



Policy and Procedure Guide

V.B DRAFT for Review 08.01.13



This manual contains all policies approved by the ANCS Governing Board or the boards of its precursor schools, Neighborhood Charter School (NCS) and Atlanta Charter Middle School (ACMS). Policies are added and/or updated following board approval and review by ANCS legal counsel. Any questions about the policies contained herein should be directed to the ANCS Executive Director or the ANCS Governing Board Chair.



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Introduction

This Policy and Procedure Guide has been created with the purpose of documenting and standardizing the business processes used to operate the Atlanta Neighborhood Charter School.

This manual takes precedence if there is a conflict with current practice and procedures.

Review for the 2013-2014 Year

The goal of the ANCS Board is to review the complete Policy and Procedures Guide, and the Governing Board Bylaws, over the course of several months.

Review is intended to be done by following these steps:

1. Read the Bylaws first. These are intended to be the governing document for the overall structure of the entire organization.
2. Read the Board Governance policies. These policies are meant to outline and document how the Board will function as a governing body.
3. Collect your comments in a single Word document. Do not comment on the PDF at this time.
4. We will review policies and approve them at public meetings.
5. Documents will then go to our attorney for review.
6. We will incorporate any changes per legal review, then the final approval date will be incorporated into the documents.
7. Once final approval date has been incorporated we will publish documents on the ANCS website.



BYLAWS OF ATLANTA NEIGHBORHOOD CHARTER SCHOOL, INC.

ARTICLE I. OFFICES

The principal office of the Atlanta Neighborhood Charter School, Inc. (hereinafter referred to as the "corporation" or "ANCS") shall be located in the State of Georgia.

ARTICLE II. GENERAL PURPOSE

The mission of ANCS is to create a small, focused, and diverse K-8 school that nurtures the whole child through strong parental/community involvement and challenging academics. The school will operate under a charter contract to be negotiated between the Board and the Atlanta Board of Education.

ARTICLE III. Board

Section 1. General Powers.

The business and affairs of ANCS shall be managed under the direction of the Board. The members shall in all cases act as a Board, and they may adopt such rules and regulations for the conduct of their meetings and the management of the corporation as they may deem proper, not inconsistent with ANCS' Articles of Incorporation, these Bylaws, and the laws of this State.

Section 2. Duties of the Board.

The Board shall be charged with the management of the affairs of the corporation, and shall pursue such policies and principles as shall be in accordance with law, the provisions of the Articles of Incorporation, these By-Laws, and any written charter entered into by the Board. The Board shall be considered as having the powers of a Board of Directors and shall be deemed to be acting as the Board of Directors for all purposes of the Nonprofit Corporation Law. By way of elucidation, and not in limitation, the Board shall be responsible to carry out the following duties and obligations:

- a. The Board shall uphold and promote the school's mission and vision and ensure effective organizational planning on the part of the school through an annual strategic planning and review process that will review and update the school's short-term, mid-term, and long-range goals, and evaluate the effectiveness of the implementation of the school's mission and plans;
- b. The Board shall either directly or through a governance committee provide for the annual appraisal of the Executive Director's performance;
- c. The Board ensures the financial stability of the corporation through regular monthly review of financial statements and reports, an annual independent audit, and direct oversight of major financial commitments and decisions;
- d. The Board shall take an active role, either directly or through a Board committee, in resolving grievances and conflicts which may arise within the school community involving, students, parents, staff, administration, and Board members.

To the extent permitted by law, the Board may, by general resolution, delegate to officers of the corporation or to committees of the Board such powers as it deems necessary or appropriate to carry out its duties and obligations.

Section 3. Structure, Number, Tenure, and Qualifications.

The Board shall consist of nine (9) voting members, which number shall be fixed from time to time by the Board.

The membership of the Board will include at least five (5) parents or guardians of students, including at least one (1) parent/guardian of an elementary student and one (1) parent/guardian of a middle school student.

Members shall be natural persons who are 18 years of age or older and must be residents of the State of Georgia. Regularly elected Board member terms are for three years and begin July 1 of the year in which they were appointed.

Section 4. Ex-Officio Members and Community Members.

The Board will also include the Executive Director as an Ex-Officio member.

School Principals of ANCS's elementary and middle school campuses, and the Director of Business Operations, are required to attend Board meetings per their job descriptions, but will not be Ex-Officio members. They may be invited to address the Board if they are actively presenting or addressing questions.

The Board, by a vote of two-thirds, may also appoint a community member to serve on the Board in a non-voting capacity as an adviser. The term for this position is for one year.

Section 5. Trustee Emeritus Members.

The Board may also establish Trustee Emeritus membership to honor past Board members who may have specialized knowledge or qualifications to act in an advisory capacity.

The Board Chair and Executive Director will nominate past Board members for this role. Approval from the Board requires a two-thirds majority vote. This position shall be non-voting and hold a term of five years.

Section 6. Election of Members.

Members shall be elected by the ANCS Board from nominations made by the ANCS Board's Nominating Committee. An affirmative vote of two-thirds of the Directors shall be required for election.

A member appointed to fill a vacancy shall be appointed for the unexpired term of their predecessor in office.

Section 7. Voting Rights.

Each member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 8. Termination of Membership.

The Governing Board, by affirmative vote of two-thirds of all of the members of the Board, may suspend or expel a member for cause after an appropriate hearing, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership.



Section 9. Annual Meeting.

An annual meeting of the members shall be held every May, the date, time, and place to be fixed by the Board and notice given to all members, at least three weeks in advance, for the purpose of electing board members and officers, approving the budget for the following year, and for the transaction of such other business as may come before the meeting.

Section 10. Meetings of the Board.

The order of business at all meetings shall be set by the Board Chair.

The Board must have a quorum of five (5) voting members present in order to conduct business.

The Board shall be subject to the provisions of Open Meetings Law, O.C.G.A. § 50-14-1, and Inspection of Public Records Law, O.C.G.A. § 50-18-70.

The Monthly Meeting Agenda shall include a separate report from each Board Standing Committee, any Appointed Committees as requested by the Board Chair, and any school-based committees such as the PTCA and the Faculty Council.

Section 11. Attendance.

Board members are not allowed to miss more than two Board meetings per year. If they miss more than two meetings, the Board Chair will meet with them to discuss their participation. If they are unable to fulfill their responsibilities, they will be asked to resign from the Board.

Section 12. Conflict of Interest.

Members shall comply with ethics and conflict of interest provisions applicable to members of the Atlanta Board of Education. Board members shall not participate in discussions or votes related to any ANCS business transactions or affairs which would cause an actual, or would give an appearance of a, conflict of interest.

Section 13. Resignation.

A member may resign at any time by giving written notice to the Chair, Chair-Elect, or Recorder of the Board of ANCS. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the officers, and the acceptance of the resignation shall not be necessary to make it effective.

A member who resigns may postpone the effectiveness of their resignation to a future date or to the occurrence of a future event specified in a written tender of resignation. A vacancy shall be deemed to exist at the time of such tender; and the Board may then or thereafter elect or appoint a successor to take office when the resignation, by its terms, becomes effective.

