

TABLE OF CONTENTS

Section

2. Title Page	2
3. Target Population and Seven Purpose of Charter Schools	3
4. Market Analysis.....	5
5. Capital Facility.....	7
6. Detailed Business Plan	8
7. Fiscal Procedures	15
8. Organizational Structure and Governing Body.....	20
9. Articles of Incorporation.....	32
10. Background Information	38
11. Mission and Vision	47
12. Goals and Strategic Priorities.....	47
13. Board-Established Outcomes for Student Achievement.....	50
14. Special Education	53
15. Opportunities for Parent Involvement.....	54
16. Educator Qualifications	56
17. Administrative Services	57
18. Assurances.....	58

2. Title Page

NAME OF PROPOSED CHARTER SCHOOL:

Weilenmann School of Discovery

NAME OF APPLICANT:

Weilenmann School of Discovery, A Utah Nonprofit Corporation

ORIGINAL AUTHORIZED AGENT FOR APPLICANT:

Merry Fusselman

1833 East 2050 North

Layton, Utah 84040

Tel: 801-560-5115

Fax: 801-775-9731

Merryfusselman1833@comcast.net

FORM OF ORGANIZATION:

A Utah Nonprofit Corporation

ORIGINAL GOVERNING BOARD OF
DIRECTORS AT WEILENMANN SCHOOL
OF DISCOVERY:

NAME	PHONE #	MEMBER TYPE	POSITION
Merry Fusselman	801-560-5115	Educator	Director/President
Chris Anderson	801-517-6826	Attorney	Director/Secretary
Mike Weilenmann	801-755-1429	Real Estate	Director/Treasurer
Becky Anderson	801-550-6147	Educator	Director
Rick Wray	801-949-5925	Nonprofit	Director
Matt Mateus	801-835-8178	Nonprofit	Director
Richard Simon	801-712-6107	Business	Director

3. Target Population and Seven Purpose of Charter Schools

VISION STATEMENT

The Weilenmann School of Discovery is dedicated to helping students discover the power of their own potential – to learn, to innovate, and to change the world.

MISSION STATEMENT

The Weilenmann School of Discovery promotes engaged, authentic, and effective learning that prepares students to excel the 21st century by:

- Providing a Liberal Arts Education that integrates art, music, science, PE, media, and technologies into the core curriculum
- Hiring and developing Master Teachers
- Delivering instruction to meet individual needs
- Promoting project-based learning with real-world applications
- Utilizing nature and the outdoors to inspire and enrich the educational experience

TARGET POPULATION

	GRADES AND SPECIFIC NUMBER OF STUDENTS SERVED BY GRADE													TOTAL NUMBER OF STUDENTS (Enrollment cap)
Year 1	K	1	2	3	4	5	6	7	8	9	10	11	12	
2010-2011	80	72	72	72	72	48	48	42	40					550
Year 2	K	1	2	3	4	5	6	7	8	9	10	11	12	
2011-2012	72	72	72	72	72	72	72	42	42					588
Year 3	K	1	2	3	4	5	6	7	8	9	10	11	12	
2012-2013	72	72	72	72	72	72	72	72	72					648
Ultimate Enrollment	60	72	72	72	72	72	72	72	72					648
<i>(The number of students should be at maximum the enrollment that is being requested. Add rows as necessary to show complete enrollment plan.)</i>														

...

**WEILENMANN SCHOOL
OF DISCOVERY**

SCHOOL CALENDAR:

Standard Extended School Year

Instructional Days: 180

FIRST DAY OF SCHOOL:

August 23, 2010

SCHOOL DISTRICT:

Park City School District

FOUNDING MEMBERS:

At the present time Weilenmann School of Discovery has no founding members.
The maximum percentage of students for which preference is allowed for founding members is 20%.

4. Market Analysis

SITE LOCATION AND FACILITY

WSD is projected to be built near the I-80 freeway close to Jeremy Ranch along Kilby Road on an approximately 11 acre parcel with easy access from Park City and other areas of Summit County. The facility will consist of at least 55,000 square feet of usable space, including but not limited to; classrooms, offices, library, indoor recreation center, and auditorium. The building will be designed to enhance the natural beauty and varied seasons of this unique setting.

MARKET CONTEXT

WSD will be built within the boundaries of Park City School District.

<u>Park City School District:</u>		<u>07 enrollment</u>
Park City High	10-12	971
Treasure Mt. Middle	8 & 9	709
Ecker Hill Middle	6 & 7	695
Jeremy Ranch El.	K-5	575
McPolin El.	K-5	387
Parley's Park El.	K-5	495
Trail Side El.	K-5	<u>472</u>
		4,304 total student enrollment for 07

MARKET TRENDS

During the 1990s, Summit County was one of the fastest growing counties in the U.S. with a population of 29,736. The majority of the population of Summit County resides in Park City and in the surrounding unincorporated area commonly referred to as the Snyderville Basin.

The population of the Snyderville Basin area has been estimated at 15,000 people. This area has seen much because of its proximity to Salt Lake.

Summit County, Park City, and Snyderville Basin are projected to continue to grow at rates much faster than national averages. From 1990-2000 the Summit County population grew by 91.6%. According to the *Mountain Land Association of Government*, the Summit County population will grow from a population of 29,736 in 2000 to a population of 85,660 in 2030.

In 2003 the per capita income in Utah was \$25,230.00, in the U.S. \$31,459.00, and in Summit County \$45,427.00. Summit County, and especially the Snyderville Basin area, will not only need more schools, but the resources and expectations are to provide choice, teach 21st century skills, and meet the needs of diverse learners. The WSD Board of Directors sees an urgent need for a charter school within the boundaries of the Park City School District.

WSD will seek to address the educational needs of all students, including high achieving students, underachieving students, economically disadvantaged students, ELL students, and students receiving special services through differentiating instruction, designing learning to meet individual needs, and utilizing cutting edge pedagogy supported by peer-reviewed research.

OUTREACH

WSD has a proactive recruitment plan that includes community meetings with WSD board members in numerous neighborhood meetings. WSD will actively advertise public meetings, enrollment periods and dates online, through the newspaper, in public meetings, in notices in the public library and local store outlets, in distributed fliers, signs, and brochures, and through other means approved by the Board. The outreach program will effectively communicate the option of WSD to all families within the boundaries of Park City School District and beyond. WSD will also reach out to economically disadvantaged, ELL students, and underserved populations by delivering information to their homes, providing information in Spanish, and organizing transportation as needed.

The location of WSD in the Snyderville Basin allows easy access from Park City and Salt Lake City.

5. Capital Facility

WSD is projected to be built near the I-80 freeway close to Jeremy Ranch along Kilby Road on an approximately 11-acre parcel with easy access from Park City and other areas of Summit County.

The facility will consist of at least 55,000 square feet of usable space, including but not limited to: classrooms, offices, library, indoor recreation center, and auditorium. A layout will be created that will make the best use of space and design for optimum capacity and efficiency in the accomplishment of the school's mission. The building will be designed to enhance the natural beauty and varied seasons of this unique setting.

WSD has received more than one verbal commitment from highly viable financial institutions indicating that, upon receiving a charter from an authorizer, these institutions will assist in providing necessary finances to build a school. Both short term loans for construction as well as a long-term lease with an option to purchase have been contemplated.

6. Detailed Business Plan

CHARTER SCHOOL WORKSHEET
FY2010-2011 based on 2007-2008 worksheet
*******PROJECTION ONLY*******

Weilenmann School of Discovery

TEMPLATE

	Average Daily Membership	Rating Factor	WPU Generated
Estimated ADM (K)	74	0.55	40.7
Estimated ADM (1-3)	216	0.9	194.4
Estimated ADM (4-6)	168	0.9	151.2
Estimated ADM (7-8)	0	0.99	0
Estimated ADM (9-12)	0	1.2	0
Special Ed Pre-School	0		
Special Ed ADM (K)	7		
Special Ed ADM (1-12)	37		
Special Ed (Self-Contained)	1		
Number of Teachers (K-6)	20		
Number of Teachers (7-12)	0		
WPU Value	\$2,514		
Prior Year Teacher FTE (CACTUS)	0		
Prior Year WPUs	0		
ELL Students	0		
Low Income Students-prior year	0		

Program Name	Rate	WPU Generated	Amount Generated
WPU Programs			
Regular Basic School:			
Regular WPU - K-12	See above	386.3000	\$ 971,158
Professional Staff	0.03800	14.6794	36,904
Restricted Basic School:			
Special Ed--Add-on	1.0000	41.8500	105,211
Spec. Ed. Self-Contained	1.0000	1.0000	2,514
Special Ed Pre-School	1.0000	0.0000	-
Special Ed-State Programs	Based on Programs		
Career and Technical Ed.	Based on Programs		
Class Size Reduction (K-8)	\$215 per K-8 ADM		98,470
Total WPU Programs		443.8294	\$ 1,214,257

WEILENMANN SCHOOL OF DISCOVERY

Non-WPU Programs Related to Basic Programs:			
SS & Retirement	\$ 478.07 per WPU		\$ 212,182
Quality Teaching Block Grant	\$944 per CACTUS prior year teacher FTE		-
	OR, If new, use current teacher FTE	18,880	-
	\$76 per total prior year WPU; OR		
	If new, \$76 X C35 or current WPU	33,731	
Local Discretionary Block Grant	\$41		15,838
Interventions-Student Success	\$22 per K-12 WPU		8,499
	\$90 per ELL student		-
Special Populations			
At Risk Regular Program	\$6 per total prior year WPU; OR		-
	If new, \$6 X C35 or current WPU	2,663	
Gifted and Talented	\$4 per K-12 WPU		1,545
Other			
School Land Trust Program	\$39 per student		17,862
Reading Achievement Program	\$19 per total prior year WPU		-
	\$3 per K-3 student		870
	\$42 per low income student		-
Charter Administrative Costs	\$62 per student		28,396
Local Replacement Dollars	Average \$1,021 per student		468,639
Total Non-WPU			\$ 809,105
One Time			
Teacher Materials/Supplies	\$360 or \$285 per teacher (K-6) ¹	20	5,700
	\$310 or \$235 per teacher (7-12) ²	0	-
ADM costs (ongoing & one-time)	\$393	458	179,994
Library Books and Resources	\$3 per student	459	1,377
Total One Time			\$ 187,071
ESTIMATED Total All State Funding			
			\$ 2,210,433
¹ Steps one through three get \$360; steps four or higher get \$285			
² Steps one through three get \$310; steps four or higher get \$235			
Questions: Call Cathy Dudley @ 538-7667			Updated 04-17-

CHARTER SCHOOL WORKSHEET
FY2011-2012 based on 2007-2008 worksheet
Weilenmann School of Discovery
TEMPLATE

School Name

	Average Daily Membership	Rating Factor	WPU Generated
Estimated ADM (K)	74	0.55	40.7
Estimated ADM (1-3)	216	0.9	194.4
Estimated ADM (4-6)	216	0.9	194.4
Estimated ADM (7-8)	48	0.99	47.52
Estimated ADM (9-12)	0	1.2	0
Special Ed Pre-School	0		
Special Ed ADM (K)	7		
Special Ed ADM (1-12)	48		
Special Ed (Self-Contained)	1		
Number of Teachers (K-6)	21		
Number of Teachers (7-12)	2		
WPU Value	\$2,514		
Prior Year Teacher FTE (CACTUS)	0		
Prior Year WPUs	0		
ELL Students	0		
Low Income Students-prior year	0		

