

CHATHAM CHARTER SCHOOL BOARD POLICY SERIES 100 GOVERNING BOARD

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POLICY SERIES 100

100. GOVERNING BOARD – POLICIES AND PROCEDURES

101. ORGANIZATION AND PROCESS

101.1. Overview

The governing body of Chatham Charter School (the "School") is a corporate body whose official title shall be the "Chatham Charter Board of Directors" (the "Board"). The School's By-Laws, Charter, and the following policies shall govern the composition, election, offices, and duties of the Board and Board members. The By-Laws and Charter are appended to these policies.

101.2. Organization, Qualifications, and Training

101.2.1. Qualifications of Board Members

A member of the Board must be a person of intelligence, good moral character, special skills, and supportive of the School's mission.

101.2.2. Board Members

The Board shall consist of no less than 3 and no more than 7 elected voting members.

101.2.3. Officers

The officers of the Board shall consist of a Chairperson, Vice-Chairperson, Treasurer, and Secretary.

101.2.4. School Head of School

The School shall appoint a Head of School as the School's executive leader. The Head of School shall be a non-voting member of the Board for as long as he or she is employed by the School. The Head of School shall normally participate in all Board meetings except when a majority of the Board votes to meet in closed session without the Head of School's presence. The Head of School shall advise and inform the Board, assist in developing and implementing Board policy, serve as the School's chief instructional leader, and oversee the School's operations.

101.2.5. Public Statements

The Board has given the Head of School, or any designee appointed by the Head of School, authority to speak publicly on behalf of the School. Such public statements shall be made in the best interests of the School and School community.

101.2.6. Training and Preparation

Board members and officers shall receive opportunities for training and preparation to understand and effectively fulfill the School's mission, values, policies and procedures, and individual responsibilities. Board members and officers are encouraged to regularly review Board policies and attend workshops or other training opportunities to increase their knowledge and skills as agents of the School.

101.3. Elections and Terms of Office

Elections to the Board shall be carried out according to the School's By-Laws and Charter. At the annual elections, members shall be elected by the membership for a term of three years to succeed the members whose terms then expire provided that, nothing herein shall be construed to prevent the election of a member to succeed himself/herself. Members will be nominated and elected based on a geographical makeup of the school.

101.4. Resignation and Removal of Board Members

When a Board member deems it necessary to resign from the Board, that member shall, when feasible, notify the Chairperson in writing thirty days in advance of the effective date of his or her resignation. The Chairperson shall promptly notify other Board members and shall include the matter on the agenda for the next regular Board meeting. If the Chairperson resigns, he or she shall notify the Board as a whole.

A Board member may be removed for immorality, unfitness, neglect of duty, negligence, or other conduct that harms or threatens to harm the School's reputation, integrity, safety, or operational effectiveness. Such removal shall occur by a vote of two-thirds of the other voting members of the Board.

101.5. Vacancies

All temporary vacancies in the membership of the Board shall be filled through appointment by a majority vote of the remaining members of the Board. Any Board member appointed in this manner shall serve until the next regular election of Board members, at which time the remaining unexpired term of the office in which the vacancy occurs shall be filled.

101.6. Legal Counsel and Other Professional Consultation

The Board may deem it necessary to seek expert opinions in legal, financial, or other special matters. To this end, the Board may employ or retain an individual or firm qualified and licensed (as necessary) to perform such service. Such individual or firm, including legal counsel, shall represent and serve the Board, unless such individual or firm is expressly appointed to represent a specific employee.

101.7. Committees

Committees of the Board may be created and members appointed by a majority of the Board. The Board may request that the Chairperson appoint Board members or other members of the School community, as necessary, to serve as representatives of the Board on such committees. The purpose and terms of such action shall be determined by a majority vote of the Board.