ARTICLE IV. OFFICERS

Section 1. Number and Qualifications.

The officers of ANCS shall consist of a Chair, a Chair-Elect, a Recorder, and such other officers and assistant officers as may be deemed necessary, each of whom shall be confirmed by the Board. The same individual may simultaneously hold more than one office of the corporation except that the Chair may not simultaneously hold another office.

Section 2. Election and Term of Office.

The officers of ANCS shall be elected by the Board at the annual meeting held each May, except for the office of Chair-Elect, which shall be elected at the January meeting. Each officer shall hold office for a term of one year or until their successor has been duly elected and has qualified, or until their earlier death, resignation, or removal from office as hereinafter provided. The Chair-Elect shall hold office until the July meeting.

Section 3. Resignation, Removal, and Vacancies.

In the event that any one of the officers shall resign, such officer shall immediately cease to be an officer. Any such resignation shall be in writing and shall be delivered to the Chair, Chair-Elect, or Recorder. Any officer or agent may be removed by the Board whenever in its judgment the best interests of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. A two-thirds majority vote of the Board shall be required to remove any officer or agent. Election or appointment of an officer or agent shall not of itself create contract rights. Any vacancy in any office for whatever reason may be filled, for the unexpired portion of the term, by the Board.

Section 4. Chair.

The Chair shall be the principal executive officer of ANCS and, subject to the general direction of the Board, shall supervise and control the business and affairs of the corporation. The Chair shall, when present, preside at all meetings of the Board. The Chair or Chair-Elect or both may sign with any other proper officer of the corporation thereunto authorized by the Board, deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof is expressly delegated by the Board or by these Bylaws to some other officer or agent of the corporation, or is required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of Chair and such other duties as may be prescribed by the Board from time to time. The Chair shall have authority to institute or defend legal proceedings when the members are deadlocked. An individual may serve as Chair for two consecutive one-year terms, provided they are duly re-elected by the Board. An individual may serve as Chair again after either their one-year term or two consecutive terms, as long as they are off the Board for a minimum of two years before serving again.

Section 5. Chair-Elect.

The Chair-Elect shall: (a) assume duties of Chair in his/her absence; (b) assist Chair in planning meetings; (c) plan the annual meeting and/or Board retreat; and (d) serve as the Chair of the Board Nominating Committee. The Chair-Elect should be selected from among the Board members who are not in the last year of their term on the Board.

Section 6. Recorder.

The Recorder shall: (a) keep the minutes of the proceedings of the Board in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) keep a register of the mailing address of each member which shall be furnished to the Recorder by such member; (d) in general, perform all duties incident to the office of Recorder and such other duties as from time to time may be assigned to him/her by the Chair or by the Board; and (e) ensure that all Board minutes are prepared for Board review at each subsequent Board meeting and therefore made available to the school community.



Section 7. Executive Director.

The Executive Director shall: (a) hire the principals with the advice and consent of the Board; (b) supervise the principals and otherwise meet all criteria outlined in the Executive Director's written job description; (c) ensure that the Charter contract goals are being met; (d) report quarterly to the Board on Charter compliance and progress toward meeting goals; (e) assist the Board Chair with scheduling and setting agendas for meetings; (f) facilitate and implement Board decisions; (g) act as liaison between the school and the district office; (h) provide knowledge of federal, state, and district policies/regulations; (i) encourage bottom-up decision making and participation by all; (j) facilitate and implement school's Vision and Goals; and (k) report to the Board.

Section 9. Role of the Immediate Past Chair.

After a new Board Chair is elected each year, the Immediate Past Chair shall continue to perform a vital role for the school. The Immediate Past Chair shall serve as an advisor to the Board. The Immediate Past Chair shall be an ex officio member of the Board during such time unless they are still a voting member of the Board, in which case, in addition to any other role they may accept on the Board, they shall also assist and advise the new Chair until the new Chair-Elect is elected.

ARTICLE V. COMMITTEES

Section 1. Board Standing Committees.

The standing committees of the Board are each chaired by a member of the Board; the Chair is not permitted to chair committees.

The standing committees and their respective responsibilities are as follows:

Accountability, Compliance, and Curriculum. Review Executive Director-prepared reports, and present such reports at each Board meeting, on one or more compliance items from the charter; district, state, or federal law, policy, or regulation; or any other source – including any annual accountability and compliance reports required by the district or state, and a monthly academic performance report.

Business Operations. Review and recommend annual budget for Board approval. Monitor budget compliance, all financial expenditures, and revenues and other financial issues throughout the year. Recommend financial policies to the Board. Work with the Director of Business Operations, Executive Director, and other staff to establish financial goals and policies. Work to secure funding and grants to support ANCS. Business Operations Chair will, in collaboration with the Executive Director, prepare and present a report on current financial and operational performance at each Board meeting.

Executive. At its discretion each year, the Board may vote to create an Executive Committee, which will include at a minimum the Chair, Chair-Elect (when such an officer is in place), Business Operations Chair, Recorder, and Executive Director, with the authority to handle urgent or routine issues during the period between regular monthly Board meetings. All meetings and decisions of the Executive Committee must be reported to the Board at the regular meeting and any actions taken may be overruled by simple majority vote of the full Board.

Fund Development. Raise funds through an Annual Campaign to supplement the per-pupil funding received from Atlanta Public Schools. Ensure that all fundraising at school is vetted through the development committee.

Governance. Develop the Board policies, procedures, and training. Act as the parliamentarian. Establish hiring, grievance, transfer, evaluation, and other personnel procedures. Provide support for the

Executive Director in the implementation of these policies. Conduct, and report to the Board on, an annual performance review of the Executive Director and the Principals.

Nominating. Announce openings, accept nominations for, review candidates, and make recommendation(s) to the full Board candidates for open Board positions. Obtain school community input on nominations prior to selecting and recommending Board members for election by the Board.

Section 2. Board Appointed Committees.

In addition to the standing committees, the Chair may appoint other committees to fulfill a need. Any appointed committees shall be chaired by a member of the Board. The duration of the committee, members, and duties shall be outlined by the Chair and presented to the Board and approved by two-thirds vote.

Sub-committees are generally on-going committees.

Task forces are created by the Board to address specific projects or issues. Task forces are temporary committees which are dissolved once the specific issue they were created for has been addressed.

Responsibilities of the sub-committees and task forces may be reduced or expanded by the Board or upon recommendation of the particular sub-committee or task forces concerned and after discussion/approval by the Board. Other sub-committees and task forces may be established as the need arises. All sub-committees and task forces shall report to the Board.

In addition, all sub-committees and task forces must present a status report to the Board at least once annually. Sub-committees and task forces are welcome to present more often if there are matters requiring Board approval or attention – this should be coordinated through the Executive Director.

The Board is the school's legal representative body and has final approval of all recommendations made by committees, sub-committees, and task forces.

Section 3. School Based Committees.

The Parent Teacher Community Association (PTCA) coordinates parent, teacher, and community involvement within the school.