Program Name	Rate	WPU Generated	Amount Generated
WPU Programs			
Regular Basic School:			
Regular WPU - K-12	See above	477.0200	\$ 1,199,228
Professional Staff	0.03800	18.1268	45,571
Restricted Basic School:			
Special Ed--Add-on	1.0000	52.8500	132,865
Spec. Ed. Self-Contained	1.0000	1.0000	2,514
Special Ed Pre-School	1.0000	0.0000	-
Special Ed-State Programs	Based on Programs		
Career and Technical Ed.	Based on Programs		
Class Size Reduction (K-8)	\$215 per K-8 ADM		119,110
Total WPU Programs		548.9968	\$ 1,499,288
Non-WPU Programs			
Related to Basic Programs:			

WEILENMANN SCHOOL OF DISCOVERY

SS & Retirement	\$ 478.07 per WPU		\$ 262,459
Quality Teaching Block Grant	\$944 per CACTUS prior year teacher FTE		-
	OR, If new, use current teacher FTE		21,712
	\$76 per total prior year WPU; OR		-
	If new, \$76 X C35 or current WPU		41,724
Local Discretionary Block Grant	\$41		19,558
Interventions-Student Success	\$22 per K-12 WPU \$90 per ELL student		10,494
Special Populations			
At Risk Regular Program	\$6 per total prior year WPU; OR		-
	If new, \$6 X C35 or current WPU		3,294
Gifted and Talented	\$4 per K-12 WPU		1,908
Other			
School Land Trust Program	\$39 per student		21,606
Reading Achievement Program	\$19 per total prior year WPU		-
	\$3 per K-3 student		870
	\$42 per low income student		-
Charter Administrative Costs	\$62 per student		34,348
Local Replacement Dollars	Average \$1,021 per student		566,655
Total Non-WPU			\$ 984,628
One Time			
Teacher Materials/Supplies	\$360 or \$285 per teacher (K-6) ¹	21	5,985
	\$310 or \$235 per teacher (7-12) ²	2	470
ADM costs (ongoing & one-time)	\$393	554	217,722
Library Books and Resources	\$3 per student	555	1,665
Total One Time			\$ 225,842
ESTIMATED Total All State Funding			\$ 2,709,758
¹ Steps one through three get \$360; steps four or higher get \$285			
² Steps one through three get \$310; steps four or higher get \$235			
Questions: Call Cathy Dudley @ 538-7667			Updated 04-17-07

CHARTER SCHOOL WORKSHEET
FY2012-2013 based on 2007-2008 worksheet
Weilenmann School of Discovery
TEMPLATE

School Name

	Average Daily Membership	Rating Factor	WPU Generated
Estimated ADM (K)	74	0.55	40.7
Estimated ADM (1-3)	216	0.9	194.4
Estimated ADM (4-6)	216	0.9	194.4
Estimated ADM (7-8)	120	0.99	118.8
Estimated ADM (9-12)	0	1.2	0
Special Ed Pre-School	0		
Special Ed ADM (K)	7		
Special Ed ADM (1-12)	55		
Special Ed (Self-Contained)	1		
Number of Teachers (K-6)	21		
Number of Teachers (7-12)	5		
WPU Value	\$2,514		
Prior Year Teacher FTE (CACTUS)	0		
Prior Year WPUs	0		
ELL Students	0		
Low Income Students-prior year	0		

Program Name	Rate	WPU Generated	Amount Generated
WPU Programs			
Regular Basic School:			
Regular WPU - K-12	See above	548.3000	\$ 1,378,426
Professional Staff	0.03800	20.8354	52,380
Restricted Basic School:			
Special Ed--Add-on	1.0000	59.8500	150,463
Spec. Ed. Self-Contained	1.0000	1.0000	2,514
Special Ed Pre-School	1.0000	0.0000	-
Special Ed-State Programs	Based on Programs		
Career and Technical Ed.	Based on Programs		
Class Size Reduction (K-8)	\$215 per K-8 ADM		134,590
Total WPU Programs		629.9854	\$ 1,718,373
Non-WPU Programs			
Related to Basic Programs:			

WEILENMANN SCHOOL OF DISCOVERY

SS & Retirement	\$ 478.07 per WPU		\$	301,177
Quality Teaching Block Grant	\$944 per CACTUS prior year teacher FTE			-
	OR, If new, use current teacher FTE		24,544	-
	\$76 per total prior year WPU; OR			
	If new, \$76 X C35 or current WPU		47,879	
Local Discretionary Block Grant	\$41		22,480	
Interventions-Student Success	\$22 per K-12 WPU		12,063	
	\$90 per ELL student			-
Special Populations				
At Risk Regular Program	\$6 per total prior year WPU; OR			-
	If new, \$6 X C35 or current WPU		3,780	
Gifted and Talented	\$4 per K-12 WPU		2,193	
Other				
School Land Trust Program	\$39 per student		24,414	
Reading Achievement Program	\$19 per total prior year WPU			-
	\$3 per K-3 student		870	
	\$42 per low income student			-
Charter Administrative Costs	\$62 per student		38,812	
Local Replacement Dollars	Average \$1,021 per student		640,167	
Total Non-WPU			\$	1,118,379
One Time				
Teacher Materials/Supplies	\$360 or \$285 per teacher (K-6) ¹	21	5,985	
	\$310 or \$235 per teacher (7-12) ²	5	1,175	
ADM costs (ongoing & one-time)	\$393	626	246,018	
Library Books and Resources	\$3 per student	627	1,881	
Total One Time			\$	255,059
ESTIMATED Total All State Funding			\$	3,091,811
¹ Steps one through three get \$360; steps four or higher get \$285				
² Steps one through three get \$310; steps four or higher get \$235				
Questions: Call Cathy Dudley @ 538-7667				Updated 04-17-07

WEILENMANN SCHOOL OF DISCOVERY

Charter School Name: Weilenmann School of Discovery

	First Year			Second Year			Third Year		
Number of Students (ADM):			459						
Revenue			Total			Total			Total
State Funding			#####			#####			#####
Federal & State Projects			\$ 50,000.00						
Private Grants & Donations									
Loans									
Other (Specify)									
Total Revenue			\$2,260,433			\$2,709,758			\$3,091,811
Expenses	# of Staff	@ Salary	Total	# of Staff	@ Salary	Total	# of Staff	@ Salary	Total
Salaries (100)			\$			\$			\$
Director (Principal)	1.00	\$ 68,000.00	\$68,000	1.00	\$ 72,100.00	\$72,100	1.00	\$ 75,000.00	\$75,000
Teacher-Regular Ed	18.00	\$ 34,500.00	\$621,000	21.00	\$ 37,000.00	\$777,000	23.00	\$ 39,000.00	\$897,000
Teacher-Special Ed	1.50	\$ 35,000.00	\$52,500	2.00	\$ 37,000.00	\$74,000	3.00	\$ 39,000.00	\$117,000
Instructional Assts	15.00	\$ 15,000.00	\$225,000	23.00	\$ 16,200.00	\$372,600	26.00	\$ 17,500.00	\$455,000
Secretary	1.00	\$ 30,000.00	\$30,000	1.00	\$ 32,000.00	\$32,000	1.00	\$ 34,000.00	\$34,000
Bookkeeper	1.00	\$ 27,000.00	\$27,000	1.00	\$ 29,000.00	\$29,000	1.00	\$ 31,000.00	\$31,000
Other (Specify)			\$			\$			\$
Other (Specify)			\$			\$			\$
Other (Specify)			\$			\$			\$
Employee Benefits (200)			\$229,425			269,325			\$289,275
Travel (580)			\$ 4,500.00			5500			\$6,000
Purchased Professional Services(300)			\$ 6,000.00			6500			\$7,000
Purchased Property Services(400)			-			-			-
Instructional Aids/Books/Library(600)			\$ 90,000.00			95000			\$100,000
Supplies(600)			\$ 13,000.00			16000			\$16,500
Legal (300)			\$ 3,000.00			3100			\$3,200
Auditor(300)			\$ 4,000.00			4150			\$4,300
Marketing (300)			\$ 5,000.00			5200			\$5,500
Other (printing; postage)			\$ 3,000.00			3100			\$3,300
Total Instruction, Administration & Support			\$1,381,425			\$1,764,575			\$2,044,075
Operations & Maintenance			Total			Total			Total
Supplies			6000			6180			6400
Phone/Communications			4000			4120			4300
Custodial Services			45000			47000			65000
Advertising			5000			7000			5000
Property/Casualty Insurance			25000			25500			26000
Utilities			56000			60000			61500
Rent			0			0			0
Fees/Permits & dues			5000			5000			5000
Transportation			3500			4500			5500
Food Service			0			0			0
Accounting Services			0			0			0
Land & Improvements			0			0			0
Building & Improvements			0			0			0
Computer Equipment			25000			35000			20000
Furniture & Other Equipment			35000			45000			15000
Upgrades (Connectivity)			0			0			0
Leases/Loan Payments			660000			660000			660000
Other (security, copier lease)			7000			7150			7300
Total Operations & Maintenance			\$876,500			\$906,450			\$881,000
Total Expenditures			\$2,257,925			\$2,671,025			\$2,925,075
Total Revenues			\$2,260,433			\$2,709,758			\$3,091,811
Budget Balance (Revenues-Expenditures)			\$2,508			\$38,733			\$166,736

7. Fiscal Procedures

APPROVED MINUTES FOR FISCAL PROCEDURES

MINUTES OF PUBLIC MEETING RELATING TO ESTABLISHMENT OF
WEILENMANN SCHOOL OF DISCOVERY
AND APPROVAL OF FISCAL POLICIES AND PROCEDURES

March 31, 2008
4:00 pm MDT

The following are the minutes of a publicly noticed meeting held at 201 South State Street, Suite 800, in the Deer Valley Conference Room of the law firm of Ballard, Spahr, Andrews & Ingersoll, LLP. The purpose of the meeting was to review actions taken with respect to the formation of the Weilenmann School of Discovery, a Utah nonprofit corporation ("WSD"), which was organized for the purpose of establishing and operating a Utah public charter school based in Summit County, Utah, and to consider the adoption of Fiscal Policies and Procedures for the school.

Those attending the meeting included Merry Fusselman, Mike Weilenmann, Matt Mateus, and Chris Anderson, all of whom had been elected to serve as members of the WSD Board of Directors (the "Board"). Those participants constituted a quorum of the Board, and so the meeting was duly convened as a meeting of the Board.

The directors reviewed the actions that had been taken to form WSD, including the filing of Articles of Incorporation and the adoption of organizational resolutions. They also reviewed the materials that had been prepared and compiled as part of the Charter School Application being prepared for submission to the Utah State Charter School Board.

A Fiscal Policies and Procedures Guide was presented for consideration, and upon motion duly made and seconded, it was unanimously:

RESOLVED: That the Fiscal Policies and Procedures Guide presented at the meeting is hereby approved and adopted as the Fiscal Policies and Procedures Guide for WSD.

A discussion ensued regarding the Charter School Application and timing for subsequent actions regarding establishment of the school.

There being no further business, the meeting was adjourned.

Chris Anderson, Secretary of the Meeting

Weilenmann School of Discovery FISCAL PROCEDURES

WSD Business Administrator will attend School Finance & Statistics training prior to working with the charter school.

PART I –POLICIES

100 INTERNAL CONTROL POLICIES

WSD, under the direction of the Board of Directors, is required to establish and maintain adequate accounting records and internal control procedures. Internal control consists of five components: control environment, risk assessment, control activities, information and communication, and monitoring. The objectives of internal control relate to financial reporting, operations, and compliance.

WSD and all levels of administration are responsible for preventing and detecting instances of fraud and related misconduct and for establishing and maintaining proper internal controls that provide security and accountability of the resources of the school.

Administration is also responsible for recognizing risks and exposures inherent to these areas of responsibility and for being aware of indications of fraud or related misconduct.

