

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1000

Legal Status and Operation

The Board of Directors of the {{School_Name}} is the governing authority of the {{School_Name}}, designated, elected, or appointed to plan and direct all aspects of the Charter School’s operations independently from the existing traditional school district structure and consistent with the Charter School’s Articles of Incorporation, Bylaws, Charter, and Performance Certificate.

The {{School_Name}}, in its capacity as a nonprofit corporation, may sue and be sued and may acquire, hold, and convey real and personal property necessary to its establishment, extension, and existence. The Board of Directors, operating as a nonprofit corporation, may borrow money to finance the purchase or lease of building facilities, equipment, and furnishings and to use the facility, its equipment and furnishings as collateral for a loan.

The Articles of Incorporation (“Articles”) and Bylaws define the organization of the Board and the manner of conducting its official business. The Board’s operating policies are those that the Board adopts from time to time to facilitate the performance of its responsibilities.

The {{School_Name}}, as a non-profit organization, shall have no “members.” Any action which would otherwise require approval of members shall require only approval of the Board. All rights, which would otherwise vest in members under the Idaho Nonprofit Corporation Act, shall vest in the Board.

Legal References:	I.C. § 30-30-205	Idaho Nonprofit Corporation Act - Organization of Corporation
	I.C. § 30-30-206	Idaho Nonprofit Corporation Act - Bylaws
	I.C. § 30-30-403	Idaho Nonprofit Corporation Act - Members - No Requirement of Members
	I.C. § 30-30-601	Idaho Nonprofit Corporation Act - Directors and Officers - Requirement for and Duties of the Board
	I.C. § 33-5203	Idaho School Bond Guaranty Act - Definitions
	I.C. § 33-5204	Nonprofit Corporation—Liability—Insurance

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1010

Organization and Classification

The legal name of this Charter School is {{Full_Charter_Name_Number}}. The Charter School is classified as an Idaho nonprofit corporation.

In order to achieve its primary goal of: _____

_____,
the Board shall exercise the full authority granted to it by the laws of the State of Idaho, the Articles, and Bylaws. Its legal powers, duties, and responsibilities are derived from the Idaho Constitution and State statutes and rules, and the Charter School’s Articles, Bylaws, Charter, and Performance Certificate.

Legal References:	I.C. § 33-5203	Idaho School Bond Guaranty Act - Definitions
	I.C. § 33-5204	Nonprofit Corporation—Liability—Insurance
	I.C. § 30-30-205	Idaho Nonprofit Corporation Act - Organization of Corporation

Policy History:

Adopted on:
Revised on:
Reviewed on:

Directors

The {{School_Name}} is governed by a Board of Directors consisting of not less than _____ Directors and no more than _____ Directors as set forth in the Charter School’s Articles or Bylaws. The number and qualifications of the Directors are determined by the Charter School’s Articles or Bylaws but in no event shall the number of Directors be less than three individuals. All Directors must be individuals. The Board’s powers and duties include the broad authority to adopt and enforce all necessary policies for the management and government of the Charter School.

All Directors, except the initial Directors, shall be elected, appointed, or designated as set forth in the Articles or Bylaws. The Articles or Bylaws specify the terms of Directors. Except for designated or appointed Directors, the terms of Directors may not exceed five years.

All Directors shall participate on an equal basis with other Directors in all business transactions except as set forth in or authorized by the Articles or Bylaws. Official action by Board Directors must occur at a duly called and legally conducted meeting. A meeting of the Board means convening to make a decision or to deliberate toward a decision on any matter.

Board Directors, as individuals, have no authority over school affairs or personnel, except as provided by law or as authorized by the Board.

Legal References:	I.C. § 30-30-601	Idaho Nonprofit Corporation Act - Directors and Officers - Requirement for and Duties of the Board
	I.C. § 30-30-602	Idaho Nonprofit Corporation Act - Directors and Officers - Qualifications of Directors
	I.C. § 30-30-603	Idaho Nonprofit Corporation Act - Directors and Officers - Number of Directors
	I.C. § 30-30-604	Idaho Nonprofit Corporation Act - Directors and officers - Election, Designation and Appointment of Directors
	I.C. § 30-30-605	Idaho Nonprofit Corporation Act - Directors and officers - Terms of Directors Generally
	I.C. § 33-5204	Nonprofit Corporation—Liability—Insurance
	I.C. § 74-201	Open Meetings Law - Formation of Public Policy at Open Meetings
	I.C. § 74-202	Open Meetings Law - Open Public Meetings - Definitions

Policy History:

Adopted on:
Revised on:
Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1110

Election, Designation, and Appointment

The initial Directors are designated in the Articles or Bylaws or elected by the Incorporators. After the initial term, Directors shall be elected, appointed, or designated as provided in the Articles and Bylaws.

The Articles or Bylaws set forth the terms of Directors. Except for designated or appointed Directors, the terms of Directors may not exceed five years. A decrease in the number of Directors or term of office does not shorten an incumbent Director's term.

Except as provided in the Articles or Bylaws, the term of a Director filling a vacancy expires at the end of the unexpired term that such Director is filling.

Despite the expiration of a Director's term, the Director continues to serve until the Director's successor is elected, designated, or appointed, and qualifies, or until there is a decrease in the number of Directors.

The Articles or Bylaws may provide for staggering the terms of Directors by dividing the total number of Directors into groups. The terms of office of the groups need not be uniform.

Legal References:	I.C. § 30-30-202	Idaho Nonprofit Corporation Act - Incorporation - Articles of Incorporation
	I.C. § 30-30-604	Idaho Nonprofit Corporation Act - Directors and Officers - Election, Designation and Appointment of Directors
	I.C. § 30-30-605	Idaho Nonprofit Corporation Act - Directors and Officers - Terms of Directors Generally
	I.C. § 30-30-606	Idaho Nonprofit Corporation Act - Directors and Officers - Staggered Terms for Directors

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1120

Taking Office

An oath of office shall be administered to each Director, whether designated, elected, re-elected, or appointed. The oath may be administered by the clerk, or by a Director of the {{School_Name}}. If appointed mid-term, the oath shall be administered at a regular meeting of the Board; it may not be administered at a special meeting. The records of the Charter School shall show such oath of office to have been taken, by whom the oath was administered and shall be filed with the official records of the Charter School.

Legal References:	I.C. § 59-401	Oath of Office - Loyalty Oath — Form
	I.C. § 59-402	Oath of Office - Time of Taking Oath

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

BOARD OF DIRECTORS

1120P

Oath of Office

An oath of office is required to be administered to each Director, whether designated, elected, re-elected, or appointed. Before any Director, elected or appointed, enters upon the duties of his or her office, he or she must take the following oath:

I do solemnly swear (or affirm,) that I will support the Constitution of the United States, and the Constitution of the State of Idaho, and that I will faithfully discharge the duties of Director of the {{School_Name}} according to the best of my ability.

The oath is required to be administered by the clerk or a Director. Additionally, the records of the Charter School are required to show that such oath of office has been taken and by whom the oath was administered. Finally, this information is required to be filed with the official records of the Charter School.

A Director who is elected by the Board holds office until the term of office expires, unless he or she:

1. Dies;
2. Resigns as Director;
3. Refuses to serve as Director;
4. Fails to attend _____ regular meetings of the Board without an acceptable excuse and is removed by a majority vote of the Board of Directors;
5. Is removed without cause by the vote of two-thirds of the Directors then in office or such greater number as set forth in the Articles or Bylaws; or
6. Has been convicted of any felony or of any public offense involving the violation of his or her oath of office.

If the Director is designated or appointed, the oath of office must be administered at a regular Board meeting. When appointed, he or she holds office from the time he or she takes the oath of office until the original term of office to which he or she was designated or appointed expires, unless he or she:

1. Dies;
2. Resigns as Director;
3. Refuses to serve as Director;
4. Is removed according to an amendment to the Articles or Bylaws, if he or she was a designated Director;
5. Is removed by the person appointing the Director, if he or she was an appointed Director, unless otherwise provided in the Articles or Bylaws; or
6. Has been convicted of any felony or of any public offense involving the violation of his or her oath of office.

Legal References: I.C. § 30-30-607 Idaho Nonprofit Corporation Act - Directors and Officers - Resignation of Directors
I.C. § 30-30-608 Idaho Nonprofit Corporation Act - Directors and Officers - Removal of Directors Elected By Members or Directors
I.C. § 30-30-609 Idaho Nonprofit Corporation Act - Directors and Officers - Removal of Designated or Appointed Directors
I.C. § 59-901 Public Officers in General - Resignations and Vacancies - How Vacancies Occur

Procedure History

Promulgated on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1130

Resignation

Resignation of a Director, for whatever reason, must be submitted in writing to the Board, its presiding officer, or the Clerk. The Board shall accept the resignation at any duly convened regular or special meeting and proceed to fill the vacancy as provided by the Articles and Bylaws.

