



### **Meeting Minutes: August 22, 23, 24, 27, 2016**

Special meetings of the board of Northside Education Inc. dba Atlanta Classical Academy were held on August 22, 23, 24 (6 – 9 p.m.), and 27 (9 a.m. – 4 p.m.), 2016 at Atlanta Classical Academy, 3260 Northside Drive, N.W., Atlanta, GA 30327, the Chairman being in the chair and Secretary being present.

In attendance for all four (4) sessions: Matthew Kirby, Scott Yates, Dudley Franklin, Cat McAfee, Morgan Hamilton, Dr. Lee Friedman and Mark Carlson, Dr. Moore and Col. Lambert, consultant Dr. Brian Carpenter.

### **Board Action**

Special meetings on August 22, 23, and 24 were for the purpose of training, and the board took no action. The topic was Policy Governance, and consultant Dr. Brian Carpenter led the training.

On August 27, 2016, the board completed its training and took the following action:

*The motion is for the Atlanta Classical Academy board to commence its transition to becoming a Policy Governance board.*

Moved: Matthew Kirby  
Second: Cat McAfee  
Vote: Unanimous approval

*Motion is to adopt the most current form of Executive Limitations Policy, Board-Management Delegation Policy, and Governance Process Policy as developed with Brian Carpenter on August 27, 2016.*

Moved: Matthew Kirby  
Second: Dudley Franklin  
Vote: Unanimous approval

*Motion is to rescind all previous policies, procedures, and handbooks except those policies required by a higher authority.*

Moved: Matthew Kirby  
Second: Scott Yates  
Vote: Unanimous approval

*Motion is to adopt as a temporary Ends Policy the required outcomes specified in the board's Charter Agreement.*

Moved: Matthew Kirby  
Second: Cat McAfee  
Vote: Unanimous approval

*Motions is to direct the Principal and staff to continue to use between this meeting and the October 2016 regular meeting the purchase order approval process outlined in the former financial policies and procedures.*

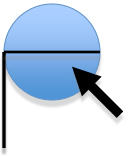
Moved: Scott Yates  
Second: Matthew Kirby  
Vote: Unanimous approval

Respectfully submitted,



Mr. Matthew Kirby, Board Chairman

# Executive Limitations Policies for Atlanta Classical Academy

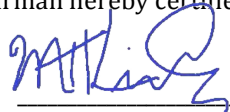


## **Policy EL #1: Global Executive Limitations Policy**

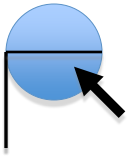
The principal shall not cause or allow any organizational practice, activity, decision, or circumstance that is unlawful, imprudent, unethical, material deviation from the school's charter or authorizer policies and directives.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
\_\_\_\_\_  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2a: Treatment of Families, Students & Prospective Families & Students**

With respect to interactions with families and students (including prospective, exiting, and former families and students), the principal shall not cause or allow operational conditions, procedures, communications or decisions that are unsafe, untimely, undignified, or unnecessarily intrusive.

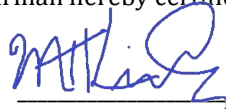
### **Policy EL #3a: Treatment of Families, Students & Prospective Families & Students**

The principal shall not:

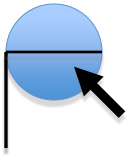
1. Use methods of collecting, reviewing, transmitting, or storing student information that fail to protect against improper access to the data.
2. Fail to operate facilities with appropriate accessibility.
3. Fail to establish with families and prospective families a clear understanding of what may be expected and what may not be expected from the school's programs and student conduct requirements.
4. Fail to inform families and prospective families of this policy or to provide a way to be heard for persons who believe they have not been accorded a reasonable interpretation of their rights under this policy.
5. Cause or allow any staff member to "counsel out" prospective students as a means of circumventing statutory prohibitions pertaining to nonselective enrollment.
6. Fail to conduct an annual lottery in those grades which are oversubscribed.
7. Fail to ensure appropriate services are provided for special needs students, including screening and evaluations, for any student with, or in need of, an IEP, 504, or EL services.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
\_\_\_\_\_  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2b: Treatment of Faculty & Staff**

With respect to the treatment of paid and volunteer faculty & staff, the principal may not cause or allow conditions that are unfair, undignified, disorganized, or unclear.

