



## **AGENDA**

### **Regular Meeting of the Bloomfield Hills Schools Board of Education**

**Doyle Center for Professional Development  
7273 Wing Lake Road | Bloomfield Hills, MI 48301**

**[www.bloomfield.org/livestream](http://www.bloomfield.org/livestream)**

**May 19, 2025  
6:00 PM**

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- 1. Call to Order**
  - A. Call to Order
  - B. Attendance
- 2. Committee of the Whole Discussion**
  - A. Board Intern Program Report
  - B. Board Committee Reports
  - C. Sinking Fund Discussion
  - D. Strategic Planning Update
- 3. Reconvene at 7:30 p.m.**
  - A. Attendance
  - B. Pledge of Allegiance
- 4. Special Recognition**

- A. Celebrating Success:  
Student being recognized:
- B. Celebrating Success:
- C. Celebrating Success:  
Student being recognized:
- D. Celebrating Success:
- E. Celebrating Success:
- F. Celebrating Success:
- G. Celebrating Success:
- H. Celebrating Success:

**5. Superintendent's Report**

Rick West, Superintendent

**6. Board President's Report**

Meagan Hill, Board President

**7. Public Comment**

- A. Public Comment

*To submit public comment during a meeting of the Bloomfield Hills Schools Board of Education, please complete a comment card and present it to the administrative professional recording minutes prior to the agenda item.*

**8. Consent Agenda**

- A. Consent Agenda

Carolyn Noble, Board Secretary

*I move that the Board of Education approve the recommendations detailed in the Consent Agenda, as presented.*

- B. Request to Approve Minutes from the Meeting of April 28, 2025

Carolyn Noble, Board Secretary

*I move the Board of Education to approve the minutes from the meeting of April 28, 2025, as presented.*

- C. Request to Approve Disbursement Reports

Kandice Moynihan, Assistant Superintendent of Business Services

*I move the Board of Education to approve the disbursement reports, as presented.*

- D. Request to Approve Monthly Financial Reports

Kandice Moynihan, Assistant Superintendent of Business Services

*I move the Board of Education to approve the monthly financial reports, as presented.*

- E. Request to Approve Millage Rate Development for Fiscal Year 2025-26

Kandice Moynihan, Assistant Superintendent of Business Services

*I move that the Board of Education authorize the administration to develop the 2025 millage rates in compliance with state guidelines and furnish such rates to the appropriate taxing authorities by May 31, 2025, in order to levy and collect summer property taxes for all BHS voter-approved millage rates for the 2025-26 fiscal year.*

F. Request to Approve Nonresident Tuition Rate for 2025-26

Kandice Moynihan, Assistant Superintendent of Business Services

*I move that the Board of Education to approve the nonresident tuition rate of \$13,650 for students K-12 enrolled for the 2025-26 school year, as presented.*

G. Request to Approve Purchase of State of Michigan Filter First Program Filling Stations, Filters and Supplies

H. Request to Purchase Bus Replacements

Jake McDermott, Director of Maintenance and Operations

*I move the Board of Education to approve the purchase of four 65 passenger conventional buses totaling \$622,848 to be paid for by the Sinking Fund, and three special needs 53 passenger buses totaling \$477,819, as presented.*

I. Placeholder: Graduation Requirements

Sarah Fairman, Executive Director of Learning Services

*I move the Board of Education to*

J. Request to Approve Personnel Actions

Keith McDonald, Deputy Superintendent

*I move the Board of Education to approve the personnel actions, as presented.*

**9. Board Business**

A. Request to Approve Amendments to Oakland County School Boards Association By-Laws

Carolyn Noble, Board Secretary

*I move the Board of Education to approve the proposed amendments to the Oakland County School Boards Association, as presented.*

B. Request to Approve New and Revised Oakland County School Boards Association Resolutions

Carolyn Noble, Board Secretary

**10. Closed Session**

A. Closed Session per MCL 15.268 Sections 8(a) and (?)

Rick West, Superintendent

**11. Adjournment**

*Public Comment is a time for individuals to share their thoughts with the Board; however, it is not a time for dialogue with the Board. Those who wish to speak at Public Comment are asked to complete a Public Comment Request Card. In the interest of fairness, the Board will announce a speaker time limit based on the number of cards submitted and available time.*

If you have a disability requiring a reader, amplifier, qualified sign language interpreter, or any other form of auxiliary aid or service, please call the Office of the Superintendent at 248-341-5406 at least one week prior to the meeting or as soon as possible.

Board Minutes are Located at:  
<http://www.bloomfield.org/board-of-education>  
Bloomfield Hills School Board of Education  
7273 Wing Lake Road  
Bloomfield Hills, MI 48301  
248-341-5406



**Bloomfield Hills Board of Education**

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:** May 19, 2025  
**Re:** Celebrating Success:

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## **Recommended Motion:**

Student being recognized:

## **Background Information:**

### **ATTACHMENTS:**

<b>File Name</b>	<b>Description</b>
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No Attachments Available



**Bloomfield Hills Board of Education**

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**From:**  
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**Recommended Motion:**

**Background Information:**

**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available



**Bloomfield Hills Board of Education**

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:** April 28, 2025  
**Re:** Celebrating Success:

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## **Recommended Motion:**

Student being recognized:

## **Background Information:**

### **ATTACHMENTS:**

<b>File Name</b>	<b>Description</b>
------------------	--------------------

No Attachments Available



**Bloomfield Hills Board of Education**

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:** May 19, 2025  
**Re:** Celebrating Success:

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**Recommended Motion:**

**Background Information:**

**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available





**Bloomfield Hills Board of Education**

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:** May 19, 2025  
**Re:** Celebrating Success:

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**Recommended Motion:**

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**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available



**Bloomfield Hills Board of Education**

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**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available



**Bloomfield Hills Board of Education**

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:**  
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**Recommended Motion:**

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**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available



**Bloomfield Hills Board of Education**

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:**  
**Re:** Celebrating Success:

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**Recommended Motion:**

**Background Information:**

**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Carolyn Noble, Board Secretary  
**Date:** May 19, 2025  
**Re:** Request to Approve Minutes from the Meeting of April 28, 2025

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### Recommended Motion:

*I move the Board of Education to approve the minutes from the meeting of April 28, 2025, as presented.*

### Background Information:

#### **ATTACHMENTS:**

File Name	Description
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No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Kandice Moynihan, Assistant Superintendent of Business Services  
**Date:** May 19, 2025  
**Re:** Request to Approve Disbursement Reports

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### Recommended Motion:

*I move the Board of Education to approve the disbursement reports, as presented.*

### Background Information:

A reference chart is included with the disbursement reports to help navigate the definition of the Fund and Object columns included on the Check and EFT Disbursements files.

### ATTACHMENTS:

File Name	Description
 Reference_Chart_for_Disbursement_Reports_(rev_1-2021).pdf	Reference Chart for Disbursement Reports

## Disbursements Reference Chart

<b>Fund #</b>	<b>Fund</b> - The 3 <sup>rd</sup> column of the disbursement report
<b>101</b>	<b>General Fund</b> Note: The General Fund is our main fund and accounts for our P-12 activities. We use sub fund #'s to further segregate General Fund activity for analysis purposes. All of the sub fund categories rolls up into the General Fund as a whole. The payment listing identifies the sub fund, which may help further explain the expenditure. The following are subcategories of the General Fund that appear in the payment listing:
	106 Preschools
	108 PREP
	114 Federal grant activities
	124 State grant activities
	210 Athletics
	211 Clubs
<b>220</b>	<b>Center Program</b>
<b>230</b>	<b>Community Services/Recreation</b>
<b>250</b>	<b>Food Services</b>
<b>272</b>	<b>International Academy</b>
<b>402</b>	<b>Capital Improvement Fund</b>
<b>408</b>	<b>Bond Fund</b>
<b>416</b>	<b>Sinking Fund</b>
<b>430</b>	<b>Capital Equipment Fund</b>
<b>510</b>	<b>Scholarship/Trust Funds</b>
<b>610</b>	<b>Hills Funds</b>
<b>810</b>	<b>Internal Service Fund (primarily self-insured activity)</b>

<b>Object #</b>	<b>Object Category – The 4<sup>th</sup> column of the disbursement report</b>
	Object column has 8 digits. The firsts digit represents the type of account. For the payment listing, it will usually be a “5” for an expenditure/payment. The 2nd digit represents the object category as follows:
51xxxxxx	1 represent salaries/wages through payroll, which is NOT part of the payment
52xxxxxx	2 represent employee benefits
53xxxxxx	3 represents a Purchased Service, such as contracted substitutes and staff, legal/audit/consulting services, police liaisons, officials, etc.
54xxxxxx	4 represent a repair or rental
55xxxxxx	5 represents supplies, such as teaching supplies, energy supplies (gas, electricity, diesel fuel, food, tires, office, etc.
56xxxxxx	6 represents capital outlay. Since the establishment of the Capital Equipment Fund, seeing this category is infrequent, but may occur if someone chose this account for a small purchase that they deemed equipment.
57xxxxxx	7 represents dues, fees, including entry fees, registration fees, taxes abated etc.
58xxxxxx	8 represents payments to other districts, such as outgoing tuition

The payment listing will show some items other than a 5 for expenditures. You may see the following:

**2xxxxxxx** - this is a liability account that will show up if we are holding money that is refunded, a payroll garnishment or with Hills and Trust activities.

**4xxxxxxx** - this is a revenue account that will show up if we collected revenue that is refunded.





## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Kandice Moynihan, Assistant Superintendent of Business Services  
**Date:** May 19, 2025  
**Re:** Request to Approve Monthly Financial Reports

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### Recommended Motion:

*I move the Board of Education to approve the monthly financial reports, as presented.*

### Background Information:

#### ATTACHMENTS:

##### File Name

##### Description

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Kandice Moynihan, Assistant Superintendent of Business Services  
**Date:** May 19, 2025  
**Re:** Request to Approve Millage Rate Development for Fiscal Year 2025-26

---

### Recommended Motion:

*I move that the Board of Education authorize the administration to develop the 2025 millage rates in compliance with state guidelines and furnish such rates to the appropriate taxing authorities by May 31, 2025, in order to levy and collect summer property taxes for all BHS voter-approved millage rates for the 2025-26 fiscal year.*

### Background Information:

Local taxing authorities request that millage rates be provided to them by May 31 in order to be included on the July 1 summer tax rolls. The latest taxable value data, millage reduction fractions and enrollment projections become available late spring and are necessary to calculate the millage rates, including non-primary residence exemption (PRE) property operating millage, hold harmless (PRE property) operating millage, sinking fund millage, and debt service (bonded debt) millage.