Any employee with reasonable basis for believing fraudulent or related misconduct has occurred should report such incidents to the designated authorities within the school or the State Office of Education.

Internal control policies provide WSD with the foundation to properly safeguard its assets, implement management's internal policies, provide compliance with state and federal laws and regulations, and produce timely and accurate financial information.

101 Compliance with Laws

WSD will follow all the relevant laws and regulations that govern Charter Schools within the State of Utah. Additionally, U.S. Government laws and regulations that relate to grant funding will be adopted as the grant funding is received. The following are specific policies of WSD:

A. Political Contributions

No funds or assets of WSD may be contributed to any political party or organization or to any individual who either holds public office or is a candidate for public office. The direct or indirect use of any funds or other assets of WSD for political contributions in any form—whether in cash or other property, services, or

the use of facilities—is strictly prohibited. WSD also cannot be involved with any committee or other organization that raises funds for political purposes.

Following are examples of prohibited activities:

1. Contributions by an employee that are reimbursed through expense accounts or in other ways.
2. Purchase by the organization of tickets for political fundraising events.
3. Contributions in-kind, such as lending employees to political parties or using the school's assets in political campaigns.

B. Record Keeping

To provide an accurate and auditable record of all financial transactions, the school's books, records, and accounts are maintained in conformity with generally accepted accounting principles as required by state law applicable to Charter Schools.

Further, the school specifically requires that:

1. No funds or accounts may be established or maintained for purposes that are not fully and accurately described within the books and records of the school.
2. Receipts and disbursements must be fully and accurately described in the books and records.
3. No false entries may be made on the books or records nor any false or misleading reports issued.
4. No false or fictitious invoices may be paid.

102 Board of Directors Authority

The Board of Directors is responsible for the operation of WSD in accordance with state and federal laws. The Board of Directors is also responsible for operating the school in accordance with the representations made in its charter.

Specifically, the Board of Directors shall have the sole authority to approve and will incorporate into its own minutes such matters as (i) change of the School's name, with the charter authorizer's approval (ii) adoption of the annual operating and capital budgets, (iii) selection or termination of key employees (iv) key employees' salary and salary changes, (v) incurrence of debt, mortgages or other encumbrances and their covenants and restrictions, within the terms of the charter (vi) investment policies, (vii) depository and investment banks, (viii) purchase or sale of property (ix) opening or closing checking or savings accounts, (x) selection of WSD certified public accountants, and (xi) other activities associated with the operations of WSD.

The Board of Directors will meet regularly to ensure that its fiduciary duty is maintained. The Board will review the following: prior meeting minutes, business items, educational items, subcommittee reports, new business and other items.

103 Signature Authorities

To properly segregate duties within WSD, the President, the Vice-President, the Treasurer, the Executive Director, the Middle School Dean, and the Lower School Director are the only individuals with signatory authority. The Executive Director is responsible for authorizing all cash transactions.

104 Government Records Access Management Act (GRAMA)

WSD will provide access to the school's records if requested to do so by the State Office of Education, the State Charter School Board, or any group or individual formally requesting such information consistent with applicable statutes or rules.

105 Security of Financial Data

- A. The school's accounting software will be reviewed to ensure that general and application controls are established to preclude unauthorized access to data (i.e., proper password protection and authorizations for inquiry or browse only functions.)
- B. The system's accounting data shall be backed up or stored regularly by the Business Manager to ensure the recoverability of financial information in case of hardware failure. The back-up or storage should be regularly reviewed for its adherence to best practices for data privacy and security in accordance with Utah State law.
- C. All other financial data, petty cash box, unused checks and unclaimed checks will be secured by the Business Manager from unauthorized access.

106 Security of School Documents

Originals of the following corporate documents are maintained and their presence shall be verified on a periodic basis:

- A. Charter and all related amendments
- B. Charter School Bylaws
- C. Minutes of the Board of Directors and committees of the Board
- D. Banking agreements
- E. Leases
- F. Insurance policies
- G. Vendor invoices
- H. Grant and contract agreements
- I. Fixed asset inventory list
- J. Contract and grant billings

107 Use of School Assets

School employees shall not use any of the school's assets for personal use without prior approval of the School Administration and with proper justification.

108 Use of School Credit Cards

WSD's credit cards and purchase cards should only be issued with the formal approval of the Board of Directors and with proper justification. The cost/benefit to WSD should be fully reviewed to ensure that no other method is appropriate. If credit cards are issued they should be assigned to specified Charter School employees and should be used only for school-related expenditures. All charges must be supported by invoices or travel reports to be eligible for payment by WSD.

Monthly credit card statements are reconciled to invoices and travel reports and are approved by WSD's Director or Business Manager.

8. Organizational Structure and Governing Body

WSD is a Utah nonprofit corporation that was established in March of 2008 for the purpose of creating and operating the WSD Charter School (See Articles of Incorporation, Section 9). WSD will continue to operate in compliance with applicable law and in accordance with its bylaws, which have been adopted by its Board of Directors (the "Board").

COMPOSITION OF THE BOARD

The Board currently consists of seven individuals who have taken an active role in establishing the mission of, and business plan for, the WSD, and in preparing the Charter School Application. As provided in the Bylaws, the Board is to consist of such number of directors as may be established from time to time by the Board, but in no event fewer than three directors. The authorized number of directors is currently set at seven, and the initial directors are expected to serve until the establishment of the school. Once the school is established, the Board will be expanded to nine members, and the members of the Board will constitute the Governing Board for the school. Members of the Board will generally serve for three year terms, subject to their earlier resignation or removal. To ensure continuity in leadership over time, once the school is established, the terms will be staggered so that one-third of the Board seats will come up for election each year, at the annual meeting of the Board.

Vacancies on the Board will be filled by a majority vote of the remaining members of the Board. A majority of the directors serving will constitute a quorum for the conduct of business. Upon the establishment of the Charter School, at least 25% of the positions on the Board shall be reserved for parents of students at the Charter School, with such positions to be filled as determined by the Board. Unless and until otherwise specified by the Board, one of the parent positions on the Board shall be filled by a vote of parents of students at the Charter School, and the remainder of such positions shall be filled by a vote of the directors already in office.

Pursuant to WSD's Bylaws, the Board has appointed the following officers:

President and Chairperson -- Merry Fusselman
Treasurer -- Mike Weilenmann
Secretary -- Chris Anderson

RESPONSIBILITIES OF THE BOARD

The Board bears ultimate responsibility for realizing the mission and vision of the school. Specifically, the responsibilities of the Board include the following:

- Provide timely information to facilitate management responsibilities.
- Handle student appeals or disciplinary issues with guidance from the Executive Director
- Hire and evaluate Executive Director

WEILENMANN SCHOOL OF DISCOVERY

- Monitor the school's efforts to achieve its mission, vision, academic achievement, and goals of the strategic plan.
- Formulate and monitor the budget and financial issues with assistance from the Business Manager.
- Define school policy.
- Form and assist where needed a parent organization.
- Other functions incidental to the progress and operation of the school.

- The Board is to meet at least one per month, and may meet more frequently at its discretion.

- Meetings shall be conducted in accordance with the Bylaws and applicable Utah law.

- Background information for current members of the Board are included in Section 10.

BYLAWS
OF
WEILENMANN SCHOOL OF DISCOVERY
(A Utah Nonprofit Corporation)

ARTICLE 1
PURPOSES

Section 1.1. Purposes of Bylaws and Corporation. These Bylaws are adopted for the governance of WEILENMANN SCHOOL OF DISCOVERY, a Utah nonprofit corporation (herein referred to as the “Corporation”). The Corporation shall have the right to do and accomplish all things and engage in all lawful transactions that a nonprofit corporation organized under the laws of the State of Utah might do, accomplish, or engage in under the Utah Revised Nonprofit Corporation Act (the “Nonprofit Act”), subject to the restrictions, qualifications and limitations set forth in the Corporation’s Articles of Incorporation (the “Articles”) and these Bylaws, as they may be amended from time to time. The Corporation is organized and is to be operated exclusively for one or more charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), including those purposes referenced below and in the Articles.

Section 1.2. Specific Objectives and Purposes. Without limiting the generality of the foregoing, the specific objectives and purposes of the Corporation include the following:

- (a) to establish, operate, maintain, support and promote the Weilenmann School of Discovery, as a Utah public charter school, and to educate students in a manner consistent with the school’s charter;
- (b) to conduct operations and utilize funds exclusively for educational and charitable purposes, consistent with all legal requirements;
- (c) to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code; and
- (d) solicit and receive contributions; purchase, own and sell real and personal property; make contracts; invest and spend corporate funds for corporate purposes; and engage in activity in furtherance of, incidental to, or connected with, any of the foregoing purposes.

ARTICLE 2
OFFICES

Section 2.1 Business Offices. The principal office of the Corporation shall initially be located at 1833 East 2050 North, Layton, Utah 84040. The Corporation’s Board of Directors (the “Board”) may change the principal office from time to time. The Corporation may have such other offices, either within or without the State of Utah, as the Board may designate or as the business of the Corporation may require from time to time.

Section 2.2 Registered Office. The registered office of the Corporation in the State of Utah may be, but need not be, identical with the principal office in the State of Utah, and the Board may change the address of the registered office from time to time. As of the adoption of these Bylaws, the registered office is the same as the principal office referenced above.

ARTICLE 3 MEMBERS

Section 3.1 Members and Voting. Until otherwise determined by an amendment of these Bylaws or by action of the Board of Directors, the Corporation shall have such classes of members (the “**Members**”) as may be determined from time to time by the Board of Directors. Members of each class shall meet such qualifications or criteria, and submit such documentation, as may be established from time to time by the Board. Whether each class of Members will have voting rights, and if so, the matters as to which such voting rights may be exercised, shall be determined from time to time by the Board, or by amendment to these Bylaws. Each voting Member shall have one vote on all matters which are properly presented for a vote of the voting Members. Voting Members may vote in person or by proxy, consistent with the provisions of the Nonprofit Act. The number of voting and nonvoting Members shall not be limited, except as may be otherwise determined from time to time by the Board. Any Members whose dues are delinquent for such period of time as may be set from time to time by the Board shall be dropped from membership, unless otherwise determined by the Board. At the time of adoption of these Bylaws, the Board has not taken any action to establish any classes of Members.

Section 3.2 Meetings and Actions. Meetings of voting Members, or of all Members with the voting Members entitled to vote on actions to be considered by the Members, may be held on an annual basis, or at such other times or intervals as the Board may from time to time determine to be appropriate, for the purpose of conducting such business as the Board or Members may deem appropriate, subject to the requirements of the Nonprofit Act and these Bylaws. The Board shall determine whether any class of Members shall vote on the election of any directors of the Corporation. Notice of meetings of the Members shall be provided in a manner consistent with the provisions of the Nonprofit Act. Action may also be taken by the Members without a meeting by written consent or by written ballot, as provided in the Nonprofit Act.

Section 3.3 Changes in Membership Provisions. The membership provisions of these Bylaws may be altered from time to time in accordance with the Nonprofit Act, the Articles and these Bylaws to provide for the designation of one or more classes of Members, and the qualifications, rights, limitations and members attaching to each or any class of Members.

ARTICLE 4 BOARD OF DIRECTORS

Section 4.1 Powers. The business and affairs of the Corporation shall be managed under the direction of the Board, which shall be vested with all powers, privileges and rights provided by the Nonprofit Act, will have the duties referenced therein, and will have final authority

to establish and resolve all matters and questions of policy.

Section 4.2 Number, Term, Election and Qualification of Directors.

