BYLAWS

OF

Oasis Academy

ARTICLE I
INTRODUCTION; LEGAL STATUS

Section 1. The name of the charter school is Oasis Academy Charter School, a Nevada nonprofit corporation and public charter school (hereinafter referred to as the "School" or "Oasis Academy"). The School is located in Fallon, Nevada 920 West Williams Suite 100, Fallon, Nevada

Section 2. Legal Status. The School is a charter school pursuant to Nevada Revised Statute chapter 388A sponsored by the State Public Charter School Authority (hereinafter referred to as the "Authority"). The Governing Board of the School is an independent body under the authorization of the Board of Trustees of the Authority. The Board of Directors plans and directs all aspects of the school's operations.

Section 3. Statutes. The School shall operate in accordance with Nevada Revised Statutes, Chapter 388A, and other applicable laws.

ARTICLE II
PURPOSE AND MISSION

Section 1. Purpose and Mission. The purpose of the School is to provide high quality education to children from kindergarten to twelfth (12) grades and shall be operated exclusively for educational objectives and purposes. The School, in partnership with its parents and community strive to instill in its students high standards for academic achievement, leadership, integrity, responsibility and citizenship. The charter School will create leaders one project at a time.

Section 2. Non-Discrimination. The School shall not discriminate on the basis of race, religion, national origin, gender, age, disability, sexual orientation, status as a Vietnam-era or special disabled Veteran, or other protected class in accordance with applicable federal or state laws in hiring or other employment practices of the School. Further, the School shall be open to all students in its authorized geographic area on a space available basis and shall not discriminate in its admission policies or practices on the basis of race, gender, religion, ethnicity or disability. The School shall conduct all of its activities in accordance with all applicable local, state and federal anti-discrimination laws, as well as in accordance with all other laws and regulations applicable to the operation of the charter public schools in the State of Nevada.

ARTICLE III
GOVERNING BODY

Section 1. Powers and Duties . The governing body of a charter school is a public body, and is referred to as the "Board". It is hereby given such reasonable and necessary powers, not conflicting with the Constitution and the laws of the State of Nevada, as may be requisite to attain the ends for which the charter school is established and to promote the welfare of pupils who are enrolled in the charter school. The business, affairs, and property of the School shall be managed by a Board of Directors, herein referred to as the "Board". The Board shall govern the School, maintain overall control of the School and be responsible for the operation of the School.

Without limiting the general powers and duties conferred by these Bylaws and provided by law, the Board shall the following additional powers and duties:

(a) Perform any and all duties imposed on the Board collectively or individually by law or by these Bylaws;

(b) To make and change policies, rules and regulations not inconsistent with law, or with these Bylaws, for the management and control of the School and its affairs, and of its employees, and agents; to lease, purchase, or otherwise acquire, in any lawful manner, for and in the name of the School, any and all real and personal property, rights, or privileges deemed necessary or convenient for the conduct of the School's purpose and mission.

(c) To approve an annual academic calendar.

(d) To establish and approve all major educational and operational policies to the extent deemed necessary by the board;

(e) To enter into agreements and contracts with individuals, groups of individuals, corporations, or governments for any lawful purpose;

(f) To hire, supervise and direct an individual who will be responsible for the day-to-day operations of the School;

(g) To develop and approve the annual budget and financial plan which shall be monitored and adjusted as necessary throughout the year;

(h) To submit a final budget to the Nevada Department of Education pursuant to statute and regulation;

(i) To cause to be kept a complete record of all the minutes, acts and proceedings of the Board;

(j) To cause an annual inspection or audit of the accounts of the School, as well as any other audits required by law, to be made by an accountant to be selected by the Board, which inspection and audit shall show in reasonable detail all of the assets, liabilities, revenues and expenses of the School and its financial condition.

(k) To ensure ongoing evaluation of the School and provide public accountability;

(l) To uphold and enforce all laws related to charter school operations;

(m) To improve and further develop the School;

(n) To strive for a diverse student population, reflective of the community;

(o) To ensure adequate funding for operation;

(p) To solicit and receive grants and other funding consistent with the mission of the School with the objective of raising operating and capital funds;

(q) To critically evaluate the performance of any contractor for the School and select another contractor if the contractor is not performing his or her duties or services in a satisfactory manner; and

(r) To carry out such other duties as required or described in the School's Charter.