In general, the following duties are assigned to the PTCA:

- Gather and share with the Board at its monthly meetings parent interests, opinions, and input on any important issue that comes before the Board or is deemed important by parents.
- Host all school meetings (curriculum night, back-to-school night, student orientation, etc.). Hosting includes promotion, providing refreshments, assisting with sign-in sheets, etc. PTCA is not responsible for content development unless it is specifically a PTCA event.
- Coordinate advisory class parents.
- Coordinate two committee chair meetings each year.
- Coordinate all teacher appreciation activities.
- Coordinate all PTCA fundraising (box-tops, etc.).
- Coordinate the summer ice-cream social.
- Coordinate Grandparents and Special Friends Day.
- Develop the school calendar in conjunction with the principals and Executive Director.
- Develop and meet the PTCA budget

The PTCA will define any other specific goals and operating procedures each year and present them to the Board for approval.



ARTICLE VI. CONTRACTS, LOANS, CHECKS, AND DEPOSITS

Section 1. Contracts.

The Board may authorize via resolution any officer or officers, agent, or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of ANCS, and such authority may be general or may be confined to specific instances.

Section 2. Loans.

No loans shall be contracted on behalf of ANCS, and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, Etc.

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of ANCS shall be signed by such officer or officers, agent, or agents of the corporation and in such manner as shall be determined from time to time by resolution of the Board.

Section 4. Deposits.

All funds of ANCS not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board may select.

ARTICLE VII. FISCAL YEAR

The fiscal year of ANCS shall end on the thirtieth (30th) day of June of each year, in keeping with the APS fiscal year.

ARTICLE VIII. CORPORATE SEAL

The Board shall provide a corporate seal which shall be circular in form and have inscribed thereon the name of ANCS, the state of incorporation, the words "Not For Profit," and the words "Corporate Seal." The seal of the corporation may be affixed to any document executed by ANCS, but the absence of the seal shall not impair the validity of the document or any action taken in pursuance thereof or in reliance thereon.

ARTICLE IX. WAIVER OF NOTICE

Whenever any notice is required to be given to any member of ANCS under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the provisions of the Georgia Nonprofit Corporation Code, a waiver thereof may be made, whether before or after the times stated therein, in writing signed by the person or persons entitled to such notice and delivered to the corporation for inclusion in the minutes or corporate records. Such written waiver shall be deemed equivalent to the giving of such notice.

ARTICLE X. AMENDMENTS

Section 1. Power to Amend Bylaws.

The Board shall have the power to alter, amend, or repeal these Bylaws or adopt new bylaws, but any bylaws adopted by the Board must be consistent with the Articles of Incorporation of ANCS and the laws of the State of Georgia.

Section 2. Conditions.

Action by the Board with respect to bylaws shall be taken by an affirmative vote of a majority of all members then holding office.

ARTICLE XI. EMERGENCY BYLAWS

The Emergency Bylaws provided in this Article XI shall be operative during any emergency in the conduct of the operations and affairs of ANCS resulting from any catastrophic event because of which a quorum of the corporation's members cannot be readily assembled, notwithstanding any different provision in the preceding Articles of these Bylaws or in the Articles of Incorporation of ANCS or in the Georgia Nonprofit Corporation Code. To the extent not inconsistent with the provisions of this Article, the Bylaws provided in the preceding Articles shall remain in effect during such emergency, and upon its termination the Emergency Bylaws shall cease to be operative. During any such emergency:

(a) A meeting of the Board may be called by any officer or member of ANCS. Notice of the place, date, and hour of the meeting shall be given by the person calling the meeting to such of the members as it may be feasible to reach by any available means of communication. Such notice shall be given at such time in advance of the meeting as circumstances permit in the judgment of the person calling the meeting.

(b) At any such meeting of the Board a quorum shall consist of one member and any other members available.

(c) Either before or during any such emergency, the Board may provide and from time to time modify lines of succession in the event that during such an emergency any or all officers or agents of the corporation shall for any reason be rendered incapable of discharging their duties.

These Emergency Bylaws shall be subject to repeal or change by further action of the Board, but no officer, member, or employee acting in accordance with these Emergency Bylaws shall be liable for any corporate action taken in good faith. Any amendment of these Emergency Bylaws may make any further or different provision that may be practical and necessary for the circumstances of the emergency.

ARTICLE XII. INDEMNIFICATION

Section 1. Actions Against Officers and Members.

Pursuant to the provisions set forth in Sections 3 and 4 of this Article, ANCS shall indemnify and hold harmless any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the corporation) by reason of the fact that they were or are a member, officer, employee, or agent of the corporation, or were or are serving at the request of ANCS, as a member, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against reasonable expenses (including attorneys' fees), judgments, fines,

and amounts paid in settlement actually and reasonably incurred by them in connection with such action, suit, or proceeding if they acted in a manner they reasonably believed in good faith to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe their conduct was unlawful; provided, however, that the corporation shall not indemnify a member, officer, employee, or agent for any liability incurred in a proceeding in which the person is adjudged liable to the corporation or is subjected to injunctive relief in favor of the corporation: (a) for any appropriation, in violation of their duties, of any business opportunity of the corporation; (b) for acts or omissions which involve intentional misconduct or a knowing violation of law; (c) for the types of liability set forth in Section 14-2-831 of the Official Code of Georgia Annotated; or (d) for any transaction from which they received an improper personal benefit. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of contumacia or its equivalent, shall not in itself create a presumption that the person did not act in a manner they reasonably believed to be in or not opposed to the best interests of the nonprofit corporation, nor, with respect to any criminal action or proceeding, that the person did not have reasonable cause to believe that their conduct was lawful.

Section 2. Actions By or In the Right of the Corporation.

Pursuant to the provisions set forth in Sections 3 and 4 of this Article, ANCS shall indemnify and hold harmless any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action or suit, by or in the right of the corporation to procure a judgment in its favor by reason of the fact that they were or are a member, officer, employee, or agent of the corporation, or were or are serving at the request of ANCS, as a member, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by them in connection with the defense or settlement of such action or suit, if they acted in good faith and in a manner they reasonably believed to be in or not opposed to the best interests of the corporation; provided, however, that the corporation shall not indemnify a member, officer, employee, or agent for any liability incurred in a proceeding in which the person is adjudged liable to the corporation or is subjected to injunctive relief in favor of the corporation: (a) for any appropriation, in violation of their duties, of any business opportunity of the corporation; (b) for acts or omissions which involve intentional misconduct or a knowing violation of law; (c) for the types of liability set forth in Section 14-2-831 of the Official Code of Georgia Annotated; or (d) for any transaction from which they received an improper personal benefit.

Section 3. Expenses.

To the extent that a member, officer, employee, or agent of ANCS has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Sections 1 and 2 of this Article, or in defense of any claim, issue, or matter therein, they shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by them in connection therewith.

Section 4. Determination and Authorization.