Millage rates are calculated under very strict formulas authorized by the state, and administration will apply the formulas accordingly. The calculated millage rates will be provided as information to the Board when they are sent out to the taxing authorities of Bloomfield Township, Bloomfield Hills, West Bloomfield, Orchard Lake, and Troy. The millage rates are also an integral part of the legally required Public Hearing in June.

### ATTACHMENTS:

#### File Name

#### Description

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Kandice Moynihan, Assistant Superintendent of Business Services  
**Date:** May 19, 2025  
**Re:** Request to Approve Nonresident Tuition Rate for 2025-26

---

### Recommended Motion:

*I move that the Board of Education to approve the nonresident tuition rate of \$13,650 for students K-12 enrolled for the 2025-26 school year, as presented.*

### Background Information:

Nonresident students may enroll in BHS on a tuition basis in accordance with the Michigan Revised School Code, the Michigan State School Aid Act, Board Policy 2001 and its and Administration Regulations. The Revised School Code states that the Board of Education may admit non-resident pupils and determine tuition.

Resident districts have the option to release or not release the student to attend BHS as a non-resident tuition student. If the resident district releases the student, BHS will receive the resident district's foundation allowance towards the tuition and the family is responsible for the remaining tuition. If the resident district does not release the student, the family is responsible for the full tuition. We offer various payment options, including check, credit card, and a payment plan.

We review our tuition rates annually, taking into consideration our rate history, per pupil foundation allowance, comparable public school district tuition structures and private school rates. It is the recommendation of the Administration that the nonresident tuition remain at \$13,650 for the school year ending June 30, 2026.

### ATTACHMENTS:

**File Name**

**Description**

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:**  
**Date:**  
**Re:** Request to Approve Purchase of State of Michigan Filter First Program  
Filling Stations, Filters and Supplies

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**Recommended Motion:**

**Background Information:**

**ATTACHMENTS:**

**File Name**

**Description**

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Jake McDermott, Director of Maintenance and Operations  
**Date:** May 19, 2025  
**Re:** Request to Purchase Bus Replacements

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### Recommended Motion:

*I move the Board of Education to approve the purchase of four 65 passenger conventional buses totaling \$622,848 to be paid for by the Sinking Fund, and three special needs 53 passenger buses totaling \$477,819, as presented.*

### Background Information:

Seven of the District's bus fleet have reached their end-of-life cycle. Four- 65 passenger buses and three- 53 passenger special needs buses. Business Officials, MSBO, offers a cooperative bus purchasing service to obtain competitive pricing from bidding dealers. This service was utilized to obtain school bus pricing for several different models that match our District's bus needs. After analyzing the information provided from three proposals and reviewing these proposals with Janavia Williams, Transportation Manager, and Willard Dean, our lead mechanic collaboratively, we recommend Hoekstra Transportation because of local support, consistency, and body style. It is therefore recommended that Hoekstra Transportation be awarded the school bus purchase in the amount of \$1,100,667.00, as detailed in the attached bid tabulation. The funding would be a combination of sinking fund and center program.

### ATTACHMENTS:

File Name	Description
❑ BI.Hills.2024-25_MSBO-2_PriceComparisonReport.65pass.rev.4.2.25.pdf	65 Passenger Bid Tabulations
❑ BI.Hills.2024-25_MSBO-2_PriceComparisonReport.53p.Sp.Needs.rev.4.2.25.pdf	53 Passenger Bid Tabulation

Michigan Bus Purchasing

## Price Comparison Report - Spec #24005

Apr 02, 2025 8:55 AM

Buying Organization: Bloomfield Hills Public Schools

3741 Roger B Chaffee SE

Grand Rapids MI 49548-3435

Notes: Bloomfield Hills - 65-Pass. Conventional

Product Category: Conventional (2024-2025 Phase 2)

Product: 65 Passenger

Quantity: 4

Option	Option SKU	Buyer Comments	Hoekstra	Holland	Midwest Transit
<b>Product Base Price</b>			<b>\$134,423.00</b>	<b>\$130,955.00</b>	<b>\$140,706.00</b>
<b>Chassis Options</b>					
<b>Air Dryer</b>					
Bendix AD-IP dryer w/spin-on filter	C101		N/C	(\$231.00)	N/A
<b>Alternator</b>					
270-amp, Leece-Neveille	C124		\$453.00	\$324.00	N/A
<b>Axle, Rear: minimum load</b>					
21,000 lbs.	C152		\$11.00	S/E	\$140.00
<b>Batteries</b>					
3 12-volt, 950-CCA each	C163		S/E	S/E	\$240.00
<b>Brake Dust Shield</b>					
Brake dust shield on all wheels	C170		S/E	S/E	S/E
<b>Brakes, ESC</b>					
Electronic Stability Control for Air Brakes	C172		S/E	S/E	S/E
<b>Brakes, Parking</b>					
Manual push-pull pneumatic parking brake for air brakes	C182		S/E	N/A	N/C
<b>Brakes, Traction Control</b>					
For air brakes	C184		S/E	S/E	S/E
<b>Engine</b>					
Cummins ISB 220hp, 600 torque, PTS2500 trans	C204		S/E	\$1,192.00	N/C
<b>Fan Drive</b>					
Electromagnetic On/Off Type	C195		\$98.00	S/E	S/E
<b>Full Instrumentation Package (Engine)</b>					
Low Coolant indicator with audible alarm	C260		S/E	S/E	S/E
<b>Headlights</b>					
LED Headlamps	C266		S/E	S/E	\$616.00
<b>Heater Block, Internal (Engine)</b>					
Delete block heater	C273		(\$76.00)	(\$127.00)	(\$44.00)
<b>Idle Management Control</b>					
Programmable	C280		S/E	N/C	S/E
<b>Pedals, Adjustable</b>					
Adjustable brake and accelerator pedals	C310		\$917.00	\$912.00	\$500.00
<b>Steering</b>					
Telescoping steering wheel	C320		S/E	S/E	N/C
<b>Tires</b>					
10R22.5, Hankook	C390		(\$1,486.00)	N/A	(\$1,343.00)
<b>Tire Pressure Monitor</b>					

Tire Pressure Monitoring System (TPMS)	C405	S/E	\$854.00	\$449.00
<b>Warranty, Extended</b>				
3 year/unlimited miles	C451	S/E	\$1,425.00	N/A
<b>Winter Warmup Equipment</b>				
Winter front	C490	\$33.00	\$100.00	S/E

## Body Options

<b>Air Conditioning</b>				
MCC/Carrier AC-126K w/KR4 roof condenser ducted, 124,000 BTU (rear & front in-wall evaporators, dual TM 21 compressor)	B127	\$13,014.00	\$10,590.00	N/A
Trans Air Manf, 120,000 BTU, front and rear flush in-wall evaporator, roof top condenser	B143	---	---	\$9,548.00
<b>Aisle Strips</b>				
Stainless steel	B151	\$75.00	\$340.00	N/A
<b>All Light Monitor System</b>				
Add all light monitor system	B160	S/E	S/E	S/E
<b>Antenna</b>				
Flexible rubber radio antenna	B170	S/E	S/E	N/A
<b>Battery Cut Off Switch</b>				
Add battery cut off switch	B190	S/E	S/E	\$80.00
<b>Color, Interior</b>				
Walls gray	B232	S/E	N/A	\$122.00
<b>Exit, Evacuation Step</b>				
Step & handle at rear door	B310	\$225.00	S/E	\$108.00
<b>Heater, Auxiliary</b>				
ProHeat X45, 45,000 BTU, quartz timer	B410	\$4,066.00	\$3,755.00	\$4,049.00
<b>Lettering and Trim</b>				
Substitute Reflexite tape	B450	N/C	N/A	(\$19.00)
<b>Light Visor</b>				
Overhead flasher light visor	B455	S/E	S/E	S/E
<b>Light, Exterior</b>				
Light check system	B460	S/E	S/E	S/E
<b>Lights, Interior</b>				
LED Interior Dome Lights	B465	S/E	\$441.00	S/E
<b>Mirror, Timer</b>				
Timer for heated mirror	B525	S/E	S/E	S/E
<b>Mirrors, Crossview</b>				
Rosco Hawk Eye, heated	B543	S/E	\$30.00	S/E
<b>Mirrors, Crossview, Arms</b>				
Stainless steel arms	B555	S/E	\$38.00	\$50.00
<b>Mirrors, Rearview</b>				
Rosco Open View ES, remote, heated, split view	B575	\$178.00	\$265.00	\$123.00
<b>Mirrors, Rearview, Arms</b>				
Stainless steel arms	B590	S/E	\$38.00	\$50.00
<b>Noise Reduction System</b>				
Perforated ceiling, full bus	B595	S/E	\$641.00	S/E
<b>Paint, Roof</b>				
White, polyurethane	B605	\$303.00	\$220.00	\$350.00
<b>Power Source</b>				
12-volt power source in driver's area	B615	S/E	S/E	S/E
<b>Radio &amp; Public Address System</b>				



AM/FM radio, PA system inside	B622	\$511.00	\$544.00	\$235.00
<b>Seat, Driver's</b>				
National, air ride w/1 arm rest	B664	\$137.00	\$225.00	\$35.00
<b>Seats, Fire Block</b>				
Delete fire block	B703	(\$472.00)	(\$350.00)	(\$737.00)
<b>Seats, Passenger: Color</b>				
Gray	B713	S/E	S/E	S/E
<b>Step Tread</b>				
Pebble tread w/metal backing	B750	S/E	N/A	N/A
<b>Stop Arm Signals</b>				
Electric, LED lights, front only	B762	(\$293.00)	(\$417.00)	(\$471.00)
<b>Storage Compartment, Large (90-105")</b>				
With light, gas spring & lock (each) (Qty: 2)	B775	\$1,576.00	\$2,660.00	\$2,668.00
<b>Storage Compartment Driver's Area</b>				
Over drivers sash window	B781	S/E	\$125.00	\$159.00
<b>Storage Pouch</b>				
Mounted on barrier behind driver	B782	\$21.00	\$16.00	\$47.00
<b>Warning System-Driver Alert</b>				
Transpec Driver Alert Model 7500	B805	\$466.00	\$440.00	\$413.00
<b>Window, Rear</b>				
Tempered, 28% tinted	B870	\$15.00	\$50.00	N/C
<b>Configured Price</b>		<b>\$154,195.00</b>	<b>\$155,055.00</b>	<b>\$158,074.00</b>