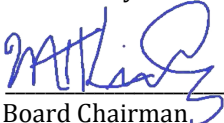
### **Policy EL #3b: Treatment of Faculty & Staff**

The principal shall not:

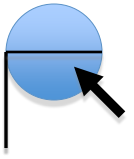
1. Operate without written personnel rules that (a) clarify rules for faculty and staff, (b) provide for effective handling of grievances, and (c) protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.
2. Retaliate against any faculty or staff member for non-disruptive expression of dissent.
3. Allow faculty or staff to be unprepared to deal with emergency situations.
4. Fail to acquaint faculty and staff with the principal's interpretation of their protections under this policy.
5. Fail to inform faculty and staff of this policy or to provide a way to be heard for employees who believe they have not been accorded a reasonable interpretation of their rights under this policy.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2c: Financial Planning/Budgeting**

The principal shall not cause or allow financial planning for any fiscal year or the remaining part of any fiscal year to deviate materially from the board's Ends ( as currently identified in the charter), risk financial jeopardy, or fail to be derived from a multiyear plan.

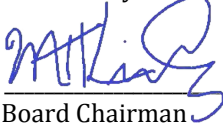
### **Policy EL #3c: Financial Planning/Budgeting**

The principal shall not make plans that:

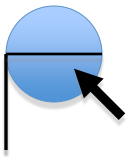
1. Risk incurring those situations or conditions described as unacceptable in the board policy "Financial Condition and Activities."
2. Omit a credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
3. Provide less for board prerogatives during the year than is set forth in the "Cost of Governance Policy."

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2d: Financial Condition and Activities**

With respect to the actual, ongoing financial conditions and activities, the principal shall not cause or allow the development of financial jeopardy or material deviation of actual expenditures from board priorities established in its Ends policies.

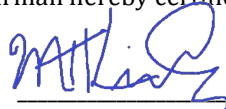
### **Policy EL #3d: Financial Condition and Activities**

The principal shall not:

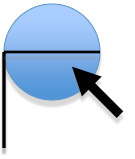
1. Incur debt in an amount greater than can be repaid by certain and otherwise unencumbered revenues within sixty days.
2. Use any long-term reserves without prior board approval.
3. Conduct inter-fund shifting in amounts greater than can be restored to a condition of discrete fund balances by certain and otherwise unencumbered revenues within thirty days.
4. Fail to settle payroll and debts in a timely manner.
5. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
6. Make a single purchase commitment of greater than \$5,000.00. Splitting orders to avoid this limit is not acceptable.
7. Acquire, encumber, or dispose of real estate or other significant assets..
8. Fail to submit an accurate month ending balance sheet, income & expense statement, YTD budget vs. actual and cashflow statement at every regular board meeting or at special meetings intended to replace a regular meeting.
9. Permit the existence of debit cards within the organization.
10. Permit the existence of no more than four organizational credit cards with a credit limit of higher than \$2,500 each.
11. Fail to have a credit card use policy that meets with the board approved auditor's standards.
12. Fail to have an expense reimbursement policy which is materially different from IRS permissible rates.
13. Permit employees to use organizational credit cards for personal use.
14. Fail to report at every regular board meeting current enrollment, changes to enrollment from the previous reporting period and with reasons for withdrawal (to the extent that such reasons can be acquired with a reasonable effort by school staff).

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
\_\_\_\_\_  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy

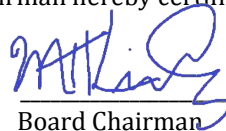


### **Policy EL #2e: Emergency Principal Succession**

To protect the board from sudden loss of the principal's services, the principal may not permit there to be fewer than two other executives sufficiently familiar with board and principal issues and processes to enable either to take over with reasonable proficiency as an interim successor.