Except as provided in Section 3 of this Article, and except as may be ordered by a court, any indemnification under Sections 1 and 2 of this Article shall be made by ANCS only as authorized in the specific case upon a determination that indemnification of the member, officer, employee, or agent is proper in the circumstances because they have met the applicable standard of conduct set forth in Sections 1 and 2. Such determination shall be made (a) by the Board by a majority vote of a quorum consisting of members who were not parties to such action, suit, or proceeding; or (b) if such a quorum is not obtainable, by majority vote of a committee duly designated by the Board, consisting solely of two or more members not at the time parties to the action, suit, or proceeding; or (c) by special legal counsel employed by the corporation for that purpose. Authorization of indemnification or an



obligation to indemnify, and evaluation as to reasonableness of expenses, shall be made in the same manner as the determination that indemnification is permissible.

Section 5. Prepayment.

Expenses incurred in defending or prosecuting a civil or criminal action, suit, or proceeding may be paid by ANCS in advance of the final disposition of such action, suit, or proceeding as authorized by the Board if: (a) the member, officer, employee, or agent furnishes the corporation a written affirmation of their good faith belief that their conduct merits indemnification under Section 1 or Section 2 of this Article; and (b) the member, officer, employee, or agent furnishes the corporation a written undertaking, executed personally on their behalf, to repay advances if it is ultimately determined that they are not entitled to indemnification pursuant to the laws of this State.

Section 6. Rights.

The indemnification provided by this Article shall not be deemed exclusive of any other rights, with respect to indemnification or otherwise, to which those seeking indemnification may be entitled under any bylaw or resolution adopted or approved by a majority of the full Board, both as to an action by a member, officer, employee, or agent in their official capacity, and as to an action in another capacity while holding such office or position, and shall continue as to a person who has ceased to be a member, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section 7. Insurance.

ANCS may purchase and maintain insurance on behalf of any person who is or was a member, officer, employee, or agent of the corporation, or is or was serving at the request of ANCS as a member, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against them or incurred by them in that capacity, or arising from their status as such, whether or not the corporation would have the power to indemnify them against such liability under the provisions of this Article.

Section 8. Mergers/Consolidations.

For purposes of Sections 1 and 2 of this Article, reference to "the corporation" or "ANCS" shall include, in addition to the surviving or new corporation, any merging or consolidating corporation which is merged or consolidated with ANCS so that any person who is or was a member, officer, employee, or agent of such merging or consolidating corporation, or is or was serving at the request of such merging or consolidating corporation as a member, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall stand in the same position under the provision of Sections 1 and 2 of this Article with respect to the corporation as they would if they had served the corporation in the same capacity. However, no indemnification under Sections 1 and 2 of this Article shall be mandatory without the approval of such indemnification by the Board of ANCS in the manner provided in Section 4 of this Article.

ARTICLE XIII. PAYMENTS TO MEMBERS AND OFFICERS

No part of the net income or profit of ANCS, if any, shall be distributed to the members or officers.



Introduction to Board Governance Policies

All Governing Board Members are responsible for reading and understanding the policies. These policies have been prepared to define procedures that affect the relationship between the Governing Board and the organization.

For matters covered by these policies, no person is authorized to deviate from these policies and any deviation must be approved in writing.

The Board of Atlanta Neighborhood Charter School may change these policies and procedures, in whole or in part, at any time upon a two-thirds majority vote.

Recognition of these rights and prerogatives of the organization is a term and condition of serving as a Board member.

Document Owners:

The annual review, maintenance, and upkeep of these policies is a shared responsibility between the Chair, Chair-Elect, Executive Director, Governance Chair, Accountability and Compliance Chair, and Recorder.

Review Schedule:

Each policy lists the Duration of the policy. In general, all policies should be reviewed once per year at the August retreat and then voted upon via resolution at the first public Board meeting of the year. If any policies must undergo a thorough revision the Board may opt to approve them after discussion.

Publication:

These policies are to remain in the public domain via the school website.

Board Member Conflict of Interest Policy

Purpose

This policy outlines the Conflict of Interest statements for Governing Board Members.

Duration

This policy is permanent.

Policy

Pursuant to the Charter governing the Atlanta Neighborhood Charter School (ANCS), no member of the Board shall knowingly:

1. Engage in any business or transaction with, or have a financial or other personal interest, direct or indirect, in the affairs of ANCS that would result in a financial benefit, except for a financial benefit of a nominal or incidental amount, to the official, appointed officer, employee, or relative of such person, or which would tend to impair his/her independence of judgment or action in the performance of official duties.
2. Engage in or accept private employment or render services for private interests when such employment or service is incompatible with the proper discharge of his/her official duties or would tend to impair his/her independence of judgment or action in the performance of his/her official duties.
3. Disclose information or use information, including information obtained at meetings that are closed pursuant to Title 50, Chapter L4, of the O.C.G.A. concerning the property, government, or affairs of ANCS or any office, department, or agency thereof, not available to members of the general public and gained by reason of his/her official position for his/her personal gain or benefit, or to advance his/her financial interests or that of any other person or business entity.
4. Represent private interests in any action or proceeding against ANCS or any office, department, or agency thereof.
5. Vote or otherwise participate in the negotiation or the making of any contract with any business or entity in which he/she, or his/her relative, has a financial interest.
6. Solicit, accept, or agree to accept gifts, loans, gratuities, discounts, payment, or services from any employee, person, firm, or corporation that to his/her knowledge is interested directly or indirectly in any manner whatsoever in business dealings with ANCS or any office, department, or agency thereof; provided, however, that an elected official or a candidate for public office may accept campaign contributions and services in connection with any campaign.
7. Vote or otherwise participate in an appointment, employment, or promotion decision related to anyone he/she knows or should know would create a direct or indirect monetary benefit or economic opportunity for himself/herself.
8. Have a personal interest, directly or indirectly, in school real estate, school textbooks, or school materials and supplies of any kind whatsoever.
9. Sell, solicit, or offer for sale, to the Board or to any official or employee of the Board, directly or indirectly, any kind of school real estate, textbooks, or school materials and supplies, nor receive any salary, bonus, or commission on any such sales.

The Board of ANCS may not:

1. Employ one of its members for any position at ANCS.
2. Do business with a partnership or corporation partially owned by a Board member.



3. Do business with a bank or financial institution where a Board member is an employee, stockholder, director, or officer when such member owns 30 percent or more stock in that institution.

In addition, no Board member may employ or promote any person who is a relative of any Board member unless a public, recorded vote is taken on such employment or promotion as a separate matter from any other personnel matter. Any Board member whose relative is being considered for employment shall not vote on such employment.

Related Policies

See "Vendor and Supplier Conflict of Interest Policy" on page 1

See "Employment and Supervision of Relatives Policy" on page 1

Approval

Policy approval date:

[19 March 2013]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

Board Nominations

Purpose

This policy outlines the steps involved in the nomination of Board members.

Duration

This policy is permanent, but subject to yearly revision in February by the Board Chair and Nominating Committee.

Policy

The Atlanta Neighborhood Charter School Nominating Committee is elected by and accountable to the Board of Directors to recruit Board Members who shall carry out the Mission, Vision, and Strategic Plans of the Atlanta Neighborhood Charter School.

