

COMMONWEALTH CHARTER ACADEMY

BOARD PROCEDURE SERIES 1:00 BOARD OPERATIONS AND GOVERNANCE

1:60 MEETINGS OF THE BOARD OF TRUSTEES

§ 1. Parliamentary Procedures

All meetings of the Board of Trustees (Board) of Commonwealth Charter Academy Charter School (CCA) shall be conducted in an orderly and business-like manner, and in accordance with the requirements of the Sunshine Act. The most recent edition of *The Modern Rules of Order* (American Bar Association) shall govern the Board in its deliberations in all cases in which requirements are not specifically designated in law, the Bylaws of CCA (Bylaws), or Board policies or procedures.

§ 2. Quorum

A majority of the current Trustees in office, present in person, by teleconferencing or videoconferencing, or by proxy, shall constitute a quorum for the transaction of business. No more than one proxy may be utilized to count toward a quorum at any meeting of the Board. If a quorum is not present, the Chair must adjourn the meeting until a quorum is present.

§ 3. Teleconferencing/Videoconferencing

One or more Trustees may attend Board meetings, and participate in Board deliberations and voting, by means of teleconferencing, videoconferencing or similar communications equipment by which all persons participating in the meeting can hear one another. Participation in a meeting by such means shall constitute presence in person at the meeting.

§ 4. Proxy

A Trustee may give their proxy to another Trustee, only, to vote on that member's behalf at any meeting of the Board in accordance with the Bylaws. No Trustee may exercise a proxy for more than one other Trustee at any meeting of the Board.

§ 5. Presiding Officer

The Chair of the Board of Trustees shall preside at all Board meetings. In the absence or incapacity of the Chair, the Vice-Chair shall act instead. If neither person is present, a Trustee shall be elected Chair pro tempore by a plurality of those present to preside at that meeting only. The act of any person so designated shall be legal and binding.

§ 6. Notice

Notice of all open public Board meetings shall be given by publication of the date, place, and time of such meetings in the newspaper(s) of general circulation designated by the Board and the posting of such notice at the administrative offices of CCA. Public notice of Board meetings shall be given as follows:

1. Notice of regular meetings shall be given by publication and posting of a schedule showing the date, place and time of all regular meetings at least three (3) days prior to the time of the first regular meeting.
2. Notice of all special meetings shall be given by publication and posting of notice at least twenty-four (24) hours prior to the time of the meeting, except that such notice shall be waived when a special meeting is called to deal with an actual emergency involving a clear and present danger to life or property.
3. Notice of all rescheduled meetings shall be given by publication and posting of notice at least twenty-four (24) hours prior to the time of the meeting.
4. Notice of all recessed or reconvened meetings shall be given by posting a notice of the place, date and time of meeting and sending copies of such notice to interested parties.

Notice of all public meetings shall be given to a newspaper(s) circulating in Dauphin County.

Notice of all public meetings shall be given to any individual who so requests and provides a stamped, addressed envelope for such notification.

Notice of all public meetings shall be posted on CCA's publicly accessible website.

Trustees shall be notified of all Board meetings in accordance with law and with the Bylaws.

§ 7. Regular Meetings

Unless otherwise advertised, the Board shall set and announce its regular meeting schedule for the subsequent school year no later than the date of the annual meeting.

Agenda Preparation

The Chair of the Board in coordination with the Chief Executive Officer (CEO) shall have the responsibility of planning the agenda and gathering all background materials which pertain to items to be considered by the Board.

Dissemination of the Agenda to Trustees

The CEO or designee shall deliver the agenda and background materials to each Trustee prior to the Board meeting.

Dissemination of the Agenda to Public

In addition to the other legally required public notice requirements, CCA shall take the following steps with regard to agendas for all open Board meetings:

1. Post the agenda on its publicly accessible website at least twenty-four (24) hours in advance of each meeting;
2. Post the agenda at its administrative office or the location of the Board meeting, if different; and
3. Provide a copy of the agenda to individuals in attendance at the meeting.

Changes to the posted agenda shall be made in accordance with the Sunshine Act.

§ 8. Special Meetings

Special meetings shall be public and may be called for special or general purposes except when conducted as an executive session for purposes authorized by the Sunshine Act.

The Chair may call a special meeting at any time in accordance with the notice provisions in law and the Bylaws, and shall call a special meeting upon presentation of the written requests of a majority of the Trustees in office.

§ 9. Public Comment

A member of the public in attendance at a Board meeting may address the Board in accordance with law and Board policies and procedures.