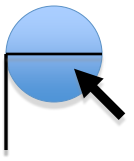
My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
\_\_\_\_\_  
Board Chairman



## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2f: Asset Protection**

The principal shall not cause or allow ACA assets to be uninventoried, unprotected, inadequately maintained, or unnecessarily risked.

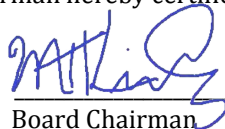
### **Policy EL #3f: Asset Protection**

The principal shall not:

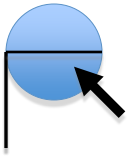
1. Allow the organization to operate without robust internal controls with regards to its money and assets.
2. Fail to insure adequately against theft and casualty to the school and against liability losses to board members, staff, and the organization itself.
3. Allow unbonded (or uninsured) personnel access to material amounts of school funds.
4. Subject facilities and equipment to improper wear and tear or insufficient maintenance.
5. Unnecessarily expose the organization, its board, or faculty and staff to claims of public liability.
6. Make any purchase wherein normally prudent protection has not been given against conflict of interest.
7. Fail to protect information and files from loss or significant damage.
8. Receive, process, or disburse funds under controls insufficient to meet the board-appointed auditor's standards.
9. Compromise the independence of the board's audit or other external monitoring or advice, such as by engaging parties already chosen by the board as consultants or advisors.
10. Invest or hold operating capital in insecure instruments, including uninsured checking accounts or in non-interest bearing accounts except when necessary to facilitate ease in operational transactions.
11. Endanger ACA's public image, its credibility within the Georgia chartering community or its ability to accomplish its Ends.
12. Change ACA's name or substantially alter its identity in the community.
13. Cause or allow facilities, buildings, rooms, departments, programs, grounds to be named or renamed without prior board approval.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2g: Compensation and Benefits**

With respect to employment, compensation and benefits to employees, consultants, contract workers, and volunteers, the principal shall not cause or allow jeopardy to financial integrity or to public image.

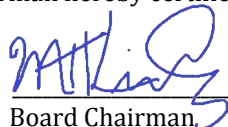
### **Policy EL #3g: Compensation and Benefits**

The principal shall not:

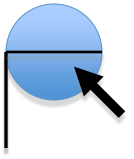
1. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
2. Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses in revenue.
3. Operate without a reasonably uniform pay scale based on prospect/employee experience and credentials.
4. Pay performance bonuses to any employee without publishing clear criteria well in advance of determining amounts to be paid.

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August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2h: Communication and Support to The Board**

The principal shall not cause or allow the board to be uninformed or unsupported in its work.

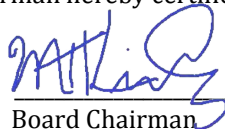
### **Policy EL #3h: Communication and Support to The Board**

The principal shall not:

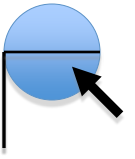
1. Neglect to submit monitoring data or evidence required by the board in Board-Management Delegation Policy "Monitoring the Principal Performance" in a timely, accurate, and understandable fashion, directly addressing provisions of board policies being monitored, including the principal's interpretations consistent with Board-Management Delegation Policy "Delegation to the Principal," as well as relevant data or evidence.
2. Allow the board to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations policy regardless of the board's monitoring schedule.
3. Allow the board to be without decision information required periodically by the board or let the board be unaware of relevant trends.
4. Let the board be unaware of any significant incidental information it requires including anticipated media coverage, threatened or pending lawsuits, and material internal or external changes.
5. Allow the board to be unaware that, in the principal's opinion, the board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of board or board member behavior that is detrimental to the work relationship between the board and the principal.
6. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
7. Deal with the board in a way that favors or privileges certain board members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the board.
8. Fail to submit to the board consent agenda items delegated to the principal yet required by law, regulation, or contract to be board-approved, along with applicable monitoring information.
9. Fail to inform the board of all personnel changes on a timely basis, including but not limited to, promotion, termination, resignation, reassignment, and compensation.
10. Fail to inform the board of any written or verbal correspondence from the school's authorizer or other regulatory agency which conveys information about actual or impending non-compliance with any statute, regulation or directive.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy

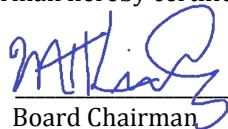


### **Policy EL #2i: Ends Focus on Grants or Contracts**

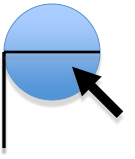
The principal shall not fail to take into consideration the school's annual fund raising goals as they interrelate to all plans, programs and activities.