Directors retiring from the Board may be recognized for their service to the Charter School by presentation of a service plaque or other appropriate activities.

Legal References:	I.C. § 30-30-607	Idaho Nonprofit Corporation Act - Directors and Officers - Resignation of Directors
	I.C. § 59-902	Public Officers in General - Resignations and Vacancies - Resignations

Policy History:

Adopted on:

Revised on:

Reviewed on:

Vacancies

A vacancy shall be declared by the Board of Directors within 30 days of when any of the following occurs: A Director:

1. Dies;
2. Resigns;
3. Is removed
4. Refuses to serve as Director; or
5. Completes his or her term of service.

A Director position shall also be vacant if the authorized number of Directors is increased.

A vacancy on the Board shall be filled in accordance with the Articles or Bylaws. The Board of Directors may fill the vacancy except as otherwise provided below. If the Directors remaining in office constitute fewer than a quorum of the Board, they may fill the vacancy by an affirmative vote of a majority of the remaining Directors.

Unless the Articles and Bylaws provide otherwise, if a vacant office was held by an appointed Director, only the person who appointed the Director may fill the vacancy.

If the vacant office was held by a designated Director, the vacancy shall be filled as provided in the Articles or Bylaws. In the absence of an applicable Article or Bylaw, the vacancy may be filled by the Board.

A vacancy that will occur at a specific later date, by reason of a resignation or otherwise, may be filled before the vacancy occurs but the new Director may not take his or her office until the vacancy occurs.

Cross Reference:	§ 1240	Duties of Individual Directors
Legal References:	I.C. § 30-30-609	Idaho Nonprofit Corporation Act - Directors and Officers - Removal of Designated or Appointed Directors
	I.C. § 30-30-610	Idaho Nonprofit Corporation Act - Directors and Officers - Vacancy on Board

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1200

Annual Organization Meeting

The Board of Directors may hold an annual meeting for the election of Directors and Officers and for the transaction of other business as may properly come before the meeting.

Unless otherwise provided in the Articles or Bylaws, the Board shall elect a Board Chair, a clerk, a treasurer and such other officers as are elected by the Board. The clerk will be responsible for preparing minutes of the Directors' meetings and for authenticating records of the Charter School. The same individual may simultaneously hold more than one office in a corporation.

If the Charter School holds an annual meeting, the normal order of business shall be modified for the annual organizational meeting by considering the following matters after the approval of the minutes of the previous meeting:

1. Welcome and introduction of newly-elected Board Members by the current Chair;
2. Swearing in of newly-elected Directors;
3. Call for nominations for Chair to serve during the ensuing year;
4. Election of a Chair;
5. Assumption of office by the new Chair; and
6. Call for nominations and elections for remaining offices.

Policies and bylaws shall continue from year to year until and unless the Board changes them.

Legal References:	I.C. § 30-30-612	Idaho Nonprofit Corporation Act - Directors and Officers - Regular and Special Meetings
	I.C. § 30-30-621	Idaho Nonprofit Corporation Act - Directors and Officers - Required Officers

Policy History:

Adopted on:

Revised on:

Reviewed on:

School Board Powers and Duties

The Board shall concern itself primarily with broad questions of policy rather than with administrative details. The application of policies is an administrative task to be performed by the Executive Director and Charter School staff, who shall be held responsible for the effective administration and supervision of the entire school system.

The Board, functioning within the framework of its Articles, Bylaws, Charter, Performance Certificate, laws, court decisions, attorney general's opinions, State Department of Education regulations, and similar mandates from the State and national levels of government, and recognizing the authority of the State, fulfills its mission as the governing body of a political subdivision by acting as follows in the execution of its duties:

1. Enacting policy;
2. Adopting courses of study and providing instructional aides;
3. Employing all staff members and fixing and prescribing their duties;
4. Approving the budget, financial reports, audits, major expenditures, payment of obligations, and policies whereby the administration may formulate procedures, regulations, and other guides for the orderly accomplishment of business;
5. Estimating and seeking to provide funds for the operation, support, maintenance, improvement, and extension of the school system;
6. Providing for the planning, expansion, improvement, financing, construction, maintenance, use, and disposition of physical plants of the school system;
7. Prescribing the minimum standards needed for the efficient operation and improvements of the school system;
8. Evaluating the educational program to determine the effectiveness with which the schools are achieving the educational purpose of the Charter School;
9. Requiring the establishment and maintenance of records, accounts, archives, management methods, and procedures considered essential to the efficient conduct of school business;
10. Providing for the dissemination of information relating to the Charter School necessary for creating a well-informed public.

Legal References:	I.C. § 30-30-601	Idaho Nonprofit Corporation Act - Directors and Officers - Requirement for and Duties of the Board
	I.C. § 33-5204	Nonprofit Corporation—Liability—Insurance
	I.C. § 33-5204A	Applicability of Professional Codes and Standards – Limitations upon Authority
	I.C. § 33-5206	Requirements and Prohibitions of a Public Charter School

I.C. § 74-202

Open Meetings Law - Open Public Meetings -
Definitions

I.D.A.P.A. 08.02.04.300 Public Charter School Responsibilities

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1210

Qualifications, Terms, and Duties of Board Officers

The Board officers include the Chair, vice chair, treasurer, and clerk as set forth in the Articles and Bylaws. These officers are elected at the annual organizational meeting. Each officer has the authority and shall perform the duties set forth in the Bylaws or, to the extent consistent with the Bylaws, the duties and authority prescribed in a resolution of the Board or by direction of an officer with authority by the Board to prescribe the duties and the authority of other officers.

Chair

The Board elects a Chair from its members for a one year term or such other terms as set forth in the Articles or Bylaws. Unless otherwise set forth in the Bylaws, the duties of the Chair are:

1. Preside at all meetings and conduct meetings in the manner prescribed by the Board's policies;
2. Make all Board committee appointments;
3. Sign all papers and documents as required by law and as authorized by the action of the Board; and
4. Close Board meetings as prescribed by Idaho law.

The Chair is permitted to participate in all Board meetings in a manner equal to all other Board members, including the right to participate in debate and to vote. The Chair may not make a motion, but may second motions.

Vice Chair

The vice chair shall preside at all Board meetings in the absence of the Chair, and shall perform all of the duties of the Chair in case of the Chair's absence or disability.

Legal References:	I.C. § 30-30-621	Idaho Nonprofit Corporation Act - Directors and Officers - Required Officers
	I.C. § 30-30-622	Idaho Nonprofit Corporation Act - Directors and Officers - Duties and Authority of Officers
	I.C. § 30-30-625	Idaho Nonprofit Corporation Act - Directors and Officers - Officers' Authority to Execute Documents

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1220

Secretary/Clerk

The secretary/clerk of the Board shall have such duties as prescribed by the Bylaws or, to the extent consistent with the Bylaws, the duties and authority prescribed in a resolution of the Board or by direction of an officer authorized by the Board to prescribe the duties and authority of other officers. The clerk of the Board shall attend all meetings of the Board, unless excused by the Chair, keep an accurate record of the proceedings, and enter in said record all matters required by law or by the Board so to be entered. The clerk shall have custody of the records, books, and documents of the Board. In the absence or inability of the clerk to attend a Board meeting, the Board will designate a person to serve as temporary clerk for the meeting. The temporary clerk shall keep the record of the proceedings of the Board and certify the same to the clerk.

Legal References:	I.C. § 30-30-621	Idaho Nonprofit Corporation Act - Directors and Officers - Required Officers
	I.C. § 30-30-622	Idaho Nonprofit Corporation Act - Directors and Officers - Duties and Authority of Officers

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1230

Duties of the Treasurer

The treasurer shall have such duties as prescribed by the Board.

The treasurer shall account for the deposit of all moneys of the {{School_Name}} in accordance with the provisions of the public depository law, Chapter 1, Title 57, Idaho Code.

The Board may elect one or more assistant treasurers who shall have such duties as prescribed by the Board. Assistant treasurers shall act at and under the control, supervision, and direction of the treasurer.