(a) Number. The number of directors to serve on the Board (the “**Directors**”) shall be specified from time to time by resolution of the Board, but shall not be less than three. As of the date of adoption of these Bylaws, and until changed by subsequent action of the Board, the number of Directors has been set at seven (with such number to increase to nine upon the establishment of the charter school which this Corporation has been organized to establish (the “**Charter School**”). No decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director.

(b) Initial Terms; Staggered Terms. The initial directors of the Corporation shall serve until the establishment of the Charter School, or until their earlier resignation or removal. Upon the establishment of the Charter School, the total number of Directors shall be divided into three groups, with each group containing one-third of the total, as near as may be. From the time of establishment of the Charter School, all Directors shall be elected for terms of three years, and the terms will be staggered, so that approximately one-third of the Directors’ terms expire every year. At the time of establishment of the Charter School, one-third of the Directors will serve shortened, one-year terms, and another one-third of the Directors will serve shortened two-year terms, to establish the staggered arrangement. The final determination of which group each Director belongs to will be made by the vote of a majority of the Directors then serving (with each Director abstaining with respect to such Director’s own group assignment), or in the absence of such determination by the Board, then by designation of the President.]]

(c) Election. Directors shall be elected at each annual meeting of the directors (or, in the case any directors are to be elected by Members, then at the annual meeting of Members) (or at any special meeting specifically called for such purpose), to fill the positions on the Board held by those Directors whose terms have expired or are expiring. Vacancies on the Board may be filled at any time, as provided below.

(c) Qualifications. All directors to be elected shall meet such qualifications as may be prescribed for such Directors from time to time in the Articles, these Bylaws, the Nonprofit Act, or by the Board. Unless otherwise so determined, Directors need not be residents of the State of Utah. Upon the establishment of the Charter School, at least 25% of the positions on the Board shall be reserved for parents of students at the Charter School, with such position to be filled as determined by the Board. Unless and until otherwise specified by the Board, one of the parent positions on the Board shall be filled by a vote of parents of students at the Charter School, and the remainder of such positions shall be filled by a vote of the directors already in office.

(d) Removal; Resignation. Any Director may be removed at any time, with or without cause, by the affirmative vote of the other Directors then in office (or, at times when the Corporation has Members entitled to vote on the election of such Director, by a majority of the Members entitled to vote on the election of such Director) at any meeting specifically called for such purpose. Any Director may resign at any time by giving written notice to the other members of the Board, or to the Chair of the Board, or to the President of the Corporation. Resignations shall take effect upon delivery or at any subsequent time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

(e) Vacancies. Vacancies on the Board, including vacancies created by an increase in the number of directors or from removal of a director, shall be filled by the affirmative vote of a majority of the Directors then serving, or by a majority of the voting Members, at any annual or

special meeting of the Board or Members specifically called for such purpose. A Director elected to fill a vacancy shall be elected for the unexpired term of such Director's predecessor in office (or until the end of the term designated for the position being filled), and must meet the qualifications applicable to such position on the Board.

Section 4.3 Compensation. Directors shall not receive compensation for their services as such, although by resolution of the Board, the reasonable expenses of Directors incurred in attending meetings of the Board or of any committees of the Board may be reimbursed by the Corporation. Directors shall not be disqualified to receive reasonable compensation for services rendered to or for the benefit of the Corporation in any other capacity, as determined by the Board.

Section 4.4 Chair. A majority of the Directors serving on the Board may elect one of the Directors to serve as chair of the Board (the "**Chair**"). Such person shall hold such position until the next annual meeting of the Board and until his or her successor has been duly elected, or until his or her earlier death, resignation or removal. If the election of the Chair is not held at such meeting, or if such meeting is not held, such election may be held at any subsequent regular or special meeting. The Chair shall preside at meetings of the Board, and shall present, or cause to be presented, a report of the condition of the business of the Corporation at the annual meeting of the Board. The Chair shall perform such other duties as are incident to the position, are required by law, or are specified by the Board by resolution.

Section 4.5 Right of Inspection. Every director shall have the right at any reasonable time to inspect all the Corporation's books, records and documents of every kind.

Section 4.6 Committees. The Board may from time to time designate from among the Directors one or more committees, each of which, to the extent provided in any resolution of the Board establishing or defining the responsibility and authority of such committee, shall have and may exercise all of the authority of the Board, except as prohibited or restricted by the Nonprofit Act or these Bylaws. The authority and responsibilities of each committee, as well as its composition, shall be determined from time to time by the Board. The delegation of authority to any committee shall not operate to relieve the Board or any Director from any responsibility imposed by the Nonprofit Act. Rules governing procedures for meetings of any committee of the Board shall be established by the Board, or in the absence thereof, by the committee itself.

ARTICLE 5 MEETINGS

Section 5.1 Annual and Regular Meetings. An annual meeting of the Board, and other regular meetings of the Board, shall be held at such time and place as may be determined by the Board, or by the Chair of the Board or any two Directors.

Section 5.2 Special Meetings. Special meetings of the Board may be called by or at the request of the Chair of the Board or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place, date and time for holding any special meeting of the Board called by them.

Section 5.3 Notice. Notice of each meeting of the Board, stating the place, day and hour of the meeting, shall be given to each Director at the Director's business or home address at least five days prior thereto by mailing a written notice by first class, certified or registered mail, or at least two days prior thereto by personal delivery of written notice or by telephonic, facsimile, or e-mail notice (and the method of notice need not be the same as to each Director). If mailed, such notice shall be deemed to be given when deposited in the United States mail, with postage thereon prepaid. If transmitted by facsimile or e-mail, such notice shall be deemed to be given when the transmission is completed. Any Director may waive notice of any meeting before, at or after such meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless otherwise required by these Bylaws, the Nonprofit Act or other applicable law.

Section 5.4 Quorum and Voting. A majority of the Directors then serving shall constitute a quorum for the transaction of business at any meeting of the Board, and the vote of a majority of the Directors present, participating and represented at a meeting at which a quorum is present shall be the act of the Board (subject to any requirements for the vote of a greater percentage of Directors, or for the vote of only disinterested directors as may be imposed by the Nonprofit Act, the Articles or these Bylaws). If a quorum is not present at a meeting, a majority of the Directors present, participating and represented may adjourn the meeting from time to time without further notice other than an announcement at the meeting, until a quorum shall be present. For purposes of determining a quorum with respect to a particular proposal, and for purposes of casting a vote for or against a particular proposal, a Director may be considered to be present at or participating in a meeting and to vote if the Director has granted a proxy meeting the requirements of Section 816(4) of the Nonprofit Act. At any meeting of the Board, each Director present, participating or represented at such meeting shall have one (1) vote on any matter.

Section 5.5 Action Without a Meeting. Any action required or permitted to be taken at a meeting of the Board or any committee of the Board may be taken without a meeting if all Directors entitled to vote with respect to the subject matter thereof take action in writing to either (i) vote for the action, or (ii) vote against or abstain from the action, but waive the right to demand that action not be taken without a meeting, in accordance with the requirements of Section 813 of the Nonprofit Act, and provided that the affirmative votes for the action equal or exceed the minimum number of votes that would be necessary to take the action at a meeting at which all of the Directors then in office were present and voted.

Section 5.6 Meetings by Telecommunication. Directors may participate in a meeting of the Board or any committee by means of conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other during the meeting. Such participation shall constitute presence at the meeting.

Section 5.7 Presumption of Assent. A Director who is present at a meeting of the Board at which action on any matter is taken shall be presumed to have assented to the action

taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the Corporation immediately after the adjournment of the meeting. No Director may dissent regarding an action for which the Director voted in favor.

ARTICLE 6 OFFICERS

Section 6.1 Designated Officers; Qualifications. The officers of the Corporation (the “Officers”) shall be a President, a Vice President, a Secretary and a Treasurer, each of whom shall be elected by the Board. The Board may also elect or appoint such other Officers, assistant Officers and agents, including an Executive Director, as the Board may consider necessary or appropriate. One person may simultaneously hold more than one office. Officers may, but need not be, Directors.

Section 6.2 Election and Term of Office. Officers shall be elected at each annual meeting of the Board, or at any other meeting of the Board when vacancies exist or occur. Unless otherwise determined by the Board, each Officer shall hold office for a term of one year, and until the Officer’s successor shall have been elected and shall have qualified, or until the Officer’s earlier death, resignation or removal. Election or appointment of an Officer shall not itself create any contract rights with the Corporation.

Section 6.3 Removal. Any Officer or agent may be removed by the Board whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 6.4 Resignation; Vacancies. Any Officer may resign at any time, subject to any rights or obligations under any existing contracts between the Officer and the Corporation, by giving written notice to the Board, the Chair of the Board or the President. An Officer’s resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A vacancy in any office, however occurring, may be filled by the Board for the unexpired portion of the term.

Section 6.5 Authority and Duties of Officers. The Officers shall have the authority and shall exercise the powers and perform the duties specified below and as may be additionally specified by the Board or these Bylaws, except that in any event each Officer shall exercise such powers and perform such duties as may be required by law.

(a) President. The President shall, subject to the direction and supervision of the Board: (i) be the chief executive and administrative officer of the Corporation with general responsibility for all day-to-day operations of the Corporation and control of its affairs and business and general supervision of its other Officers, agents and employees; (ii) propose, prepare and present to the Board specific programs and activities that will further the Corporation’s purposes; (iii) direct and supervise the implementation of the orders, resolutions, programs and activities approved by the Board; and (iv) perform all other duties and responsibilities as may from time to

time be assigned to the President by the Board. The President may be authorized to execute contracts on behalf of the Corporation.

(b) Vice-President. The Vice-President will assist the President in the conduct of the business of the Corporation, and shall perform such other duties as may be assigned by the Board or delegated by the President. At the request of the President, or in the President's absence or inability to act, the Vice President shall perform the duties of the President.

(c) Secretary. The Secretary shall: (i) keep the minutes of meeting of the Board; (ii) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (iii) be custodian of the corporate records; and (iv) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or by the Board.

(d) Treasurer. The Treasurer shall: (i) be the principal financial and accounting officer of the Corporation and have the care and custody of all its funds, securities, evidences of indebtedness and other personal property and deposit and maintain the same in accordance with instructions of the Board; (ii) receive and give receipts and acquittances for moneys paid on account of the Corporation and pay out of the funds on hand all bills, payrolls and other just debts of the corporation of whatever nature upon maturity; (iii) keep complete books and records of account, prepare and file all local, state and federal tax returns and related documents, prescribe and maintain an adequate system of internal audit, and prepare and furnish to the President and the Board statements of account showing the financial position of the Corporation and the results of its operations; (iv) make such reports to the Board as the Board may from time to time request; and (v) perform all other duties incident to the office of Treasurer and such other duties as may from time to time be assigned to the Treasurer by the President or the Board.

Section 6.6 Compensation. The compensation of the Officers shall be fixed from time to time by the Board, and no Officer shall be prevented from receiving such compensation by reason of the fact that he or she is also a Director of the Corporation.

ARTICLE 7 INDEMNIFICATION

Section 7.1 Indemnification. To the full extent permitted by law, and subject to the requirements of the Nonprofit Act, the Corporation shall indemnify all Directors and Officers against all liability incurred by them in connection with the defense of any proceeding in which they are made a party by reason of being or having been a Director or Officer, except in relation to matters as to which they have failed to satisfy the applicable standards of conduct to be eligible for indemnification as set forth in Section 902 of the Nonprofit Act or any other applicable provision of law, and shall make such other indemnification arrangements (including advanced payment of expenses) as shall be authorized by the Board, consistent with the requirements of the Nonprofit Act and any other applicable legal requirements.