### Dealer Options

Omit Static Vent	\$0.00
Upgrade to 310TS Body, 259" Wheelbase, 138.4" ROH, Not Charge	\$0.00
Allison 7-Year Standard Transmisson Warranty, in lieu of 5-year	\$0.00
Zonar V4 Module Unit	\$475.00
Stainless Steel Manifold Plumbing & Shutoff	\$167.00
Driver's Seat Arm Rest - Dual	\$25.00
Backup Camera, with Interior Mirror Integrated Backing Monitor	\$850.00
Driver's Dash A/C Integrated included at No Charge	\$0.00
Stainless Steel Radiator Piping	\$0.00
LED Lights included as standard: License Plate, 4" Backup, Aft of Entrance Door, Lower Stepwell	\$0.00

<b>Unit Price</b>	<b>\$155,712.00</b>	<b>\$155,055.00</b>	<b>\$158,074.00</b>
<b>Total Price</b>	<b>\$622,848.00</b>	<b>\$620,220.00</b>	<b>\$632,296.00</b>
<b>Grand Total</b>	<b>\$622,848.00</b>	<b>\$620,220.00</b>	<b>\$632,296.00</b>

Michigan Bus Purchasing

## Price Comparison Report - Spec #24009

Apr 02, 2025 8:53 AM

Buying Organization: Bloomfield Hills Public Schools

3741 Roger B Chaffee SE

Grand Rapids MI 49548-3435

Notes: Bloomfield Hills Schools - 53-Passenger Special Needs

Product Category: Special Needs (2024-2025 Phase 2)

Product: 53 Passenger

Quantity: 3

Option	Option SKU	Buyer Comments	Hoekstra	Holland	Midwest Transit
<b>Product Base Price</b>			<b>\$138,450.00</b>	<b>\$136,507.00</b>	<b>\$149,118.00</b>
<b>Chassis Options</b>					
<b>Air Dryer</b>					
Bendix AD-IP dryer w/spin-on filter	C101		N/C	(\$257.00)	N/A
<b>Alternator</b>					
270-amp, Leece-Neville	C124		\$453.00	\$363.00	N/A
<b>Axle, Rear: minimum load</b>					
21,000 lbs.	C152		\$11.00	S/E	\$140.00
<b>Batteries</b>					
3 12-volt, 950-CCA each	C163		S/E	S/E	\$240.00
<b>Brake Dust Shield</b>					
Brake dust shield on all wheels	C170		S/E	S/E	S/E
<b>Brakes, ESC</b>					
Electronic Stability Control for Air Brakes	C172		S/E	S/E	S/E
<b>Brakes, Traction Control</b>					
For air brakes	C184		S/E	S/E	S/E
<b>Brakes, Parking</b>					
Manual push-pull pneumatic for air brakes	C182		S/E	N/A	N/C
<b>Engine</b>					
Cummins ISB 220hp, 600 torque, PTS2500 trans	C204		S/E	\$1,192.00	N/C
<b>Fan Drive</b>					
Electromagnetic On/Off Type	C195		\$98.00	S/E	S/E
<b>Full Instrumentation Package (Engine)</b>					
Low Coolant indicator with audible alarm	C260		S/E	S/E	S/E
<b>Headlights</b>					
LED Headlamps	C266		S/E	S/E	\$616.00
<b>Heater Block, Internal (Engine)</b>					
Delete block heater	C273		(\$76.00)	(\$127.00)	(\$44.00)
<b>Idle Management Control</b>					
Programmable	C280		S/E	S/E	S/E
<b>Motor, Starting</b>					
Thermal overcrank protection	C290		S/E	S/E	S/E
<b>Pedals, Adjustable</b>					
Adjustable brake and accelerator pedals	C310		\$917.00	\$912.00	\$500.00
<b>Steering</b>					
Telescoping steering wheel	C320		S/E	S/E	N/C
<b>Tire Pressure Monitor</b>					

Tire Pressure Monitoring System (TPMS)	C405	S/E	\$854.00	\$449.00
<b>Warranty, Extended</b>				
3 year/unlimited miles	C451	S/E	\$1,425.00	N/A
<b>Winter Warmup Equipment</b>				
Winter front	C490	\$33.00	\$100.00	S/E

## Body Options

<b>Air Conditioning, In Dash</b>				
For driver only	B110	\$1,361.00	N/A	S/E
<b>Air Conditioning</b>				
MCC/Carrier AC-572 max, 70,000 BTU	B118	\$5,120.00	N/A	N/A
Trans Air Manf, 60,000 BTU, rear flush in-wall evaporator, skirt condenser	B139	---	---	\$4,931.00
Trans Air Manf, 60,000 BTU, rear flush in-wall evaporator, skirt condenser	B139	---	\$7,918.00	---
<b>Aisle Strips</b>				
Stainless steel	B151	\$69.00	\$340.00	N/A
<b>All Light Monitor System</b>				
Add all light monitor system	B160	S/E	S/E	S/E
<b>Antenna</b>				
Flexible rubber radio antenna	B170	S/E	S/E	N/A
<b>Battery Cut Off Switch</b>				
Add battery cut off switch	B190	S/E	S/E	\$80.00
<b>Color, Interior</b>				
Walls gray	B232	S/E	N/A	\$122.00
<b>Exit, Evacuation Step</b>				
Step & handle at rear door	B310	\$225.00	S/E	\$108.00
<b>Flat Floor Package</b>				
36" seats, 2 seatbelts, rear lift door	B362	(\$430.00)	\$495.00	(\$350.00)
<b>Heater, Auxiliary</b>				
ProHeat X45, 45,000 BTU, quartz timer	B410	\$4,066.00	\$3,755.00	\$4,049.00
<b>Heater, Mid-body Rear</b>				
50,000 BTU	B430	N/A	\$305.00	\$234.00
<b>Light Visor</b>				
Overhead flasher light visor	B455	S/E	S/E	S/E
<b>Light, Exterior</b>				
Light check system	B460	S/E	S/E	S/E
<b>Lights, Interior</b>				
LED Interior Dome Lights	B465	S/E	\$441.00	S/E
<b>Mirror System</b>				
Lever-lock adjustable 6" x 30"	B521	S/E	\$64.00	\$86.00
<b>Mirror, Timer</b>				
Timer for heated mirror	B525	S/E	S/E	S/E
<b>Mirrors, Crossview</b>				
Rosco, Eye-Max LP, heated	B537	N/C	S/E	N/A
<b>Mirrors, Crossview, Arms</b>				
Stainless steel arms	B555	S/E	\$38.00	\$50.00
<b>Mirrors, Rearview</b>				
Rosco Open View ES, remote, heated, split view	B575	\$178.00	\$265.00	\$123.00
<b>Mirrors, Rearview, Arms</b>				
Stainless steel arms	B590	S/E	\$38.00	\$50.00
<b>Noise Reduction System</b>				

Perforated ceiling, full bus	B595	S/E	\$641.00	S/E
<b>Paint, Roof</b>				
White, polyurethane	B605	\$303.00	\$220.00	\$350.00
<b>Power Source</b>				
12-volt power source in driver's area	B615	S/E	S/E	S/E
<b>Radio &amp; Public Address System</b>				
AM/FM radio, PA system inside	B622	\$438.00	\$544.00	\$235.00
<b>Seat, Driver's</b>				
National, air ride w/1 arm rest	B664	\$137.00	\$225.00	\$35.00
<b>Seats, Child Restraint</b>				
IMMI SafeGuard, floor mount (per seat) (Qty: 4)	B677.2	---	---	\$1,328.00
Sabre, 36" floor mount (per seat) (Qty: 4)	B697	\$1,132.00	N/A	N/A
IMMI 36"-Child Restraint (Qty: 4)	B677.11	---	\$1,868.00	---
<b>Seats, Fire Block</b>				
Delete fire block	B703	(\$236.00)	(\$350.00)	(\$325.00)
<b>Seats, Passenger: Color</b>				
Gray	B713	S/E	S/E	S/E
<b>Seats, Track-mounted</b>				
36" seat w/2 seatbelts (per seat) (Qty: 2)	B731	\$820.00	S/E	\$436.00
<b>Severe Service Package</b>				
Must meet Colorado Racking Test	B740	S/E	S/E	S/E
<b>Step Tread</b>				
Pebble tread w/metal backing	B750	S/E	N/A	N/A
<b>Stop Arm Signals</b>				
Electric, LED lights, front only	B762	(\$293.00)	(\$417.00)	(\$471.00)
<b>Storage Compartment Driver's Area</b>				
Over drivers sash window	B781	S/E	\$125.00	\$159.00
<b>Storage Pouch</b>				
Mounted on barrier behind driver	B782	\$21.00	\$16.00	\$47.00
<b>Warning System-Driver Alert</b>				
Transpec Driver Alert Model 7500	B805	\$466.00	\$440.00	\$413.00
<b>Wheelchair Entry Latch</b>				
3-point latch	B845	S/E	S/E	S/E
<b>Wheelchair Securements (L-Track)</b>				
Q-Straint Q-8300-A1QRT (each) (Qty: 5)	B854	\$3,920.00	\$2,470.00	\$3,125.00
<b>Window, Rear</b>				
Tempered, 28% tinted	B870	\$15.00	\$50.00	N/C

<b>Configured Price</b>	<b>\$157,198.00</b>	<b>\$160,460.00</b>	<b>\$165,834.00</b>
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### Dealer Options

Omit Static Vent	\$0.00
Allison 7-Year Standard Transmission Warranty, in lieu of 5-Year	\$0.00
Zonar V4 Module Unit	\$475.00
50000 BTU Mid-Floor Heater	\$318.00
Stainless Steel Manifold Plumbing & Shutoff	\$167.00
Driver's Seat Arm Rest - Dual	\$25.00
Back-Up Camera, with Interior Mirror Integrated Backing Monitor	\$850.00
Stainless Steel Lower Radiator Piping	\$240.00
LED Lights included as standard: License Plate, 4" Backup, Aft of Entrance Door, Lower Stepwell	\$0.00

Unit Price	\$159,273.00	\$160,460.00	\$165,834.00
Total Price	\$477,819.00	\$481,380.00	\$497,502.00
Grand Total	\$477,819.00	\$481,380.00	\$497,502.00



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Sarah Fairman, Executive Director of Learning Services  
**Date:** May 19, 2025  
**Re:** Placeholder: Graduation Requirements

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### Recommended Motion:

*I move the Board of Education to*

### Background Information:

#### ATTACHMENTS:

##### File Name

##### Description

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Keith McDonald, Deputy Superintendent  
**Date:** May 19, 2025  
**Re:** Request to Approve Personnel Actions

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### Recommended Motion:

*I move the Board of Education to approve the personnel actions, as presented.*

### Background Information:

#### **ATTACHMENTS:**

##### **File Name**

##### **Description**

No Attachments Available



## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Carolyn Noble, Board Secretary  
**Date:** May 19, 2025  
**Re:** Request to Approve Amendments to Oakland County School Boards Association By-Laws

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### Recommended Motion:

*I move the Board of Education to approve the proposed amendments to the Oakland County School Boards Association, as presented.*

### Background Information:

The Oakland County School Boards Association (OCSBA) Resolution & Bylaws committee reviews the Association bylaws annually and recommends amendments as needed. Once proposed amendment(s) are reviewed by the Board of Directors, the proposed amendment(s) are transmitted to our member districts for consideration.