101.8. Board Member Code of Ethics

Board members shall conform to the following general standards of conduct. Members shall:

- a. Faithfully, competently, honestly, and fairly perform their duties in a way that best serves both School and student interests.
- b. Conduct themselves publicly in a manner that does not threaten the School's operations, academic integrity, safety, or reputation.
- c. Observe all applicable laws and the School's governing and legally binding documents, including the Schools' By-Laws, Charter, and contracts.
- d. Seek to uphold equal educational and workplace opportunities, regardless of race, religion, sex, national origin, handicap, and other legally protected categories.
- e. Comply with all public meetings and public record laws.

- f. Respect and guard the confidentiality of student records, personnel files, closed session information, or other protected, sensitive, and non-public information.
- g. Not act on behalf of the Board or the School without Board authorization, particularly in any manner that may legally bind or publicly represent the Board's interests.
- h. Avoid conflicts of interests and the appearance thereof, and give prompt and unequivocal notice to the Board of any actual, potential, or apparent conflict of interest. In instances involving a Board decision that significantly affects or may significantly affect a Board member's personal interests, the Board member shall not influence, participate in, or assist in Board deliberations and decisions, unless the Board is reasonably informed in advance of that interest and approves the member's involvement. (Additional reference: Policy Code 101.9 Board Member Conflict of Interest Policy)
- i. Regularly attend and be adequately prepared for Board meetings.
- j. Exercise due diligence when making decisions. This includes seeking and relying on services and opinions of qualified lawyers, experts, and consultants when necessary and feasible.
- k. Avoid involvement in or discussions about School-based disputes, investigations, and grievances to the extent feasible, prior to such matters being properly and timely presented to the Board through established policies and procedures.
- l. Remain objective and unbiased, and avoid conduct or communications that may jeopardize objectivity in deciding Board matters.
- m. Work collaboratively and collegially with other Board members and delegate proper authority to the Head of School or executives for the School's administration.
- n. Not interfere in or improperly influence the School's operations or administration except as required by necessity or law.
- o. Refer complaints and matters requiring administrative attention to the Head of School, his or her designee, or other appropriate staff member.
- p. Approve employment of those best qualified to serve the School and not for other non-meritorious reasons.
- q. Diligently uphold and promote these ethical standards, including notifying the Board of any violation or anticipated violation by any other Board member.

101.9. Board Member Conflict of Interest Policy

A person shall not be disqualified from serving as a member of a charter school's board of directors because of the existence of a conflict of interest, so long as the person's actions comply with the school's conflict of interest policy as provided in G.S. 115C-218.15(b)(3) and applicable law, and as required by G.S. 115C-218.15. (Additional reference: Chatham Charter Board Policy 204.1.7. Nepotism.)

No voting member of the governing board shall be an employee of a for-profit company that provides substantial services to the charter school for a fee.

1. General Provisions. Directors shall avoid improper conduct arising from conflicts of interest and shall abide by all legal requirements governing conflicts of interests, including G.S. 55A-8-31. If any Director has or may have a conflict of interest in a matter pending before the Board, such member shall fully disclose to the Board the nature of the conflict or potential conflict. No transaction may be approved if it would constitute self-dealing.

2. Statutory Requirements. Board practice regarding conflicts of interest shall be governed ultimately by G.S. 55A-8-31, as amended or replaced at any time subsequent to the adoption of this policy. Specific statutory requirements include the following:

- (a) A conflict of interest transaction is a transaction with the Corporation in which a Director of the Corporation

has a direct or indirect interest. A conflict of interest transaction is not voidable by the Corporation solely because of the Director's interest in the transaction if any one of the following is true:

- (1) The material facts of the transaction and the Director's interest were disclosed or known to the Board of Directors or a committee of the Board and the Board or committee authorized, approved, or ratified the transaction;
 - (2) The material facts of the transaction and the Director's interest were disclosed or known to the members entitled to vote and they authorized, approved, or ratified the transaction; or
 - (3) The transaction was fair to the Corporation.
- (b) A Director of the Corporation has an indirect interest in a transaction if:
- (1) Another entity in which he has a material financial interest or in which he is a general partner is a party to the transaction; or
 - (2) Another entity of which he is a Director, officer, or trustee is a party to the transaction and the transaction is or should be considered by the Board of Directors of the Corporation.
- (c) For purposes of subdivision (a)(1) of this section, a conflict of interest transaction is authorized, approved, or ratified if it receives the affirmative vote of a majority of the Directors on the Board of Directors (or on the committee) who have no direct or indirect interest in the transaction, but a transaction shall not be authorized, approved, or ratified under this section by a single Director. If a majority of the Directors who have no direct or indirect interest in the transaction vote to authorize, approve, or ratify the transaction, a quorum is present for the purpose of taking action under this section. The presence of, or a vote cast by, a Director with a direct or indirect interest in the transaction does not affect the validity of any action taken under subdivision (a)(1) of this section if the transaction is otherwise authorized, approved, or ratified as provided in that subdivision.
- (d) For purposes of subdivision (a)(2) of this section, a conflict of interest transaction is authorized, approved, or ratified by the members if it receives a majority of the votes entitled to be counted under this subsection. Votes cast by or voted under the control of a Director who has a direct or indirect interest in the transaction, and votes cast by or voted under the control of an entity described in subdivision (b)(1) of this section, shall not be counted in a vote of members to determine whether to authorize, approve, or ratify a conflict of interest transaction under subdivision (a)(2) of this section. The vote of these members, however, is counted in determining whether the transaction is approved under other sections of this Chapter. A majority of the votes, whether or not present, that are entitled to be cast in a vote on the transaction under this subsection constitutes a quorum for the purpose of taking action under this section.
- (e) The Articles of Incorporation, Bylaws, or a resolution of the Board may impose additional requirements on conflict of interest transactions.

3. Definitions. The following definitions shall apply to this policy.

- (a) **Interested Person.** Any Director, principal officer, or member of a committee with Board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- (b) **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - (1) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement,
 - (2) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement, or

- (3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

4. Procedures.

- (a) **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors and members of committees with board-delegated powers considering the proposed transaction or arrangement.
- (b) **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.
- (c) **Procedures for Addressing the Conflict of Interest.**
 - (1) An interested person may make a presentation to the Board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - (2) The Chairman of the Board, or the chair of the committee if a committee meeting is appropriate, shall appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - (3) After exercising due diligence, the Board or committee shall determine whether the Corporation can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - (4) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested members whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
- (d) **Violations of the Conflicts of Interest Policy.**
 - (1) If the Board of Directors or one of its committees has reasonable cause to believe a member has failed to disclose actual or a foreseeable conflict of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
 - (2) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary or corrective action.

5. Records of Proceedings.

The minutes of the Board of Directors and all committees with Board-delegated powers shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the decision of the Board or committee as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or

arrangement, and a record of any votes taken in connection with the proceedings.

6. Compensation.

- (a) Board members shall receive no compensation for serving on the board and may not receive compensation from the Corporation for any services provided to the Corporation.
- (b) Board members may be reimbursed for travel, accommodations, and meals when traveling on behalf of the school.

7. Annual Statements.

Each Director, principal officer and member of a committee with Board-delegated powers shall annually sign a statement that affirms such person

- (a) has received a copy of the conflicts of interest policy,
- (b) has read and understands the policy,
- (c) has agreed to comply with the policy, and
- (d) understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

8. Periodic Reviews.

To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

9. Use of Outside Experts.

When conducting the periodic reviews as provided for in this Article, the Corporation may choose to employ outside experts. If outside experts are used, their use shall not relieve the Board of Directors of its responsibility for ensuring that periodic reviews are conducted.

102. FUNCTIONS OF THE BOARD

102.1. Overview

Board members are public servants and community representatives. They shall conduct themselves in a reputable, responsible, and legal manner and according to the Board's Code of Ethics.