Legal References:	I.C. § 30-30-621	Idaho Nonprofit Corporation Act - Directors and Officers - Required Officers
	I.C. § 30-30-622	Idaho Nonprofit Corporation Act - Directors and Officers - Duties and Authority of Officers
	I.C. § 57-101, <i>et seq.</i>	Idaho Public Depository Law

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1240

Duties of Individual Directors

The authority of individual Directors is limited to participating in actions taken by the Board as a whole when legally in session. Directors shall not assume responsibilities of administrators or other staff members. Neither the Board nor staff shall be bound by an action taken or statement made by an individual Director except when such statement or action is pursuant to specific instructions and official action taken by the Board. If the Board authorizes a person or persons to exercise powers that would otherwise be exercised by the Board, it may do so only to the extent authorized by the Articles of Incorporation

Each Director shall review the agenda and any study materials distributed prior to the meeting and be prepared to participate in the discussion and decision-making for each agenda item.

The Bylaws set forth a maximum number of meetings a Director may fail to attend before his or her office is declared vacant. Whenever possible, each Director shall give advance notice to the Chair of the Director's inability to attend a Board meeting. A majority of the Board may excuse a Director's absence from a meeting if requested to do so.

Cross Reference: § 1140

Vacancies

Legal Reference: I.C. § 30-30-601

Idaho Nonprofit Corporation Act - Directors and Officers - Requirement for and Duties of the Board

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1250

Committees

Generally, the Directors will function as a committee of the whole. Nevertheless, the Board may create Board committees as deemed necessary, consistent with the Articles or Bylaws.

Standing committees of the Board may be created and their purpose defined by a majority of the Board. The Board Chair shall appoint at least two Directors to serve on each committee, however, in no event shall a quorum be present while serving on a committee.

Advisory Committees

Advisory committees may be organized when appropriate to the extent authorized by the Articles and Bylaws. The composition of the advisory committees shall be broadly representative and shall take into consideration the specific task assigned to the committee. Only the Board shall have the authority to dissolve the committees it has created.

The Board will instruct each committee as to:

1. The length of time each member is invited to service;
2. The service the Board wishes the committee to render;
3. The resources the Board will provide;
4. The approximate dates on which the Board wishes to receive major reports;
5. Board policies governing citizens' committees and the relationship of these committees to the Board as a whole, individual Board members, the Executive Director, and other members of the professional staff; and
6. Responsibilities for the release of information to the press.

A committee of the Board may not:

1. Elect, appoint, or remove Directors or fill vacancies on the Board or on any of its committees;
2. Adopt, amend, or repeal the Articles or Bylaws;
3. Convene when a quorum is present; or
4. Make a decision or deliberate toward a decision for which a vote of the Board is required.

Legal References:	I.C. § 30-30-616	Idaho Nonprofit Corporation Act - Directors and Officers - Quorum and Voting
	I.C. § 30-30-617	Idaho Nonprofit Corporation Act - Directors and Officers - Committees of the Board

I.C. § 33-5204(2)(d) Nonprofit Corporation—Liability—Insurance -
Public Meeting Law Applicable to Public
Charter Schools

I.C. § 74-201, *et seq.* Idaho Open Meetings Law

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1260

Authorization of Signatures

For the conduct of the business of The {{School_Name}}, the Board may grant authority to specific staff to sign certain documents on the Charter School’s behalf. The Chair and Clerk are authorized to use a facsimile signature plate or stamp.

Invoices

Staff employed by the Charter School, in the following designated positions, are authorized to approve invoices for the Charter School:

Checks

The treasurer or the assistant treasurer must sign all checks issued by the Charter School. The Chair or Vice Chair must countersign all such checks.

Contracts for Goods, Services, and Leases

The Executive Director is authorized to sign on behalf of the Board contracts, leases, and/or contracts for goods and services for amounts under \$_____ without prior approval of the Board. The types of goods and services contracted for must be preapproved by the Board.

Personnel Contracts

The Board Chair and Clerk are authorized to sign personnel contracts and agreements of employment on behalf of the Board by facsimile signature.

Negotiated Agreements

Negotiated agreements shall be signed for the Charter School by the Board Chair and the Clerk.

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| Legal References: | I.C. § 30-30-601 | Idaho Nonprofit Corporation Act - Directors and Officers - Requirement for and Duties of the Board |
| | I.C. § 30-30-625 | Idaho Nonprofit Corporation Act - Directors and Officers - Officers’ Authority to Execute Documents |

I.C. § 33-701

Fiscal Affairs of School Districts - Fiscal Year -
Payment and Accounting of Funds

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1300

Charter School Policy

The adoption of new policies and the revision and amending of existing policies shall be solely the responsibility of the Board of Directors.

All policies shall conform to local, State, and federal laws as well as to the rules and regulations of the State Board of Education.

Adoption and Amendment of Policies

Proposed new policies and proposed changes in existing policies shall be presented in writing for reading and discussion at a regular or special Board meeting. Such proposals may be referred to the Executive Director for detailed study as needed prior to Board action on the proposal. The Board encourages the Executive Director to contact other experts to have potential policies researched. Interested parties, including any Board Member, citizen, or employee of the Board may submit views or present data or arguments, orally or in writing, in support of or in opposition to proposed policy. Any written statement by a person relative to a proposed policy or amendment should be directed to the Charter School Clerk prior to the second reading.

Proposed new policies and proposed changes in existing policies shall undergo a minimum of two readings in the following manner:

1. At a regular or special Board meeting the proposed new or amended policy shall be presented in writing for reading and discussion; and
2. The final vote for adoption shall take place not earlier than at the second reading of the particular policy.

Although approval of a new or amended policy requires a minimum of two readings, temporary approval may be granted by the Board in lieu of formal policy to meet emergency conditions or special events which will take place before formal action can be taken or the Board can take a majority vote to suspend the two reading requirement for warranted circumstances.

All new or amended policies shall become effective upon adoption, unless a specific effective date is provided in the motion for adoption.

Policies as adopted or amended shall be made a part of the minutes of the meeting at which action was taken and shall also be included in the Charter School's policy manual. Policies of the School shall be reviewed [**CHOOSE ONE**] **annually OR biannually** by the Board.

Administration in Absence of Policy

In cases where action must be taken before the next Board meeting and where the Board has provided no policies or guides for administrative actions, the Executive Director shall have to power to act.

His or her decisions, however, shall be subject to review by action of the Board at its next regular meeting. In addition, it shall be the duty of the Executive Director to inform the Board of such action and the need for policy.

Suspension of Policies

Under circumstances which require a waiver of a policy, policy may be suspended by a majority vote of the members present. In order to suspend a policy, all Directors must have received written notice of the meeting which included a proposal to suspend the policies with an explanation of the purpose of such proposed suspension. If such a proposal is not made in writing in advance of the meeting, the policies may only be suspended by a unanimous vote of all Directors present.

Policy Manuals

The Executive Director shall develop and maintain a current policy manual which contains the policies of the Charter School. Each administrator, as well as staff, students, and other residents, shall have ready access to the manual. All policy manuals distributed to anyone shall remain the property of the Charter School and shall be subject to recall at any time.

Legal Reference: I.C. § 30-30-601 Idaho Nonprofit Corporation Act - Directors and Officers - Requirement for and Duties of the Board

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1305

Amendment of Articles of Incorporation and Bylaws

Amendments to Articles

The Board may amend its Articles of Incorporation at any time to add or change a provision that is required or permitted in the Articles or to delete a provision not required in the Articles consistent with Idaho law, the Charter, and the Performance Certificate. Unless the Articles provide otherwise, the Board of Directors may adopt the following amendments:

1. To delete the names and addresses of the initial Directors;
2. To change the information regarding the registered agent; and
3. To make any other change expressly permitted by the Idaho Nonprofit Corporation Act, Title 30, Chapter 30, Idaho Code, consistent with Idaho law, the Charter and Performance Certificate.

The Board shall provide notice of any meeting at which an amendment is to be voted upon, as set forth in the Charter School Policies and Idaho's Open Meeting Laws. Additionally, the notice must also state that the purpose or one of the purposes of the meeting is to consider a proposed amendment to the Articles and contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment. Any amendment to the Articles must be approved by a majority of the Directors then in office.

Any amended or restated Articles shall be delivered to the secretary of state in accordance with the Idaho Nonprofit Corporation Act, Title 30, Chapter 30, Idaho Code.