OCSBA Bylaws Article XVI Section 1: Amendments. These Bylaws may be altered or amended by the vote of the Member School Districts. The Board of Directors will provide a written ballot with the proposed amendment(s) to each Member School District giving at least a forty (40) day period in which to vote. Each Member School District will have one (1) vote.

Please refer to the supporting documentation for the revisions proposed by OCSBA.

### ATTACHMENTS:

File Name	Description
📎 OCSBA_Bylaws_Revisions_(May_19__2025).pdf	Proposed Revisions to OCSBA Bylaws
📎 OCSBA_Bylaws_Showing_Changes_(May_19__2025).pdf	OCSBA Bylaws Showing Proposed Changes (May 19, 2025)



OCSBA Bylaws – Amendments at a Glance:

**The following four revisions are clerical/grammatical in nature and do not change the meaning of the bylaws.**

1. (Page 3)

#### **Article V**

**Section 3: Place of Meeting.** The Board of Directors may designate the place of meeting for any annual or regular meeting or for any special meeting. If no designation is made, or if a special meeting is otherwise called, the place of the meeting will be the registered ~~off~~ **office** of the Association; but if all of the Members meet at any time and place and consent to holding of a meeting, such meeting will be valid without call or notice, and at such meeting any corporate action may be taken.

**Rationale: Grammar and clarification. ‘off’ is supposed to be ‘office’**

2. (Page 6)

#### **Article VIII**

**Section 2: Term of Office.** ~~Ther~~ **The** term of office for all officers shall commence upon their election or appointment and shall continue until the next annual meeting of the Association and thereafter until their respective successors are chosen or until their resignation or removal. Any officer may be removed from office at any meeting of the Directors, with cause, by the affirmative vote of a majority of the Directors, whenever in their judgment the best interests of the Association will be served thereby. An officer may resign by written notice to the Association. The resignation shall be effective upon its receipt by the Association or at a subsequent time specified in the notice of resignation. The Directors shall have the power to fill any vacancies in any offices occurring for whatever reason.

**Rationale: Grammar/clarity – deleting ‘r’ in the first word to change ‘Ther’ to ‘The’**

3. (Page 9)

#### **Article IX**

**Section 4: The Government Relations Committee.** The Government Relations Committee shall be a standing committee. The committee’s purpose is to receive

information on legislative matters for the purpose of sharing said information with the Member School Districts to advocate for, and increase awareness of, issues facing public education. The committee will meet at least 6 times per year.

**Rationale:** Grammar/clarification adding 'on' after 'information'

4. (Page 15)

#### **Article XIV**

**Section 2: Dealing with the Association.** A contract or other transaction between the Association and one or more of its directors or officers, ~~or between the Association and one or more of its directors or officers,~~ or between the Association and a domestic or foreign corporation, firm or association of any type or kind in which one or more of the Association's directors or officers are trustees or officers, or are otherwise interested, is not voidable solely because of such common trusteeship, officership or interest, or solely because such directors are present at the meeting of the Board of Directors or committee thereof at which such contract or transaction is acted upon, or solely because their votes are counted for such purpose, if any of the following conditions is satisfied:

**Rationale:** to remove duplicate phrase

**The following sections have been revised and edited for content.**

1. (Page 5)

#### **Article VII**

**Section 4: Notice.** Notice of any special meeting of the Board of Directors will be given at least two days by written notice delivered personally, by phone, ~~fax,~~ or email to each Director's contact information as shown by the records of the Association ~~or five days' notice by mail. If mailed, such notice will be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid.~~ Any Director may waive notice of any meeting. The attendance of a Director at any meeting will 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 regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

**Rationale:** Deleting language that refers to sending meeting notices via US mail and fax which are outdated modes of communication.

2. (Page 6)

## **Article VII**

**Section 10: Board Operating Procedures. The Board of Directors shall create and maintain Board Operating Procedures which shall be used in conjunction with these Bylaws.**

**Rationale:** Adding this section as the Board of Directors recently adopted Board Operating Procedures that further define roles, responsibilities and timelines.

3. (Page 7)

## **Article VIII**

**Section 6: The Secretary.** The Secretary shall attend all meetings of the Board of Directors and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He or she shall give, or cause to be given, notice of all meetings of the Directors for which notice may be required, and shall perform other duties as may be prescribed by the Directors. He or she shall have the authority to execute with the President all authorized conveyances, contracts or other obligations in the name of the Association, except as otherwise directed by the Directors.

**At the discretion of the Board of Directors on an annual basis, the Office of Secretary may be divided into two roles: Corresponding Secretary and Recording Secretary.**

**Rationale:** With a Board of 7-9 directors, it is helpful to split the role of Secretary into two and provides additional leadership opportunities.

4. (Page 8)

## **Article IX**

**Section 3: Committee Chairs.** Each standing and ad hoc committee shall elect a Chairperson annually from the appointed representatives. The election shall be the first order of business at the Committee's first meeting after ~~January 31<sup>st</sup>~~ **July 1<sup>st</sup>, unless otherwise specified in these Bylaws.** Written notice of the election date, time and place shall be provided to all appointed representatives not less than seven (7) calendar days prior to the meeting at which the vote will occur.

**Rationale: Operating Year is July 1 – June 30. This change will bring us in alignment**

5. (Page 9)

## **Article IX**

**Section 4: The Government Relations Committee.** The Government Relations Committee shall be a standing committee. The committee's purpose is to receive information **on** legislative matters for the purpose of sharing said information with the Member School Districts to advocate for, and increase awareness of, issues facing public education. The committee will meet at least 6 times per year.

**Committee Membership/Leadership.** At each Member School District's annual organizational meeting, a Member should be appointed to represent their Member School District at the Government Relations Committee.

A Committee Chairperson will be elected annually from the appointed Members at the first committee meeting after January 31<sup>st</sup>. Each Member School District in attendance shall have one (1) vote, which shall be cast by the Member School District's appointed representative.

**In the absence of an elected Vice Chair, the Vice President of OCSBA will assume the position of Vice Chair.**

**Rationale: This is to ensure we are building leadership on GRC**

6. (Page 9)

**Section 5: Resolutions and Bylaws Committee.** The Resolutions and Bylaws Committee shall be a standing committee and shall exercise the powers prescribed in this section. The committee's purpose is to develop and manage the resolutions and bylaws process. The committee shall meet at least once per year.

**Committee Membership/Leadership.** Committee members will be appointed by the ~~Board of Directors~~ **OCSBA President** annually. Committee members may be reappointed for additional terms. The appointed Committee members will elect a Committee Chairperson at the first committee meeting after appointment. The Government Relations Committee Chairperson shall be a member of the Resolutions and Bylaws Committee.

**Rationale: Common Practice is that OCSBA President makes committee appointments**

7. (Page 16)

#### **Article XV**

**Section 5: Method of Giving Notices.** Any notice required by statute or by these Bylaws to be given to the directors, or to any officers of the Association unless otherwise provided herein or in any statute, shall be given by ~~mailing~~ **electronic communication** to such director or officer at his or her last **known district-provided email** address as the same appears on the records of the Association, and such notice shall be deemed to have been given at the time of such ~~mailing~~ **communication**.

**Rationale: OCSBA does not physically mail communications.**

8. (Page 17)

#### **Article XVI**

**Section 1: Amendments.** These Bylaws may be altered or amended by the vote of the Member School Districts. The Board of Directors will provide written ballot with the proposed amendment(s) to each Member School District giving at least a forty (40) day period in which to vote. Each Member School District will have one vote.

**Grammatical errors that do not change the meaning or intent of the language may be corrected by the Board of Directors without a vote of the membership.**

**Rationale: Small grammatical errors (i.e., grammar and spelling), that do not change the meaning or intent of the language, can be corrected by the Board of Directors during the annual review rather than having to go out to membership for a vote**

Adopted by Board of Directors: 11/15/2017

Adopted by General Membership: 1/24/2018; 10/18/2018

Amendments Approved by Member School Districts: 9/16/2020; 9/10/2021; 3/3/2023

## **BYLAWS OF THE OAKLAND COUNTY SCHOOL BOARDS ASSOCIATION**

### **ARTICLE I OFFICES**

**Section 1: Principal Office.** The principal office of the Oakland County School Boards Association (the "Association") in the State of Michigan will be located at 2111 Pontiac Lake Road, Waterford Township, County of Oakland. The Association may have such other offices, either within or without the State of Michigan, as the Board of Directors of the Association may determine or as the affairs of the Association may require from time to time.

**Section 2: Registered Office.** The Association will have and continuously maintain a registered office and a registered agent whose office is identical with the registered office. The registered office may be, but need not be, identical with the principal office, and the address of the registered office may be changed from time to time by the Board of Directors of the Association.

### **ARTICLE II PURPOSE**

**Section 1: Purpose.** The purpose of the Association shall be:

- (a) To advance the quality of public education in Oakland County through the cooperative efforts of locally elected boards of education.
- (b) To promote high standards in providing educational programs and services to meet the needs of all students.
- (c) To make available to school board members information concerning educational issues.
- (d) To conduct and sponsor meetings and programs about various aspects of education in partnership with Oakland Schools.
- (e) To promote public understanding about the role of school boards in our education system and the need for citizen involvement in maintaining and improving our schools.
- (f) To enhance cooperation and communication among boards of education in Oakland County.
- (g) To present a strong force representing the views of school boards in Oakland County to the political representatives serving the area.