102.2. Responsibilities

The Board is responsible for the development of School policies, rendering decisions, and taking other necessary actions that further the School's best interests. The Head of School is primarily responsible for the oversight and effective recommendations and implementation of Board policies and decisions. The Head of School has all necessary discretion to carry out these responsibilities unless otherwise restricted or directed by the Board.

Because all powers of the Board lie in its actions as a corporate body, individual Board members exercise their authority over school affairs only as they vote and act as one Board or by delegation by the Board. An individual Board member, including the Chairperson, shall have individual powers and duties only as required by law, Board policy, or other governing document, and when the Board votes to assign any other special authority to him or her. Particular duties of the Board include, but are not limited to, the following:

- a. To determine and uphold the School's mission and purpose;
- b. To enact policy;
- c. To hire and support the Head of School and conduct his/her annual performance review;
- d. To hire or ratify the hiring of all employees, per recommendation of the Head of School;
- e. To approve the School budget, financial reports, and audits;
- f. To determine the needs of the School and to seek funding for its operation and development;
- g. To provide for the planning, expansion, improvement, and maintenance of School facilities;
- h. To ensure legal and ethical integrity and to maintain accountability;
- i. To assess the Board's performance and to orient new Board members;
- j. To keep the public informed of official Board actions.

102.3. Board Meetings and Public Notice

The Board shall meet on a regular schedule to provide for the efficient and proper operation of the School. All official Board meetings shall be subject to the requirements of the North Carolina Open Meetings law (Chap. 143, Art. 33C beginning at G.S. § 143-318.9). This includes, but is not limited to, conformity with the requirements listed in sections 102.3.1 to 102.3.6 of this policy series.

102.3.1. Official Meetings, Quorum and Rules of Order

An official meeting of the Board is a meeting or gathering together at any time or place (including one occurring by simultaneous communication by telephone conference or other electronic means) of a majority of Board members for the purpose of transacting School business. However, a social meeting, other informal assembly, or gathering together of Board members is not an official meeting unless called or held to evade the spirit and purposes of state public meeting laws.

The School shall keep full and accurate minutes of all official meetings, including any closed sessions. Such minutes may be in written form or may be in the form of sound or video recordings. When the Board meets in closed session, it shall keep a general account of the closed session so that a person not in attendance would have a reasonable understanding of what transpired. Such minutes and accounts shall be public records within the meaning of the state public records law, provided, however, that minutes or an account of a closed session may be withheld from public inspection so long as public inspection would frustrate the purpose of the closed session.

A quorum of the Board shall consist of one-half of all members of the entire Board currently holding office. A quorum is required to convene any regular meeting of the Board. If at any point during a regular Board meeting a quorum does not exist, the meeting shall be recessed until a quorum is present, or the meeting shall be adjourned. Members may not participate in a meeting by proxy vote.

102.3.2. Meeting Classifications and Schedule

102.3.2.1. Annual Meetings

An annual meeting of the Corporation will be held during the last month school is in session each school year. The purpose of the annual meeting is to act on business brought before the Corporation and to provide an annual report.

102.3.2.2. Regular Meetings

Regular meetings of the Board are held once a month to conduct usual business and are subject to the following rules and procedures:

- a. The Board Secretary **or designee** shall keep on file and post the schedule of regular Board meetings. The Secretary or designee shall, when feasible, file any revisions to the meeting schedule and post the revised schedule at least seven days prior to the first meeting under the revised schedule.
- b. The Board Secretary or designee shall make available to the public the date, time, place, and major topics of regular meetings.
- c. The Board Chairperson may change or cancel a regular Board meeting when he or she deems it in the Board's best interest. Notice of such changes shall be posted within a reasonable time in the School office and be provided to Board members, the media, and other entitled to such notice.

102.3.2.3. Special Meetings

Special meetings of the Board may be called to enable the Board to consider a single or special matter. A special meeting may be called by the Chairperson, the Secretary, or at the request of two Board members.

