



<b>Board Policy: 1.0 Governance</b>	<b>Board Vacancy and Independent Director Appointments</b>
<b>Revision No:</b> 01 <b>Review Schedule:</b> Annually – Board of Directors	<b>Document Number:</b> 1.21 <b>Adopted:</b> 09/13/2023 <b>Date Last Revised:</b> N/A

## 1.0 INTENT AND PURPOSE

The intent of this document is to describe policies and procedures that ensure compliance with Stargate Bylaws and transparency concerning positions that are the responsibility of the Governance Board to appoint (Stargate Bylaws 5.2.2 and 5.3). If there is overlap between this and the Stargate Bylaws and/or Charter, those documents take precedence.

## 2.0 BOARD COMPOSITION

The Governance Board shall consist of five Parent Directors and up to four Independent Directors, as long as the majority membership of the Board is held by Parent Directors (Stargate Bylaws 5.2).

### 2.1 Appointing Open Positions

When a Parent Director vacancy occurs, the Governance Board shall select a parent, by majority vote, to fill the vacancy within thirty days. This position will be filled on an interim basis until June 30 immediately following the next election (Stargate Bylaws 5.3).

If the Governance Board determines the need to fill an Independent Director position, the Board shall appoint an eligible person by majority vote. This person will serve a three-year term beginning the month following appointment and ending June 30 of their third year (Stargate Bylaws 5.2.2). The position is not subject to term limits (Stargate Bylaws 5.2.5).

### 2.2 Eligible Candidates

Parents are eligible to become a candidate for the Governance Board when their child has attended the school for 20 calendar days (Stargate Bylaws 4.1).

An Independent Director is neither a parent nor a staff member, and has not been either within one year of appointment (Stargate Bylaws 5.2.2). As defined by the Stargate Bylaws 4.1, a staff member is a full-time employee of the faculty or administration.

## 3.0 CANDIDATE NOMINATION PROCESS

A Parent or Independent Director candidate may agree to be nominated, or self-nominate, by submitting an application form to the Governance Board or Recruiting Committee, who will then determine the candidate's eligibility (Stargate Bylaws 5.2.7). The application form can be developed by the Governance Board and/or Recruiting Committee. The Recruiting Committee may assist in advertising opportunities, collecting and processing applications, managing communication with the community and other correspondence, delivering information to the Board, and developing recruiting methods and referral processes. They may also work with the Governance Board to develop a job description and any other necessary materials. The Board will work with

the Recruiting Committee prior to each nomination period to define specific roles and processes. These are usually detailed in the Recruiting Committee Charter.

The Governance Board may invite approved candidates to introduce themselves during public comment at the next business meeting. Interviews for Parent Directors and Independent Directors will be conducted during the business meeting. Given the short time allowance for appointments of parents to Parent Director vacancies, an introduction and interview will typically occur at the same business meeting. For Independent Director positions, the Board may choose to have an introduction and interview at two different business meetings.

Independent Directors who desire to serve an additional term will participate in the nomination process outlined above.

Candidates are appointed by a majority vote of the Board.

#### **4.0 NOMINATION PERIODS**

The nomination period for a Parent Director vacancy begins as soon as possible after the resignation of a Parent Director and continues until a determined time prior to the business meeting during which a new Parent Director will be appointed. This time period will be determined by the Board and Recruiting Committee in order to meet the 30-day requirement.

The Governance Board can define a nomination period for Independent Directors when a need to fill a position has been identified. For ongoing consistency, they may choose to have a nomination period in the spring, with interviews during business meetings in the months ahead of the new board term beginning July 1.

#### **5.0 STAGGERED TERMS FOR INDEPENDENT DIRECTORS**

To promote consistency of Board membership and transitions among members, the Governance Board may plan for staggered appointments of Independent Directors to balance and/or align with staggered terms of Parent Directors.

Version	Date	Description of revision
01	9/13/23	Removed definition of staff member to include all classifications of employees as defined in the Staff Handbook.