- (h) To advocate for county, state and national legislation and governance that promotes and supports public education services by locally elected boards of education.

### **ARTICLE III MEMBERSHIP**

**Section 1: Members.** The Association shall be organized upon a membership basis. Any publicly elected Board of Education member of a school district located in Oakland County or any elected Oakland ISD Board of Education member (referred to herein as “Member School Districts”), that is also a member in good standing in the Michigan Association of School Boards (“MASB”), is an eligible general member of this Association (referred to herein as a “Member” or collectively the “Members”).

**Section 2: Voting Rights.** Each Member is entitled to one vote on each matter submitted to a vote of the Members, with specific exceptions as outlined in this section. All rights to vote on business or election before the Members will be done in person.

**Exceptions:** Each Member School District shall have one (1) vote on resolutions (as outlined in Article IX) or to amend these Bylaws (as outlined in Article XVI). Member School District votes shall be recorded upon receipt of the completed resolution or ballot indicating the vote of the Member School District’s Trustees. Member School District votes must be received prior to the deadline indicated on the ballot or resolution. Results of such Member School District voting shall be provided to all Member Districts not later than the next general membership meeting.

**Section 3: Electronic Voting.** Electronic voting rights are granted to the Board of Directors only to conduct emergency business. All electronic vote(s) will be reaffirmed at the next meeting of the Board of Directors.

**Section 4: Transfer of Membership.** Membership in this Association is not transferable or assignable.

### **ARTICLE IV DUES**

The Association shall be financed by an annual MASB grant to its County Area School Boards Association (CASBA) members, Intermediate School District membership dues in an amount not to exceed the MASB CASBA grant, and by contributions and gifts accepted by the Association.

## ARTICLE V MEETING OF MEMBERS

**Section 1: Annual and Regular Meetings.** There shall be an annual meeting of the Members and not less than three additional, regular membership meetings each year for the purpose of appointing the Board of Directors and for the transaction of such other business as may come before the meeting. The annual meeting shall be the first regular meeting after July 1. The date, time, and place of all meetings shall be determined by the Board of Directors.

**Section 2: Special Meetings.** Special meetings of the Members may be called by voice or email by the President or by two or more members of the Board of Directors with 30 days' notice.

**Section 3: Place of Meeting.** The Board of Directors may designate the place of meeting for any annual or regular meeting or for any special meeting. If no designation is made, or if a special meeting is otherwise called, the place of the meeting will be the registered ~~off~~ office of the Association; but if all of the Members meet at any time and place and consent to holding of a meeting, such meeting will be valid without call or notice, and at such meeting any corporate action may be taken.

Rationale: Grammar and clarification. 'off' is supposed to be 'office'

**Section 4: Notice of meetings.** Written notice stating the place, day, and hour of any meeting of Members will be delivered, either personally or by email, to each Member entitled to vote as such meeting, not less than ten nor more than fifty days before the date of the meeting by the Secretary. In case of a special meeting, or when required by statute or these Bylaws, the purpose or purposes for which the meeting is called will be stated in the notice. If mailed, the notice of a meeting will be deemed to be delivered when deposited in the United States mail addressed to the Member at his or her address as it appears on the records of the Association, with postage thereon prepaid.

**Section 5: Informal Action by Members.** Any action required by law to be taken at a meeting of the Members, or any action which may be taken at a meeting of the Members, may be taken without a meeting if a consent in writing, setting forth the action so taken, will be signed by all of the Members entitled to vote with respect to the subject matter thereof.

**Section 6: Quorum.** The presence of at least one Member from twenty-five (25%) percent of the Member School Districts will constitute a quorum at such meeting. If a quorum is not present at any meeting of Members, a majority of the Members present may adjourn the meeting without further notice.



**Section 7: Involvement of Member School District Administrators.** Superintendents and Administrators of Member School Districts are encouraged to participate in the Member meetings and other Association activities.

## **ARTICLE VI ELECTION OF BOARD OF DIRECTORS**

**Section 1: Number of Directors.** The Board of Directors shall consist of an odd number of Directors, with no fewer than 7 nor more than 9 members. The Board of Directors shall have the discretion to determine the number of Directors to best meet the needs of the Association. The Board shall consider such a change whenever an election produces less candidates than open seats, and prior to seeking candidates to fill a vacancy under Section 6. The Secretary shall promptly communicate any change to the number of Directors to all Members. Any decrease in the number of Directors shall be accomplished by attrition, which may result in an eight member Board for up to one year, until the next election. An increase in the number of Directors shall be accomplished by election, as outlined in Section 4. In addition, the Board may call for a mid-year special election to increase the number of Directors.

**Section 2: Eligibility.** Any Member is eligible to be elected to the Association's Board of Directors. Only one Member from each Member School District is allowed to serve on the Board at any given time.

**Section 3: Term.** The term of office for each Director shall be for three (3) years and shall continue until his or her successor has been elected and qualified.

**Section 4: Board Election:** By May 1<sup>st</sup> yearly, the Board shall convene an Election Committee comprised of the three most recently elected Members of the Board of Directors. The Election Committee shall seek candidates who will create a Board with a geographical balance from throughout Oakland County. Board Candidate Application Forms will also be sent to all Member School Districts to be delivered to their board members. Candidates must submit a completed application to the Election Committee prior to the deadline specified on the form. Nominations cannot be made from the floor during the meeting at which the election occurs. Election of Candidates from Member School Districts shall take place at the June meeting. If there are more candidates than vacancies to be filled, the Member vote shall be by written ballot. If there are less candidates than vacancies to be filled, the Board of Directors shall follow the procedure to fill a vacancy as outlined in Section 6.

**Section 5: Resignation/Removal.** Any Director may resign by written notice to the Association. Any Director may be removed by the Members or the Board at any meeting of the Members or the Board, with cause as defined in Appendix I, by the affirmative vote of a majority of the Members or the Directors then in office (excluding the Director who is the subject of such action).

**Section 6: Vacancy.** If a vacancy shall occur among the Board of Directors as a result of death, resignation, removal or otherwise, the Board will first consider whether it is appropriate to decrease the number of Directors as outlined in Section 1. If the Board determines that the needs of the Association are best met by retaining the current number of Directors, the President will notify the Members of the vacancy, each Member School District shall be sent a Board Candidate Application Form and the Board shall appoint a member to fill the vacancy at its next meeting. The appointee shall serve until the next scheduled election.

**Section 7: Attendance.** Failure to attend three (3) consecutive Board meetings shall constitute a resignation; however, a Director may be granted an excused absence by action of the Board. Such a request shall be made in writing to the Board President within thirty (30) days of the missed meeting.

## **ARTICLE VII BOARD OF DIRECTORS**

**Section 1: General Powers.** It shall be the responsibility of the Board of Directors to carry out the purposes of the Association as specified in Article II of the Articles of Incorporation.

**Section 2: Regular Meetings.** A regular annual meeting of the Board of Directors will be held without other notice than these Bylaws. The date and time of the annual meeting shall be determined by the Board of Directors. The Board of Directors may provide by resolution the time and place for holding of additional regular meetings of the Board without other notice than such resolution.

**Section 3: Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place as the place for holding any special meeting of the Board called by them.

**Section 4: Notice.** Notice of any special meeting of the Board of Directors will be given at least two days by written notice delivered personally, by phone, ~~fax,~~ or email to each Director's contact information as shown by the records of the Association ~~or five days' notice by mail. If mailed, such notice will be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid.~~ Any Director may waive notice of any meeting. The attendance of a Director at any meeting will 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 regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Rationale: Deleting language that refers to sending meeting notices via US mail and fax which are outdated modes of communication.

**Section 5: Quorum.** A majority of the Board of Directors will constitute a quorum for the transaction of business at any meeting of the Board; if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting without further notice.

**Section 6: Manner of Acting.** The act of a majority of the Directors serving (whether elected or appointed), at a meeting at which a quorum is present will be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

**Section 7: Compensation.** Directors as such will not receive any stated salaries for their services, but by resolution of the Board of Directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board; but nothing herein contained will be construed to preclude any Director from serving the Association in any other capacity and receiving compensation therefor.

**Section 8: Informal Action by Directors.** Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the Directors.

**Section 9: Confidentiality.** The records and business of all Board of Directors proceedings shall be confidential and shall not be subject to disclosure without the Board of Directors' authorization in advance of disclosure.

**Section 10: Board Operating Procedures. The Board of Directors shall create and maintain Board Operating Procedures which shall be used in conjunction with these Bylaws.**

Rationale: Adding this section as the Board of Directors recently adopted Board Operating Procedures that further define roles, responsibilities and timelines.

## ARTICLE VIII OFFICERS

**Section 1: Election or Appointment.** The Board of Directors, as soon as may be practical after the annual appointment of Directors in each year, shall elect from the current Board of Directors, a President, a Vice-President, a Secretary, and a Treasurer of the Association.

**Section 2: Term of Office.** ~~The~~ **The** term of office for all officers shall commence upon their election or appointment and shall continue until the next annual meeting of the Association and thereafter until their respective successors are chosen or until their resignation or removal. Any officer may be removed from office at any meeting of the Directors, with cause, by the affirmative

vote of a majority of the Directors, whenever in their judgment the best interests of the Association will be served thereby. An officer may resign by written notice to the Association. The resignation shall be effective upon its receipt by the Association or at a subsequent time specified in the notice of resignation. The Directors shall have the power to fill any vacancies in any offices occurring for whatever reason.

**Rationale:** Grammar/clarity – deleting ‘r’ in the first word to change ‘Ther’ to ‘The’

**Section 3: Compensation.** Officers as such will not receive any stated salaries for their services, but by resolution of the Board of Directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board; but nothing herein contained will be construed to preclude any Officer from serving the Association in any other capacity and receiving compensation therefore.

**Section 4: The President.** The President shall be the Chief Executive Officer of the Association and shall have general and active management of the activities of the Association and shall see that all orders and resolutions of the Board of Directors are carried into effect. He or she shall execute all authorized conveyances, contracts, or other obligations in the name of the Association, except where required by law to be otherwise signed and executed, and except where the signing and execution thereof shall be expressly delegated by the Directors to some other officer or agent of the Association. He or she shall preside at all meetings of the Directors.

**Section 5: Vice-President.** The Vice-President in the order designated by the Board of Directors, or, lacking such designation, by the President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties as the Board of Directors shall prescribe.

In the absence of both the President and Vice-President, the Directors present thereat shall designate another presiding officer.