Amendments to Bylaws

The Board may amend the Bylaws consistent with Idaho law, the Articles, the Charter, and the Performance Certificate. The Board shall provide notice of any meeting at which an amendment to the Bylaws is to be voted upon, as set forth in the Charter School Policies and Idaho's Open Meeting Laws. Additionally, the notice must also state that the purpose or one of the purposes of the meeting is to consider a proposed amendment to the Bylaws and contain or be accompanied by a copy or summary of the amendment or state the general nature of the amendment. Any amendment to the Articles must be approved by a majority of the Directors then in office.

Legal References: I.C. § 30-30-701

Idaho Nonprofit Corporation Act - Amendment
of Articles of Incorporation and Bylaws -
Authority to Amend Articles

I.C. § 30-30-702	Idaho Nonprofit Corporation Act - Amendment of Articles of Incorporation and Bylaws - Amendment of Articles by Directors
I.C. § 30-30-705	Idaho Nonprofit Corporation Act - Amendment of Articles of Incorporation and Bylaws - Articles of Amendment
I.C. § 30-30-708	Idaho Nonprofit Corporation Act - Amendment of Articles of Incorporation and Bylaws - Amendment of Bylaws by Directors

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1310

Administrative Procedures

The Executive Director shall develop such administrative procedures as are necessary to ensure consistent implementation of policies adopted by the Board.

When a written procedure is developed, the Executive Director shall submit it to the Board as an information item. Such procedures need not be approved by the Board, though they may be revised when it appears that they are not consistent with the Board's intentions as expressed in its policies. On controversial topics, the Executive Director may request prior Board approval.

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF TRUSTEES

1313

Conflicting Policies and Procedures

If any of the policies adopted by the Board of Directors conflict with one another, the policy adopted, revised, or reviewed most recently shall be the policy in effect.

If any procedures promulgated by the Charter School conflict with one another, the procedure adopted, revised, or reviewed most recently shall be the procedure in effect.

If any policy and procedure conflict with one another, the policy shall override the procedure.

Policy History

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1315

Continuous Improvement Plan

Each year, the Board of Directors shall create a collaborative continuous improvement plan designed to improve student achievement, assess and prioritize needs, and measure outcomes.

The Board shall work with the Executive Director to engage students, parents, teachers, administrators, and community members as appropriate in the planning process.

The annual continuous improvement plan shall:

1. Be data driven, specifically in student outcomes, and shall include but not be limited to analysis of demographic data, student achievement and growth data, graduation rates, and college and career readiness;
2. Set clear and measurable targets based on student outcomes;
3. Include a clearly developed and articulated vision and mission;
4. Include key indicators for monitoring performance; and
5. Include a report of progress toward the previous year's improvement goals.

Multiple measures shall be used to determine student readiness and improvement. At a minimum, the Board shall set a benchmark for each of the following metrics:

1. **Career and College Readiness:** The number and percentage of students meeting the college ready benchmark in mathematics and English Language Arts on a state recognized college entrance exam. Improvement shall be measured by year over year growth in the percentage of students meeting the college readiness benchmark.
2. **High School Readiness:** The number and percentage of students meeting proficient or advanced on the 8th grade Idaho Standards Achievement Test in mathematics and English language usage. Improvement shall be measured by year over year growth in the percentage of students scoring proficient or advanced.
3. **7th Grade Readiness:** The number and percentage of students meeting proficient or advanced on the 6th grade Idaho Standards Achievement Test in mathematics and English language usage. Improvement shall be measured by year over year growth in the percentage of students scoring proficient or advanced.

4. **4th Grade Reading Readiness:** The number and percentage of students reading at grade level on the spring 3rd grade statewide reading assessment. Improvement shall be measured by year over year growth in the percentage of students scoring at grade level.
5. **3rd Grade Reading Readiness:** The number and percentage of students reading at grade level on the spring 2nd grade statewide reading assessment. Improvement shall be measured by year over year growth in the percentage of students scoring at grade level.
6. **2nd Grade Reading Readiness:** The number and percentage of students reading at grade level on the spring 1st grade statewide reading assessment. Improvement shall be measured by year over year growth in the percentage of students scoring at grade level.
7. **1st Grade Reading Readiness:** The number and percentage of students reading at grade level on the spring kindergarten statewide reading assessment. Improvement shall be measured by year over year growth in the percentage of students scoring at grade level.

The Board may engage in planning training to assist in the process and the development of the plan. Qualified planning training may be reimbursable by the state through the process outlined in Idaho State Board of Education rule.

The Board shall continuously monitor progress towards the targets for student outcomes included in the plan by using relevant data to measure growth. Such progress shall be included in the Board’s annual evaluation of the Executive Director.

The Charter School plan shall be made available to the public by being posted on the Charter School website. The plan must be reviewed, updated annually, and posted no later than October 1 each year.

Cross References:	§ 1645 § 4130	Board Development Opportunities Public Access to Charter School Website
Legal References:	I.C. § 33-320 I.D.A.P.A. 08.02.01.801	Continuous Improvement Planning and Training Planning and Training

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1320

Governance Rights

Except where limited or restricted by a collective bargaining agreement, the Board retains the right to operate and govern its affairs in such areas as but not limited to:

1. The school calendar;
2. The procedures to use in handling public complaints about employees;
3. The nonteaching duties and responsibilities of teachers;
4. The procedure for conducting teacher evaluations;
5. When and under what circumstances a certificated employee will be placed on probation;
6. Establishment of written contracts for certificated personnel;
7. Establishment of contract notification dates;
8. Extracurricular assignments;
9. Personnel files;
10. Direction, employment, dismissal, promotion, transfer, assignment, and retention of employees;
11. Relieving employees from duties because of lack of work or funds and under conditions where continuation of such work would be inefficient and nonproductive;
12. Maintenance of the efficiency of Charter School operations;
13. The methods, means, job classifications, and personnel by which Charter School operations are to be conducted;
14. Any actions necessary to carry out the missions of the Charter School in situations of emergency; and
15. Establishment of the methods and processes by which work is performed.

The Board reserves all other rights, statutory and inherent, as provided by State law, the Articles and the Bylaws. The Board also reserves the right to delegate authority to the Executive Director for the ongoing direction of all Charter School programs.

Cross Reference: § 6100 Executive Director-Board Relations

Legal Reference: I.C. § 33-5206 Requirements and Prohibitions of a Public Charter School

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1400

Board/Staff Communications

Every reasonable means of communication is encouraged throughout the education community. Nevertheless, an organization must maintain some order and structure to promote efficient and effective communications.

Staff Communications to the Board

All official communications or reports to the Board from principals, supervisors, teachers, or other staff members shall be submitted through the Executive Director. This shall not deny any staff member's right to appeal to the Board administrative decisions, provided that the Executive Director shall have been notified of the forthcoming appeal and that it is processed according to the applicable procedures for complaints and grievances.

Board Communications to Staff

All official communications, policies, and directives of staff interest and concern will be communicated to staff members through the Executive Director. The Executive Director will employ all such media as are appropriate to keep staff fully informed of the Board's concerns and actions.

Visits to Schools

Directors should make a point to visit each site of the Charter School not less than once each school year to examine its condition and needs. Individual Board Members interested in visiting school sites should, out of courtesy, make arrangements for visitations through the principal of the school. Such visits shall be regarded as informal expressions of interest in school affairs and not as "inspections" or visits for supervisory or administrative purposes.

Social Interaction

Staff and Board Members share a keen interest in the schools and education. When they meet at social affairs and other functions, informal discussion on such matters as educational trends, issues and innovations, and general Charter School problems can be anticipated.

Policy History:

Adopted on:

Revised on:

Reviewed on:

School Board Use of Email and Social Media

Use of email by Members of the Board will conform to the same standards of judgment, propriety, and ethics as other forms of School Board-related communication. Board Members will comply with the following guidelines when using email in the conduct of Board responsibilities:

1. The Board will not use email, communications via social media, or other electronic communications as a substitute for deliberations or voting at Board meetings or for other communications or business properly confined to Board meetings.
2. Board Members will be aware that email and email attachments received or prepared for use in Board business or containing information relating to Board business, regardless of whether sent or received on a school-owned computer or personally-owned computer, may be regarded as public records, which may be inspected by any person upon request, unless otherwise made confidential by law.
3. Board Members will note that individual postings made to social media sites should be considered carefully in light of how they would reflect on the poster, the Board of Directors, and the Charter School. Opinions expressed by staff on a social networking website have the potential to be disseminated far beyond the speaker's desire or intention, and could undermine the public perception of fitness of the individual to serve students' interests. Individual Board member postings are an act of the individual and are not an act of the Board.
4. Board members will avoid reference to confidential information about employees, students, or other matters in email communications because of the risk of improper disclosure and unsecure websites. Board members will comply with the same standards as school employees with regard to confidential information.