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August 27, 2016  
Date

  
Board Chairman

Executive Limitations Policies for Atlanta Classical Academy

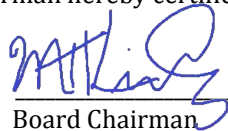


**Policy EL #2j: Integrity of Instructional Program**

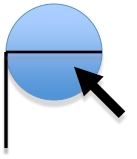
The principal may not alter the curriculum or instructional design such that either materially deviates from the classical model of education in the American tradition.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy



### **Policy EL #2k: Protection and Safety of All Stakeholders**

The principal may not permit any visitors to campus or at off-campus school sponsored events to have unsupervised access to students.

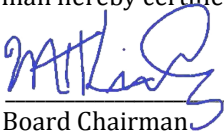
### **Policy EL #3k: Protection and Safety of All Stakeholders**

The principal shall not:

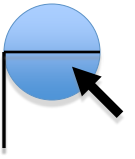
1. Allow any unofficial visitor or vendor on campus without first requiring that they provide identification for use with a computerized commercial database which conducts instantaneous national criminal records background checks.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

## Executive Limitations Policies for Atlanta Classical Academy

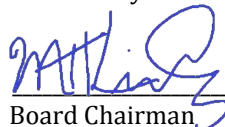


### **Policy EL #21: Authorizer Relationship**

The principal may not cause or allow any communication between school staff and the authorizer, whether formal or informal, which is discourteous, adversarial, untimely or uncooperative with respect to authorizer campus visits, requests, policies or directives.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

# Board-Management Delegation Policies for Atlanta Classical Academy



## **Policy BMD #1: Global Board-Management Delegation Policy**

The board's official connection to ACA's operation, its achievements, and conduct will be through its principal.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

Policy Governance is a registered trademark of John & Miriam Carver. This policy was adapted from John Carver's book "Reinventing Your Board."



## Board-Management Delegation Policies for Atlanta Classical Academy



### **Policy BMD #2a: Unity of Control**

Only officially passed motions of the board are binding on the principal.

### **Policy BMD #3a: Unity of Control**

1. Decisions or instructions of individual board members, officers, or committees are not binding on the principal except in rare instances when the board has specifically authorized such exercise of authority.
2. In the case of board members or committees requesting information or assistance without board authorization, the principal can refuse such requests that require, in the principal's opinion, a material amount of staff time or funds, or are disruptive, or are in violation of FERPA.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

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## Board-Management Delegation Policies for Atlanta Classical Academy



### **Policy BMD #2b: Accountability of the Principal.**


The principal is the board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the board is concerned, is considered the authority and accountability of the principal.

### **Policy BMD #3b: Accountability of the Principal.**

1. The board will never give instructions to persons who report directly or indirectly to the principal.
2. The board will not evaluate, either formally or informally, any faculty or staff member other than the principal.
3. The board will view the principal's performance as identical to organizational performance so that organizational accomplishment of board-stated Ends and avoidance of board-proscribed means will be viewed as successful principal performance.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

# Board-Management Delegation Policies for Atlanta Classical Academy



## **Policy BMD #2c: Delegation to the Principal.**

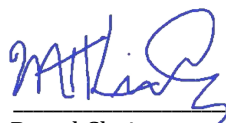
The board will instruct the principal through written policies that prescribe the organizational Ends to be achieved and proscribe organizational situations and actions to be avoided (Executive Limitations), allowing the principal to use any reasonable interpretation of these policies.