In accordance with the Values of the Atlanta Neighborhood Charter School, the Nominating Committee shall seek to ensure that the Board of Directors is inclusive and at least parallels the diversity of our community. If there is a high degree of diversity at the Board leadership level, we hope that our policies, priorities, and plans will include those diverse perspectives.

The Nominating Committee

1. At the January Board Meeting, the current Board Chair will appoint a nominating committee to solicit and review nominations, and to bring a recommended slate of Board members to the Board for approval at the March Board meeting.
2. This committee will include at least:
 - The Board Chair, Chair Elect, Executive Director, and Campus Principals
3. The Chair of the Nominating Committee is the Chair Elect.
4. Limited, additional members of the Board or school community may also be appointed (for example, a member of the PTCA Executive Committee; a community member with board leadership development experience, etc).
5. Sessions of the Nominating Committee regarding individual candidates shall be considered confidential.
6. At the first Nominating Committee meeting each year, the Committee shall review the nominating policy and procedures and recommend changes to or continuation of the existing policy and procedures to the Board of Directors at the February Board meeting.
7. The Nominating Committee will survey current Board Members to determine the range of skills, knowledge, interests, experience, diversity, geographic location, available volunteer time and length of time on the Board.
8. Committee will report the survey findings to the Board Chair and Chair-Elect to facilitate discussion and identify priority needs for that year's recruiting.

Call for Nominations

1. After determining the Board positions to be filled, a call for nominations for Board members will be made to the school communities in February, allowing at least two weeks for a response.
2. This call for nominations will be distributed to all current families; shared with faculty and staff; and shared at informational meetings for new families.
3. The notice will describe the skills and experience the Nominating Committee is seeking and ask suitable interested candidates to contact the Committee Chair.



Vetting of Candidates

1. Persons submitting their names will receive a package of information about the Atlanta Neighborhood Charter School. The package will contain:
 - The election process, as determined by the Atlanta Neighborhood Charter School By-laws and this policy.
 - Expected commitment and applicable Board job descriptions.
 - An overview of the ANCS Mission and Vision.
2. They will be asked to confirm their intention to attend by filling out a brief application form, to include personal profile information and references.
3. References may be consulted when the candidate is unknown to the Committee, or when the candidate has been unable to attend the information meeting, or when the Committee feels that reference checking will assist them in making appropriate recommendations.
4. Interviews of selected candidates will be conducted in person by the Nominating Committee.
5. Candidates who have passed the committee interview will be invited to attend the March Board meeting. They may then be asked, at the discretion of the Chair Elect, to submit a written assessment of the meeting. This assessment will be used to ascertain their specific fit for the Board given their observations and ideas.

Filing the Slate, Presentation, and Approval

NOTE: While employees of the school (other than the principals and Executive Director) may not serve on the Governing Board, they may make nominations and participate in the PTCA ratification vote.

1. To prepare a slate of Board nominees, the Nominating Committee will first consider those Board Members who wish to renew their membership for another term, providing those members have demonstrated by meeting attendance and active participation an interest and commitment to the Atlanta Neighborhood Charter School.
2. In filling the slate, the Nominating Committee will consider continuity, access to new or a variety of networks in the community, skills, and diversity.
3. The Nominating Committee will then choose from the signed applications those persons who might best meet the needs of the Board.
4. The full Board shall consider and vote on the slate as recommended at the April Board meeting.

Ratification of the Slate

The slate shall be presented to the PTCA for ratification at the May PTCA meeting.

If the slate is not approved by the Board or ratified by the PTCA, the process must start again, with a second slate being brought to the PTCA for ratification by June.

Approval

Policy approval date:
[dd mmm yyyy]

Policy effective date:
[dd mmm yyyy]

Policy review date:
[dd mmm yyyy]

Board Roles and Job Descriptions

Purpose

Describe the scope of the policy.

Duration

This policy must be reviewed every year in conjunction with the Nominations process.

Policy

Board Chair

Duties: The Board Chair shall be the principal executive officer of ANCS and, subject to the general direction of the Governing Board, shall supervise and control the business and affairs of the corporation. The Board Chair shall, when present, preside at all meetings of the Governing Board.

Past Chair

Duties: The Immediate Past Chair shall serve as an advisor to the Governing Board. The Immediate Past Chair shall be an ex officio member of the Governing Board during such time unless they are still a voting member of the Governing Board in which case, in addition to any other role they may accept on the Board, they shall also assist and advise the new Chair until the new Chair is elected.

Vice Chair

Optional, at the discretion of the Board Chair, one member may be asked to serve as Vice Chair.

Duties: The Vice Chair is the secondary volunteer leader of the Governing Board and as such, discharges the duties of the Chair as required in the Chair's absence. The Vice Chair supports the activities of the Chair including sharing responsibilities as appropriate.

Recorder

Duties: The Recorder shall keep the minutes of the proceedings of the Governing Board, and see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law and ensure that all Board minutes are prepared for board review at each subsequent Board meeting and therefore made available to the school community. The Recorder shall also ensure that all reports are submitted and sent to the Board in a timely manner for review prior to each meeting and that all reports are shared 24 hours before each meeting to ensure adequate time for public review. The Recorder shall also work with the Executive Director and the Board Chair to schedule, plan, and conduct the annual Board retreat.

Accountability and Charter Compliance Chair

Committees: Policy and Procedure, Curriculum

Duties: Review Executive Director prepared reports, and present such reports at each Board meeting, on one or more compliance items from the charter; district, state or federal law, policy or regulation; or any other source – including any annual accountability and compliance reports required by the district or state, and a monthly academic performance report.

Business and Operations Chair



Committees: Finance, APS Coordination, Operations

Duties: Review and recommend annual budget for Board approval. Monitor budget compliance, financial expenditures and revenues and other financial issues throughout the year. Recommend financial policies to the Board. Work with the Development Committee, Executive Director, and other staff to establish financial goals and policies. Finance chair will, in collaboration with the Executive Director, prepare and present a report on current financial performance at each Board meeting. Provide support for the Executive Director in the implementation of facility operations policies.

Fund Development Chair

Committees: Auction, Annual Campaign

Duties: Raise funds through an Annual Campaign to supplement the per-pupil funding received from Atlanta Public Schools and the Georgia Department of Education. Ensure that all fundraising at school is vetted through the development committee. Work to secure funding and grants to support ANCS.

Governance Chair

Committees: Policy and Procedure, Personnel

Duties: Develop the Governing Board policies, procedures, and training. Act as the parliamentarian. Provide support for the Executive Director in the implementation of hiring, evaluation, and other personnel policies. Work with the Chair-Elect to provide training for new Board members. Conduct, and report to the Board on, an annual performance review of the Executive Director and the Principals.

At-Large Members

Duties: At-Large members are expected to chair a Task Force as requested by the Board Chair.

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

Committees

Purpose

The policy outlines the committee structure of the entire ANCS system. The intent of this policy is to create a system of checks and balances that outlines clearly where decisions are made and how reporting from the various committees is handled. Since the Board is the school's legal representative body and has final approval of all recommendations made by committees, sub-committees, and task forces, the structure of all committees must take into consideration the final authority of the Board.