Definitions

"Deliberation" is defined as the receipt or exchange of information or opinion relating to a decision, but shall not include informal or impromptu discussions of a general nature which do not specifically relate to a matter then pending before the public agency for decision.

Legal References:	I.C. § 74-101, <i>et seq.</i>	Idaho Public Records Act
	I.C. § 74-202	Open Meetings Law - Open Public Meetings - Definitions

Cowles Pub. Co. v. Kootenai County Bd., 159 P.3d 896 (Idaho, 2007)

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1410

Board/Executive Director Relationship

The Board/Executive Director relationship is based on mutual respect for their complementary roles. The relationship requires clear communication of expectations regarding the duties and responsibilities of both the Board and Executive Director.

The Board hires, evaluates, and seeks the recommendations of the Executive Director as the Charter School's chief executive officer. The Board adopts policies necessary to provide the general direction for the School and to encourage achievement of School goals. The Executive Director develops plans, programs, and procedures needed to implement the policies and directs the School's day-to-day operations.

The Executive Director shall be employed for a term not to exceed any limit set forth in the Articles and Bylaws and shall be the executive officer of the Board with such powers and duties as the Board prescribes. The Executive Director shall act as the authorized representative of the Charter School whenever such is required.

The Board shall conduct an annual, written formal evaluation of the work of the Executive Director.

Cross Reference:	§ 6100	Executive Director
Legal References:	I.C. § 30-30-612	Idaho Nonprofit Corporation Act - Directors and Officers - Regular and Special Meetings
	I.C. § 30-30-622	Idaho Nonprofit Corporation Act - Directors and Officers - Duties and Authority of Officers
	I.D.A.P.A. 08.02.04.202.06.b	New Public Charter School Application Requirements - School Leadership and Management

Policy History:

Adopted on:

Revised on:

Reviewed on:

Director Expenses

A {{School_Name}} Director is a non-compensated public official as that term is defined in Idaho Code. However, consistent with the Articles and Bylaws, Directors may be reimbursed for actual and necessary expenses. A Director shall not receive remuneration for service as a Director. However, each Director shall be compensated for actual expenses incurred for travel to, from, and attending meetings of the Board as provided herein. Reimbursement may be paid as the travel is assumed or may accumulate until the end of the fiscal year, at the discretion of the Director.

Board Meetings

Whenever any Director resides at such distance from the meeting place of the Board as to require such Member to incur extraordinary expense in traveling from his or her home to and from the meeting place, the Board may approve payment to a Director of the extraordinary expense incurred in attending any such meeting. The Board has determined that those Directors who will travel in excess of _____ miles from the place where School Board meetings are generally held shall be entitled to an allowance for mileage or actual travel expense incurred, whichever is less.

Expenses for Board Members at Meetings Requiring Travel

Directors normally attend workshops, training institutes, and conferences at both the State and national level. It is appropriate that Director expenditures at these meetings requiring substantial travel be paid by the Charter School from the general fund. It is the intent of the Charter School to pay all legitimate costs for Directors to attend meetings requiring substantial travel, at the established rates for reimbursement set by the Charter School, including the following:

1. Transportation as approved by the Board;
2. On-site transportation during the course of the meeting, such as bus, taxi, or rental car;
3. Hotel or motel costs for the Director, as necessary;
4. Food costs as necessary;
5. Telephone services shall be provided for necessary communications with business or family, resulting from the Director being away from the location of the Charter School; and
6. Incidental expenditures for tips and other necessary costs attributable to the Director's attendance at the meeting.

The District will not reimburse or pay for such items as liquor, expenses of a spouse, separate entertainment, or other unnecessary expenditures.

Depending upon circumstances and dollar values at issue, the Charter School may be required to report reimbursements consistent with IRS regulations. Tax consequences may be applicable. However, if such a circumstance does occur, Board members would need to talk with their individual tax preparers regarding tax implications and possible deductions for expenses.

Cross Reference:	§ 7430	Travel Allowances and Expenses
Legal References:	I.C. § 30-30-611	Compensation of Directors
	I.C. § 33-5204	Nonprofit Corporation – Liability - Insurance
	I.C. § 74-401, <i>et seq.</i>	Idaho Ethics in Government Act of 2015

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1430

Director Insurance

The {{School_Name}} shall maintain sufficient insurance to protect the Board and its individual Members against liability arising from actions of the Board or its individual Members while each is acting on behalf of the Charter School and within the Director’s authority.

Legal References:	I.C. § 6-923	Tort Claims Against Governmental Entities - Authority of Political Subdivisions to Purchase Insurance
	I.C. § 30-30-626	Idaho Nonprofit Corporation Act - Directors and Officers - Indemnification of Officers, Directors, Employees and Agents
	I.C. § 33-5204	Nonprofit Corporation—Liability—Insurance

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1440

Board Participation in Activities

Members of the Board, collectively and individually, are encouraged to attend school activities, social functions, and instructional programs at no cost to the Directors in order to view and observe such functions in operation. Attendance at such programs as musical presentations, speech activities, clubs, dramatic productions, and athletic events indicates interest in school affairs and provides opportunities for more comprehensive understanding of the total school program. Administration will provide appropriate communications to Directors to keep them informed about activities they may wish to attend.

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1500

Board Meetings

Meeting Defined

A meeting is defined as the convening of the Board of Directors to make a decision or to deliberate toward a decision on any matter. Directors may participate in School Board meetings via electronic means, including telephonic or video conferencing devices, provided at least one Member of the Board of Directors or the Executive Director is physically present at the meeting location.

Regular Meetings

Unless otherwise specified in the Articles or Bylaws, all meetings will be held in the _____ (insert location). Regular meetings shall be held at _____ PM on the _____ day of each month.

Emergency Meetings

In the event of an emergency involving possible personal injury or property damage, immediate financial loss, or the likelihood of injury, damage, or loss, the Board may meet immediately and take official action without prior notification when the notice requirements would make such notice impracticable or increase the likelihood or severity of such injury, damage, or loss; and the reason for the emergency is stated at the outset of the meeting.

Budget Meetings

No later than 28 days prior to its regular July meeting, unless otherwise specified in the Articles or Bylaws, the Board shall have prepared a budget, in the form prescribed by the State Superintendent of Public Instruction, and shall hold a public hearing. At such public hearing or at a special meeting held no later than 14 days after the public hearing, the Board shall adopt a budget for the ensuing year. Notice of the budget hearing shall be posted and published as prescribed in I.C. § 33-402. From the time noticed, a copy of the budget shall be available for public inspection during regular business hours.

Special Meetings

Unless the Articles or Bylaws provide otherwise, the Board Chair, the Executive Director, or 20% percent of the Directors may call and give notice of a special meeting. If the time and place of special meetings has not been determined at a meeting of the Board with all Members present, then written notice of a special meeting, stating the purpose of the meeting, shall be delivered to each Director not less than 24 hours prior to the time of the meeting. Such written notice shall be

posted conspicuously at the Charter School Office. Business transacted at a special meeting will be limited to that stated in the notice of the meeting.

Pursuant to Idaho Code, upon a 2/3 roll call vote recorded in the minutes of the meeting, the Board may hold an executive session after the Board Chair has expressly identified the specific legal authorization for holding an executive session and provided sufficient detail to identify the general purpose and topic of the executive session. However, the information provided shall not compromise the purpose of going into an executive session. Only in the event that Board vacancies, and not absences, prevent a 2/3 majority from being present, a simple majority vote to enter executive session may be called.

An executive session may be held for, and only for, the following purposes:

1. To consider hiring a public officer, employee, staff member, or individual agent wherein the respective qualities of individuals are to be evaluated in order to fill a particular vacancy or need. Please note this does not apply to filling a vacancy in an elective office or deliberations about staffing needs in general.
2. To consider the evaluation, dismissal, or disciplining of; or to hear complaint or charges brought against a public officer, employee, staff member or individual agent, or a student.
3. To acquire an interest in real property which is not owned by a public agency.
4. To consider records exempt from public disclosure.
5. To consider preliminary negotiations involving matters of trade or commerce in which the Board is in competition with other governing bodies in other states or nations.
6. To communicate with legal counsel and to discuss any legal ramifications and/or legal options for pending litigation or possible legal controversies not yet being litigated. The presence of legal counsel at executive session is not sufficient to satisfy this requirement.
7. To communicate with a representative of the School's risk management or insurance provider to discuss a pending claim or prevention of a possible claim to be filed. The presence of a risk management or insurance provider at executive session is not sufficient to satisfy this requirement.