Section 7.2 Insurance. By action of the Board, notwithstanding any interest of the Directors in such action, the Corporation may, subject to the provisions of the Nonprofit Act and these Bylaws, purchase and maintain insurance, in such amounts as the Board may deem appropriate, on behalf of any persons indemnified hereunder, against any liability asserted against

any such person and incurred by such person in the capacity of or arising out of such person's status as an agent, Officer or Director of the Corporation, whether or not the Corporation would have the power to indemnify such person against such liability.

Section 7.3 Limitation of Indemnification. Notwithstanding any other provision of these Bylaws, the Corporation shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with the qualification of the Corporation as an organization described in Section 501(c)(3) of the Code or would result in liability under Section 4941 of the Code.

ARTICLE 8 PROHIBITION AGAINST SHARING IN CORPORATE EARNINGS

No Director, Officer or employee of or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All directors of the Corporation shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Board may determine or as may be determined by a court of competent jurisdiction upon application of the Board, exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Code and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

ARTICLE 9 LIMITATION ON LIABILITY

To the fullest extent permitted by the Act or any other applicable law as now in effect or as it may hereafter be amended, a Director of this Corporation shall not be personally liable to the Corporation for monetary damages for any acts or omissions in the performance of such person's duties as a Director. Neither any amendment to nor repeal of this Article, nor the adoption of any provision in these Articles inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE 10 EXEMPT ACTIVITIES

Notwithstanding any other provision of these Bylaws, no Director, Officer, employee, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of Code and the regulations promulgated thereunder as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE 11 PRIVATE FOUNDATION

For such time as the Corporation is a private foundation, as defined in Section 509 of the Code:

(a) the Corporation will make distributions 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 Code;

(b) the Corporation will not engage in any action of self-dealing as defined in Section 4941(d) of the Code;

(c) the Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code;

(d) the Corporation will not make any investments in such manner as to subject it to taxation under Section 4944 of the Code; and

(e) the Corporation will not make any taxable expenditure as defined in Section 4945(d) of the Code.

ARTICLE 12 MISCELLANEOUS

Section 12.1. Account Books, Minutes, Etc. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board and committees of the Board.

Section 12.2. Designated Contributions. The Corporation may accept any designated contribution, grant, bequest or devise consistent with its general charitable and tax-exempt purposes, as set forth in the Articles and these Bylaws. As so limited, donor-designated contributions will be accepted for special funds, purposes or uses, and such designations generally will be honored. However, the Corporation shall reserve all right, title and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any special fund, purpose or use. Further, the Corporation shall acquire

and retain sufficient control over all donated funds (including designated contributions) to assure that such funds will be used to carry out the Corporation's tax-exempt purposes.

Section 12.3. Conflicts of Interest. If any person who is a Director or Officer is aware that the Corporation is about to enter into any business transaction directly or indirectly with such person, any member of that person's family, or any entity in which that person has any legal, equitable or fiduciary interest or position, such person shall (a) immediately inform those charged with approving the transaction on behalf of the Corporation of such person's interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the Corporation, and (c) not be entitled to vote on the decision to enter into such transaction. The Board is to adopt a comprehensive Conflicts of Interest Policy for the Corporation, with a copy to be maintained in the corporate records, and the Board is to review that policy on an annual basis.

Section 12.4. Loans to Directors and Officers Prohibited. No loans shall be made by the Corporation to any of its Directors or Officers. Any Director or Officer who assents to or participates in the making of any such loan shall be liable to the Corporation for the amount of such loan until it is repaid.

Section 12.5. References to Code. All references in these Bylaws to provisions of the Code are to the provisions of the Internal Revenue Code of 1986, as amended, and shall include the corresponding provisions of any subsequent federal tax laws.

Section 12.6. Amendments. The power to alter, amend or repeal these Bylaws and adopt new bylaws shall be vested in the Board

Section 12.7. Conflicts; Construction. Any discrepancies or conflicts between the provisions of the Nonprofit Act, the Articles and these Bylaws shall, unless otherwise provided, be resolved by giving priority first to the Nonprofit Act, second to the Articles and third to the Bylaws.

SECRETARY'S CERTIFICATE

I, THE UNDERSIGNED, being the secretary of Weilenmann School of Discovery, a Utah nonprofit corporation, do hereby certify the foregoing to be the Bylaws of such Corporation, as adopted by the Corporation's sole incorporator, effective as of the 24th day of March, 2008.

P. Christian Anderson, Secretary

9. Articles of Incorporation

Minutes of Public Meeting Relating to the Establishment of Weilenmann School of Discovery
March 21, 2008
4:00 p.m.

The following are the minutes of a publicly noticed meeting, held at the offices of SpyHop, located at 511 West, 200 South, Suite 100, in Salt Lake City, Utah. The purpose of the meeting was to consider the establishment of a new charter school in the State of Utah. Those attending the meeting included Merry Fusselman, Mike Weilenmann, Rick Wray, and Chris Anderson.

The meeting participants considered the purposes of charter schools, which include the following:

Continue to improve student learning

Encourage the use of different and innovative teaching methods

Create new professional opportunities for educators what will allow them to actively participate in designing and implementing the learning at the school

Increase choice of learning opportunities for students

Establish new models of public schools and a new form of accountability for schools that emphasizes the measurement of learning outcomes and the creation of innovative measurement tools

Provide opportunities for greater parental involvement in management decisions at the school level

Expand public school choice in areas where schools have been identified for improvement, corrective action or restructuring under the No Child Left Behind Act.

The attendees considered perceived educational needs that might be met by the proposed new school, and how it could be established to address the statutory purposes for Utah charter schools.

Those in attendance at the meeting included children of Milton L. Weilenmann and of Virginia Weilenmann Anderson, and they expressed a desire to establish a school as a tribute and legacy to their Weilenmann ancestors. It was noted that the Weilenmann family prized academic excellence, fostered intellectual inquiry, creativity and discovery, celebrated involvement in, and appreciation for, the arts; and enjoyed a connection to nature. A discussion ensued as to how such traits and traditions could be applied to the proposed school. It was also noted that the unique property owned by the Weilenmann family in Parley's Canyon, Summit County, Utah, would provide a unique setting for the school, offering an opportunity for immediate access to the beauties of nature.

The experience and capabilities of Rick Wray and SpyHop were noted, and the attendees expressed a desire to incorporate the educational innovations and media arts programming developed by Mr. Wray and SpyHop into the new school's curriculum.

After discussion, Articles of incorporation prepared for the establishment of Weilenmann School of Discovery as a Utah nonprofit corporation (the "Corporation") were presented and approved, with Merry Fusselman to serve as the incorporator.

Organizational matters were also considered, to be implemented upon the formation of the Corporation, and it was proposed that the initial directors consist of Merry Fusselman, Mike Weilenmann, Becky Anderson, Rich Wray, Richard Simon, Matt Mateus and Chris Anderson, representing various backgrounds, including education, business, real estate development, and the law. It was also proposed that Merry Fusselman serve as the initial President of the Corporation, with Mike Weilenmann to serve as the initial Treasurer and Chris Anderson to serve as the initial Secretary.

Organizational issues regarding Board composition and terms, property development, school calendar and curriculum were discussed.

The attendees considered actions that would be required to prepare and submit a Utah Charter School application, and the responsibilities were allocated.

There being no further business, the meeting was adjourned.

Chris Anderson, Secretary of the Meeting

ARTICLES OF INCORPORATION OF
WEILENMANN SCHOOL OF DISCOVERY

(a Utah nonprofit corporation)

The undersigned, for the purpose of forming a nonprofit corporation under the Utah Revised Nonprofit Corporation Act (the "Nonprofit Act"), hereby adopts the following Articles of Incorporation and certifies as follows:

ARTICLE 1
CORPORATE NAME; DURATION

The name of the corporation is WEILENMANN SCHOOL OF DISCOVERY. The period of duration of the corporation is perpetual.

ARTICLE 2
PURPOSES AND POWERS

The corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal tax code (the "Code"). Without limiting the generality of the foregoing, the corporation is organized and shall operate for the following purposes:

- (a) To support and promote the establishment, operation and maintenance of the Weilenmann School of Discovery, a Utah public charter school, and to educate students in a manner consistent with the school's charter;
- (b) 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, shall use and apply the whole or any part of the income therefrom and the principal thereof exclusively for educational or charitable purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code and Regulations promulgated thereunder as they now exist or as they may hereafter be amended;
- (c) To purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity in furtherance of, incidental to, or connected with, any of the other purposes enumerated herein;
- (d) To do such other things as are incidental to the purposes of the Weilenmann School of Discovery, or necessary or desirable in order to accomplish them;
- (e) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code; and
- (f) To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by

Section 501(c) of the Code and are consistent with those powers described in the

Nonprofit Act.

The corporation shall have all powers necessary and incidental to carrying out the purposes for which the corporation is formed.

ARTICLE 3

LIMITATIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors or officers or to other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 hereof. 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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE 4

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, all of the corporation's assets remaining after payment of or provision for all of its liabilities shall be transferred to or distributed for one or more exempt organizations or purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 5

MEMBERS

The corporation shall have such classes of members as may from time to time be prescribed in its Bylaws. The designation and voting powers of each class, their manner of election or appointment, and the qualifications, rights, limitations and obligations attaching to each or any class of members shall be as from time to time stated in the Bylaws. Voting powers may be denied to any class either generally or in any limited way. The corporation shall not have or issue any shares of stock. However, the corporation may issue certificates evidencing membership therein, should the Bylaws at any time provide for one or more classes of members. No member which is not an exempt organization described in Section 501(c)(3) of the Code shall be entitled to share in or receive any part of the net earnings of the corporation, any distribution of net assets, or any proprietary interest in any of the corporation's property or assets. Each member shall be subject to the fees, dues and assessments, if any, as permitted by the Bylaws.

ARTICLE 6

DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors, except as otherwise provided in the Nonprofit Act. The number of directors (which shall not be less than three), their classifications, if any, their terms of office, and the manner of their election, appointment or removal, as well as their rights, privileges and duties, shall be determined according to applicable provisions of the Nonprofit Act and the Bylaws of the corporation from time to time in force.

ARTICLE 7

LIMITATION UPON LIABILITY OF DIRECTORS

To the fullest extent permitted by the Nonprofit Act or any other applicable law as now in effect or as it may hereafter be amended, a director of this corporation shall not be liable to the corporation or to its members for monetary damages for any action taken, or any failure to take any action, as a director.

ARTICLE 8

INDEMNIFICATION

To the fullest extent permitted by law, and subject to the requirements of the Nonprofit Act, the corporation shall indemnify all directors and officers of the corporation from and against all liability incurred in connection with any proceeding in which they are made a party by reason of being or having been a director or officer, except in relation to matters as to which they have failed to satisfy the applicable standards of conduct to be eligible for indemnification as set forth in the Nonprofit Act or any other applicable provisions of law, and shall make such indemnification in accordance with the requirements of the Nonprofit Act and other applicable legal requirements. The foregoing indemnification provisions may be clarified in the Bylaws of the corporation.

ARTICLE 9

BYLAWS

The Board of Directors may adopt, amend, repeal, alter and replace Bylaws for the corporation from time to time, and such Bylaws may contain any provision for managing the business and regulating the affairs of the corporation that are not inconsistent with the Act or other applicable law, or these Articles of Incorporation.

ARTICLE 10

INCORPORATOR

The name and street address of the incorporator are as follows:

Merry Fusselman:
1833 East 2050 North
Layton, Utah 84040

ARTICLE 11

REGISTERED AGENT AND OFFICE

The registered office of the corporation shall be initially located at 1833 East 2050 North Layton, Utah 84040. The initial registered agent of the corporation at that address shall be Merry Fusselman.