The intention behind this policy is not to create an exhaustive reporting system, but to instead ensure that decisions made in committees are supported and encouraged by Board action and that the legal and financial interests of ANCS are protected at all times.

Duration

This policy is permanent, but subject to revision.

Policy

See "BYLAWS OF ATLANTA NEIGHBORHOOD CHARTER SCHOOL, INC." on page 10

ANCS maintains two main bodies that oversee committee work. These two bodies are:

1. Governing Board Based Committees - overseen by the Governing Board
2. School Community Based Committees - overseen by the PTCA
3. Faculty and Student Committees

NOTE: [The PTCA is chartered by the Governing Board and as such nominally reports to the Board.](#)

Approval of Committees

Per the ANCS Bylaws, all Governing Board Standing Committees, sub-committees, and task forces must be confirmed by the Governing Board.

All School Community Based Committees must be confirmed via resolution by the Governing Board via a yearly report from the PTCA.

Publicizing Committee Meetings

All Board Based Committees and School Community Based Committees must publicize the date, time, and location of meetings via the web-based school calendar and/or monthly Board reports, or via any applicable announcements.

1. Governing Board Based Committees

Standing Committees

Governing Board Committees are to be chaired by Governing Board members. The Board chair is not permitted to chair a committee. Standing Committees are outlined in the Bylaws.



Task Forces

Task Forces are created by the Governing Board to address specific projects or issues. Task forces are temporary committees which are dissolved once the specific issue they were created for has been addressed. All Task Forces shall report to the Governing Board.

Sub-Committees

Within each standing committee there is the potential to have sub-committees. For example, the Business Operations Committee might have a Technology sub-committee.

Guidelines for Board Sub-Committees and Task Forces

1. The Board Sub-Committees may be chaired by a Board member OR chaired by someone appointed by a Board member.
2. If the Board Sub-Committee is chaired by someone appointed by the Board member, that appointment must be approved by a two-thirds vote of the Board.
3. Board Sub-Committees must submit a yearly report to the Board via the sponsoring Board member.

2. School Community Based Committees

School Community Based Committees are sponsored through the PTCA and are overseen by the PTCA Executive Board.

Guidelines for School Community Based Committees

1. Committee chairs are named and overseen by the PTSA Executive Board.
2. Committee Chair provides leadership to the committee.
3. Committee chairs serve one-year terms. They may serve up to two consecutive terms but must be approved by the PTCA Executive Board to serve more than two terms.
4. Executive Director serves as an ex officio (non-voting) committee member, as well as the liaison between School Community Based Committees and the Board.

3. Faculty and Student Committees

Faculty Committees

This type of committee includes the K-8 Task Force, grade-level committees, and any committees working on specific issues related to faculty concerns.

Student Committees

This type of committee includes student government and activity-type committees such as band boosters or athletics.

Guidelines for Faculty and Student Committees

1. Committee chairs are overseen by the Executive Director and/or each campus principal as applicable.
2. The Executive Director reports on the ongoing activities of these committees in the monthly Executive Director report.
3. The expectation is that these committees will prepare a report for the Board at least once per year updating their major initiatives and progress and the committee chair or a representative from the committee will deliver this report in person.
4. Any decisions made in these committees that will impact the entire school community or a



majority of the school community at either campus must come before the Board as a resolution seeking the Board's support of the decision/recommendation. The Executive Director and Board Chair will make this determination.

Date adopted by NCS Governing Board: 04-13-05

Date reviewed by NCS's attorney: _____ 12-14-06 _____

Date reviewed by NCS

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

Development and Updating of Governing Board Policies

Purpose

This policy describes how Board policies and procedures are maintained and updated.

Duration

This policy is permanent, but subject to review annually.

Policy

Policies and procedures (policies) must be approved following the process outlined in the Charter:

1. The Board will make collaborative decisions through a formal, public, voting process. A simple majority will be required for a motion to pass.
2. A quorum must be present for a vote to take place. All policies must be submitted to the ANCS attorney for review prior to presentation to the Board for a vote or within 30 days of approval by the Board.
3. In addition, all finance-related policies must be reviewed by the ANCS accountant within the same timeframe.
4. The Executive Director is responsible for securing review of all policies by our attorney and, when applicable, our accountant.
5. The Executive Director is responsible for ensuring that a copy of each adopted policy is placed in the ANCS Policy Notebook maintained in the main office or other central location of the school, such as the website.
6. Each policy should include:
 - Purpose.
 - Duration.
 - The date approved by the Board, attorney, and, when applicable, accountant.
 - Policies which are revised or eliminated by the Board should be maintained in the Policy Notebook, with the date of the revision noted on the policy.

Date adopted by NCS Governing Board: 11-10-04

Date reviewed by NCS's attorney: 06-24-05

Date reviewed:

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

Executive Director Annual Evaluation

Purpose

Outline the policy for the annual review of the Executive Director.

Duration

This policy is permanent.

Policy

It is the responsibility of every Board member to participate in the annual evaluation of the Executive Director. The following process will be followed:

1. At the April Board meeting, the Governance Chair will distribute the following to every Board member. (Alternatively, these items may be distributed electronically to the Board by the date of the April Board meeting.)
 - A blank copy of the Executive Director evaluation tool
 - A copy of the Executive Director's goals and objectives from the previous year's evaluation
 - A copy of the Executive Director's job description
 - A copy of the Executive Director's contract
 - A copy of this procedure
2. The Governance Chair will review with the Board the evaluation tool as well as this procedure for completing the Executive Director evaluation. All Board members will have an agreed-upon period of time (not to exceed two weeks) to complete the evaluation and return it to the Personnel Chair. All evaluations will be confidential and reviewed only by members of the Executive Committee and the Personnel Chair.
3. The Governance Chair will ensure that the staff feedback survey is distributed to and collected from all staff in a timely manner.
4. The Executive Director will put together an executive director summary of the year's accomplishments and areas of focus for the upcoming year. The Executive Director will present the executive director summary to the Executive Committee.
5. The Governance Chair, in conjunction with the Board Chair, will compile the results of the Board evaluation tool as well as the staff feedback survey and present the results to the Executive Committee of the Board. The Executive Committee along with the Governance Chair will review the information and determine:
 - The final ratings to be included in the Executive Director evaluation tool
 - The goals and objectives for the upcoming year
 - Any other pertinent evaluation information
 - Financial compensation (raise, bonus, etc.); refer to the Executive Director contract for guidance on salary increase amounts
6. The Governance Chair and/or Board Chair will compile a memo outlining the Executive Committee's findings – including compensation information – to be shared with the Executive Director.
7. The Board Chair will meet with the Executive Director to review the final evaluation tool and Executive Committee memo.
8. The Governance Chair will distribute a copy of the Executive Committee memo, the final evaluation tool, and the executive director summary to every Board member at the May or June Board meeting.