No action may be held for the purpose of taking any final action or making any final decisions except for making a determination to place a certified professional employee on probation.

If only an executive session will be held, a 24 hour meeting and agenda notice shall include the date, time, place, items to be discussed, and the specific provision of law authorizing the executive session. The Board will not change the subject within the executive session to any not identified within the motion to enter executive session or to any topic for which an executive session is not provided.

Legal References:	I.C. § 30-30-612	Idaho Nonprofit Corporation Act - Directors and Officers - Regular and Special Meetings
	I.C. § 30-30-614	Idaho Nonprofit Corporation Act - Directors and Officers - Call and Notice of Meetings
	I.C. § 33-1273	Teachers - School Districts – Professional Employees - Negotiations
	I.C. § 33-5204(2)(d)	Nonprofit Corporation—Liability—Insurance - Public Meeting Law Applicable to Public Charter Schools
	I.C. § 74-202	Open Meetings Law - Open Public Meetings - Definitions
	I.C. § 74-203	Open Meetings Law - Governing Bodies - Requirement for Open Public Meetings
	I.C. § 74-204	Open Meetings Law - Notice of Meetings - Agendas
	I.C. § 74-205	Open Meetings Law - Governing Bodies - Written Minutes of Meetings
	I.C. § 74-206	Open Meetings Law - Executive Sessions - When Authorized

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1500P

Board Meeting Procedure

Agenda

The agenda for any Board meeting shall be prepared by the Executive Director and Board Chair. Items submitted by the Board Chair or at least two Board Members shall be placed on the agenda. The clerk, administration, or patrons of the School may also suggest inclusions on the agenda. Such suggestions must be received by the Executive Director at least ____ days before the Board meeting, unless of immediate importance. Individuals who wish to address the Board must also notify the Executive Director, in writing, of the request. The request must include the reason for the appearance. Citizens wishing to make brief comments about school programs or procedures or items on the agenda need not request placement on the agenda, and must follow the procedure established for public input at Board meetings.

Regular Meeting Agendas

A 48 hour agenda notice shall be required in advance of each regular meeting. Notices and agendas must be posted in a prominent place at the principal office of the School or, if no such office exists, at the building where the meeting is to be held. All meeting notices and agendas must be posted on the School website.

Special Meeting Agendas

Special meetings require a 24 hour meeting and agenda notice. The agenda notice shall include at a minimum the meeting date, time, and place. The Board secretary or his or her designee shall maintain a list of the news media requesting notification of meetings and shall make a good faith effort to provide advance notification to them of the time and place of each meeting. All meeting notices and agendas must be posted on the School website.

Amending Agendas

An agenda may be amended provided that a good faith effort is made to include, in the original agenda notice, all items known to be probable items of discussion.

Amending the Agenda More than 48 Hours Before a Regular Meeting or 24 Hours Before a Special Meeting: If an amendment to an agenda is made after an agenda has been posted but 48 hours or more prior to the start of a regular meeting, or 24 hours or more prior to the start of a special meeting, then the agenda is amended upon the posting of the amended agenda.

Amending the Agenda Less than 48 Hours Before a Regular Meeting or 24 Hours Before a Special Meeting: If an amendment to an agenda is proposed after an agenda has been posted and less than 48 hours prior to a regular meeting or less than 24 hours prior to a special meeting but

prior to the start of the meeting, the proposed amended agenda shall be posted but shall not become effective until a motion is made at the meeting and the Board votes to amend the agenda.

Amending the Agenda After the Start of a Meeting: An agenda may be amended after the start of a meeting upon a motion that states the reason for the amendment and states the good faith reason the agenda item was not included in the original agenda posting.

Negotiation Meeting Notices

Notice of all negotiation sessions between the School and the local education organization shall be posted at the earliest time practicable on the front page of the School's website. Additionally, if time permits, the School shall post notice of the negotiation sessions within 24 hours at the same physical locations the School uses for posting its regular meetings.

Order of Business

The order of business will be determined by the Board Chair and Executive Director with input from the Board. Upon consent of the majority of the Members present, the order of business at any meeting may be changed.

Consent Agenda

To expedite business at a Board meeting, the Board approves the use of a consent agenda, which includes those items considered to be routine in nature. Any item which appears on the consent agenda may be removed by a Member of the Board. It is strongly suggested that any Board Member who wishes to remove an item from the consent agenda give advance notice in a timely manner to the Board Chair and Executive Director. The remaining items will be voted on by a single motion. The approved motion will be recorded in the minutes, including a listing of all items appearing on the consent agenda.

Action Items

All agenda items that require a vote shall be identified on the agenda as such. Final action may not be taken on agenda item added after the start of a meeting unless an emergency is declared necessitating action at that meeting. The declaration and justification shall be reflected in the Board minutes.

Minutes

The clerk shall keep written minutes of all open Board meetings, which shall be signed by the Chair and the clerk. The minutes shall include:

1. The date, time, and place of the meeting;
2. The presiding officer;
3. Board Members recorded as absent or present;
4. All motions, resolutions, orders, or ordinances proposed and their disposition;

5. The results of all votes, and upon the request of a Member, the vote of each Member, by name;
6. Legal basis for recessing into executive session; and
7. Time of adjournment.

When issues are discussed that may require a detailed record, the Board may direct the clerk to record the discussion verbatim.

Unofficial minutes shall be delivered to Board Members in advance of the next regularly scheduled meeting of the Board. Minutes need not be read publicly, provided that Members have had an opportunity to review them before adoption. A file of permanent minutes of Board meetings shall be maintained in the office of the clerk, to be made available within a reasonable period of time after a meeting for inspection upon the request.

Minutes of Executive Session

The clerk shall keep written minutes of executive session. Said minutes shall be limited to a specific reference to the Idaho code subsection authorizing the executive session and sufficient detail to provide the general subject matter to identify the purpose and topic of the executive session. The roll call vote to go into executive session shall be recorded in the minutes. The minutes shall not contain information that would compromise the purpose of going into executive session.

Minutes of Negotiation Sessions

In all negotiation sessions between the School and the local education organization, the School shall cause to be taken written minutes. All documentation exchanged between the parties during a negotiation session, including all offers and counter-offers, shall be retained by the School and shall be subject to public writings disclosure laws.

Quorum

No business shall be transacted at any meeting of the Board unless a quorum of the Members is present. A majority of the full membership of the Board shall constitute a quorum, a majority of the quorum may pass a resolution.

Meeting Conduct and Order of Business

General rules of parliamentary procedure are used for every Board meeting. The most current edition of *Robert's Rules of Order* may be used as a guide at any meeting. The order of business shall be reflected on the agenda. The use of proxy votes shall not be permitted. Voting rights are reserved to those Board Members in attendance. Voting shall be by acclamation or show of hands.

Legal Reference: I.C. § 33-5204(2)(d) Nonprofit Corporation—Liability—Insurance -
Public Meeting Law Applicable to Public
Charter Schools

Procedure History

Promulgated on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

BOARD OF DIRECTORS

1510

Open Meeting Law Compliance and Cure

Formation of Public Policy at Open Meetings

The Charter School recognizes that the formation of public policy is public business and shall not be conducted in secret. The Charter School further recognizes the goal of the Open Meeting Law is compliance, and that in order to achieve compliance, the Charter School must have the ability to correct any errors.

Violations

If an action, or any deliberation or decision-making that leads to an action, occurs at any meeting which fails to comply with the guidelines set forth in Idaho's Open Meeting laws, such action shall be null and void.

The Board may self-recognize an open meeting violation or receive written notice to the Clerk of the Board of an alleged violation. A civil complaint filed and served upon the Board may serve as written notice.

An individual Board member who conducts or participates in a meeting which violates the Open Meeting Law is subject to a civil penalty of up to \$250. A knowing violation is subject to a civil penalty of up to \$1,500. A second knowing violation within a 12 month time period is subject to a civil penalty of up to \$2,500.

Cure Provision

A violation may be cured by the Board upon:

The Board's self-recognition of a violation; or

Receipt by the Clerk of a written notice of an alleged violation. A civil complaint filed and served upon the Board may be substituted for other forms of written notice. Upon notice of an alleged open meeting violation, the Board shall have 14 days to respond publicly and either acknowledge the open meeting violation and state an intent to cure the violation or state that the Board has determined that no violation has occurred and that no cure is necessary. Failure to respond shall be treated as a denial of any violation.