102.3.2.4. Emergency Meetings

The Head of School or the Board Chairperson may call for an emergency meeting to consider matters of an urgent nature requiring immediate attention. Only the matter(s) necessitating the meeting shall be considered at such meetings.

102.3.2.5. Recessed Meetings

The Board may recess a meeting to be resumed at a later time, date, and location. This decision to recess shall be announced in open session.

102.3.2.6. Electronic Meetings

The Board, consistent with G.S. § 143-318.13, may hold an official meeting by use of telephone conference, online discussion, or other electronic means. It shall provide a location and means whereby members of the public may listen to, observe, or otherwise simultaneously understand the proceedings of such meetings. The notice of the meeting shall specify the location and forum. A fee of up to \$25.00 may be charged to each public listener to defray in part the actual cost of providing the necessary location and equipment for such participation.

102.3.3. Notice of Meetings

Notice to the School community shall conform to state open meetings requirements, particularly G.S. 143-318.12, including the following:

102.3.3.1. Regular Board Meetings

The School shall keep a current copy of the schedule on file ~~in~~ **at** the School ~~office~~, **online**, and with the Board Secretary, showing the date, time, and place of regular meetings.

102.3.3.2. Emergency Meetings

The School shall provide notice of an emergency meeting to each local media outlet that has filed a written request for such notice; such request shall include the media outlet's telephone

number to be used for emergency meeting notices. The emergency meeting notice shall be given either by telephone or by the same method used to notify the members of the School and shall be given to media outlets immediately after notice has been given to those members. This notice shall be given at the expense, if any, of such party to be notified.

102.3.3.3. Recessed Meetings

If the Board recesses a regular, special, or emergency meeting, the date, time, and place at which the meeting is to be continued shall be announced in open session of the recessed meeting. No further notice shall be required.

102.3.3.4. Other Meetings

Except in the case of an emergency meeting, written notice of a meeting that is not part of the regular meeting schedule shall include a statement of its purpose, and shall be:

- a. Posted ~~on the main bulletin board of the School's main office~~ **at the meeting site, online,** and
- ~~b. Mailed or delivered to each media organization or any other person or entity which has filed a written request for such notice with the Secretary or the School. This notice shall be posted and mailed or delivered at least 48 hours before the time of the meeting. The School may require that such media organizations annually submit a written renewal request for such notice. The School may charge a fee to persons other than the media who request notice of meetings, of up to \$10.00 per calendar year, and may require them to renew their notice requests on a quarterly basis.~~

102.3.4. Closed Sessions

The Board may hold closed sessions, not subject to public observance, in accordance with G.S. § 143-318.11. Before convening in closed session, the Chairperson shall publicly announce the general purpose for excluding the public from the meeting and the time when the closed session will be concluded. The closed session may be extended to a later time by announcement of the Chairperson. A closed session may be conducted for any purpose allowed by state law, including but not limited to the following:

- a. To prevent disclosure of privileged or confidential information;
- b. To prevent premature disclosure of a prize or award;
- c. To consult with an attorney to preserve the attorney-client relationship;
- d. To consider contract negotiations or terms;
- e. To consider personnel matters such as employment decisions, misconduct, personnel evaluations, or other such matters not subject to public disclosure; and
- f. To consider matters involving confidential student records, threats, safety, or student misconduct.

102.3.5. Structure of Board Meetings

102.3.5.1. Agenda

The Head of School, in consultation with the Board Chairperson, shall prepare the agenda for regular Board meetings. Any member of the School community may request that an item be placed on the agenda. A written request must be received by the Head of School at least fourteen days prior to the meeting and must include supporting documentation and any action requested. The Head of School may decide whether to place the item on the agenda. A Board

member may request additional information or clarification when the agenda item is discussed.

The Board Secretary **or designee** shall see that each Board member receives a copy of the agenda and related materials, and shall make it available to the public five days prior to a regular meeting.