**Section 6: The Secretary.** The Secretary shall attend all meetings of the Board of Directors and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He or she shall give, or cause to be given, notice of all meetings of the Directors for which notice may be required, and shall perform other duties as may be prescribed by the Directors. He or she shall have the authority to execute with the President all authorized conveyances, contracts or other obligations in the name of the Association, except as otherwise directed by the Directors.

**At the discretion of the Board of Directors on an annual basis, the Office of Secretary may be divided into two roles: Corresponding Secretary and Recording Secretary.**

**Rationale:** With a Board of 7-9 directors, it is helpful to split the role of Secretary into two and provides additional leadership opportunities.

**Section 7: The Treasurer.** The Treasurer shall have custody of the funds and securities of the Association and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all monies and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Directors. He or she shall disburse the funds of the Association as may be ordered by the Directors, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Directors, or whenever they may require it, an account of all his or her transactions as Treasurer and of the financial condition of the Association. If required by the Directors, he or she shall give the Association a bond in such sum and with such surety or sureties as shall be satisfactory to the Directors for the faithful performance of the duties of his or her office and for the restoration to the Association (in case of his or her death, resignation or removal from office) of all books papers, vouchers, money and other property of whatever kind in his or her possession or under his or her control belonging to the Association.

**Section 8: Bonding of Officers.** All officers of the Association, if required to do so by the Board of Directors, shall furnish bonds to the Association for the faithful performance of their duties, in such amounts and with such conditions and security as the Board shall require. The Association shall assume the cost of providing any bond required hereunder.

## **ARTICLE IX COMMITTEES**

**Section 1: General.** The Board of Directors may designate standing and ad hoc committees with such duties and powers as it may provide in order to carry out the program and purposes of the Association.

**Section 2: Quorum and Voting Rights.** Unless otherwise stated within this Article, the presence of twenty-five (25%) percent of the appointed representatives to a Committee will constitute a quorum and each appointed representative present in the meeting shall have one vote. Member School Districts may designate an alternate representative to any committee comprised of representatives of Member School Districts; however, any appointed alternate shall only be counted for quorum and/or vote when the primary appointed representative for their District is absent.

**Section 3: Committee Chairs.** Each standing and ad hoc committee shall elect a Chairperson annually from the appointed representatives. The election shall be the first order of business at the Committee's first meeting after ~~January 31<sup>st</sup>~~ July 1<sup>st</sup>, unless otherwise specified in these Bylaws. Written notice of the election date, time and place shall be provided to all appointed

representatives not less than seven (7) calendar days prior to the meeting at which the vote will occur.

**Rationale: Operating Year is July 1 – June 30. This change will bring us in alignment**

Each Committee Chair is responsible for establishing and distributing the meeting schedule and agendas and providing such to the appointed representatives. The Chair shall maintain committee attendance records, distribute meeting minutes to the appointed representatives after each meeting and regularly report to the Board of Directors through the President.

Any Committee Chair may resign by written notice to the Association President. Any Committee Chair may be removed by the Committee Members or the Board at any meeting of the Committee Members or the Board, without cause, by the affirmative vote of a majority of the appointed representative(s) present or the Board of Directors then in office (excluding the Committee Chair who is the subject of such action).

**Section 4: The Government Relations Committee.** The Government Relations Committee shall be a standing committee. The committee's purpose is to receive information [on](#) legislative matters for the purpose of sharing said information with the Member School Districts to advocate for, and increase awareness of, issues facing public education. The committee will meet at least 6 times per year.

**Rationale: Grammar/clarification adding on after 'information'**

**Committee Membership/Leadership.** At each Member School District's annual organizational meeting, a Member should be appointed to represent their Member School District at the Government Relations Committee.

A Committee Chairperson will be elected annually from the appointed Members at the first committee meeting after January 31<sup>st</sup>. Each Member School District in attendance shall have one (1) vote, which shall be cast by the Member School District's appointed representative.

[In the absence of an elected Vice Chair, the Vice President of OCSBA will assume the position of Vice Chair.](#)

**Rationale: This is to ensure we are building leadership on GRC**

**Legislative Priorities.** The Government Relations Committee will review/revise their Legislative Priorities annually. Revised Legislative priorities will be submitted to the Board of Directors for approval. Once approved by the Board, Legislative Priorities will be provided to the Resolutions and Bylaws Committee and Member School Districts.

**Section 5: Resolutions and Bylaws Committee.** The Resolutions and Bylaws Committee shall be a standing committee and shall exercise the powers prescribed in this section. The committee's purpose is to develop and manage the resolutions and bylaws process. The committee shall meet at least once per year.

**Committee Membership/Leadership.** Committee members will be appointed by the ~~Board of Directors~~ OCSBA President annually. Committee members may be reappointed for additional terms. The appointed Committee members will elect a Committee Chairperson at the first committee meeting after appointment. The Government Relations Committee Chairperson shall be a member of the Resolutions and Bylaws Committee.

**Rationale:** Common Practice is that OCSBA President makes committee appointments

**Initiation of Resolutions and Bylaws Revisions.** Resolutions or bylaws revisions may be initiated by a Member School District Board, the Board of Directors, the Government Relations Committee or the Resolutions and Bylaws Committee. Once approved by the OCSBA Board of Directors, the Legislative Priorities shall be included in the resolutions drafted by the Resolutions and Bylaws Committee. All proposed resolutions and/or bylaws revisions shall be submitted in writing to the Board of Directors or Resolutions and Bylaws Committee and shall be addressed by the Resolutions and Bylaws Committee at their next meeting.

**Submission to Vote.** The Board of Directors shall review all proposed resolutions and bylaws amendments prior to submission to the Member School Districts.

Once reviewed by the Board of Directors, proposed resolutions and bylaws amendments shall be sent to the Member School Districts for voting. Member School Districts will be asked to vote at their next meeting. The window for Member School District voting shall be at least forty (40) calendar days and the voting deadline shall be specified on the ballot or resolution.

**Resolution Adoption.** Resolutions that are approved by at least nineteen (19) Member School Districts shall be the official position of the Association as interpreted and pursued by its Board of Directors.

## **ARTICLE X DISSOLUTION**

**Section 1: General.** In the event of dissolution of the Association, all of the Association's assets, real and personal, shall be distributed as provided in Article VIII of the Association's Articles of Incorporation.

**Section 2: No Inurement.** No part of the net earnings of the Association shall be distributed to or inure to the benefit of any Member, Director or Officer of the Association, as prohibited by Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of subsequent federal tax laws), or the Michigan General Sales Tax Act or the Michigan Use Tax Act.

## **ARTICLE XI**

### **FIDUCIARY AND FINANCIAL RESPONSIBILITIES**

**Section 1: Financial Expenditures.** All financial expenditures of the Association shall not exceed those within the parameters of the approved annual budget. No committee has the power to create any financial liability for the Association, unless specifically authorized by the majority of the Members. The Board of Directors approval and signatory by both the President and Treasurer are required for any expenditure exceeding \$2,500. Expenditures up to \$2,500 must be approved by either the Board President or the Treasurer. In the event that the President and/or Treasurer are absent or disabled, the Vice-President may approve expenditures.

**Section 2: Financial Reports.** The Treasurer shall maintain all financial statements, reports, and budgets as follows:

- (a) Reports shall be completed on a timely basis and distributed to all Board members on a quarterly basis or upon request.
- (b) The Treasurer shall present for approval by the Board of Directors:
  - a. Not later than the June Board of Directors meeting, a budget for the upcoming fiscal year (July 1 to June 30).
  - b. No later than August 30<sup>th</sup>, the end of year revenue & expense reports for the immediately preceding fiscal year.
- (c) The approved budget and annual report of income and expenditures will be presented at the first fall Member Meeting.
- (d) Annually the accounting records of the Association will be closed in preparation for any necessary IRS filings.

**Section 3: Review of Financial Records.**

- (a) Internal – Board of Directors. Annually, the Association shall perform certain agreed upon procedures related to the financial records of the Association. The year-end report and supporting documentation shall be available for review by the Board of Directors prior to the annual Board of Directors and Member meetings.
- (b) External. An audit will only be conducted in place of the agreed upon procedures if required by law or a third party.



**Section 4: Fiduciary Agreement.** The Board of Directors may enter into an Administrative and Financial Services Agreement with Oakland Schools to support management of the Association. The Treasurer shall monitor the work performed by Oakland Schools under this agreement.

## **ARTICLE XII**

### **INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS**

**Section 1: Indemnification of Directors and Officers: Claims Brought by Third Parties.** The Association shall, to the fullest extent authorized or permitted by the Michigan Nonprofit Association Act or other applicable law, as the same presently exists or may hereafter be amended (the “Act”), indemnify a director or officer (the “Indemnatee”) who was or is a party or is threatened to be made a party to a threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal, other than an action by or in the right of the Association, by reason of the fact that he or she is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, partner, trustee, employee or agent of another foreign or domestic Association, business Association, partnership, joint venture, trust or other enterprise, whether for profit or not for profit, against expenses, including attorneys’ fees, judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by the Indemnatee in connection with the action, suit or proceeding, if the Indemnatee acted in good faith and in a manner the Indemnatee reasonably believed to be in or not opposed to the best interests of the Association, and with respect to any criminal action or proceeding, if the Indemnatee has no reasonable cause to believe the conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, does not, of itself, create a presumption that the Indemnatee did not act in good faith and in a manner which in the Indemnatee reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that the conduct was unlawful.

**Section 2: Indemnification of Directors and Officers: Claims Brought by or in the Right of the Association.** The Association shall, to the fullest extent authorized or permitted by the Act or other applicable law, as the same presently exists or may hereafter be amended, indemnify a director or officer who was or is a party to or is threatened to be made a party to a threatened, pending or completed action or suit by or in the right of the Association to procure a judgement in its favor by reason of the fact that the Indemnatee is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, partner, trustee, employee or agent of another foreign or domestic Association, business Association, partnership, joint venture, trust or other enterprise, whether for profit or not, against expenses, including actual and reasonable attorneys’ fees and amounts paid in

settlement incurred by the person in connection with the action of suit, if the Indemnitee acted in good faith and in a manner the Indemnitee reasonably believed to be in or not opposed to the best interests of the Association. However, indemnification under this Section shall not be made for a claim, issue or matter in which the Indemnitee has been found liable to the Association unless and only to the extent that the court in which the action or suit was brought has determined upon application that, despite the adjudication of liability but in view of all circumstances of the case, the Indemnitee is fairly and reasonably entitled to indemnification for the expenses for which the court considers proper.