## **Policy BMD #3c: Delegation to the Principal.**

1. The board will develop policies directing the principal to achieve specified results, for specified recipients, at a specified or relative cost. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Ends policies. All issues that are not ends issues as defined here are means issues.
2. The board will develop policies that limit the latitude the principal may exercise in choosing organizational means. These limiting policies will proscribe those practices, activities, decisions, and circumstances that would be unacceptable to the board, even if they were to be effective. These policies are developed systematically from the broadest, most general level to more defined levels, and will be called Executive Limitations. The board will never prescribe organizational means delegated to the principal.
  - a. Below the global level, a single limitation at any given level does not limit the scope of the forgoing level.
  - b. Below the global level, the aggregate of limitations on any given level may embrace the scope of the forgoing level, but only if justified by the principal to the board's satisfaction.
3. As long as the principal uses any reasonable interpretation of the board's Ends and Executive Limitations policies, the principal is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and pursue all activities. Such decisions of the principal shall have full force and authority as if decided by the board.
4. The board may change its Ends and Executive Limitations policies, thereby shifting the boundary between the board and the principal's domains. By doing so, the board changes the latitude of choice given to the principal, but as long as any particular delegation is in place, the board will respect and support the principal's choices.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman



**Policy BMD #2d: Monitoring the Principal's Performance**

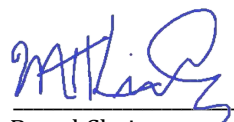
Systematic and rigorous monitoring of the principal's performance will be solely against the principal's job outcomes: organizational accomplishment of board policies in Ends and organizational operation within the boundaries established in Executive Limitations.

**Policy BMD #3d: Monitoring the Principal's Performance**

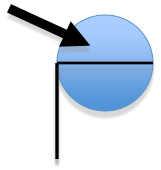
1. Monitoring is simply to determine the degree to which board policies are being met. Information that does not do this will not be considered to be monitoring information.
2. The board will acquire monitoring information by one or more of three methods:
  - a. By internal report, in which the principal discloses interpretations and compliance information to the board.
  - b. By external report, in which an external, disinterested third party selected by the board assesses compliance with board policies.
  - c. By direct board inspection, in which a designated member or members of the board assess compliance with the appropriate criteria.
3. In every case, the board will judge (a) the reasonableness of the principal's interpretation and (b) whether data or other evidence demonstrates accomplishment of the interpretation.
4. The standard of compliance shall be any reasonable interpretation by the principal of the board policy being monitored. The board is the final arbiter of reasonableness, but will always judge with "reasonable person" test rather than with an interpretation favored by board members or by the board as a whole.
5. All policies that instruct the principal will be monitored at a frequency and by a method chosen by the board. The board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule.

My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
\_\_\_\_\_  
Board Chairman

# Governance Process Policies for Atlanta Classical Academy

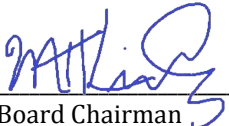


## **Policy GP #1: Global Governance Process Policy**

The purpose of the board, on behalf of the citizens of Georgia, is to ensure that Atlanta Classical Academy (a) achieves appropriate results for students for an appropriate cost (as specified in its charter and its board Ends policies) and (b) avoids unacceptable actions and situations (as specified in board Executive Limitations policies).

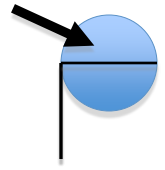
My signature as board chairman hereby certifies that this policy was adopted by the board on the date shown below:

August 27, 2016  
Date

  
Board Chairman

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# Governance Process Policies for Atlanta Classical Academy



## **Policy GP #2a: Governing Style**


The board will govern lawfully, observing the principles of the Policy Governance model, with an emphasis on (a) outward vision rather than internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of board and the principal, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity.