At the meeting, the Board may, by majority vote, add an item that is not on the agenda. The first item of business shall be the approval of the agenda. Once approved, no new item may be added to the agenda for consideration except by two-thirds vote of Board members present.

102.3.5.2. Minutes

The Board Secretary **or designee** shall ensure that minutes are kept of all Board meetings including closed sessions. The minutes shall be recorded and filed in the school office. Minutes shall be available for public inspection during regular office hours.

The minutes shall include:

- a. The date, time, and place of the meeting;
- b. The officer presiding over the meeting;
- c. Board members in attendance;
- d. A record of all matters coming before the Board for discussion or action;
- e. A record of all votes and actions taken by the Board;
- f. Resolutions and motions in full (policies, reports, and other documents relating to a motion may be omitted if they are referred to and identified by title and date);
- g. Any action to recess for closed session with a general statement of the purpose (the minutes of closed sessions may be withheld from public inspection if it is deemed that open inspection would hinder the purpose of the session); and
- h. The time of adjournment.

Unofficial minutes shall be distributed to Board members in advance of the next regular Board meeting and shall be available to the public. Minutes need not be read publicly provided that members have had an opportunity to review them before approval.

The minutes shall be official when approved by the Board and signed by the Chairperson and the Secretary.

102.3.5.3. Voting

The Board will vote by voice unless otherwise deemed necessary by the Chairperson or a majority of the Board. If the Board votes by written ballot, each voting member shall sign his or her ballot; the minutes shall show the vote of each member. All ballots shall be available for public inspection in the School office following the meeting until the minutes of that meeting are approved, at which time the ballots may be discarded.

102.3.6. Attendance and Participation

102.3.6.1. Board Members

When feasible, a Board member shall give advanced notice to the Chairperson or Head of School of his or her inability to attend a Board meeting. The Board may declare a Board member's position vacant after three consecutive, unexcused absences from regular Board

meetings unless such absence is due to ongoing illness or the absence is authorized by resolution of the Board.

If a Board member is on active duty or required training status with the military, the Board shall grant an extended leave of absence to cover the period of service or training. The extended leave of absence may not have the effect of extending the Board member's term. The Board also has the authority to appoint an interim successor to the absent Board member's position. The interim successor shall serve until the Board member returns or until the end of the Board member's term.

102.3.6.2. Public Participation

The Board represents and serves the entire School community. For this reason, the Board recognizes the value of public awareness and, when necessary, public input on educational issues. The Board, in its discretion, may provide opportunities for the public to express interest in and concern about School matters. Any citizen may attend all open meetings of the Board.

Board meetings shall be controlled so the Board can proceed with its business within a reasonable time and orderly manner.

The Board may, if it chooses, provide a period in any meeting when visitors may address the Board on subjects related to the agenda or otherwise made open for public comment. To permit fair and orderly comment, visitors wishing to address the Board must sign up before the meeting in a manner designated by the Board.

At a designated time, visitors shall be recognized by the Chairperson pursuant to prescribed time limits and other requirements established by the Chairperson or the Board. The Chairperson has the discretion to interrupt or terminate a statement when the Chairperson deems such statement to be detrimental to the orderly and effective conduct of the Board meeting. The Board may modify or overrule the Chairperson by a two-thirds majority.

Individuals with disabilities who need accommodation to observe and participate in a Board meeting shall, when feasible, contact the Head of School at least seven days prior to a regular meeting and as soon as possible in advance of a special meeting.

Any person who willfully interrupts or disturbs a Board meeting may be directed to leave by the Chairperson. Any person who refuses to leave may be subject to removal by law enforcement officers and to civil or criminal penalties.

102.3.6.3. Media Coverage and Recording

Except as otherwise provided, any media outlet (e.g. radio or television station), consistent with G.S. § 143-318.14 is entitled to broadcast all or part of an open Board meeting. In addition, any person may photograph, film, tape, record, or otherwise reproduce any part of an open meeting in a non-disruptive manner.

