess the ability to perform successfully under the terms and conditions of a proposed procurement. Consideration shall be given to factors such as the vendor’s integrity, record of past performance, and financial and technical resources. DHS will make positive efforts to utilize small businesses, minority-owned firms and women’s business enterprises whenever possible.

Procedures Generally

Awards must be made to the vendor whose bid or proposal is responsive to the solicitation and is most advantageous to DHS, price, quality, and other factors considered. Any and all bids or offers may be rejected when it is in the interest of DHS to do so. DHS employees responsible for

the procurement of goods and services will avoid purchasing unnecessary or duplicative items, and where appropriate, make an analysis of lease and purchase alternatives to determine which would be the most economical and practical procurement for the School. DHS will document and retain all bids received and conduct a price comparison analysis.

Permissible Procurement Instruments

The type of procuring instruments used (e.g., fixed-price contracts, cost reimbursable contracts, purchase orders, and incentive contracts) will be determined in the discretion of DHS but must be appropriate for the particular procurement. DHS will utilize time and materials type contracts only after making a determination that no other contract is suitable and such contract must include a ceiling price. A time and materials contract means a contract whose cost to DHS would be the sum of the actual cost of materials and direct hourly labor charges. Such contracts provide no positive incentive to the vendor for cost control or labor efficiency.

Solicitation

Bids or proposals, when required, must be solicited from an adequate number of known suppliers, providing them sufficient response time prior to the date set for open bidding. Solicitations for goods and services will include the following:

- A. A clear and accurate description of the technical requirements for the material, product, or service to be procured. In competitive procurements, a description shall not contain features which unduly restrict competition.
- B. Requirements which bidders must fulfill and all other factors to be used in evaluating bids or proposals.
- C. The dates during which bids and proposals will be accepted.

When selecting a vendor, the procurement file must contain a written justification for approving the vendor.

Market Analysis

Unless using a Sponsor-approved (Sponsor-School Board of Okaloosa County) vendor, for all individual purchases of \$1,500 or more and all aggregated purchases of \$3,000 or more, a market analysis must be made and documented in the procurement files. Such analysis can be accomplished in various ways, including a comparison of the price quotations submitted, market prices and similar indicia, taken together with any discounts. DHS must also evaluate each element of cost to determine reasonableness, allocability, and allowability.

Methods of Procurement

Procurement by "Small Purchase Procedures" (less than \$100,000)

For proposed procurements, the aggregated value of which is less than \$100,000, DHS may utilize small purchase procedures set forth herein. DHS must solicit proposals from at least three vendors, but a formal bidding process is not necessary. DHS should select the vendor whose proposal is most advantageous to the School, with price and other factors considered.

Procurement by Sealed Bidding for Purchases Greater than \$100,000

For proposed procurements, the aggregated value of which is \$100,000 or more, DHS may utilize a sealed bidding process. This process is the preferred method for procuring construction. DHS will provide a public invitation to accept bids and solicit bids from an adequate number of known suppliers, providing them sufficient time to respond. The invitation to accept bids must make clear the date and time that bidding will open and close and no bids should be accepted outside of this bidding period. A fixed-price contract will be awarded to the lowest responsible and responsive bidder. In assessing whether a bidder is responsible, DHS may consider the timeliness of the bid and whether it conformed with the instructions made available in the invitation to accept bids. DHS may reject all bids if there is a sound documented reason for doing so.

Procurement by Competitive Proposals for Purchases Greater than \$100,000

For proposed procurements, the aggregated value of which is \$100,000 or more, DHS may utilize the competitive proposal process. This process may be used when using the sealed bidding process would be infeasible and where the award will be based on more than price. DHS must publicly issue a request for proposals and solicit proposals from an adequate number of qualified vendors. Unlike the sealed bidding process, DHS may negotiate with potential vendors before a contract is awarded regarding price, schedule, technical requirements, and the type of contract to be used. DHS will award a contract to the vendor whose proposal is most advantageous to the School, with price and other factors considered.

Procurement by Noncompetitive Proposals

Procurement by noncompetitive proposals will only be used where the award of a contract under the small purchase procedures, sealed bids, or competitive proposals would be infeasible and the item or service to be procured is available from only a single source or, after solicitation of a number of sources, competition is determined to be inadequate.