§ 10. Voting

All motions shall require for adoption a majority vote of those Trustees present and voting, except as provided by law, the Bylaws, or Board policies and procedures.

A Trustee who is present at a meeting of the Board, or of a committee of the Board, at which action is taken, shall be presumed to have assented to the action taken unless their dissent is entered in the minutes of the meeting or unless the Trustee files a written dissent to the action with the Secretary of the meeting before the adjournment thereof or transmits the dissent in writing to the Secretary immediately after the adjournment of the meeting.

All votes on motions and resolutions shall be by voice vote unless an oral roll call vote is requested by the Chair or another Trustee.

Abstention from Voting

A Trustee shall be required to abstain from voting when the issue involves either one of the following:

1. A conflict of interest under the Ethics Act. Prior to the vote being taken, the Trustee shall verbally disclose the nature of the conflict in public, and shall also provide the Board Secretary with a written memorandum stating the nature of the conflict, which shall be attached to the Board minutes as a public record.
2. A relative recommended for appointment to or dismissal from a teaching position.

The Board is encouraged to seek the guidance of legal counsel or the State Ethics Commission for questions related to conflict of interest.

§ 11. Minutes

The Board shall cause to be made and shall retain as a permanent record of CCA, minutes of all open Board meetings. The minutes shall be comprehensible and complete and shall include:

1. The time, date, and place of the meeting.
2. The names of Trustees present.
3. The name of the presiding officer and recording secretary.
4. The substance of all official actions.
5. The substance of any matter added to the agenda during a meeting, to include the vote on the addition and the announced reasons for the addition.
6. Recorded votes and a record by individual Trustees of all roll call votes taken.
7. The names of all members of the public who appeared officially and the subject of their testimony.

The Board Secretary or designee shall provide each Trustee with a copy of the minutes of the last meeting prior to the next regular meeting.

The minutes of Board meetings shall be approved at the next succeeding meeting and signed by the Secretary of the meeting.

Notations and any tape or audiovisual recordings shall not be the official record of a public Board meeting but may be available for public access, upon request, in accordance with Board policy.

Notations and any tape or audiovisual recordings of a Board meeting shall be retained and disposed of in accordance with CCA's records retention schedule.

§ 12. Recess/Reconvene

The Board may at any time recess or reconvene to a reconvened meeting at a specified date and place, upon the majority vote of those Trustees present. The reconvened meeting shall immediately take up its business at the point in the agenda where the motion to recess was acted upon. Notice of the reconvened meeting shall be given as provided in this policy.

§ 13. Executive Session

The Board may hold an executive session, which is not an open meeting, before, during, at the conclusion of an open meeting, or at some other time. The presiding officer shall announce the reason for holding the executive session; the announcement can be made at the open meeting prior to or after the executive session.

The Board may discuss the following matters in executive session, as designated in the law:

1. Employment issues.
2. Labor relations.
3. Purchases or lease of real estate.
4. Consultation with an attorney or other professional advisor regarding potential litigation or identifiable complaints that may lead to litigation.
5. Matters that must be conducted in private to protect a lawful privilege, corporate strategy or confidentiality.
6. School safety and security, of a nature that if conducted in public, would:
 - a. Be reasonably likely to impair the effectiveness of such measures; or
 - b. Create a reasonable likelihood of jeopardizing the safety or security of an individual or a school, including a building, public utility, resource, infrastructure, facility or information storage system.

Official actions based on discussions held in executive session shall be taken at a public meeting.

§ 14. Committee Meetings

Board committees authorized to take official action or render advice on CCA business shall operate in accordance with the provisions of the Sunshine Act, and shall comply with the requirements for open meetings, including public notice.

Committee meetings shall be conducted in accordance with the Bylaws and Board guidelines.

History:	Adopted 11-18-15 Revised 08-12-20; 10-14-21
Previous Policy No.:	006 Meetings
Legal Ref.:	15 Pa.C.S.A. Chapter 57, Subchapter A 15 Pa.C.S.A. § 5508 24 P.S. § 4-425 24 P.S. § 5-518 24 P.S. § 7-708 24 P.S. § 11-1111 24 P.S. § 17-1716-A 24 P.S. § 17-1749-A 65 Pa.C.S.A. § 701 et seq. 65 Pa.C.S.A. § 1101 et seq.
Cross Ref.:	1:50 Organization of the Board of Trustees 7:20 Public Participation at Board Meetings