The School may regulate the placement and use of media equipment to prevent undue interference with a meeting as long as this does not prevent the equipment's intended use. If the Chairperson, in good faith, determines that the meeting cannot accommodate such equipment and an adequate alternative meeting room is not readily available, the Chairperson may require the pooling of such equipment and the personnel operating it.

102.3.6.4. Public Hearings

The Board may, at its discretion, hold public hearings to hear the views of members of the School community on particular matters. Such hearings are primarily to receive information and input and not to deliberate or decide a particular matter. Such hearings will be conducted in an orderly, fair, and effective manner so as to offer reasonable opportunities for participants to express their views. The Board shall not be obligated to adhere to any particular view but shall consider the information received in making any necessary decisions.

103. POLICY DEVELOPMENT

103.1. Overview

The Board shall be solely responsible for adopting, amending, and repealing policies.

The Head of School shall be responsible to develop any necessary administrative procedures necessary to ensure effective implementation of Board policies. These administrative procedures shall be submitted to the Board, in writing, for the Board's information. Such procedures do not require Board approval, although the Board may revise or reject them as it chooses.

103.2. Policy Manual – Oversight and Dissemination

Policy manuals are intended to serve both as a tool for School management and guidance and as a source of information and training for the School community.

The Head of School is primarily responsible for the following:

- a. To establish and maintain an orderly plan for preserving, organizing and making accessible policies adopted by the Board;
- b. To provide Board members a current copy of the Policy Manual;
- c. To disseminate to all employees those sections of the Policy Manual that affect them and their work;
- d. To provide students and parents those policies and procedures to which they are subject, including those regulating the academic environment, School procedures, standards of conduct, and general operations; and
- e. To provide easy access to the Policy Manual for the School community by keeping a copy in the School office.

103.3. New Policies and Amendments

The following procedure applies in adopting, amending, or repealing policies:

- a. Any proposed new policy or amendment and any necessary summary or narrative shall be provided in writing to the Secretary and Chairperson for inclusion in the Board packet distributed prior to the Board meeting, and shall adhere to the following:
 - i. All proposals shall include a title and sequence number, consistent with the table of contents of the current Policy Manual.
 - ii. Amendments shall reference the policy to be changed and include a reprint of the current policy with revised language in Redline format.
 - iii. Repeals need only reference the policy to be repealed by title and sequence number along with a revised table of contents.

In the event that immediate action on a proposed policy or amendment is necessary the motion for its adoption should state that immediate adoption is in the best interest of the School.

Only a Board member may move for the Board to adopt, revise, or repeal a policy.

- b. All new or amended policies shall become effective upon adoption, unless an alternative effective date is provided in the motion for adoption.

103.4. Changes to the Policy Manual

Upon approval, new and revised policies shall be entered into the Policy Manual in the appropriate section with a notation of the date of adoption and/or revision. The table of contents should be updated as appropriate.

Upon approval, a repealed policy shall be stricken from the Policy Manual, leaving only the word "Repealed" followed by the table of contents, title, and the dates of adoption, revision, and repeal. The table of contents will be updated appropriately.

103.5. Suspension or Waiver of Policy

In extenuating circumstances, any Board policy not required by law or contract may be temporarily suspended by a two-thirds vote of all members present at a Board meeting, provided all Board members have received notice of the meeting and the notice included a proposal to suspend the policy and an explanation of the purpose. If such proposal is not made in writing in advance of the meeting, a policy may be suspended or waived only by a unanimous vote of all Board members present.

103.6. Absence of Policy

In cases where action is necessary that involves a matter of significant policy import, but for which there is not policy or the application of a policy is vague or ambiguous, the Head of School may exercise, in good faith, his or her discretion to act in the manner he or she believes best serves the School. The Head of School shall inform the Board promptly of such action and make any recommendation for ratification of the action by the Board and/or a change to current Board policy.