

1.6 Board of Directors Meetings and Minutes

Board of Director (“Board”) meetings are open to the public pursuant to the North Carolina “Open Meetings Law” (Chapter 143, Article 33C of the North Carolina General Statutes, as amended, and any successor statute (N.C.G.S. §143-318.9 et seq.)).

Public Notice

In compliance with the Open Meetings law, the Board shall give written notice for public meetings, including the time and place of the meeting, at least seven (7) days before the time of the meeting. The Board will provide an annual notification to the school community of its schedule of regular meetings at the beginning of each school year through electronic written notice and will be posted on the Scholars’ public calendar. If the schedule of regular meetings is revised, the revised schedule will be updated on the Scholars’ public calendar at least seven (7) days prior to the first rescheduled meeting. From time to time, the Board may call a special Board meeting if unexpected circumstances arise that require immediate attention prior to the next regularly scheduled meeting. Public notice for special meetings, which will be provided by an update to the Scholars’ public calendar, shall be given as soon as is practical after the Board is notified of such special meeting and preferably at least 48 hours in advance. If the Board holds an official meeting by use of conference telephone or other electronic means, it shall provide a location and means whereby the public may listen to the meeting and include such information in the public notice.

Closed Session

The Board may hold a closed session during an otherwise public Board meeting and exclude the public only under the following circumstances as prescribed in N.C.G.S. §143-318.11:

- (a) To prevent the disclosure of privileged or confidential information;
- (b) To prevent the premature disclosure of an honorary degree, scholarship, prize, or similar award;
- (c) To consult with an attorney employed by Scholars in order to preserve the attorney-client privilege;
- (d) To discuss matters relating to the location or expansion of the school;
- (e) To discuss contract negotiations;
- (f) To discuss personnel matters involving an individual employee or prospective employee;
- (g) To discuss alleged criminal investigations;
- (h) To formulate plans relating to emergency response to incidents of school violence;
- (i) To discuss and take action regarding plans to protect public safety as it relates to existing or potential terrorist activity.

In order to hold a closed session, the Board must begin an open official meeting after proper public notice, then make and adopt a motion to hold a closed session, including the legally acceptable purpose(s) justifying the closed session.

Voting

The Board may vote on matters in a Board meeting only during open session and in such a way that allows the public in attendance to understand what is being voted upon. To avoid confusion, the Board may not vote by secret or written ballot unless the ballots show the vote of each Board member and are

included in the meeting minutes. In order for a vote to occur, a Board member must make a motion to approve the matter discussed, followed by a seconded motion from another Board member. The Board Chair shall not make or second a motion but after such motions are made, shall ask for a verbal affirmation of positive or negative vote and confirm whether the vote has carried or not carried. A vote will not be confirmed unless a quorum of Board members is present and a vote in the affirmatory is obtained. To the extent of a tie, the Board Chair has discretion to call another vote or defer the matter to a future meeting. There is no tiebreaking vote. A record of any vote shall be included in the minutes and available for public inspection.

Minutes

The Board shall keep full and accurate minutes of all official meetings, including any closed sessions held pursuant to the Open Meetings law. The minutes of all Board meetings shall be kept by the Board Secretary and posted on the Scholars Academy website within a timely manner after approval by the Board. Such minutes shall be public records within the meaning of the Public Records Law (N.C.G.S. §132-1 et seq.), provided that minutes of a closed session in compliance with N.C.G.S. §143-318.11 may be withheld from public inspection so long as public inspection would frustrate the purpose of a closed session. Meeting minutes shall be provided to anyone who requests them in a timely manner. The Board reserves the right to charge a nominal cost for reproducing the public record.

Notwithstanding any of the foregoing, Board meetings and minutes shall be held in compliance with the North Carolina Open Meetings Law and Public Records Law, as may be amended from time to time.

Legal References: N.C.G.S. §143-318.9 et seq., N.C.G.S. §132-1 et seq.

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