## **Policy GP #3a: Governing Style**

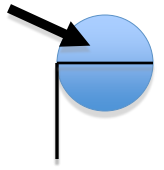
1. The board will cultivate a sense of group responsibility. The board, not the staff, will be responsible for excellence in governing. The board will be the initiator of policy, not merely a reactor to staff initiatives. The board will not use the expertise of individual members to substitute for the judgment of the board, although the expertise of individual members may be used enhance the understanding of the board as a body.
2. The board will direct, control, and inspire the school through the careful establishment of broad written policies reflecting the board's values and perspectives. The board's major policy focus will be on the intended long-term impacts in the lives of students, not on the administrative or programmatic means of attaining those effects inside the school.
3. The board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the board can change its Governance Process policies at any time, it will scrupulously observe those currently in force.
4. Continual board development will include orientation of new board members in the board's governance process and periodic board discussion of process improvement.
5. The board will allow no officer, individual, or committee of the board to hinder or serve as an excuse for not fulfilling group obligations.
6. The board will monitor and discuss the board's process and performance at each meeting. Self-monitoring will include comparison of board activity and discipline to its policies in the Governance Process and Board-Management Delegation categories.

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# Governance Process Policies for Atlanta Classical Academy



## **Policy GP #2b: Board Job Description**

Specific job outputs of the board as an informed agent of the ownership are those that ensure appropriate school performance.

## **Policy GP #3b: Board Job Description**

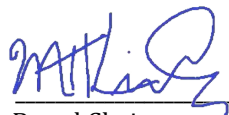
1. Authoritative link between the ownership and the operational organization.
2. Written governing policies that realistically address the broadest levels of all organizational decisions and situations to include:
  - a. Ends: The organizational impacts, benefits, outcomes; recipients, beneficiaries, impacted groups; and their relative worth in cost or priority
  - b. Executive Limitations: Constraints on the principal's authority that establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
  - c. Board-Management Delegation: How power is delegated and its proper use monitored; the principal's role, authority, and accountability.
  - d. Governance Process: Specifications of how the board conceives, carries out, and monitors its own tasks.
3. Assurance of successful organizational performance on Ends and Executive Limitations.

## **Policy GP #4b: Board Job Description**

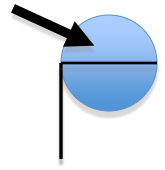
To accomplish its job products with a governance style consistent with board policies, the board will follow an annual agenda that (a) completes a re-exploration of Ends policies annually and (b) continually improves board performance through board education and enriched input and deliberation.

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## Governance Process Policies for Atlanta Classical Academy



### **Policy GP #2c: Chief Governance Officer's Role**

The chief governance officer (CGO) (i.e., referred to as the board chair in the ACA bylaws), a specially empowered member of the board, ensures the integrity of the board's processes and, secondarily, occasionally represents the board to outside parties.

### **Policy GP #3c: Chief Governance Officer's Role**

1. The intended result of the CGO's role is that the board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
  - a. Meetings will be conducted in a manner consistent with parliamentary procedure in accordance with *Standards for Effective Governance of Georgia Nonprofit Charter School Governing Boards*, V.a.6.
  - b. Meeting discussion content will consist solely of issues that clearly belong to the board to decide or to monitor according to board policy.
  - c. Information that is neither for monitoring performance nor for board decisions will be avoided or minimized and always noted as such in the minutes.
  - d. Deliberation will be fair, open, and thorough but also timely, orderly, and kept to the point.
2. The authority of the CGO consists in making decisions that fall within topics covered by board policies on Governance Process and Board-Management Delegation, with the exception that (a) contract renewal or termination of the principal and (b) areas where the board specifically delegates portions of this authority to others. The CGO is authorized to use any reasonable interpretation of the provisions of these policies.
  - a. The CGO is empowered to chair board meetings with all the commonly accepted powers of that position, such as ruling and recognizing.
  - b. The CGO has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the CGO has no authority to supervise or direct the principal.
  - c. The CGO may represent the board to outside parties in announcing board-stated positions and stating CGO decisions and interpretations within the area delegated to that role.
  - d. The CGO may delegate this authority but remains accountable for its use.

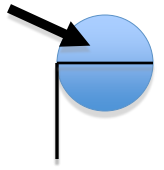
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Date

  
\_\_\_\_\_  
Board Chairman



## Governance Process Policies for Atlanta Classical Academy



### **Policy GP #2d: Board Secretary's Role**


The board secretary is an officer of the board whose purpose is to ensure the integrity of the board's documents.