IN WITNESS WHEREOF, the undersigned hereby states that she has read the foregoing Articles of Incorporation, is familiar with the contents thereof, and verifies and affirms the truthfulness thereof.

Executed as of the 24th day of March, 2008.

INCORPORATOR:

Merry Fusselman _____

The undersigned hereby accepts and acknowledges appointment as the initial registered agent of the corporation, and confirms that she is a Utah resident having a business office identical with that of the registered office, and so meets the requirements of Section 501 of the Nonprofit Act.

REGISTERED AGENT:

Merry Fusselman _____

10. Background Information

MERRY CHRIS FUSSELMAN

ROLE ON BOARD: DIRECTOR/PRESIDENT

EMPLOYMENT HISTORY

Principal-Canyon Rim Academy

2007 to present

460 k-6 students; first year charter school; uniting the Canyon Rim Academy board, faculty, and community; supporting teachers with effective professional development; creating a positive school culture.

Principal - Spectrum Academy

2006 to 2007

K-8 charter school; 130 students; specializing in meeting the learning and social needs of children with high-functioning Asperger's and Autism.

Excel Education

2005 to 2006

Director of School Operations, Consultant to five new charter schools – including: curriculum, assessment, human resources, charter school policy and procedure; writing grants and applications for new charter

Consultant, Feeder Schools Network

2005 to 2006

Instructional Action Planning, Standards & Assessment Consultant to Schools

Principal – Orchard Elementary

2004-2005

855 students k-6 faculty and staff of 67; Implemented a school-wide writing workshop and guided reading curriculum; Created a new technology lab; Improved technology instruction and integration; Consulted directly with Heidi-Hayes Jacobs on Curriculum Mapping

Elementary Supervisor – Research and Assessment Department

2003-2004

Moved Davis School District along to becoming standards based; Implemented a standards based report card in 53 elementary schools; Wrote standards and scoring rubrics aligned with the Utah Core Curriculum; Evaluated data for schools; Trained faculties in assessment, rubrics, and teaching and assessing to standards; Interpreted No Child Left Behind data for schools; Consulted directly with Robert J. Marzano on standards, assessment, and grading

Principal – Holbrook Elementary

1999-2003

Administrative Intern – Centerville Junior High School

1998-1999

School Counselor – North Layton Junior High School

1993-1998

Fourth Grade Teacher – West Clinton Elementary School

1987-1993

EDUCATION HISTORY

M.Ed.	Educational Leadership and Administration	Brigham Young University
M.Ed.	Educational Counseling	University of Phoenix
B.S.	Elementary Education	Weber State University

STATEMENT OF INTENT

My intent in working towards creating WSD is to unite with our talented board to build a school where learning is interesting and engaging, children are happy, and teachers are masters in their field. The persistent and effective work of Utah's charter leaders has opened the opportunity for creating WSD. This school will progress from an application on paper to the first day when the students are welcomed into WSD. The school will be a unique, creative school built on land that I love and dedicated to family who are my inspiration.

MICHAEL LEE WEILENMANN

ROLE ON BOARD: DIRECTOR/TREASURER

EMPLOYMENT HISTORY

1998-Present	Licensed Utah Real Estate Broker Owner Weilenmann Investments
1990-1998	Real Estate Agent
1971-1998	Owned and operated several restaurants including: Seaman James Bartley Restaurant Hare Hallow Restaurant
Volunteer History	President South Valley Kiwanis – 1984 Candidate Utah State Legislature – Democrat

EDUCATION HISTORY

	Licensed Real Estate Broker
1971	BA in Political Science from the University of Utah With a certificate in International Relations and Spanish
1965	Graduated from Park City High School Student Body President

STATEMENT OF INTEREST

I have a strong desire to see a successful charter school in the Summit County area. Our family has strong ties to the land and culture of the area. As the father of eight children and the grandfather of 10, I understand the importance of education.

I hope to use my background in the restaurant and real estate business to provide a business perspective to the operation of the charter school.

CHRIS ANDERSON

ROLE BOARD: DIRECTOR/SECRETARY

EMPLOYMENT HISTORY

Chris Anderson is a partner in the Business and Finance Department of Ballard Spahr Andrews Ingersoll. Mr. Anderson is also a member of the Mergers and Acquisitions Group, Life Sciences/Technology Group, Securities Group, Private Equity Group and International Group. He practices primarily in the areas of business, securities, and international law.

Mr. Anderson has an extensive background in venture capital transactions for emerging growth companies and in the representation of high technology companies in the initial stage of development. He also represents more mature recapitalizations, mergers and other complex commercial transactions and agreements. Mr. Anderson assists clients in corporate structuring, establishment of commercial and strategic relationships, international expansion and franchising matters. Mr. Anderson is licensed to practice law in California, Utah, and speaks Spanish fluently.

Mr. Anderson is a member and past president of the International Section of the Utah State Bar, member and past president of the Securities Section of the Utah State Bar; member of the Business Law Section of the Utah State Bar; member of the American Bar Association; member of the California State Bar Association and served as chairman of the Utah Business Corporation Act Revision Committee at the time of drafting and adoption of the Utah Revised Business Corporation Act. He has also been recognized in the 2006, 2007, and 2008 editions of Chambers USA: America's Leading Lawyers for Business as "Leaders in Their Field" in the area of Corporate Business. Mr. Anderson was selected for The Best Lawyers in America 2008 in the Corporate Governance and Compliance Law, Corporate Law, Mergers & Acquisitions Law, Private Funds Law and Venture Capital Law area.

Mr. Anderson is a frequent analyst and advisor with respect to Utah business and business entity legislation. He is also a frequent lecturer on topics relating to the formation and financing of new businesses, venture capital investments, commercial transactions and director and officer responsibilities.

EDUCATION HISTORY

University of Utah, B.A.	1976
University of Utah College of Law, J.D.	1876

STATEMENT OF INTENT

I am committed to serve as a member of the Applicant's Board of Directors through the application process and until the establishment of the WSD. In that role, I expect to bring to bear my legal background and experience with other nonprofit organizations to advise the Applicant regarding (i) establishment of appropriate practices and procedures for the observance of best practices of corporate governance; (ii) compliance with legal requirements relating to the Applicant's nonprofit status; and (ii) operation of the school in conformity with laws and regulations applicable to the establishment and operation of charter schools in the State of Utah.

BECKY ANDERSON

ROLE ON BOARD: DIRECTOR

EMPLOYMENT HISTORY

1997-Present Counselor at Murray High in Murray School District Murray, Utah
 " Department Chair for the Counseling Department (2007-2008)
 " Individual Counseling, Academic Advising, Crisis Counseling
 " Founding Director of the school wide TEAM program (Student Advisement)
 " MHS Comprehensive Guidance Program and State Site Reviews
 " College liaison with the Utah colleges
 " Post-High School Tour / "College Day" for MHS seniors
 " Registration and the SEOP process for all 10th-12th graders
 " Organize and present evening programs for parents and parents

2000 – 2001 Utah School Counselor Association Board Member
 " Director of annual fall USCA conference on BYU campus
 " Director of 1st USCA scholarship golf tournament, "Chip in for Children"

1991 – 1997 Counselor at Hillcrest Junior High in Murray School District Murray, Utah
 " Developed a state approved comprehensive guidance program
 " Individual counseling, classroom presentations, district crisis team
 " S.E.O.P. program, individual planning, academic advising, tracking

1979 – 1991 Teacher / Coach at Murray High in Murray School District Murray, Utah
 " U.S. Studies, Honors U.S., Heroes in American History, Physical Ed.
 " 14 years Women's Head Basketball Coach (1979-'86, 1988-'94)
 " 10 years Women's Head Volleyball Coach (1979-'86, 1988, 2002)
 " 2 years Women's Head Softball Coach (1990 & 1991)
 " 1 year Assistant Head Softball Coach (1995)

EDUCATION HISTORY

1991 – 1993 Utah Secondary Counseling Certificate at University of Phoenix Murray, Utah
 1987 – 1988 Master of Science at Illinois State University (American History) Normal, Illinois
 " Granted one year sabbatical from Murray School District
 " Graduate Assistant in History Department, Professor Champagne
 1974 – 1979 Bachelor of Science at the University of Utah Salt Lake City, Utah

STATEMENT OF INTENT

Finishing my 29th year as a Utah educator, I am thrilled to be part of the Weilenmann School of Discovery. Nestled in the beauty of Summit Park, WSD, will be a model school based on an innovative curriculum and the most successful proven practices in education. The curriculum will include cutting edge media arts programming in the classroom and nature education programs outside the doors of the school in the surrounding countryside. It is our desire to create an

environment where children feel they are loved, valuable and capable. Thinking outside of the traditional ways, the WSD is being designed for children to enjoy learning.

RICHARD N. WRAY

ROLE ON BOARD:

DIRECTOR EMPLOYMENT

HISTORY

Spy Hop Productions, Salt Lake City, UT. *Co-Founder and Executive Director*
September 1999 – Present

- Current Executive Director of the not-for-profit youth multimedia center that specializes in empowering youth K-12 through the multimedia arts
- Director and Founder of the Interactive Digital Education Academy (iDEA), a residential professional development initiative for K12 educators dedicated to integrating the media arts process into the core curriculum
- Designs and facilitates after-school and summertime programming in the fields of film/video production, sound engineering, and web programming and design
- Founder of the LocoMotion International Youth Film Festival celebrating the best teenage produced film from around the globe

Higher Ground Learning, Salt Lake City, UT. *Co-Founder and Chief Executive Officer*
October 1994-Present

- Co-Founded and Directed private educational center that offers creative multi-media workshops, test preparation courses, day school alternatives, and academic tutoring/mentoring for students K-12

CHOICE

(Center for Humanitarian Outreach and Intercultural Exchange), SLC, UT
Expedition Leader *January 1996 - June*
1996

- Participant in a three week health-care expedition to the village of Xalibe in Guatemala
- Office volunteer who helped coordinate world-wide humanitarian projects

SUWA (Southern Utah Wilderness Alliance), *Copywriter*
Salt Lake City, UT. *October 1993-September 1994*

- Researched and reported on wilderness preservation issues, particularly river conservation
- Participated in various grassroots office duties including data entry, membership drives, and mailings

People For Puget Sound, *Research Assistant*
Seattle, WA. *September 1992-June 1993*

- Conducted research on regional and national environmental justice concerns
- Published a community educational/activational manual that informed neighborhoods of potential dangers
- Aided in the organization of a regional conference that addressed environmental racism

EDUCATION HISTORY

Bachelor of Arts degree - Double major: Political Science and Environmental Studies

University of San Diego September 1989-June 1991

Member of USD Honors Program

National Freshman Honor Society, Phi Eta Sigma

University of Washington September 1991-June 1993

Cum Laude graduate

Phi Beta Kappa scholar

STATEMENT OF INTENT

My intent in regards to the creation and sustainability of the Weilenmann School of Discovery Charter School is to offer my professional perspective on innovative program and curriculum design, organizational development, and fundraising. I have spent the last 18 years, both locally and nationally, working with diverse student populations, K-12, in out-of-school and in-school settings. These roles have included various teaching and administrative positions. I am extremely committed to educational models that serve multiple learning styles in inspiring, experiential, intimate, environments of mutual respect.

RICHARD L. SIMON

ROLE ON BOARD: DIRECTOR

EMPLOYMENT HISTORY

I have designed and taught upper-division courses in meteorology at the university level. I have also prepared seminars in my professional area of concentration, which is wind energy meteorology.

I was the sole proprietor of a meteorological consulting company from 1983-2002, and since that time have been the Managing Director of a seven-person consulting company called V-Bar, LLC. During these 25 years, I have been in charge of all financial management: planning, invoicing, accounting, and bookkeeping. V-Bar currently has annual gross receipts of approximately \$1.5 million dollars.

