

2.3000 BOARD MEETINGS

Legal References: G.S. 143-318.9, -318.10 *et. seq.*
G.S. 143, Article 33C
G.S. 115C-41, -37(d), -21

Cross References: 2.3200 Compliance with the Open Meetings Law
Falls Lake Academy, Inc. By-Laws

The Board, as a corporate body, may transact business only at official meetings of the Board. An individual Board member has no authority to act, unless authorized to do so by the Board at an official meeting.

I. TYPES OF MEETINGS

While the Board is determined to operate efficiently, it also is mindful of the importance of thoughtful planning and discussion prior to taking formal action. In addition to regular and called meetings, the Board may hold emergency meetings, work sessions, retreats, public hearings, and other special meetings as it deems necessary to act in a timely manner and provide its members and executive staff with the opportunity to have an exchange of ideas and receive input from other staff, parents, students, and the community.

A. Regular Meetings: At the Annual Meeting of the Falls Lake Academy, Inc. Board of Directors, the Board shall adopt a schedule of regular meetings to conduct the business of the Board for that school year. These regular meetings shall be held at an agreed-upon time and place at least monthly, but more often if deemed necessary by the members of the Board and approved by official vote. The place of meeting shall be any reasonably convenient place as the Board may designate. The Board secretary shall keep on file the schedule of regular meetings with the predetermined time and place noted. The schedule shall be revised only in accordance with legal requirements for notice.

B. Unscheduled Called Meetings: An unscheduled meeting may be called in addition to the schedule of regular meetings in order to address urgent or complex business of the Board that cannot be disposed of during the regular meeting schedule or generally unexpected circumstances that require immediate consideration by the Board. The chairperson – or the vice-chairperson, if the chairperson is unable or unwilling to act – shall call an unscheduled meeting when

- 1) not less than half the members of the Board request such a called meeting in writing; or
- 2) the chairperson determines the necessity for such a called meeting.

All members of the Board must be notified of unscheduled called meetings by first class mail, delivered personally, or by telephone, facsimile, or e-mail delivered to the Board member or to a person who might reasonably be believed will communicate it promptly to the Board member. Such notice should be delivered to the members of the Board and to those media outlets and other entities as may have filed standing requests for such notification in compliance with G.S. 143, Article 33C as soon as possible once the time and place of the called meeting has been determined, but not less than forty-eight hours prior to the projected start of the called meeting, in compliance with state law.

Discussion and action at any called meeting shall be limited to the agenda item(s) giving rise to the need for the called meeting in the first place.

C. Special Meetings: The Board may hold special meetings for specific purposes as it deems necessary. Special meetings may include, but are not necessarily limited to, the following (and similar):

1) An Annual Meeting of the Falls Lake Academy, Inc. Board of Directors shall be held each year for the purpose of setting the calendar of regular Board meetings for the coming year, electing new Board members as needed, making and receiving reports on corporate affairs, and transacting such other business as may come before the Board.

2) Retreats and workshops that may be scheduled in order to give the Board more time to deliberate or evaluate issues.

3) Public hearings required by law or deemed advisable by the Board will be organized by a special order and adopted by a majority vote setting forth the subject, date, place and time of the hearing as well as any rules regarding participation, such as the length of time for each speaker. The purpose of the meeting shall be to gather information and hear opinions from the community. Generally, Board members shall respond to speakers at the hearing only to seek clarification. At the appointed time, the chairperson or his/her designee shall call the public hearing to order and shall preside over it. When the allotted time expires or when no one wishes to speak, the chairperson or his/her designee shall declare the hearing ended.

II. COMPLIANCE WITH OPEN MEETINGS LAW

The board shall comply with all provisions of the Open Meetings Law.

III. QUORUM

In all events, a quorum of Board members must be present to lawfully conduct a Board meeting. Unless a greater proportion is required by law, a majority of the entire Board shall constitute a quorum for the transaction of any business or of any specified item of business. However, to the extent that the Board provides a location and means whereby members of the public may listen to any given meeting of the Board (pursuant to G.S. 143-318.13(a) of the Open Meetings Law), Board members may participate in a meeting by use of conference telephone or other electronic means, provided that all Board members participating in such a manner as well as those present in person may adequately hear one another. If at any meeting of the Board there shall exist fewer members present in person and remotely by way of electronic means to establish a quorum, those Board members present may adjourn the meeting until a quorum is established.

IV. ACTION BY THE BOARD

Except as otherwise provided by statute or by the By-Laws of the Falls Lake Academy, Inc. Board of Directors, the vote of a majority of those Board members present at the time of the vote, if a quorum exists as defined by Section III of this policy, shall constitute an act of the Board.