Following the Board's acknowledgment of a violation, the Board shall have 14 days to cure the violation by declaring as void all actions taken at or resulting from the meeting in violation of the Open Meeting Law.

Within 14 days of acknowledging the violation, and stating an intent to cure, the Board shall cure the violation by holding a properly noticed meeting to address the voided actions. The Board may then address the voided actions and lawfully take the desired action in accordance with the Open Meeting Law. Curing the violation in this manner bars any civil penalty for an unintentional violation. Private enforcement actions are stayed during the cure period.

Ratification

Any suit brought for the purpose of having an action or decision declared null and void must be commenced within 30 days of the decision or action that results from an open meeting violation. Actions taken in violation of the Open Meeting Law are not void unless they are challenged within 30 days. Even where an action is not challenged within 30 days, it is the best practice to cure any known violation by holding a meeting in accordance with the law to ratify a decision or action that results from an open meeting violation.

Legal Reference:	I.C. § 33-5204(2)(d)	Nonprofit Corporation—Liability—Insurance - Public Meeting Law Applicable to Public Charter Schools
	I.C. § 74-201	Open Meetings Law - Formation of Public Policy At Open Meetings
	I.C. § 74-202	Open Meetings Law - Open Public Meetings - Definitions
	I.C. § 74-203	Open Meetings Law - Governing Bodies - Requirement for Open Public Meetings
	I.C. § 74-204	Open Meetings Law - Notice of Meetings - Agendas
	I.C. § 30-30-708	Idaho Nonprofit Corporation Act - Amendment of Articles of Incorporation and Bylaws - Amendment of Bylaws by Directors

City of McCall v. Buxton, 201 P.3d 629 (Idaho 2009).

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1525

Board Meeting News Coverage

One of the paramount responsibilities of the Board of Directors is to keep the public informed of its actions. Consequently, local news media representatives shall be welcome and encouraged to attend all regular and special meetings of the Board.

Broadcasting and Taping of Board Meetings

Photographic and electronic audio and video broadcasting and recording devices may be used at regular and special Board meetings legally open to the public. Persons operating cameras or broadcasting and/or recording devices must do so with a minimum of disruption to those present at the meeting. Specifically, the view between Board Members and the audience must not be obstructed, interviews must not be conducted during the meeting, and no commentary is to be given in a manner that distracts the Board Members or the audience. Board rules governing conduct and proceedings at Board meetings must be adhered to.

The Board, or its representatives, will make the necessary arrangements to have audio and video recordings of regular meetings and any special meetings that it deems appropriate. Audio and video recordings are not to be considered part of the minutes of any meeting.

Legal References:	I.C. § 74-204	Open Meetings Law - Notice of Meetings - Agendas
	I.C. § 74-205	Open Meetings Law - Governing Bodies - Written Minutes of Meetings

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1600

Code of Ethics for School Board Members

As a member of The {{School_Name}} Board of Directors, I will strive to improve public education, and to that end I will:

1. Attend all regularly scheduled Board meetings insofar as possible, having read my packet ensuring that I am informed about the issues to be considered at the meetings;
2. Recognize that the Board must comply with the Open Meeting Law and only has authority to make decisions at official Board meetings;
3. Make all decisions based on the available facts and my independent judgment, and refuse to surrender that judgment to individuals or special interest groups;
4. Understand that the Board makes decisions as a team. Individual board members may not commit the Board to any action unless so authorized by official Board action;
5. Recognize that decisions are made by a majority vote and the outcome should be supported by all Board Members;
6. Acknowledge that policy decisions are a primary function of the Board and should be made after full discussion at publicly held Board meetings, recognizing that authority to administer policy rests with the Executive Director;
7. Be open, fair, and honest – to have no hidden agendas, and respect the right of other Board Members to have opinions and ideas which differ from mine;
8. Recognize that the Executive Director is the Board's advisor and should be present at all meetings, except when the Board is considering the Executive Director's evaluation, contract, or salary;
9. Understand the chain of command and refer problems or complaints to the proper administrative office while refraining from communications that may create conditions of bias should a Charter School concern ever rise to the attention of the Board as a hearings panel;
10. Keep abreast of important developments in educational trends, research, and practices by individual study and through participation in programs providing such information;
11. Respect the right of the public to be informed about Charter School decisions and School operations;

12. Understand that I will receive information that is confidential and cannot be shared;
13. Give staff the respect and consideration due skilled, professional employees and support the employment of those best qualified to serve as Charter School staff, while insisting on regular and impartial evaluation of all staff;
14. Present personal criticism of School operations to the Executive Director, not to Charter School staff or to a Board meeting;
15. Refuse to use my Board position for personal or family gain or prestige. I will announce any conflicts of interest before Board action is taken;
16. Remember always that my first and greatest concern must be the educational welfare of the students attending the Charter School; and
17. Discharge my duties in good faith, with reasonable care, and in a manner that I believe to be in the best interests of the Charter School.

Director Signature: _____ Date: _____

Legal Reference I.C. § 30-30-618 Idaho Nonprofit Corporation Act - Directors and Officers - General Standards for Directors

Other Reference: Office of the Attorney General, *Idaho Ethics in Government Manual*, July 2019 (available at: <https://www.ag.idaho.gov/content/uploads/2018/04/EthicsInGovernment.pdf>) (last accessed 10/21/2019)

Policy History:

Adopted on:

Revised on:

Reviewed on:

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THE BOARD OF DIRECTORS

1610

Board Member Conflict of Interest

A Director may not:

1. Use the Director's official power to further the Director's own interests;
2. Have a pecuniary interest directly or indirectly, except a remote interest, in any contract or other transaction pertaining to the maintenance or conduct of the Charter School. A "remote interest" means:
 - A. The Director is a non-salaried employee of a nonprofit corporation that is the contracting party;
 - B. The Director is an employee or agent of a contracting party where the compensation of the Director as an employee or agent consists entirely of fixed wages or salary;
 - C. The Director is a landlord or tenant of a contracting party; or
 - D. The Director is a holder of less than one percent of the shares of a corporation or cooperative a contracting party and the Director discloses such remote interest to the Board of Directors;
3. Accept any reward or compensation for services rendered as a Director except as expressly provided by law;
4. Accept and award contracts involving the Charter School to businesses in which a Director or person related to him or her by blood or marriage within the second degree has a direct or indirect interest except when the procedures set forth in I.C. §§ 18-1361 or 18-1361A are followed;
5. Enter into or execute any contract with the spouse of any Director, the terms of which require the payment or delivery of any public charter school funds, moneys, or property to such spouse, except as provided in Idaho Code § 18-1361 and 18-1361A;
6. Employ the spouse of a Director when such employment requires or will require the payment or delivery of any Charter School funds, money, or property to such spouse except when the procedures set forth in I. C. § 33-5204(5)(c) are followed as outlined in Policy 1615;

7. Be involved in the employment decision of a relative related by affinity or consanguinity within the second degree. The Director shall be absent from the meeting while such employment is being considered and/or determined;
8. Vote on any decision affecting the compensation, benefits, individual performance evaluation or disciplinary action related to a Director's spouse.
9. Enter into a contract in the Director's individual capacity, the effect of which is to create a personal interest which may conflict with the officer's public duty;
10. Be a purchaser or vendor at any sale or purchase made by the Director in the Director's official capacity;
11. Use public funds or property to obtain a pecuniary benefit for himself or herself;
12. Solicit, accept, or receive a pecuniary benefit as payment for services, advice, assistance, or conduct customarily exercised in the course of the Director's official business;
13. Use or disclose confidential information gained in the course of or by reason of the Director's official position or activities in any manner with the intent to obtain a pecuniary benefit for the Director or any other person or entity in whose welfare the Director is interested or with the intent to harm the District;
14. Appoint or vote for the appointment of any person related to him or her by blood or marriage within the second degree to any clerkship, office, position, employment or duty, when the salary, wages, pay, or compensation of such appointee is to be paid out of public funds or fees of office; or appoint or furnish employment to any person whose salary, wages, pay, or compensation is to be paid out of public funds or fees of office, and who is related by either blood or marriage within the second degree to any other public servant making or voting for such appointment.

Relation by blood within the second degree includes grandparents and grandchildren. Laterally, it includes brothers and sisters.