(s) The Board may decide to recognize a single Parent Teacher Organization for the School, subject to any rules, requirements and/or restrictions the Board may impose on that organization.

(t) The Board, during each calendar quarter, shall hold at least one regularly scheduled public meeting in the county in which the charter school is located. Upon an affirmative vote of a majority of the membership of the Board, each member is entitled to receive a salary of not more than $80 for attendance at each meeting, as fixed by the Board, not to exceed payment for more than one meeting per month

Section 2. Formation. The first Board formed after the approval of a charter issued, pursuant to NRS 388A.240, shall consist of the Directors of the Committee to Form the School. Former Committee Directors prohibited from Directorship on the Board by NAC 388A.520 or other applicable statute or regulation shall resign from the Board at its first meeting. Remaining Board Directors shall fill all vacancies created by resignations or these Bylaws at the first meeting. At the first meeting upon formation of the Board, the Board of Directors shall elect officers. Those officers shall remain on the Board for four years. The other three members shall remain on the Board for three years.

Section 3. Qualifications; Election; Tenure. The Board shall be composed of a minimum of five (5) Board of Directors and a maximum of nine (9) and shall be subject to the following requirements, restrictions and prohibitions:

1. The governing body of a charter school must consist of:

(a) One member who is a teacher or other person licensed pursuant to chapter 391 of NRS or who previously held such a license and is retired, as long as his or her license was held in good standing.

(b) One member who:

(1) Satisfies the qualifications of paragraph (a); or

(2) Is a school administrator with a license issued by another state or who previously held such a license and is retired, as long as his or her license was held in good standing.

(c) One parent or legal guardian of a pupil enrolled in the charter school who is not a teacher or an administrator at the charter school.

(d) Two members who possess knowledge and experience in one or more of the following areas:

(1) Accounting;

(2) Financial services;

(3) Law; or

(4) Human resources.

2. In addition to the members who serve pursuant to subsection 1, the governing body of a charter school may include, without limitation, parents and representatives of nonprofit organizations and businesses. Not more than two persons who serve on the governing body may represent the same organization or business or otherwise represent the interests of the same organization or business. A majority of the members of the governing body must reside in this State. If the membership of the governing body changes, the governing body shall provide written notice to the sponsor of the charter school within 10 working days after such change.

3. A person may serve on the governing body only if the person submits an affidavit to the sponsor of the charter school indicating that the person:

(a) Has not been convicted of a felony relating to serving on the governing body of a charter school or any offense involving moral turpitude.

(b) Has read and understands material concerning the roles and responsibilities of members of governing bodies of charter schools and other material designed to assist the governing bodies of charter schools, if such material is provided to the person by the sponsor.

4. As used in subsection 1, "teacher" means a person who:

(a) Holds a current license to teach issued pursuant to chapter 391 of NRS or who previously held such a license and is retired, as long as his or her license was held in good standing; and

(b) Has at least 2 years of experience as an employed teacher.

The term does not include a person who is employed as a substitute teacher.

5. Following the first board, all Board positions shall be appointed by the currently comprised Board. The Governance Committee will review resumes and make recommendation for appointment to the Board based on Statute and Board needs.

6. A majority of Board Directors shall be residents of Churchill County, which is the county in which the school is located.

7. All Board Directors shall be devoted to purpose and mission of the School and shall represent the interests of the community.

8. The Board Directors shall serve four (4) year terms. Members may serve consecutive terms by vote of the Board.

9. The School shall notify its sponsor and the State Public Charter School Authority Board within ten days of the selection of a new Board Director and provide the sponsor and the State Public Charter School Authority Board with the new Director's resumes and affidavits as required pursuant to NRS 388A.320 and any other applicable statutory or regulatory provision.

10. Board Directors shall be fingerprinted according to procedure outlined in NRS 388A.323 (Fingerprinting of Members).

Section 4. Annual Meeting. The annual meeting of the Board shall be held in August of each year, or such other month as the Board may determine. The annual meeting shall take the place of the regularly scheduled meeting. Written notice stating the place, day, and hour of the meeting shall be given personally, emailed, or mailed to each Director of the Board at least three (3) business days prior to the date fixed for the annual meeting. Notice and conduct of the annual meeting shall comply with the Nevada Open Meeting Law. The annual meeting shall be for the purpose of appointing new Board Officers and for the transaction of such business as may come before the Board.