**Section 3: Actions Brought by the Indemnitee.** Notwithstanding the provisions of Sections 1 and 2 of this Article, the Association shall not indemnify an Indemnitee in connection with any action, suit, proceeding or claim (or part thereof) brought or made by such Indemnitee; unless such action, suit, proceeding or claim (or part thereof) (i) was authorized by the Board of Directors of the Association, or (ii) was brought or made to enforce this Article and such Indemnitee has been successful in such action, suit, proceeding or claim (or part thereof).

**Section 4: Approval of Indemnification.** An indemnification under Sections 1 or 3 of this Article, unless ordered by a court, shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the Indemnitee is proper in the circumstances because the Indemnitee has met the applicable standard of conduct set forth in Sections 1 and 3 of this Article. This determination shall be made promptly in any of the following ways:

- (a) By a majority vote of a quorum of the Board consisting of Directors who were not parties to the action, suit or proceeding.
- (b) If the quorum described in subdivision(a) is not obtainable, then by a majority vote of a committee of Directors who are not parties to the action. The committee shall consist of not less than two (2) disinterested Directors.
- (c) By independent legal counsel in a written opinion.

**Section 5: Advancement of Expenses.** Expenses incurred in defending a civil or criminal action, suit or proceeding described in Sections 1 or 3 of this Article shall be paid promptly by the Association in advance of the final disposition of the action, suit or proceeding upon receipt of any undertaking by or on behalf of the Indemnitee to repay the expenses if it is ultimately determined that the Indemnitee is not entitled to be indemnified by the Association. The undertaking shall be by unlimited general obligation of the person on whose behalf advances are made but need not be secured.

**Section 6: Partial Indemnification.** If an Indemnitee is entitled to indemnification under Sections 1 or 3 of this Article for a portion of expenses including attorneys' fees, judgments, penalties, fines and amounts paid in settlement, but not for the total amount thereof, the Association shall

indemnify the Indemnitee for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the Indemnitee is entitled to be indemnified.

**Section 7: Indemnification of Employees and Agents.** Any person who is not covered by the foregoing provisions of this Article and who is or was an employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee or agent of another foreign or domestic Association, business Association, partnership, joint venture, trust or other enterprise, whether for profit or not for profit, may be indemnified to the fullest extent authorized or permitted by the Act or other applicable law, as the same exist or may hereafter be amended, but in the case of any such amendment, only to the extent such amendment permits the Association to provide broader indemnification rights than before such amendment, but in any event only to the extent authorized at any time or from to time by the Board of Directors.

**Section 8: Other Rights of Indemnification.** The indemnification or advancement of expenses provided under Sections 1 to 7 of this Article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under the articles of incorporation, bylaws or a contractual agreement. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement or expenses. The indemnification provided for in Sections 1 to 5 of this Article continues as to a person who ceases to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of the person.

**Section 9: Liability Insurance.** The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving a the request of the Association as a director, officer, employee or agent of another Association, business Association, partnership, joint venture, trust or other enterprise against any liability asserted against the person and incurred by the person in any such capacity or arising out of the person's status as such, whether or not the Association would have the power to indemnify the person against such liability under the provisions of the Act.

**Section 10: Severability.** Each and every paragraph, sentence, term and provision of this Article shall be considered severable in that, in the event a court finds any paragraph, sentence, term or provision to be invalid or unenforceable, the validity and enforceability, operation, or effect of the remaining paragraphs, sentences, terms, or provisions shall not be affected, and this Article shall be construed in all respects as if the invalid or unenforceable matter had been omitted.

**Section 11: Definitions.** "Other enterprises" shall include employee benefit plans; "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and "serving at the request of the Association" shall include any service as a director, officer,

employee, or agent of the Association which imposes duties on, or involves services by, the director, officer, employee, or agent with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner he or she reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be considered to have acted in a manner “not opposed to the best interests of the Association as referred to in Sections 1 and 2”.

### **ARTICLE XIII FISCAL YEAR**

**Section 1: Fiscal Year.** The fiscal year of the Association shall be determined by the Board of Directors.

### **ARTICLE XIV CONFLICTS**

**Section 1: Statement of Policy.** It is the policy of the Association that all officers, directors, committee members and employees of the Association shall avoid any conflict between their own respective individual interests and the interests of the Association, in any and all actions taken by them on behalf of the Association in their respective capacities.

**Section 2: Dealing with the Association.** A contract or other transaction between the Association and one or more of its directors or officers, ~~or between the Association and one or more of its directors or officers,~~ or between the Association and a domestic or foreign corporation, firm or association of any type or kind in which one or more of the Association’s directors or officers are trustees or officers, or are otherwise interested, is not void or voidable solely because of such common trusteeship, officership or interest, or solely because such directors are present at the meeting of the Board of Directors or committee thereof at which such contract or transaction is acted upon, or solely because their votes are counted for such purpose, if any of the following conditions is satisfied:

**Rationale: to remove duplicate phrase**

- (a) The contract or other transaction is fair and reasonable to the Association when it is authorized, approved or ratified;  
or
- (b) The material facts as to such trustee’s relationship or interest as to the contract or transaction are disclosed or known to the Board of Directors or committee thereof authorizes, approves or ratifies the contract or transaction by a vote sufficient for the purpose without counting the vote of any common or interested director.

**Section 3: Procedure in Event of Potential Conflict of Interest.** In the event that any officer, trustee, committee member or employee of the Association shall have any direct or indirect interest in, or relationship with, any individual or organization which proposes to enter into any transaction with the Association, such officer, director, committee member or employee shall give the Board of Directors notice of such interest or relationship and shall thereafter refrain from voting or otherwise attempting to exert any influence on the Association, its Board of Directors, or its committees, to affect its decision to participate or not to participate in such transaction.

**Section 4: Special Voting Rules.** Any member of the Board of Directors who has a conflict of interest on any matter involving the Association shall not be counted in determining the quorum for the meeting at which the matter is to be acted upon, even when permitted by law. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the quorum situation.

## **ARTICLE XV MISCELLANEOUS PROVISIONS**

**Section 1: Contracts, Conveyances, Etc.** All conveyances, contracts and instruments of transfer and assignment shall be approved as provided by a resolution of the Board of Directors.

**Section 2: Execution of Instruments.** Except as otherwise provided for herein, all Association instruments and documents, including, but not limited to, checks, drafts, bills or exchange, acceptances, notes or other obligations or orders for the payment of money, shall be signed as provided by a resolution of the Board of Directors.

**Section 3: Borrowing.** Loans and renewals of loans shall be contracted on behalf of the Association as provided by a resolution of the Board of Directors.

**Section 4: Adjourned Meetings.** A majority of the Directors present, whether or not a quorum, may adjourn any meeting to another time and place. Notice of such adjourned meeting shall be given even though the time and place thereof are announced at the meeting at which the adjournment is taken.

**Section 5: Method of Giving Notices.** Any notice required by statute or by these Bylaws to be given to the directors, or to any officers of the Association unless otherwise provided herein or in any statute, shall be given by ~~mailing~~ [electronic communication](#) to such director or officer at his or her last [known district-provided email](#) address as the same appears on the records of the Association, and such notice shall be deemed to have been given at the time of such ~~mailing~~ [communication](#).

**Rationale:** OCSBA does not physically mail communications.

**Section 6: Action by Written Consent.** Action required or permitted to be taken pursuant to authorized vote at any meeting of the Board of Directors or a committee thereof, may be taken without a meeting if, before or after the action, all Members of the Board of Directors or the committee consent thereto in writing. Written consent shall be filed with the minutes of the proceedings of the Board or committee. Such consent shall have the same effect as the vote of the Board or committee for all purposes.

**Section 7: Remote Participation in Meeting.** By oral or written permission of a majority of the Board of Directors, a Member of the Board of Directors or of a committee designated by the Board may participate in a meeting by means of conference telephone, or similar communications equipment by means of which all persons participating in the meeting can hear each other (“two-way communication”). Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.

**Section 8: Corporate Seal.** If the Association has a corporate seal, it shall have inscribed thereon the name of the Association and the words “Corporate Seal” and “Michigan”. The seal may be used by causing it or a facsimile to be affixed, impressed or reproduced in any other manner.

## **ARTICLE XVI AMENDMENTS, RULES AND REGULATIONS**

**Section 1: Amendments.** These Bylaws may be altered or amended by the vote of the Member School Districts. The Board of Directors will provide written ballot with the proposed amendment(s) to each Member School District giving at least a forty (40) day period in which to vote. Each Member School District will have one vote.

**Grammatical errors that do not change the meaning or intent of the language may be corrected by the Board of Directors without a vote of the membership.**

**Rationale: Small grammatical errors (i.e., grammar and spelling), that do not change the meaning or intent of the language, can be corrected by the Board of Directors during the annual review rather than having to go out to membership for a vote**

**Section 2: Rules and Regulations.** The Board of Directors may adopt additional rules and regulations, general or specific, for the conduct of their meetings, and additional rules and regulations, general or specific, for the conduct of the affairs of the Association; provided, however, unless a local, state or national emergency has been declared, no such additional rule or regulation shall be inconsistent with or in contravention of any provision of the Articles of Incorporation or these Bylaws.

**Section 3: Rules and Regulations During a Declared Emergency.** In the event of a declared local, state or national emergency, the Board of Directors may set aside rules and regulations within

these bylaws, general or specific, regarding the conduct of their meetings and election and to conduct the affairs of the Association.

## **Appendix 1**

### **Definition of Cause for Removing a Board Member or Officer**

***Adopted by the OCSBA Board of Directors: September 16, 2020***

#### **Preface:**

The Board of Directors of a nonprofit has three primary legal duties known as the “duty of care,” “duty of loyalty,” and “duty of obedience.”\*

1. Duty of Care: Take care of the nonprofit by ensuring prudent use of all assets, including facility, people, and good will.
2. Duty of Loyalty: Ensure that the nonprofit's activities and transactions are, first and foremost, advancing its mission; Recognize and disclose conflicts of interest; Make decisions that are in the best interest of the nonprofit, not in the best interest of the individual board member (or any other individual or for-profit entity).
3. Duty of Obedience: Ensure that the nonprofit obeys applicable laws and regulations; follows its own bylaws; and that the nonprofit adheres to its stated corporate purposes/mission.