9. The Governance Chair will ensure that a copy of this information is also provided to all new incoming Board members by the first meeting of the new Board.
10. Copies of the individual evaluation tools and staff feedback surveys will be destroyed once the evaluation has been completed.
11. A copy of the final evaluation tool, Executive Committee memo, executive director summary, and any staff survey summary will be kept on file in the main office of the school.

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

Executive Director Communication to the Board

Purpose

This policy ensures Board members are informed in a timely manner for all incidents that go outside of normal Board and Executive Director reporting and communications. The intention behind this policy is to maintain a flow of information that appraises Board members of events that might generate further action of a legal nature.

Duration

This policy is permanent.

Policy

Outside of monthly reports to the full Board, the following matrix outlines other types of communication that may occur between Executive Director and Board:

Type of Event	Communication	Lead Time
Level 4 behavior incident and/or deployment of first responders	Full board	Within 24 hours of incident
Pending legal action against school	Full board and school's legal counsel	Within 2 business days of notice
Incident requiring immediate termination of employee with cause	Full board and school's legal counsel	Within 24 hours of incident
APS and/or GADOE directives requiring immediate action	Full board	Within 2 business days of notice (as appropriate)
Unsatisfactory employee evaluation; employee resignation	Personnel/Governance Committee Chair	Within 2 business days of evaluation/resignation

Approval

Policy approval date:
[dd mmm yyyy]

Policy effective date:
[dd mmm yyyy]

Policy review date:
[dd mmm yyyy]

Financial Resolutions

Purpose

This policy outlines yearly financial resolutions that must be made by the Board.

Duration

This policy is permanent.

Policy

At the first Board meeting of the year, the Director of Business Operations will present a list of financial resolutions for approval and ratification by the Board. The list should include:

1. Banks where ANCS has accounts.
2. Designated check signatories.
3. Limits of checks and payments expressed in dollar amounts.
4. Designee/signatory for all employee contracts.
5. Confirmation and approval of any ongoing vendor contracts that may have changed since the approval of the budget. This includes any contracts for outside services such as field trip operators/providers. This also includes contract limits.
6. Confirmation of any lines of credit or loans that need to be re-signed/re-authorized.
7. Confirmation of reserve fund policy.
8. Confirmation of where financial records and documents are kept and how they are accessed.

Related Policies and Procedures

(need to insert list from finance policies)

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

General Reimbursement for Board Mem- bers

Purpose

This policy outlines how Board members are to be reimbursed for expenses related to the Board.

Duration

The policy is permanent.

Policy

Board members are subject to the general reimbursement policy and process.

See "Reimbursement Process" on page 1

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]



Grievance Policy

Purpose

This policy outlines how the Board will handle general grievances.

For grievances arising out of disciplinary matters, please see

For grievances arising out of disputes with employees, please see

Duration

This policy is permanent, but is subject to review to remain in accordance with policies as required by the Atlanta Board of Education.

Policy

TBD

Approval

Policy approval date:
[dd mmm yyyy]

Policy effective date:
[dd mmm yyyy]

Policy review date:
[dd mmm yyyy]

Meetings of the Governing Board

Purpose

The adoption of this Meetings policy is to ensure majority rule; protect the rights of the minority, the absentees, and individual members; provide order, fairness, and decorum; facilitate the transaction of business; and expedite meetings.

Duration

This policy is permanent, but subject to revision each year by the Board Chair.

Policy and Guidelines

Public Notification of Meetings

The public must be given at least 24 hours notice of a Board Meeting or an Executive Committee Meeting. Standing Committee meetings must be publicized via the school calendar.

Development of the Meeting Agenda and Reports

1. The development of the agenda is the responsibility of the Board Chair.
2. The Executive Director should be consulted in the development of the agenda.
3. Ten days prior to the Board meeting, the Chair requests from Board members any agenda items, committee reports, and actions that need to be taken. The Chair takes this list under advisement.
4. Seven days prior to the Board meeting, the Chair and Recorder finalize the agenda and send it to Board members. At this time all Board members and committee chairs who will be present will submit their written reports to the Recorder.
5. The Friday prior to the meeting the Recorder will send all reports via email to all Board members.
6. Board members are required to read all reports prior to the board meeting.
7. The Monday prior to the meeting the agenda and all reports are posted to the school website.

Use of Simplified Parliamentary Procedure

The Board follows a simplified version of parliamentary procedure as outlined.

Basic Principles

1. All members have equal rights, privileges, and obligations.
2. A quorum must be present for the group to act.
3. Full and free discussion of every motion is a basic right.
4. Only one question at a time may be considered, and only one person may have the floor at any one time.
5. Members have a right to know what the immediately pending question is and to have it restated before a vote is taken.
6. Generally, no member should speak more than twice on each motion or until all other members have had a chance to speak, with a total of a 10-minute limit. Generally, the Chair should let the floor alternate between those speaking in support of and those speaking in opposition to the motion.
7. Personal remarks are always out of order.



8. A majority decides a question except when basic rights of members are involved. (A two-thirds vote is required for any motion that deprives a member of rights in any way, like cutting off debate.)
9. Silence gives consent. Those who do not vote allow the decision to be made by those who do vote.
10. The Chair should always remain impartial.

How the Board Adopts a Motion:

NOTE: In Simplified Version a "Second" is not needed in order to move a motion to a vote.

1. Presentation is made of a policy, procedure, contract, etc.
2. Motion is made to approve or table.
3. Discussion.
4. Vote.

Common Motions to be Used:

Motion: To introduce a new piece of business or propose a decision or action, a motion must be made by a group member ("I move that..."). After limited discussion, the group then votes on the motion.

Friendly Amendment: This is the process used to change a motion under consideration. Perhaps you like the idea proposed but not exactly as offered. Raise your hand and make the following motion: "I move to amend the motion on the floor." If the person who made the original motion agrees with the suggested changes, the amended motion may be voted on without a separate vote to approve the amendment.

Move to Committee: This is used to place a motion in committee when an issue appears to not have easy resolution or more research is needed before action can be taken. A majority vote must rule to carry it. If an appropriate committee exists, the motion goes to that committee. If not, a new committee is established. The Chair will note when findings from the committee must be returned to the Board. The Recorder notes in the minutes when the committee should present and when the motion should be back on the agenda.

Question: To end a debate immediately, the question is called (say, "I call the question") and needs a second. A vote is held immediately (no further discussion is allowed). A two-thirds vote is required for passage. If it is passed, the motion on the floor is voted on immediately.

Table: To table a discussion is to lay aside the business at hand in such a manner that it will be considered later in the meeting or at another time ("I make a motion to table this discussion until the next meeting. In the meantime, we will get more information so we can better discuss the issue.") A majority vote is required to table the item being discussed. This motion is somewhat like Move to Committee.

Adjourn: A motion is made to end the meeting. A majority vote is then required for the meeting to be adjourned (ended).

Meeting Minutes

The ANCS Board has opted to go beyond the basics and include additional items that represent a factual record of business. For example, the minutes give a summary of a discussion and provide a more complete picture of the meeting. This is helpful to members who could not attend the meeting and to

those looking back at the historical record of the organization. Summaries should be balanced and include major opposing viewpoints, even if they are not adopted.

