

**CAPITAL AREA
SCHOOL FOR THE
ARTS CHARTER
SCHOOL (CASA
CHARTER SCHOOL)**

SECTION: BOARD PROCEDURES

TITLE: MEETINGS

ADOPTED: 7/8/2013

REVISED:

<p>SC 407 65 Pa. C.S.A. Sec. 701 et seq</p> <p>SC - Art. XVII – A By-Laws Article VI (A)</p> <p>By-Laws Article VII (A)</p>	<p style="text-align: center;">006. MEETINGS</p> <p>Section 1. <u>Parliamentary Authority</u></p> <p>All Capital Area School for the Arts (CASA) Charter School Board of Trustees (Board) meetings shall be conducted in an orderly and business-like manner. Robert’s Rules of Order, Newly Revised, shall govern the Board in its deliberations in all cases in which it is not inconsistent with law, state regulations or Board procedures.</p> <p>Section 2. <u>Quorum</u></p> <p>Except as otherwise provided in this section, a majority of the Board in office shall be present at each meeting in order to constitute a quorum for the transaction of business. Every Board member shall be entitled to one vote. Except as otherwise specified in the articles or the by-laws or provided by statute, the acts of a majority of the trustees present at a meeting at which a quorum, a majority of the trustees present and voting may adjourn the meeting from time to time until a quorum is present. The Board shall act only as a Board and the individual Board members shall have no power as such, except that any action which may be taken at a meeting of the Board may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be signed by all of the Board members in office and shall be filed with the secretary of the corporation.</p> <p>Section 3. <u>Presiding Officer</u></p> <p>At every meeting of the Board, the Chair, or, in the case of vacancy in the office or absence of the Chair of the Board, one of the following officers present in the order stated: the Vice Chair of the Board, or a chairman chosen by a majority of the Board present, shall preside.</p> <p>Section 4. <u>Notice</u></p> <p>Whenever written notice is required to be given to any person under the provisions of the articles, the by-laws, or the Nonprofit Corporation Law of 1972, it may be given to such person, either personally or be sending a copy thereof by first class</p>
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mail, postage prepaid, or by electronic communication, charges prepaid, to his/her address supplied by him/her to the corporation for the purpose of notice. If the notice is sent by mail or by electronic communication, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail or with an electronic communication office for transmission to such person. A notice of meeting shall specify the place, day and hour of the meeting and any other information required by law or the by-laws.

When a meeting is adjourned, it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which such adjournment is taken.

Waiver of Notice. Notice of a meeting need not be given to a Trustee who signs a waiver of notice or written consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting, or attends the meeting without protest prior to the meeting or at its commencement of the lack of notice. The Secretary shall incorporate all such waivers, consents and approvals into the minutes of the meeting.

Attendance of a person at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

Conference Telephone Messages. One or more persons may participate in a meeting of the Board or of a committee of the Board by means of conference telephone, video-conferencing, or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

Section 5. Regular Meetings

Regular Board meetings shall be held at such a time and place as shall be designated from time to time by resolution of the Board. If the date fixed for any such regular meeting be a legal holiday under the laws of the State where such meeting is to be held, then the same shall be held on the next succeeding business day, not a Saturday, or at such other time as may be determined by resolution of the Board. At such meetings, the Board shall transact such business as may properly be brought before the Board.

Place of Meeting. Meetings of the Board may be held at such place within or without Pennsylvania as the Board may from time to time appoint, or as may be designated in the notice of the meeting.

a. Agenda

It shall be the responsibility of the Board Chair, in cooperation with the Principal, to prepare an agenda of the items of business to come before the Board at each regular meeting.

The agenda, together with all relevant reports, shall be provided each Board member at least two (2) days before the meeting.

Any additions or changes to the prepared agenda may be requested by a Board member or the Principal and must be approved by a majority vote of the Board members present.

b. Order Of Business

The order of business for regular meetings shall be as follows, unless altered by the Board Chair or a majority of those present and voting:

Call to Order

Roll Call of Board Members

Public Comments on Agenda Items

Minutes of Previous Board/Committee Meetings

Administrative Reports

Reports and Presentations from Board Chair or Committee Chairs

Treasurer's Report

Budget Administration

Other Fiscal Items

Personnel Item

Policies and Programs

Information Items

Public Comment on non-Agenda Items

	<p>Board Meeting Date</p> <p>Adjournment</p> <p>Section 6. <u>Special Meetings</u></p> <p>Special meetings of the Board shall be held whenever called by the Chair, or in his/her absence by the Vice Chair, upon written request of three Trustees. Special meetings shall be held upon four days' notice by first-class mail or 48 hours' notice delivered personally or by telephone, facsimile or e-mail. Every such notice shall state the time and place of the meeting. Special meetings shall be public except when conducted as an executive session for purposes authorized by the Sunshine Act.</p> <p>No business shall be transacted at any special meeting except that named in the call sent to members for such special meeting.</p> <p>Section 7. <u>Public Participation</u></p> <p>Residents of participating school districts present at a Board meeting may address the Board in accordance with law and Board procedures and policy.</p> <p>Section 8. <u>Voting</u></p> <p>Every Board member shall be entitled to one vote. Except as otherwise specified in the articles or the by-laws or provided by statute, the acts of a majority of the trustees present at a meeting at which a quorum, a majority of the trustees present and voting may adjourn the meeting from time to time until a quorum is present. The Board shall act only as a Board and the individual Board members shall have no power as such, except that any action which may be taken at a meeting of the Board may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be signed by all of the Board members in office and shall be filed with the secretary of the corporation.</p> <p>Conference Telephone Messages. One or more persons may participate in a meeting of the Board or of a committee of the Board by means of conference telephone, video-conferencing, or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.</p> <p>The following actions require the recorded affirmative votes of two-thirds of the full number of Board members:</p> <ol style="list-style-type: none">1. Transfer of budgeted funds during the first three (3) months of the fiscal year.2. Incur a temporary debt to meet an emergency or catastrophe.3. Elect to a teaching position a person who has served as a Board member and who
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has resigned.

b. The following actions require the recorded affirmative votes of a majority of the full number of Board members:

1. Fixing the length of school term.
2. Adopting the annual budget.
3. Designating depositories for school funds.
4. Authorizing the transfer of any unencumbered balance, or portion thereof, from one appropriation to another, or from one spending agency to another during the last nine (9) months of the fiscal year.
5. Entering into contracts of any kind, including contracts for the purchase of fuel or any supplies where the amount involved exceeds \$100 (including items subject to bid requirements).
6. Fixing salaries or compensation of officers, teachers, or other appointees of the Board.

Section 9. Minutes

The Board shall cause to be made, and shall retain as a permanent record of the charter school, minutes of all open Board meetings. Said minutes shall be comprehensible and complete and shall show:

- a. Date, place, and time of the meeting.
- b. Names of Board members present.
- c. Presiding officer.
- d. Substance of all official actions.
- e. Actions taken.
- f. Recorded votes and a record by individual members of all roll call votes taken.
- g. Names of all residents who appeared officially and the subject of their testimony.

The Board Secretary shall provide each Board member 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 Board Secretary.

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. Any notations and/or audiovisual recordings of a Board meeting shall be retained and disposed of in accordance with the district's records retention schedule.

Section 10. 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 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 the by-laws and Board policy.

Section 12. Committee of the Whole

The Board may meet as a Committee of the Whole in a public meeting to vote on or to discuss issues. Public notice of such meetings shall be made in accordance with Board procedures and the by-laws.

A meeting of the Committee of the Whole, not regularly scheduled, may be called at any time by the Chair; the Chair shall call such a meeting when requested to do so by Board members. Public notice of the meeting shall be made in accordance with Board procedures and the by-laws.

The Board Secretary shall provide notice of a meeting of the Committee of the Whole in accordance with Board procedures and the by-laws.

Section 13. Executive and Other Committees

The Board may create committees for any purpose. The Chair of the Board shall appoint members to and designate the chairs of such committees, with the consent of the Board. A Board committee will consist of not fewer than three Trustees, who shall serve at the pleasure of the Chair of the Board, except that any executive committee of the Board shall comprise not fewer than five Trustees.

The Board shall have the following standing committees: an Executive Committee (chaired by the Board Chair), a Finance Committee (chaired by the Treasurer), a Board Development Committee and an Education Committee. Additional Chairs and committee members of these standing committees shall be elected by a majority vote of the Board.

The Chair of the Board may delegate to a Board committee any of the authority of the Board, except with respect to:

- a. The election of Trustees;
- b. Filling vacancies on the Board or any committee which has the authority of the Board;
- c. The amendment or repeal of the By-laws or the adoption of new By-laws; and
- d. The appointment of other committees of the Board, or the members of the committees.

The Board may prescribe the manner in which the proceedings of any Board committee are to be conducted. In the absence of such prescription, a Board

committee may prescribe the manner of conducting its proceedings, except that the regular and special meetings of the committee are subject to the provisions of these By-laws and the Sunshine Act with respect to the calling and notice of meetings.

Each committee shall keep regular minutes of its proceedings and report such proceedings periodically to the Board.

Unless held as an executive session, standing committee meetings shall be open to the public, other Board members, and the Principal, as appropriate.