The Board of Directors does not exist solely to fulfill legal duties and serve as a fiduciary of the organization’s assets. Board members also play very significant roles providing guidance to nonprofits by contributing to the organization’s culture, strategic focus, effectiveness, and financial sustainability, as well as serving as ambassadors and advocates.

**An OCSBA Officer or Member of the Board of Directors may be removed for cause, defined as any of the following:**

- ❖ Acts of malfeasance, misfeasance, or nonfeasance.
- ❖ Willful failure to follow OCSBA bylaws.
- ❖ Willful neglect of duties.
- ❖ Failure to disclose a conflict of interest and/or using the Association for his or her own personal gain.

- ❖ Using their position on the OCSBA Board of Directors or OCSBA's logo in a political endorsement, as such could reasonably be misconstrued as an endorsement by the Association.
- ❖ Frequently missed Board meetings or committee meetings.
- ❖ Creating an unhealthy or dysfunctional boardroom through inappropriate behavior or disrespecting the other members of the Association.
- ❖ Ethical concerns such as discrimination, harassment, or criminal behaviors.

Basically, the removal of a Director or Officer should only be done when absolutely necessary. However, the reasons for doing so are up to the Associations other Directors and Members. If a Director has failed his or her fiduciary duty in some way, then he or she should be removed from the board.





## Bloomfield Hills Board of Education

# Memo

**To:** Superintendent and Board of Education  
**From:** Carolyn Noble, Board Secretary  
**Date:** May 19, 2025  
**Re:** Request to Approve New and Revised Oakland County School Boards Association Resolutions

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### Recommended Motion:

### Background Information:

Annually, the Oakland County School Boards Association (OCSBA) Government Relations Committee (GRC) establishes Legislative Priorities for the current legislative session. The Resolutions and Bylaws Committee then reviews the adopted legislative priorities and drafts new resolutions &/or amendments to previously adopted resolutions based on those legislative priorities. When there is alignment with MASB and/or NSBA resolutions, the MASB/NSBA resolution information is referenced.

Once reviewed by the Board of Directors, the proposed resolutions are presented to our member districts for consideration. Member School Districts only vote on proposed new or amended resolutions; continuing resolutions are not subject to re-vote. Resolutions that are approved by at least nineteen (19) Member School Districts shall be the official position of the Association as interpreted and pursued by its Board of Directors. Each Member District receives one (1) vote on the proposed Resolutions.

### ATTACHMENTS:

File Name	Description
 OCSBA_Amendments_to_Adopted_Resolutions.pdf	Amendments to Adopted Resolutions



The following resolutions have been adopted by our member school districts.  
The adoption and/or amendment date(s) are noted for each resolution.

OCSBA Bylaws Article IX, Section 5, Resolution Adoption:  
Resolutions that are approved by at least nineteen (19) member school districts shall be the official position of the association as interpreted and pursued by its board of directors.

## 2025 RECOMMENDED AMENDMENTS TO PREVIOUSLY ADOPTED RESOLUTIONS

### ACCOUNTABILITY AND TRANSPARENCY [OCSBA Adopted 9/24/2019]

OCSBA supports ~~transparency and accountability for ALL school aid funds (i.e., community governed public school districts, charter schools, cyber schools, community colleges, public universities)~~ holding every school that receives public funding to the same accountability and transparency standards, including FOIA requests and the Open Meetings Act. This includes local districts, ISDs, Public School Academies (aka Charter Schools), their authorizers and management companies, as well as all colleges and universities. [MASB Resolution A 6.65 (c), (d), (f)]

Rationale: Expanded to include FOIA requests, OMA and additional school entities

### BROADBAND ACCESS AND DEVICES [OCSBA Adopted 9/11/2021]

- Broadband should be included in any federal or state infrastructure plan.
- ~~We support~~ OCSBA supports additional federal and state funding opportunities to expand affordable and reliable broadband access.
- ~~We support~~ OCSBA supports federal and state programs for the purchase of internet capable devices and software.
- OCSBA supports dedicated resources for cybersecurity. [MASB Resolution A-10.30 – 2021 amendment]

Rationale: a) Update “we support” to “OCSBA supports” in all resolutions. (b) Cybersecurity is a growing issue and needs dedicated funding and support.

### MENTAL HEALTH [OCSBA Adopted 9/24/2019]

OCSBA supports increased mental health services and professionals in schools and ~~provide adequate state resources~~ providing, at a minimum, annual inflation adjusted state resources to allow schools to both educate and keep students and staff safe.

- Help staff identify potential mental health issues for students.
- Encourage MDE to develop a model policy for staff regarding identifying mental health issues and appropriate staff response.

[MASB Resolutions G 9.01; G 9.05; G 9.50]

Rationale: Districts need consistent, annual funding for mental health

#### **SCHOOL AID** [OCSBA Adopted 9/24/2019]

- ~~A. Oppose using School Aid Fund dollars for any other purpose than K-12 education. [MASB Resolution A 10.25]~~
- A. Specify that the School Aid Fund is only for Pre-K to 12<sup>th</sup> grade public education in Michigan's Constitution and oppose any attempts to create private school vouchers or tax credit programs. [MASB Resolutions A 10.25 (a) and A 10.05]
- B. Support additional funding for Special Education, At-Risk and ELL students. [MASB Resolutions A 10.25 (g) and (j); A 10.55]
- C. Protect the School Aid Fund and local revenues from state tax policy changes. [MASB Resolutions A 10.25 (c); A 10.55]
- ~~D. Specify that the School Aid Fund is only for Pre-K to 12th grade public education in Michigan's Constitution and oppose any attempts to create private school voucher or tax credit programs. [MASB Resolutions A 10.25 (a) and A 10.05]~~
- D. OCSBA supports enacting the annual School Aid Budget no later than June 1, so that school districts have factual information to meet their constitutional/statutory requirement to approve a budget by June 30. [MASB Resolution A 10.25 (h)]

Rationale: A and D were duplicative: Moving D to first bullet

#### **SCHOOL FINANCE RESEARCH COLLABORATIVE (SFRC)** [OCSBA Adopted 9/24/2019;

Amended 9/11/2021; 3/3/2023]

OCSBA supports implementation of the recommendations of the SFRC, ~~including the recommended additional studies on capital costs, infrastructure, and transportation, including the recommended additional studies on capital costs, infrastructure, and transportation.~~ While implementing the SFRC recommendations, higher funded districts must be held harmless. [MASB resolution G 11.01 and A-10.25 – 2021 amendment]

Rationale: Those recommended studies have been completed; now supporting all SFRC's recommendations.

#### **SCHOOL NUTRITION** [OCSBA Adopted 3/3/2023]

OCSBA supports ~~the expansion of the Free and Reduced Meals program to include all children as was done during the pandemic~~ codification of free universal meals.

#### **TEACHER SHORTAGES** [OCSBA Adopted 9/11/2021]

~~We support~~ OCSBA supports statewide initiatives to address teacher shortages and retain teachers, while maintaining quality teacher preparation programs. Initiatives might include, but should not be limited to, incentives to enter and complete a teaching college program, incentives for teachers to remain in the classroom, and easing the process to obtain Michigan certification for teachers that are certified in other states. [MASB 2021-2022 Legislative Priority]

Rationale: Replace "we" with OCSBA to be consistent across resolutions

#### **UNIVERSAL PRESCHOOL EARLY CHILDHOOD** [OCSBA Adopted 9/24/2019]

- OCSBA supports additional new dollars to fund universal, public preschool for all four year old children.
- OCSBA supports mandatory kindergarten for all five-year-old children. [OCSBA Adopted 9/24/2019; MASB Resolution A 6.15 (c)]

Rationale: (a) Public Preschool dollars should not be used for vouchers, private or parochial preschools. (b) Add support for mandatory kindergarten. Currently, kindergarten is not mandatory in the State of Michigan.

#### **WHEN ALIGNED WITH OCSBA LEGISLATIVE PRIORITIES, OCSBA ALSO SUPPORTS**

[OCSBA Adopted 9/24/2019]

- The National School Boards Association (NSBA) Legislative Agenda
- The Michigan Association of School Boards (MASB) Legislative Agenda
- The Oakland County Superintendents Association (OCSA) Legislative Agenda
- The Consortium of State School Board Associations (COSSBA) Legislative Agenda

**LINKS:** MASB Resolutions: <https://www.masb.org/resolutions.aspx>

NSBA Advocacy: IDEA <https://www.nsba.org/Advocacy>

COSSBA Advocacy: <https://www.cossba.org/advocacy>

Rationale: Adding COSSBA to the list of Associations with whom OCSBA aligns since MASB belongs to both NSBA and COSSBA

## **CONTINUING RESOLUTIONS**

**THE FOLLOWING RESOLUTIONS WERE PREVIOUSLY ADOPTED BY OUR MEMBERS**

**THE ADOPTION AND/OR AMENDMENT DATE(S) ARE NOTED FOR EACH RESOLUTION**

#### **EVIDENCE-BASED DECISION MAKING** [OCSBA Adopted 9/24/2019]

OCSBA supports evidence-based education policy that will maximize opportunities for the highest achievement of each student. [MASB Resolution G 11.01]

#### **LAME DUCK** [OCSBA Adopted 9/24/2019]

OCSBA supports lame duck parameters that will address introduction and accelerated passage of legislation after the November election.

#### **LOCAL CONTROL** [OCSBA Adopted 9/24/2019]

Support local control of community-governed public schools with elected school boards.

[MASB Resolution A 10.10; A 10.55; A 12.70]

- Help staff identify potential mental health issues for students.
- Encourage MDE to develop a model policy for staff regarding identifying mental health issues and appropriate staff response.

**SCHOOL SAFETY** [OCSBA Adopted 3/3/2023]

OCSBA supports that there be adequate state resources to allow schools to both educate and keep students and staff safe.

**SPECIAL EDUCATION** [OCSBA Adopted 9/24/2019]

OCSBA supports full funding of the federal Individuals with Disabilities Education Act (IDEA). Although federal legislation initially promised to provide 40 percent of the excess cost to educate students with disabilities, the appropriations have fallen short, leaving states and local school districts to make up the difference. [MASB Resolution A 5.01; NSBA Advocacy: IDEA]

**UNFUNDED MANDATES** [OCSBA Adopted 9/24/2019]

OCSBA Opposes any state or federal legislation that results in increased costs for school districts without full funding. OCSBA also encourages the Michigan Legislature to oppose any federal laws or programs that are not fully funded thus costing the state valuable resources.

[MASB Resolution A 10.20]