### **Policy GP #3d: Board Secretary's Role**

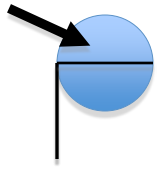
1. The intended result of the secretary's job is to see to it that all board documents and filings are accurate and timely.
  - a. Policies will be current in their reflection of board decisions. Decisions upon which no subsequent decisions are to be based, such as consent agenda decisions, motions to adjourn, and staff or board member recognitions, need not be placed in policy.
  - b. Policies will rigorously follow Policy Governance principles.
  - c. Bylaw elements necessary for legal compliance and for consistency with the principles of Policy Governance will be known to the board.
  - d. Requirements for format, brevity, and accuracy of board minutes will be known to the principal.
2. The authority of the secretary is access to, and control over, board documents, and the use of staff time not to exceed 24 hours per year.

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\_\_\_\_\_  
Board Chairman

# Governance Process Policies for Atlanta Classical Academy




## **Policy GP #2e: Board Treasurer's Role**

The board treasurer is an officer of the board whose purpose is to assist the board in auditor selection and financial oversight against the board's stated Executive Limitations.

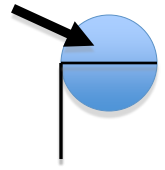
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## Governance Process Policies for Atlanta Classical Academy



### **Policy GP #2f: Board Member's Code of Conduct**


The board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

### **Policy GP #3e: Board Member's Code of Conduct**

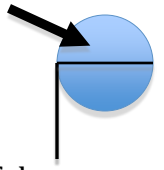
1. Members must demonstrate loyalty to the ownership, unconflicted by loyalties to staff, other organizations, or any personal interest such as board members with children in the school or spouses employed by the school.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
  - a. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvement with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.
  - b. When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote but also the discussion.
  - c. Board members will not use their board position to obtain employment in the organization for themselves, family members, or close associates. A board member who applies for employment in ACA must first resign from the board.
3. Board members may not attempt to exercise individual authority over the organization.
  - a. Members' interaction with the principal or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the board.
  - b. Members' interaction with the public, the press, or other entities must recognize the same limitation and the inability of any board member to speak for the board except to repeat explicitly stated board decisions.
  - c. Except for participation in board deliberation about whether the principal has achieved any reasonable interpretation of board policy, members will not express individual judgments of performance of employees or the principal.
4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
5. Members will be properly prepared for board deliberation.

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## Governance Process Policies for Atlanta Classical Academy



6. Members will support the legitimacy and authority of the final determination of the board on any matter, without regard to the member's personal position on the issue.

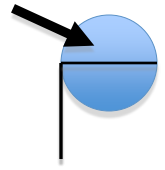
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# Governance Process Policies for Atlanta Classical Academy



## **Policy GP #2g: Board Committee Principles**

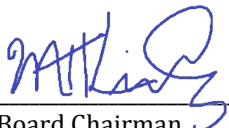
Board committees, when used, will be assigned so as to reinforce the wholeness of the board's job and so as never to interfere with delegation from board to the principal.

## **Policy GP #3f: Board Committee Principles**

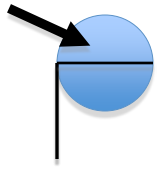
1. Board committees are to help the board do its job, never to help or advise the staff. Committees ordinarily will assist the board by preparing policy alternatives and implications for board deliberation. In keeping with the board's broader focus, board committees will normally not have direct dealings with current faculty and staff operations.
2. Board committees may not speak or act for the board except where formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order to prevent conflict with authority delegated to the principal.
3. Board committees will not exercise authority over staff. The principal works for the full board, and will therefore not be required to obtain the approval of a board committee before or after an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore a board committee that has helped the board create policy on some topic will not be used to monitor organizational performance on that same topic.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group that is formed by board action, whether it is called a committee and regardless of whether the group includes board members. It does not apply to committees formed under the authority of the principal.

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# Governance Process Policies for Atlanta Classical Academy

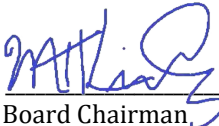


## **Policy GP #2h: Cost of Governance**

Because poor governance costs more than learning to govern well, the board will invest in its governance capacity.

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