EDUCATION HISTORY

Sierra High School, Whittier, California, September 1963-June 1967, received diploma with honors.

University of California Riverside/University of California Berkeley, September 1967-December 1973, received BA in Geography.

San Jose State University (California), September 1974-December 1976, received MS in Meteorology.

I was on the Board of Managers for the Marin YMCA in Marin County, California from 2005-2007, and served on the program committee and general committee. I helped review, shape and approve annual budgets of roughly \$6 million.

STATEMENT OF INTENT

In my long career as a consultant, I often have found myself in a teaching and educative role with my clients. The future of our country depends heavily on our success in educating our youth. I strongly believe that schools offering a solid curriculum taught with 21st century tools will be the best way to provide this quality education.

Based on my personal acquaintance with the Board, I am completely convinced that they will be able to provide exceptional educational opportunities to the students of the school. My background in business and consulting is well-suited to participate in these efforts. As a relatively new resident in Utah, I want to help make a difference to its citizens.

MATT MATEUS

ROLE ON BOARD: DIRECTOR

EMPLOYMENT HISTORY

- 2002-Present Programs Director at Spy Hop Productions
Previous positions at Spy Hop include:
Audio Apprenticeship Instructor
Alumni Media Studio Director
Loud and Clear Youth Radio Director
- 2004-2005 Built recording studios and taught recording at the Boys ad Girls Club of Midvale and Murray.
- 2003-2004 Academic tutor at Higher Ground Learning
Worked in one-on-one situations designing and implementing curriculum for students struggling in the public school system.

EDUCATION HISTORY

Attended the University of Utah pursuing degrees in Music Composition and Fine Arts.

STATEMENT OF INTENT

My interest in Weilenmann School of Discovery is based on my continued interest in providing young people with the skills needed to actively participate in the world today. I am committed to finding ways to empower youth to find their voices and learn to express themselves creatively.

11. Mission and Vision

VISION

The Weilenmann School of Discovery is dedicated to helping students discover the power of their own potential — to learn, to innovate, and to change the world.

MISSION

The Weilenmann School of Discovery promotes engaged, authentic, and effective learning that prepares students to excel in the 21st century by:

- Providing a Liberal Arts education that integrates art, music, science, PE, media, and technologies into the core curriculum
- Hiring and developing Master Teachers
- Delivering instruction to meet individual needs
- Promoting project-based learning with real world applications
- Utilizing nature and the outdoors to inspire and enrich the educational experience

PHILOSOPHY

PROMOTES LEARNING FOR ALL STUDENTS

The mission and philosophy of Weilenmann School of Discovery centers on promoting learning for all students. Every decision made will focus on improving students' learning. Methods of instruction will follow research-based best practices and will be adopted accordingly in order to meet the learning needs of a diverse student population.

12. Goals and Strategic Priorities

I. Realizing WSD's Vision and Mission

A Liberal Arts Curriculum Supported by Specialists

WSD offers a rich, well-rounded liberal arts curriculum with the Utah Core as a launching point. WSD's educational model provides specialist teachers in lab science, art, music, PE, and library for students in grades K through 5. Middle School students enjoy an enhanced curriculum in English Language Arts, history, science, art, music, PE, and Latin, as well as enrichment courses ranging from forensics to musical theater and Ancient Greek. WSD believes that a liberal arts education provides a broad foundation of knowledge and critical thinking skills that prepare students for high school, college, diverse careers of the future, and most importantly, for lives rich with meaning and purpose. A Liberal Arts education prepares students to embrace complexity, diversity, and change, and to develop a sense of social responsibility.

Integration of Digital and Technology-Supported Learning

WSD has a 1:1 deployment of devices in 3rd through 8th grades and a 1:2 deployment of devices in K-2nd grades. The school has plans to extend its deployment of devices to realize a 2:3 deployment for students in K-2nd grades by the 2019-2020 school year. This deployment of devices, along with professional development in the use of technology, has allowed the school to improve its blend of traditional teaching pedagogy with innovative, technology-supported learning, digital literacy, and 21st century skills. Teachers and students have benefited from the ease of research, writing, graphics, use of applications, adaptive testing, and student portfolios as a result of the devices available in each classroom.

Master Teachers

The majority of WSD's resources go to support the hiring, development, and retention of Master Teachers. WSD expends substantive resources on professional development through operational funds, grants, and the sharing of resources with other public and private schools. WSD has a Professional Development Committee consisting of administrators and teachers who guide the expenditure of resources and promote development in needed areas. WSD's system of teacher evaluation coordinates directly with Utah's Professional Teacher Standards and Continuum of Teacher Development through annual goal setting, informal and formal observations, and individualized and schoolwide professional development. WSD works to keep teachers fresh and engaged by offering competitive compensation and opportunities for renewal and growth. WSD's faculty and staff have defined quality in all aspects of teaching, learning, and student life, and have as a shared goal the creation, development, and perpetuation of a culture of excellence and achievement.

Individualized and Differentiated Instruction

WSD provides individualized instruction through small and flex groups, inquiry-based, project-based, and technology-supported learning, a robust multi-tiered system of supports, and a comprehensive Special Education Program. Substantive resources are expended on the development of research-based pedagogies and assessment to enable teachers to provide differentiated instruction for all students. WSD cares most about the individual growth of each student at the school and, therefore, emphasizes yearly individual student growth above scores on state summative assessments. A vertically aligned curriculum and scale-based, formative assessment allow students, teachers, and parents to understand each student's progress toward mastery of identified priority standards.

Innovative, Research-Based Pedagogy and Authentic Assessment

WSD blends traditional teaching with an innovative pedagogical model that utilizes inquiry-based, project-based, and student-centered learning. WSD has established priority standards in each subject and at every grade level aligned with the Utah Core Standards. The school has implemented formative, scale-based assessment in order to challenge its most skilled students, support struggling students, engage all students more effectively, and assess students' skills and learning more accurately. WSD's pedagogy and assessments create authentic learning experiences for all students.

Outdoor Education

WSD infuses Outdoor Education throughout all subjects with an emphasis on outdoor learning in science, PE, and interdisciplinary projects. The Outdoor Learning Program at WSD educates students about their local environment and ecosystem, allows them to form a strong connection to nature, and teaches them how to care for their world. The beautiful Wasatch and Uinta Mountains near the school serve as the classroom for a carefully guided curriculum that emphasizes stewardship of open spaces and wild lands.

13. Board-Established Outcomes for Student Achievement

Guiding Principle

WSD's Board of Directors emphasizes individual growth. The Board has established a guiding principle that every student at WSD demonstrate substantive growth from the beginning of the year to the end of the year, as reflected in classroom assessments, and State summative and MAP test results.

Goal #1

70% of WSD's students will achieve grade-level proficiency or above in English Language Arts and Math as tracked by the State's early literacy skills assessment and internally administered MAP tests.

Goal #2

70% of WSD students will achieve individual, targeted growth goals as demonstrated by internally administered MAP tests.

Goal #3

WSD's students will demonstrate proficiency on State summative assessments at or above the State average scores in Math, Science, and English Language Arts.

Goal #4

WSD will infuse technology into instruction and assessment to improve student learning by acknowledging the need over time for a 1:1 deployment of devices in grades 3 - 8, a 2:3 deployment of devices in grades K - 2, and an aggressive digital teaching and learning initiative.

Goal #5

The Board of Directors expects 100% of WSD's students to demonstrate skill, knowledge, and understanding of Utah State or Core Curriculum standards using technology-supported learning and technology application as demonstrated by locally-generated assessments.

Goal #6

The Board of Directors has established the goal that 100% of WSD's students will utilize technology-supported learning and applications and demonstrate their skill, knowledge, and understanding of technology-supported learning and application based on internal, grade-level assessments.

Goal #7

100% of WSD teachers will be licensed, certified, or authorized as defined in various categories and licensing paths by the Utah State Board of Education's clearinghouse information system.

Goal #8

Utah State Board of Education's clearinghouse information system will be accurate and complete for 100% of WSD's teachers.

Goal #9

100% of WSD's teachers will set annual goals and benchmarks in at least two of the five Utah Professional Teacher Standards or Effective Teaching Standard areas. 100% of teachers will know and understand the Utah Professional Teacher Standards and Continuum of Teacher Development and/or the Utah Effective Teaching Standards as evidenced by meeting annual professional goals and by observed work in the classroom.

Goal #10

100% of WSD's teachers will attend and participate in faculty meetings, internal trainings, and professional development days.

Goal #11

100% of WSD's teachers will utilize priority standards approved by the school to map their courses in alignment with the Utah State Core curriculum standards. WSD's teachers will also use priority standards to track learning and to inform students and parents of students' individual progress toward mastery. These priority standards will be consistent among classrooms at each grade level and will be vertically aligned. Using priority standards, 100% of WSD's teachers will create units using the Backwards Design model.

Goal #12

WSD's Board of Directors will support administrative efforts to engage WSD Alumni in participation in two or more events per year, including general school events, dedicated alumni events, fundraising efforts, and WSD community outreach.

14. Special Education

WSD intends to exceed expectations in Special Education so that every special education student receives the maximum opportunity to learn and discover.

SPECIAL EDUCATION SERVICES

WSD understands that, in accordance with Utah law, any student with a diagnosed disability is entitled to a Free Appropriate Public Education (FAPE). This education includes receiving special education and related services, as specified in an IEP designed to meet the students' unique needs.

WSD will:

- Provide direct, consultative, and related services as specified in the IEP
- Provide a continuum of special education services to serve all students with disabilities, regardless of severity.
- Ensure qualified staff or contract providers are available to conduct evaluations and provide services as required by IDEA 2004 and Utah Special Education Rules.
- Serve all qualified students with disabilities, regardless of severity.
- Comply with all federal special education laws – IDEA 2004.

WSD will employ full-time and part-time special education teachers to meet the needs of every child who qualifies for special education including children with severe disabilities. While it is difficult to predict the precise number of Special Education students, WSD estimates that 10% of its student population will have special education needs and has projected its faculty needs and special education services accordingly. (See WSD's Source of Funding Plan and Operational Budget, Section 5.) If the special education population exceeds 10% WSD, will draw resources from other areas (e.g., part-time aides, capital purchases, etc.) to ensure that WSD meets all special education needs. Services from a Speech Therapist, Psychologist, or any other related service that is required to assess and deliver Special Education services will be provided by contracted professionals.

WSD's Special Education Team, including the Executive Director, Middle School Dean, Lower School Director, Special Education Director, Special Education Coordinator, Special Education Teacher(s), Related Servers, and the Regular Education Teachers, will coordinate and implement the Special Education program.

The Executive Director will:

- Ensure that WSD meets all Utah Special Education requirements.
- Serve as the Special Education LEA and be trained in all LEA procedures and policies.
- Attend Special Education Director's Trainings offered by the Utah State Board of Education.
- Have clear knowledge of IDEA 2004, Utah Special Education Rule, and records management (request, review, maintenance and transfer).

The Special Education Teacher(s) will:

- Be certified, licensed, experienced and trained to meet the learning needs of students with mild to severe disabilities.
- Attend Special Education trainings and round tables offered by the Utah State Board of Education;
- Have clear knowledge of IDEA 2004 and Utah Special Education Rule, and records management (request, review, maintenance and transfer).

CHILD FIND PROCEDURES

- The Special Education Director and Executive Director will train faculty yearly in Child Find procedures including: identifying students who are at-risk, implementing interventions, gathering data, and referring students to Special Education for testing.
- The Special Education Team will meet regularly to discuss each referral with the classroom teacher.
- Parents will receive information explaining the Child Find process and related resources;
- Parents will be encouraged to communicate with the classroom teacher and Executive Director if they have any concerns about their student's learning and education.