Contract Administration

A system for contract administration shall be maintained to ensure the conformance of vendors with the terms, conditions and specifications of a procurement contract, and to ensure adequate and timely follow up of all purchases. DHS will evaluate vendor performance and document, as appropriate, whether the vendor has met the terms, conditions, and specifications of the contract.

Records


DHS will maintain records sufficient to detail the significant history of a procurement. These records will include the rationale for the method of procurement, selection of contract type, the reasons for selecting and rejecting vendors, and the basis for the contract price.

Disputes

DHS is responsible for settling and satisfying all contractual and administrative issues arising out of procurements, including but not limited to disputes, claims, protests of award, source evaluation or other matters of a contractual nature.

Board Secretary Certificate

I hereby certify that the foregoing Policy was adopted by a majority vote of a quorum of the Governing Board of Directors at a duly noticed meeting held on February 13, 2020.



Board Secretary
Myra F. Williams

Printed Name
2.13.2020

Date



PUBLIC RECORDS INFORMATION AND INSPECTION

Adopted: 7/ 2021

SCOPE OF THE PUBLIC RECORDS ACT

Florida's Public Records Law, Ch. 119, F.S., provides a right of access to the records of the state and local governments as well as to private entities acting on their behalf. As soon as a document is received by a public agency, it becomes a public record, unless there is a legislatively created exemption which makes it confidential and not subject to disclosure. In the absence of statutory exemption, this right of access applies to all materials made or received by an agency in connection with the transaction of official business which are used to perpetuate, communicate, or formalize knowledge.

Public Records – School/Student Record

- All school-based or Student Record requests should be directed to the Principal or Registrar of the school as they are the custodian of their own records.
- All transcript and diploma requests should be directed to the registrar.
- All District level requests should be immediately referred to Okaloosa County School District

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Crestview, Florida 32536
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850.689.7184

Providing Public Records - FERPA

FERPA – Family Educational Rights and Privacy Act (20 U.S.C. § 1232g; 34 CFR Part 99) is a Federal law that protects the privacy of student education records. District school principals and/or registrars are the Custodians of their School and Student Records. Generally, schools must have written permission from the parent or eligible student in order to release any information from a student's education record. “Directory” information such as name, address, tel. number, date and place of birth, honors and awards, and dates of attendance, may be disclosed without consent. This information is only disseminated to qualifying agencies doing business with the district or the military.

POLICY

All public records pursuant to Florida Statutes shall be available for inspection or copying at reasonable times during normal office hours of the Destin High School office.

I. Photocopying or other reproduction of any record shall be performed upon a person's request. Charges for photocopying or reproducing shall be in accordance with the School Board rule entitled "Photocopying of Public Records" (3.51).

II. Records maintained by the District which are exempt from public inspection include:

A. Personally identifiable records of students, pursuant to Florida Statutes and the Federal Family Educational Rights and Privacy Act (FERPA);

B. Portions of personnel records, pursuant to Florida Statutes;

C. All work products developed in preparation for collective bargaining, pursuant to Florida Statutes;

D. Appraisals, offers, and counter offers relating to purchase of real property, pursuant to Florida Statutes;

E. Legal records prepared by an attorney exclusively for civil or criminal litigation, pursuant to Florida Statutes, and litigation files regarding employees while the case is active;

F. A complaint of misconduct filed with the District against a District employee and information obtained in the investigation until the investigation is concluded with a finding to proceed or not to proceed with disciplinary action or charges and the subject of the complaint has been notified of the finding.

G. Data processing software obtained under a licensing agreement which prevents its disclosure and data processing software designated by the School Board as "sensitive," pursuant to Florida Statutes;

H. Sealed responses to request for bids or proposals until such time as they are publicly opened, pursuant to Florida Statutes;

I. Personally identifiable records of dependent children of former or current employees who are insured by a District group insurance plan; and

J. Employees and student health and medical records as prescribed by Florida Statutes and PL 104-191 Health, Insurance Portability and Accountability Act of 1996 (HIPAA).


STATUTORY AUTHORITY: 1001.41, 1001.42, F.S.

LAWS IMPLEMENTED: 119.07, 119.071, 447.605, 1001.43, 1002.22, 1002.221, 1008.24, 1012.31, 1013.14, F.S. 34 CFR 99, PL 103-382, 104-191

STATE BOARD OF EDUCATION RULES:

HISTORY: Adopted: 07/14/1998

Revision Date(s): 03/09/2004, 11/17/2009, 03/10/2015

By: 

President, Destin High School, Inc.