Section 5. Regular and Special Meetings. The Board shall establish a regular day and place for regular meetings that shall occur no less frequently than once a quarter and shall be held in Churchill County. Special meetings of the Board may be called at any time by the President or by a majority of the Board. Special meetings shall be held at such time and place as may be designated by the authority calling such meeting. Notice of the time and place of every regular or special meeting shall be given to each Director of the Board by first class mail at least three (3) business days before the date fixed for the meeting and to all those individuals who request notice of relevant meetings. The purpose of any regular or special meeting must be specified in the notice of such meeting. Minutes of each Board meeting shall be taken and shall be approved by the Board and kept at the School.

Section 6. Agenda. An agenda must be produced for each board meeting except as otherwise permitted under the Nevada Open Meeting Law and these Bylaws. The agenda shall be prepared in accordance with NRS 241.020(2). In addition to previously requested agenda items, any Board Director may provide additional agenda items for the following meeting by providing the requested agenda item, via email, fax, or regular mail to the School's supervising employee or administrator and the Board President noting its appropriate place on the normal agenda format, and

describing a realistic time requirement for such item. Such requests must be received at least 72 hours prior to the posting deadline pursuant to Nevada Open Meeting Law.

Section 7. Quorum. A quorum at all meetings of the Board shall consist of a majority of the number of Directors then in office. Except as provided specifically to the contrary by these Bylaws, the act of a majority of the Directors in office at a meeting at which a quorum is present shall be the act of the Board

Section 8. Vacancies. Any vacancy occurring in the Board may be filled by the affirmative vote of a majority of the Directors present at a regular or special meeting of the Board. A Director elected to fill a vacancy resulting from death, resignation, or removal shall be appointed for a new term.

Section 9. Committees. The Board may designate from among its Directors, by resolution adopted by a majority of the entire Board, a Governance Committee, a Finance Committee, an Academic Committee and one or more other committees, each of which shall consist of at least one (1) Director and which shall have and may exercise such authority in the management of the School as shall be provided in such resolution or in these Bylaws. Each Director is expected to serve on a least one committee. The inability of a Director to serve on a committee must be approved by the Board with a majority vote.
Committee reports shall be provided in verbal or written format and unless the relevant committee or the Board request a recommendation for decision or substantial discussion the committee shall be given no more than 10 minutes on the agenda. The Board shall not be permitted to delegate the powers to contract, financial or budget making authority. Any delegated activity or decision making authority may be unilaterally revoked at any time. All committee meetings shall be conducted in accordance with Nevada Open Meeting Law.

Section 10. Removal. Any Board Director may be removed by the affirmative vote of two-thirds (2/3) of the Directors then in office, excluding the Director at issue whenever in the Board's judgment such removal would serve the best interests of School. Directors may be removed after their third (3rd) absence from a regularly scheduled meeting per year without prior approval from the Board. Directors will be considered absent if they are more than twenty(20) minutes late to a meeting.

Section 11. Resignation. A resignation by a Board Director shall be effective upon receipt by the President of a written communication of such resignation, unless the resigning Board Director states a specified time that their resignation is effective.

Section 12. Participation by Telephone. To the extent permitted by law, any Director of the Board or committee thereof may participate in a meeting of such Board or committee by means of a conference telephone network or similar communications method by which all persons participating in the meeting can hear each other, and participation in such a fashion shall constitute presence in person at such meeting.

Section 13. Proxy Voting. Proxy voting is not permitted.

Section 14. Compensation. No Director of the Board shall receive any compensation for serving in such office; provided that, the School may reimburse any Director of the Board for reasonable expenses incurred in connection with authorized service on the Board.

Section 15. Closed Sessions. Any Board Director may call a Closed Session during any special or regular Board meeting for issues concerning personnel or other matters requiring confidentiality in accordance with the Nevada Open Meeting Law. All persons except Board Directors may be excluded from such Closed Sessions at the discretion of the President. No action may be taken in a Closed Session.

Section 16. Orientation/Training. All new Board Members upon appointment are expected to review Board documents, school policies, and complete required disclosures. Unless a board member is excused from training, Board Member shall avail themselves of such trainings as needed throughout the year or as required by the Authorizer.