NEW REFERRALS

- Referrals will be responded to with immediacy, accuracy, and effective communication.
- Following signed parental consent, initial evaluations will be completed within the required 45 days with a school goal of completion within 30 days.
- When testing is completed and data has been evaluated, the Special Education Team will meet with the parents to review the qualifications for Special Education.
- The Special Education Team will be aggressive in responding to referrals and will meet all Utah State and Federal Special Education requirements.

FACILITIES

- All WSD facilities will be ADA-compliant.
- Special Education will have a classroom for teaching, meeting, and completing paperwork.
- Special Education teachers will have the option to provide services in the student's regular ed classroom or the special ed classroom for individual or small groups depending on the least restrictive environment (LRE) in the IEP.

RECORDS

Special Education records will be requested, reviewed, maintained, and transferred following Utah Special Education Rule requirements.

!

15. Opportunities for Parental Involvement

PARENTAL INVOLVEMENT

WSD embraces parent involvement as the energy and passion that propels a positive culture. One reason parents will choose WSD is for the increased opportunity to be involved in influencing school practices and decisions in an effort to create an exceptional educational experience for their children. The mission and vision of WSD appeals to parents since the school seeks to infuse learning with inquiry, innovative technologies and media, artistic expression, and the wonder and awe of nature and the world.

Parent involvement will be essential to the success of the school.

Children need to know and feel unity and connection between school and home. At WSD our goal is 100% voluntary parental involvement at home and/or school. This could include reading each night with their child, reviewing homework, communicating about learning and school events, maintaining contact with the teacher, or volunteering in some way at the school. All parents will be encouraged to be actively involved in their child's education.

Examples of how parents can be involved:

- Assist in child's classroom with learning projects.
- Lead or participate in an enhancement subject – art, music, computers, etc.
- Extend learning by helping to arrange experiences in the community.
- Increase financial resources available to the school.
- Participate in helping to inform parents through n
- Newsletters, calling trees, website, etc.
- Assist with special productions or assemblies.
- Provide additional adult supervision on field trips, on the playground or in the lunchroom.
- Assist classroom teachers by making copies, tutoring students, or providing services at home.
- Provide help in the office, library, or computer lab.
- Solicit and coordinate local business cooperation and support.
- Serve in WSD's Parent Organization

THE PARENT ASSOCIATION

WSD's Parent Association will consist of all parent or guardians of the students enrolled at the school that choose to join the organization. The Parent Association will be authorized to elect a president, a president-elect, two or more vice-presidents, a secretary, and a treasurer, who together will comprise the governing board of the Parent Association (the "Parent Association Board"). Each family will be entitled to one vote for each position. Every member of the Parent Association shall serve a one-year term or a two-year term that expires on the last day of school. The Parent Association Board will be entitled to create additional positions within the Parent Association, and those who agree to serve will be appointed by the Parent Association Board.

The responsibilities of the Parent Association include, but are not limited to the following:

- Complete tasks requested by the Governing Board
- Act as liaison between parents and administration
- Coordinate volunteer efforts at the school
- Create subcommittees to complete tasks as needed
- Conduct fundraising to support Parent Association activities

The Parent Association will meet at least once a year to elect officers and handle necessary business, but may call additional meetings if needed. Information will be provided to members of the Parent Association through the Parent Association Board.

COMMUNICATION WITH PARENTS

Communication between school staff and parents is vital to WSD's success. WSD will have an open-door policy for parents. Subject to state and federal laws, parents are welcome to visit the school or classroom. Parent visits should not disturb the teacher or the students. WSD requires that appointments with teachers or administrators be scheduled. Parents who abuse this privilege or who become a nuisance will be asked to leave campus.

Parents will be informed of opportunities to be involved at WSD in various ways. Parents will receive regular communication from WSD and students' teachers. Each teacher will be accessible to parents through personal contact, email, or telephone, as appropriate. WSD will establish and maintain a school website where parents can receive current information and view a school calendar. Parents will be encouraged to provide email addresses to receive school information electronically.

16. Educator Qualifications

TEACHER QUALIFICATIONS

WSD will seek to ensure that every classroom is led by a highly qualified effective teacher. WSD understands the importance of hiring teachers who understand the mission and vision of the school and have the skills and desire to achieve them.

WSD will use the Utah Professional Teacher Standards as the teacher guide for promoting student learning and enhancing professional practice. The standards define **high quality teaching** as the core of a successful education for all students.

- Creating and maintaining a positive classroom environment that promotes student learning.
- Planning curriculum and designing instruction to enhance student learning.
- Engaging and supporting all student in learning
- Assessing and evaluating student learning.
- Demonstrating professionalism to support student learning.

17. Administrative Services

WSD understands that organizing a charter school for effective operation is essential to the school's success as a business.. The administrative service plan ensures that WSD will have the academic, financial, and physical resources to accomplish the school's mission and vision.

WSD's Administrative Team will include the:

- a. Executive Director
- b. Middle School Dean
- c. Lower School Director
- d. Director of Teacher Mentoring
- e. Director of Educational Technology
- f. Development Director
- g. Assistant to the Executive Director
- h. Business Manager
- i. Administrative Support Personnel

The Administrative Team will fulfill responsibilities as delineated by job descriptions. These descriptions have been developed by the Board of Directors for the Executive Director, and by the Executive Director for other administrative positions.

18. Assurances

The applicant charter school hereby assures and certifies to the State Superintendent of Public Instruction that:

- A. The charter school will make provision for such fiscal control and fund accounting procedures as may be necessary to assure proper disbursement and accounting for all funds.
- B. The charter school will maintain a clear, written procedure and process for auditing school finances as per the requirements of the .
- C. The charter school gives the Utah State Board of Education or the U.S. Comptroller General, through any authorized representative, the access to, and the right to examine, all records, papers, or other documents related to all funds, including the submission of reports as may be required.
- D. The charter school will annually provide written evidence of liability and other appropriate insurance coverages, including a description of the levels of coverage and the relationship of this coverages to local and state agency obligations.
- E. The charter school will make such reports, including reports of evaluations, in such form and containing such information as the State Superintendent of Public Instruction may reasonably require to carry out his legislative functions and to determine the extent to which funds have been effective in carrying out legislative purposes and project objectives.
- F. The charter school will comply with appropriate rules, regulations, and state guidelines except as specifically waived by the Utah State Board of Education or Legislature, and effective control will be maintained over, and accountability provided, for all funds, property, and other assets. The charter school will also adequately safeguard all public property and shall assure that it is used solely for authorized purposes.
- G. After settling any outstanding debt, all physical assets owned by the charter school become the property of the Utah State Board of Education upon the termination of the charter school.
- H. The charter school will comply with the requirements of the Family Educational Rights and Privacy Act of 1974.
- I. The charter school will not discriminate in program benefits, participation, employment, or treatment on the basis of race, color, religion or national origin, and will comply with the provisions of Title IX of the Education Amendments of 1972 prohibiting discrimination on the basis of gender.
- J. The charter school assures that no otherwise qualified person shall, on the basis of a disability, be excluded from participation in, be denied the benefits of, or otherwise be subjected to discrimination under any program or activity that receives or benefits from local, state, or federal financial assistance.

K. The charter school will not expend program funds for any education program, activity, or service related to sectarian instruction or religious worship.

L. The charter school will function under an open admission policy. If the number of students applying to enroll at any grade level exceeds the capacity of the school or of, classes, or grade levels within the school, then those to be admitted shall be chosen at random from among the applicants, within the allowable mandatory and optional preferences specified in Section 53A-1a-506, Utah Code Annotated.

M. The charter school assures that it will not conduct a program of instruction until such time as:

- (1) The requisite health and safety standards for the school building have been met according to the local fire and health department inspectors;
- (2) Adequate equipment, and materials are available; and
- (3) Conditions are adequate to provide for the economical operation of the school with an adequate learning environment.

N. The charter school will comply with all applicable federal and state laws, rules, and regulations regarding the recruitment, screening, selection, and evaluation of all school employees.

O. The charter school will only employ educators who hold valid Utah Professional Educator Licenses or who meet State Board requirements for alternative licensing routes or Board authorization.

P. The charter school will employ the use of the Utah State Core Curriculum as the foundation for the instructional program for the school.

Q. The charter school will employ the use of the Iowa Test of Basic Skills and the Utah State Core Course End-of-Level Tests in the grade levels required by U-PASS as a fundamental part of the overall assessment program for the school.

R. The charter school assures that resources will be available and a process established to develop a Student Education Plan/Student Education Occupation Plan (SEP/SEOP) for each student.

S. The charter school will operate with a written procedure for student suspension and dismissal, including appeal procedures.

T. The charter school will maintain an active parent/guardian involvement process including some formal mechanism for meaningful involvement in site-based decision making.

U. The charter school will not charge tuition or fees, except those fees allowed by law. Governing Boards will adopt allowable fees annually in an open board meeting.

V. The charter school will operate under the provisions of the Utah Open Meeting Law and adopt bylaws in an open meeting.

W. A copy of the charter will be supplied to interested individuals or groups on request.

X. The charter school will submit an appropriately amended application prior to any material change affecting the purpose, administration, organization, or operation of the school.

Y. A secondary charter school will be accredited or in the process of seeking accreditation.

Z. The charter school will acquire and maintain nonprofit corporate status.

AA. The charter school will follow all state procurement rules.

BB. The charter school will maintain accurate student transcripts.

The chief administrative officer of the applicant charter school certifies that, to the best of his/her knowledge and belief, the data in this application are true and accurate, and that the applicant will comply with the assurances noted above if this application is approved. Therefore, this application for charter school status and funding is hereby submitted with the full approval and support of the governing body and chief administrative officer of the proposed charter school.

Name: Merry Fusselman

Title: Board of Directors/President

Signature:

Date:

Admission Procedures

Admission is not limited based upon ethnicity, national origin, religion, gender, income level, disabling condition, proficiency in the English language or athletic ability. There is no tuition or fees charged for attending Weilenmann School of Discovery Charter School except those allowed by law.

Weilenmann School of Discovery Charter School will admit all eligible pupils who submit a timely application. A charter school shall give enrollment preference to children of founding members, pupils returning to the charter school in the second or any subsequent year of its operation and to siblings of pupils already enrolled in the charter school. If, by the application deadline, the number of applications exceeds the capacity of a class, grade level, or building, all applications for that class, grade level or building will be selected for the available slots through a lottery, except that preference as allowed in law shall be given. After the application deadline, pupils for any remaining slots will be accepted in order of their lottery position. If an opening in the school occurs mid-year and no students remain from the original lottery, a notice for applications will be announced and applicants enrolled on the same basis as outlined above.

These admission procedures have been approved in legislation and by the Utah State Board of Education. If you have other administrative details of how you intend to facilitate acceptance of applicants to your school, they should not be in conflict with the language noted above.

Proof of Insurance

Weilenmann School of Discovery Charter School will provide to the Board a certificate of insurance before the first day of school in its initial year.

Electronic Data Submission

Weilenmann School of Discovery Charter School will have the technology and ability to meet all of the electronic data submission requirements for charter schools.

Nonsectarian Statement

Weilenmann School of Discovery Charter School is nonsectarian in its programs, admission policies and employment practices and all other operations.

Special Education/Exceptional Student Services Training

The applicant/authorized signer for Weilenmann School of Discovery Charter School will take a one-day Special Education training class sponsored by the Utah Department of Education subsequent to signing the contract, but prior to the first day of instruction and annually thereafter.

CAO (please print)

CAO's Signature

Date