Per the ANCS Bylaws, the minutes may be taken by someone appointed by the Board in order to allow the Recorder to participate in the meeting. The Recorder maintains responsibility for the minutes even if they are taken by an appointee.

The minutes should not include the following:

1. Opinions or judgments like “a well-done report” or “a heated discussion.”
2. Criticisms or accolades unless thanks or expressions of appreciation were clearly the consensus of all the meeting participants.
3. Extended re-hashing of reports should not be included. Just hit the highlights or key facts, particularly if a written report is attached.

Approval and Adoption of Minutes

1. The minutes are presented to the Board at the following Board meeting for approval.
2. Minutes may be sent out to the Board members prior to the meeting via email or other method to expedite the review of and vote on the minutes.
3. After the Board minutes have been approved, they are to be filed in the minutes notebook maintained in the main office or other central location of the school, such as on the school website.
4. The agenda and Executive Director’s report for the meeting should be filed in the notebook with the minutes.
5. It is the responsibility of the Recorder to maintain, file, and post the minutes.

Public Comment

The Chair will invite public comments at all Board meetings. This is typically done at the beginning of the meeting; however, the Chair may move public comment to a different place on the agenda when appropriate. If numerous members of the public indicate a desire to speak on the subject, the Chair may limit the time of each public speaker. The Board does not respond to comments at this time. However, a record of all individuals addressing the Board is made in the minutes and all individuals will be contacted concerning their comments by the Board Chair or other appropriate person.

At the conclusion of the public comments, the Chair shall announce that public input has concluded.

Executive Committee Meetings

Executive Committee meetings are held to conduct routine business in between regular Board meetings.

1. The Executive Committee is authorized to take a binding vote and must report its action to the Governing Board at the next Board meeting.
2. Decisions made by the Executive Committee do not require a vote of affirmation by the full Board.
3. However, decisions of the Executive Committee may be overruled by the full Board.

Executive Session

Executive Session may be entered by the Board to discuss personnel or real estate related issues only.

1. Chair makes a motion to go into Executive Session to discuss a legal, real estate, or personnel matter.



2. Discussion is confidential and must stay relevant to the topic.
3. No votes may be taken.
4. Staff members of the Board may be excused from the discussions during Executive Session if conflict is possible due to personnel discussions; however, they should return after Executive Session to participate in the vote on all issues.
5. Minutes are to be taken by the Recorder and filed in the Recorder's records with a copy given to the Chair. These minutes are not to be public unless requested as part of a claim or case through legal means. **NOTE: This is a change pursuant to Georgia law in a 2012 revision to the Open Meetings law (need to insert the actual legal code).**
6. Motion is made to exit Executive Session.
7. Vote is taken outside of Executive Session.

Related Policies

See "Committees" on page 27

See "Board Roles and Job Descriptions" on page 25

See "School Community Communications Policy" on page 41

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

School Community Communications Policy

Purpose

This policy describes how the ANCS Governing Board manages communications with the larger ANCS community.

Duration

This policy is permanent.

Policy

Communication with the Board is encouraged in several different ways.

- All parents/guardians, staff, and community members are invited to attend the monthly meetings of the Board. These meetings are open, and anyone interested may attend. The agenda for the meetings is posted on the school website 24 hours before the meeting.
- A period of public comment is included at each Board meeting.
- Letters sharing concerns may be sent to the Board by one of the following methods:
 - Via email: to the Board chairperson or a member of the Executive Committee.
 - Via mail: addressed to the attention of the Board chairperson at the school.
 - By hand: placed in the Board chairperson's box in the Parent Room.

Letters will be read at the next Board meeting. The same procedure is followed for any letter received. Parents should always feel free to identify themselves if the issue is of a serious nature that requires followup. Unsigned (anonymous) letters may or may not be presented depending on the appropriateness of the content.

It is the desire of the Board to have open, effective communication with the school community. Families should feel comfortable and not fear retaliation for expressing their concerns. Constructive criticism is always welcome. We ask that persons submitting concerns that call for action be prepared to assist with the solution where possible. We are a Board of parents, faculty and community members and will make every effort to address concerns.

See "Grievance Policy" on page 36

See "Social Media Use by Board Members" on page 42

Approval

Policy approval date:
[dd mmm yyyy]

Policy effective date:
[dd mmm yyyy]

Policy review date:
[dd mmm yyyy]



Social Media Use by Board Members

Purpose

This policy outlines the rights and responsibilities of Board members in the use of social media as it relates to ANCS.

Duration

This policy is Permanent, but subject to yearly review as platforms change.

Policy

The Governing Board supports the expansion of technology systems to effectively meet student and staff needs in the 21st century. The Board recognizes the value of social media and networking sites and emerging platforms for online collaboration and interaction to enhance communication; strengthen connections with students, parents/guardians, staff, and community members; and support student learning and staff development. The use of social media shall support the Board's goals and focus areas and be coordinated with other communication strategies.

Board members are also subject to the general Social Media Use policy.

See "Social Media Use" on page 1

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]

Trustee Emeritus

Purpose

This policy outlines the appointment and expectations of the Trustee Emeritus position.

Duration

This policy is permanent.

Policy

Criteria for the Emeritus Position

This is an honorary position and is offered to a former Board member who has given distinguished service to ANCS.

Distinguished service is defined as: a former trustee's active participation and engagement when serving as a full member of the Board for a period that extended for more than one complete term; consistent philanthropic support; and demonstrated interest in the institution.

Responsibilities and Expectations

1. The position is non-voting.
2. A person can be appointed as a Trustee Emeritus upon the recommendation of the Executive Director the Board. Approval requires a two-thirds majority vote by the Board.
3. The Trustee's participation at Board meetings is limited to the official "annual" meeting, although they may also be invited to a portion of the Board retreat.
4. Trustees emeriti should be kept informed about the issues being addressed by the Board and the institution through regular communications from institution leadership.
5. Trustees emeriti should be engaged at occasional Board gatherings and special meetings with institution leadership; as participants on ad hoc committees that might benefit from their expertise; and as special guests at institution functions.
6. Trustees emeriti should be part of fund-raising activities of the institution and the Board and willingly serve as advocates on behalf of the institution and its priorities.

Approval

Policy approval date:

[dd mmm yyyy]

Policy effective date:

[dd mmm yyyy]

Policy review date:

[dd mmm yyyy]



1: Index

The following proxy can be used to generate a list of all index entries in your project. Optional Tasks: You can select whether alphabetized headings should be automatically included at the top of each index section in the output. You can also select a style to affect the look of the entire index. Finally, there are options to affect settings for Word and FrameMaker output (i.e., column count and header height). To do any of these, right-click on the proxy below and select **Edit Index Proxy**. Then choose the appropriate options and/or style. If you need help, press **F1** when the dialog is open. When you are ready, you can delete this paragraph.

NOTE: If you cannot see the proxy below, make sure your markers are turned on (select **View>Show>Show Markers**).