Section 17. Protocol. The Board shall use Robert's Rules of Order, unless stated otherwise herein. If a Board Director is unable to attend a Board meeting, the Board Director shall contact the President, Administrator or designated supervising employee prior to the meeting.

Section 18. Public Comment. Time shall be set aside at each Board and Committee meeting for public comment in accordance with the Nevada Open Meeting Law. After the speaker completes a public comment card, public comment may be limited to the extent permitted by law.

Section 19. Contracts. The Board may authorize any officer or officers, agent or agents, employee or employees to enter into any contract or other instrument on behalf of the school, and such authority may be general or confined to specific instances. Except as herein provided or as authorized by the board, no officer, agent, or employee shall have any power or authority to bind the school by any contract or engagement, or to pledge its credit, or to render it liable for any purpose or for any amount.

Section 20. Conflicts and Abstentions. Board members have a fiduciary duty to conduct themselves without conflict to the interests of Oasis Academy. In their capacity as Board members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of Oasis Academy. Directors must abstain from any vote where participation may lead to an actual legal or ethical conflict. Further, Directors should avoid voting where a perceived conflict arises.

1. Conflicts include, but are not limited to:

   (a) Any vote that impacts the financial interests of the Director;
   (b) Employment contracts for persons living in the same residence as the Director, or related within the third (3^{rd}) degree of consanguinity; or
   (c) Any matter that has unique and specific impact on an immediate family member of the Director, or someone residing with the Director.

2. When the Board is called upon to vote on a matter that presents a conflict for a Director, that Director should note, for the record, the nature of the conflict and their abstention.

3. Once a Director, or Directors, indicates their intention to abstain due to a conflict of interest, the quorum for that vote will be adjusted to a simple majority of the remaining voting Directors.

ARTICLE IV
OFFICERS

Section 1. Number. The officers of the School shall include a President, Vice-President, Secretary, Treasurer, and such other officers as the Board shall deem necessary to elect.

Section 2. Election and Term of Office . The Board of Directors, at its first meeting after July 1st of every year, or such other time as the Board may designate, shall elect and appoint all officers of the School to serve for a term of one (1) year and serve until such time as their successors have been duly elected and qualified. Officers may serve consecutive terms by vote of the Board. Should there be more than one (1) nominee for a vacancy, the nominee receiving the greatest number of votes shall be declared elected and shall be installed in office. Any two offices may be held by one person.

The Board of Directors may from time to time, by resolution, appoint such additional Vice-Presidents, and additional Assistant Secretaries and Assistant Treasurers of the School as it may deem advisable; prescribe their duties, and fix their compensation, and all such appointed officers shall be subject to removal at any time by the Board of Directors. All officers, agents, and factors of the school shall be chosen and appointed in such manner, and shall hold their office for such terms as the board of directors may by resolution prescribe.

Section 3. Suspension and Removal. Any officer of the School appointed by the Board of Directors may be removed or suspended by a majority vote of the Board of Directors at any time, with or without cause. Any agent or employee appointed or employed by the President may be removed or discharged or suspended by him at any time, with or without cause.

Section 4. Powers and Duties of the President. The President of the Board shall preside at all meetings of the Board. The President of the Board shall possess the power to sign all certificates, contracts or other instruments of the School which are approved by the Board. The President shall be the primary point of contact with the School's authorizer and school counsel and is authorized to respond to School complaints and threats of litigation, including assessing credibility of any legal action or dispute. The President of the Board shall exercise and perform such other powers and duties as may be prescribed by the Board from time to time.

Section 5. Powers and Duties of the Vice-President(s). The Vice-President(s) of the

School shall generally assist the President, and shall perform such duties as may be assigned to him/her by the Board of Directors, including but not limited to special projects of the Board. In the event of the death, resignation, absence, or inability to

act of the President, he/she shall assume and discharge pro tempore the powers and duties of the President of the School.

Section 6. Powers and Duties of the Secretary. The Secretary shall be secretary of the Board of Directors. The Secretary, or their designee, shall keep the minutes of all meetings of the Board of Directors, shall have charge of the books and records, and shall assist in serving all notices to the Directors. In general, s/he shall perform all duties incident to his/her office or as requested by the President.

Section 7. Powers and Duties of the Treasurer. The Treasurer, in conjunction with the school finance team and the School's supervising employee or administrator, shall have oversight responsibility and shall keep and maintain or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of the School, including accounts of its assets, liabilities, receipts, disbursements, gains and losses. The books of account shall at all times be open to inspection by any Board Director, upon request. The Treasurer shall be charged with safeguarding the assets of School and he or she shall sign financial documents on behalf of the School in accordance with the established policies of the School. He or she shall have such other powers and perform such other duties as may be prescribed by the Board from time to time.

Section 8. Returns and Statements . It shall be the duty of each officer of the School to make and file any and all returns, reports, lists, or statements required by law to be made and filed by him/her, and to make full report to the Board of Directors respecting the affairs of the School in his/her charge whenever he/she may be requested to do so.

Section 9. Compensation. The Officers shall not receive a salary. provided that, the School may reimburse any Director of the Board for reasonable expenses incurred in connection with authorized service on the Board, including but not limited to travel for professional development conferences, meals, and related incidentals.

ARTICLE V
MISCELLANEOUS

Section 1. Fiscal Year. The fiscal year of the School shall be July 1 to June 30.

Section 2. Disposition of Monies Received. All checks and drafts of funds of the School shall be deposited from time to time to the credit of the School in such banks, trust companies, or to other depositaries as the Board of Directors may from time to time designate. All checks shall be drawn out of the regular check books of the School and upon the stub of each such check; the purpose and amount for which the same is drawn shall be specified. All checks, notes, drafts, bills of exchange, acceptances, or other orders for payment of money or other evidences of the indebtedness of the School shall be signed as shall from time to time be designated by resolution

of the Board of Directors.

Section 3. Notice. Whenever, under the provisions of these Bylaws, notice is required to be given to any Director, it shall not be construed to be limited to personal notice, but such notice may be given in writing by depositing the same in a Post Office or letter box in a postpaid, sealed wrapper, addressed to such Director at the latter's last known address, and the time when the same shall be thus mailed shall be deemed to be the time of the giving of such notice.

Section 4. Books and Records. The Bylaws and such other books and records of the School as are required by law or as may from time-to-time be prescribed by The Board of Directors, shall be kept at the principle office of the School for inspection by all who are authorized or have the right to inspect the same. All other books and records of the school shall be kept at such places as may be prescribed from time-to-time by the Board of Directors.

Section 5. Singular and Plural, Etc. It is understood that any and all references to the plural shall include the singular and any references to the masculine shall include the feminine and vice versa, as indicated by the context and number of parties involved.

Section 6. Faxed and Electronic Signatures. A faxed or electronic signature of any Director shall have the same force and effect as an original signature.

Section 7. Amendments to Bylaws. The Board of Directors shall have power to make, amend, or repeal the Bylaws of the School at any meeting or at a special meeting called for the purpose. A 2/3 vote is required to amend, alter, or repeal the Bylaws. Any amendments to the Bylaws must be approved by the State Public Charter School Authority Board before the amendment takes effect.

Section 8. Unenforceable or Illegal Provisions. In the event any provision contained in these Bylaws are found to be illegal or unenforceable, that provision shall be stricken and all other provision contained herein shall remain in full force and effect.

In Witness Whereof, we, being all the Directors of the Board of Directors of Oasis Academy, have hereunto set our hands this 18 day of November, 2025.

Anna-Lisa Laca
Anna-Lisa Laca (Nov 19, 2025 12:58:09 PST)
Director

Katherine Rule
Katherine Rule (Nov 26, 2025 16:16:08 PST)
Director

Jeff Weed
Jeff Weed (Nov 18, 2025 15:56:14 PST)
Director

Frank Woodliff III
Frank Woodliff III (Nov 19, 2025 [illegible] PST)
Director

Samantha Gomes
Samantha Gomes (Nov 19, 2025 10:01:38 PST)
Director

Joseph Sanford (Nov 20, 2025 11:59:35 PST)
Director

(Nov 19, 2025 12:30:10 PST)
Director

Nancy Williams
Nancy Williams (Nov 19, 2025 09:45:18 PST)
Director

ATTEST:

Jeff Weed
Jeff Weed (Nov 18, 2025 15:56:14 PST)
SECRETARY