Cross Reference:	§ 1615	Director Spouse Employment
Legal References:	I.C. § 18-1359 I.C. § 18-1361 I.C. § 18-1361A I.C. § 33-5204 I.C. § 33-5204A I.C. § 74-501	Using Public Position for Personal Gain Self-Interested Contracts — Exception Non-compensated Appointed Public Servant — Relatives of Public Servant — Exception Nonprofit Corporation—Liability—Insurance Applicability of Professional Codes and Standards – Limitations upon Authority Officers Not to be Interested in Contracts

I.C. § 74-502
I.C. § 74-503
I.C. § 33-5206

Remote Interests
Officers Not to be Interested in Sales
Requirements and Prohibitions of a Public
Charter School

Policy History:
Adopted on:
Revised on:
Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1615

Director Spouse Employment

It is generally unlawful for a Director to have their spouse employed by the Charter School in any paying position whereby such employment would require the payment or delivery of any Charter School funds, money, or property to their spouse.

However, Directors at Charter Schools that annually meet the following criteria may have a spouse employed by the Charter School under the following conditions:

1. The school district in which the Charter School is physically located had a fall enrollment of 1,200 or fewer students in the prior school year;
2. The spouse will be employed in a nonadministrative position;
3. The position has been listed as open for application on the Charter School's website or in a local newspaper for at least 60 days unless the opening occurred during the school year, in which case the position must have been listed as open for at least 15 days;
4. No applications were received that met the minimum certification, endorsement, education, or experience requirements of the position except the Director's spouse; and
5. The Director abstained from voting in the employment of the spouse and was absent from the meeting while such employment was being considered and determined.

The above five criteria must be met in each subsequent school year in which the Director's spouse is employed. Additionally, the following provisions are applicable in such situations:

1. Throughout the course of the spouse's employment, the Director shall abstain from voting in any decision that affects the compensation, benefits, individual performance evaluation, or disciplinary action relating to the spouse and shall be absent from the meeting while such issues are being considered. Such limitation shall include a prohibition on voting and attendance with regard to the following subject matters:
 - A. Negotiations regarding compensation and benefits;
 - B. Discussion and negotiation with District benefits providers; and
 - C. Any matters relating to the spouse and letters of reprimand, direction, probation, or termination.
2. Regardless of spouse employment status, the Director may participate in deliberations and vote upon the District's annual fiscal budget and annual audit report;

3. Should the spouse of a Director be hired as a certificated teacher, notwithstanding any other policy or law to the contrary, such spouse may only be employed under a Category 1 annual contract pursuant to section 33-514A, Idaho Code, and so long as the status of Director and spouse employee remains, shall not progress to subsequent contract stages with the District.

Legal Reference: I.C. § 33-5204

Nonprofit Corporation—Liability—Insurance

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1620

Board Goals and Objectives

Each year, the Board will formulate annual objectives for the Charter School and have available a written comprehensive philosophy of education with goals which reflect the Charter School's philosophy of education, as set forth in the Charter and Performance Certificate. The philosophy of education and goals shall be in writing and shall be available to Charter School staff and to the public. To this end the Board will:

1. Periodically set performance objectives for the Board itself and evaluate their accomplishments;
2. Establish practical and simple goals and conduct a concrete review annually of performance against these goals;
3. Manage the school system in accordance with Board policy; and
4. Maintain two-way communication with the public served by the schools.

At the conclusion of the year, the Executive Director shall submit a report to the Board which shall reflect the degree to which the annual objectives have been accomplished. Upon receipt and review of the report the Board shall:

1. Hold an evaluation of the objectives at a work session with all Board Members present;
2. Develop a consensus of opinion on the objectives following a discussion by all Board Members; and
3. Develop both short and long range priorities to ensure continued proficiency in areas of excellence, to strengthen weak areas, and to eliminate those areas no longer applicable.

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1630

Evaluation of Board

At the conclusion of each year, the Board may evaluate its own performance in terms of generally accepted principles of successful Board operations.

The Board may choose to evaluate the effectiveness of the processes that it employs in carrying out the responsibilities of the Charter School. Those processes include but are not limited to team building, decision-making, functions planning, communications, motivation, influence, and policy.

Policy History:

Adopted on:

Revised on:

Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1640

Inservice Conference for Directors

Because the Board, as the policy-making authority of the school system, is responsible to the public for the success of all educational services offered by the school system, and because that success is directly dependent upon each Board Member's comprehension of system wide operations and the Member's ability to participate meaningfully in the decision-making process, the Board will provide, as soon as practicable, for the orientation of new Members. The purpose of the orientation is to help them become acquainted with their duties and responsibilities as Members of the Board.

In keeping with the need for continued boardmanship development, the Board encourages the participation of its Members at appropriate Board conferences, workshops, conventions, and Charter School-sponsored inservice training sessions. Funds for participation at such meetings will be budgeted on an annual basis.

Policy History:

Adopted on:

Revised on:

Reviewed on:

Board Development Opportunities

The Charter School realizes that proper board training is important. Decisions about school policy, personnel, finance, curriculum, and communications can be overwhelming and may require training. Training Board Members to be effective leaders and decision makers is an educational investment that benefits the entire community. The Board believes that with proper training, it can create a positive and productive atmosphere for decision-making. There needs to be strong leadership among Board Members demonstrated by teamwork, effective communication, problem-solving skills, and positive relationships between the Board and the Executive Director.

The Board places a high priority on the importance of a planned and continuing program of inservice education for its Members. The central purpose of the program is to enhance the quality and effectiveness of public school governance in our community. The Board shall plan specific inservice activities designed to assist Board Members in their efforts to improve their skills as members of the policy-making body; to expand their knowledge about trends, issues, and new ideas affecting the continued welfare of our local schools; and to deepen their insights into the nature of leadership in a modern democratic society.

Funds may be budgeted annually to support the program. Qualified training in continuous improvement planning, finance, school administrator evaluations and training, ethics, and governance may be reimbursable by the State through the process outlined in Idaho Board of Education rules. Individual Board Members shall be reimbursed for out-of-pocket expenses, as prescribed in Policy 1420 Director Expenses, incurred through participation in approved activities.

The Board, as a whole, shall retain the authority to approve or disapprove the participation of Members in planned activities. The public shall be kept informed through the news media about the Board's continuing inservice education and about the programs anticipated for short and long-range benefits to our schools.

The Board regards the following as examples of activities and services appropriate for implementing this policy:

1. Participation in school board conferences, workshops, and conventions held by the State and national school boards associations;
2. Charter School-sponsored training sessions for Board Members; and
3. Subscriptions to publications addressed to the concerns of Board Members.

In order to control both the investment of time and funds necessary to implement this policy, the Board establishes these principles and procedures for its guidelines:

1. A calendar of board conferences, conventions, and workshops shall be maintained by the Executive Director. The Board will periodically decide which meetings appear to be most promising in terms of producing direct and indirect benefits to the Charter School.
2. Funds for participation at such meetings will be budgeted on an annual basis. When funds are limited, the Board will designate which of its Members would be the most appropriate to participate at a given meeting.
3. When a conference, convention, or workshop is not attended by the full Board, those who do participate will be requested to share information, recommendations, and materials acquired at the meeting.

Board Members are encouraged to attend workshops presented by the State and national school boards associations.

Cross Reference:	§ 1315	Continuous Improvement Plan
Legal References:	I.C. § 33-320	Continuous Improvement Planning and Training
	I.D.A.P.A. 08.02.02.801	Continuous Improvement Planning and Training (Implementing I.C. § 33-320)

Policy History:

Adopted on:
 Revised on:
 Reviewed on:

{{Full_Charter_Heading}}

THE BOARD OF DIRECTORS

1650

New Board Member Workshop

The {{School_Name}} Board of Directors will assist newly elected/appointed Board Members to become familiar with their duties and responsibilities as quickly as possible. All Board Members are encouraged to attend appropriate workshops, seminars, and conventions in order to develop professionalism and expertise in governance.

Newly elected/appointed Board Members are required by this Board policy to complete at least _____ hours of instruction on education issues; including Idaho education laws, school finance, ethics, duties, and responsibilities of Charter School Board Members. The _____ hours of attendance must be accomplished during the first ____ months of the Board Member's tenure. The Board and the Executive Director will ensure that new Members are notified of the date and time of such workshops.

Upon completion of either a new Board Member workshop or _____ hours of other workshops, the information will be recorded into the Board minutes.

Board Members who attend and successfully complete such workshops, shall be reimbursed for actual expenses for lodging, meals, registration fees, and transportation to and from the location of the workshop as prescribed in Policy 1420 Director Expenses.

The Executive Director or his or her designee will maintain records of each Board Member's training accomplishments and will notify any Board Member of the need for that Board Member to accomplish any additional training.

Policy History:

Adopted on:

Revised on:

Reviewed on: