BRIGHTEN ACADEMY

Enlightening Minds and Brightening the Future.

Board Policy Manual

Board Member Responsibilities and Disclosure
B2-E1

Overview
As trustees of public funds, The Board of Directors is responsible for ensuring the school's long-term financial stability and integrity of the charter. The board sets the strategic plan and ensures that the school fulfills its mission. Board Members recognize that in order to fulfill these obligations, they pledge to personally contribute needed resources and talents to maintain the school's success.

Responsibilities
- Ensure that the Charter is fulfilled.
- Support the Mission Statement.
- Abide by and uphold all governing documents (federal and state laws/regulations, charter, articles of incorporation, by-laws, school policies etc.).
- Read and understand the financial statements and otherwise assist the board in fulfilling its fiduciary responsibility.
- Read and fully understand all prospective resolutions in order to make an informed vote.
- Attend board meetings and actively participate in decision-making.
- Share expertise with the board and staff.
- Be an advocate for the school; promote it in ways appropriate to your profession and contacts.
- Make a personal contribution appropriate to your circumstances.
- Obtain various means of support for the organization's fundraisers, or otherwise assist in providing resources to further the school's mission.
- Fulfill all fiduciary duties.
- Participate in short and long-range strategic planning activities.
- Ensure the school meets all legal and corporate requirements.
- Serve on or lead at least one committee or task force each year.
- Work to develop new leadership and recommend potential board members to the nominating committee.
- Avoid any conflict of interest or even the appearance of conflict of interest.
- Participate in school-wide events.

Failure to fulfill responsibilities listed above will result in removal from the board following notice at the next regularly scheduled meeting and a vote of the remaining members at next regularly scheduled meeting following notice.

Term of Service
Members of the Board of Directors are elected for 3-year terms.
Members may be re-elected according to the bylaws.

Compensation
Board members will not receive any compensation for their services as Board members.

Time Commitment
It is important that board members attend every board meeting and serve on a committee. The estimated time commitment is approximately 10-15 hours per month. Specific expectations for board members are outlined in policy B14.

Full Disclosure of Actual or Potential Conflicts of Interest:
In keeping with the school's Conflict of Interest Policy, below is full disclosure of any and all business and personal relationships which may reasonably be considered an actual or potential conflict of interest. I understand and agree that following this disclosure, if other currently unknown or unconsidered relationships of a business or personal nature pose an actual or potential conflict, it is my responsibility and legal obligation as a director of a non-profit corporation to provide full disclosure and recuse myself from any discussion or decisions that are related.

Business Relationships	Personal Relationships

Personal Commitment
I *(print name)* _____ am willing to make every effort to fulfill Brighten Academy's Board of Directors responsibilities as outlined above. I further agree that if, at any time, I am unable to fulfill the commitments of a member of the Board of Directors of Brighten Academy, and I will give appropriate notice of resignation to the Chairman of the Board.

_____ _____
Signature Date

Please list your top 3 committees of interest in order with 1 being your first choice:

Board Committees
Executive
Finance
Facility
Relationship/Community Development
Organization
Policy
Technology

Reviewed 6-12-17

Code of Ethics for Board Members
B3

The Brighten Academy Board adopts the following policy, effective on the date of adoption by the Board.

General Statement Regarding Ethical Conduct
Board Members of Brighten Academy are expected to act with integrity and the highest level of ethical conduct befitting of stewards of the public trust. Board Members shall endeavor to fulfill all of the obligations required to effectively serve the school including, but not limited to active participation in all board meetings and events, proper stewardship of public funds, due diligence in decision making, confidentiality, and avoidance of potential or actual conflicts of interest.

Conflicts of Interest
In order to avoid conflict of interest, the following guidelines for Board members shall apply:

- A Board member shall not sell supplies or equipment to the Board.
- A Board shall not do business with a partnership or corporation partially owned by a Board member.
- A Board member shall not sell insurance to the Board.
- A Board member shall not be a school book publisher or their agent.
- A Board member shall not serve on the governing body of private educational institutions.
- A Board member shall not hold another county public office.
- A Board member shall not be employed by the State Department of Education or serve concurrently as a member of the State Board of Education.
- A Board shall not do business with a bank or financial institution where a Board member is an employee, stockholder, director or officer when such member owns 30 percent or more stock in that institution.
- Each Board Member will execute an annual commitment agreement related to their responsibilities and will fully disclose business and personal relationships that may be a potential or actual conflict of interest.
- If situations arise that have not been previously disclosed as potential or actual conflicts of interest, Board Members will publicly remove themselves from discussion or decision making situations and will fully disclose to the Board President or other presiding officer the recusal from participation due to a potential or actual conflict of interest. Such recusal will be duly noted in all board minutes or related records.

Nepotism
No member of the immediate family (spouse, child, sibling, or parent or the spouse of a child, sibling, or parent) of any board member may be employed or promoted unless a public, recorded vote is taken – as a separate matter – from any other personnel matter. Board members whose immediate family member is being considered for employment shall not vote on such employment.

Adopted: 3-13-08
Revised: 10-12-09
Revised: 10-28-13
Reviewed: 6-12-17
Reviewed: 6-10-19

New Board Member Transition
B5-R1

The Brighten Academy Board adopts the following policy.

The purpose of this regulation is to provide for effective and smooth transition of Governing Board members.

All new Board members, upon official beginning of term, should obtain the following:
- Access to board training
- Contact information for Board Director and all Board Officers

New Board members should provide the following to a member of the executive committee:
- Contact information
- Brief bio to be posted on the board website
- Executed Board Commitment form, including the Conflicts of Interest disclosure
- Regular days and times available for new member training and school tour

A member of the executive committee should add the following for all new members:
- Brighten Academy email address, including joining any board list serve groups
- Access to the Brighten Academy Wi-Fi

Brighten Academy administration should make notifications about new member to the following stakeholders:
- Staff
- Parents
- School system officials
- State Charter Schools Division
- Georgia Charter Schools Administration
- Public, via press release and/or website announcement

New board members should transition following these recommendations:
- Attend all regularly scheduled board meetings as soon as the candidates have been elected by PTO members, to increase the transition time
- Attend scheduled training for new members on key topics such as: general duties, fiduciary duties and responsibilities, general info on charter schools, accountability, charter objectives, risk management, conflicts of interest, policy development, fundraising, working effectively with administration. This training may be broken into two sessions.
- Review the board training notebook.
- Attend upcoming events to get to know the school's culture and operations.
- Schedule a tour with the school leader

When the President / Vice President role requires transitioning, the newly elected officer will attend to the following steps:
- Meet with the prior incumbent to discuss
    - Duties of the role
    - Meeting protocol / format / dates, communication with the board, leadership at the district, state levels
    - Relevant historical info about the school, strategic plan and progress towards, key issues / projects

    - Timing, communication, and responsibility of the transition of duties
- Make introductions with all stakeholders
    - In next regularly scheduled district meeting
    - In next regularly scheduled board meeting to communicate to stakeholders
    - In next regularly scheduled faculty meeting to communicate to staff
- Obtain from prior incumbent
    - Building key
    - Documents / info pertaining to past issues / projects
    - Passwords and/or access info for bank accounts and related, including obtaining new signature cards
    - Access to all relevant board files
    - Contact information for continued questions

When the Treasurer role requires transitioning, the newly elected officer will attend to the following steps:

- Meet with the prior incumbent to discuss
    - Duties of the role
    - Financial statements, format and timing of communication, audience for statements, key due dates for reporting, audit structure / process and company, committee structure, taxes, chart of accounts structure, accounting system structure, general ledger info
    - Relevant historical info about the school, strategic plan and progress towards, key issues / projects
    - Timing, communication, and responsibility of the transition of duties
- Make introductions with all stakeholders
    - In next regularly scheduled district meeting
    - In next regularly scheduled board meeting to communicate to stakeholders
- Obtain from prior incumbent
    - Building Key
    - Most recent audit and related information
    - Passwords / access info for bank accounts and related, including new signature cards
    - Financial statements for last six months
    - Sample of reports provided to stakeholders
    - Chart of Accounts and General ledger
    - Info on grants currently being administered
    - Access to all relevant board files
    - Name and contact info for auditor
    - Name and contact info for the school district's CFO
    - Contact information for continued questions

When the Secretary role requires transitioning, the newly elected officer will attend to the following steps:

- Meet with the prior incumbent to discuss
    - Duties of the role
    - Meeting structure / protocol / dates / times, format of minutes, communication of minutes and timing, vehicle through which to share minutes, policies, process to change / adopt policies, vehicle through which to share new / changed policies, location of key business documents such as non-profit letter, by-laws, charter, charter petition, articles of incorporation
    - Relevant historical info about the school, strategic plan and progress towards, key issues / projects
    - Timing, communication, and responsibility of the transition of duties
- Make introductions with all stakeholders, in next regularly scheduled board meeting
- Obtain from prior incumbent

- Building key
- Past school years' and up to present board minutes
- Electronic copy of policy manual
- Sample format (electronic) of board minutes and executive session affidavit
- Electronic school logo and board stationary
- Corporate seal, may be retained by designated school official
- Access to all relevant board files
- Contact information for continued questions

Reviewed: 6-12-17
Revised: 08-12-19

Departing Board Member Transition
B5-R2

The Brighten Academy Board (school) adopts the following regulation, effective on the date of adoption by the Board.

The purpose of this regulation is to provide for effective and smooth transition of Governing Board members.

Administration or a member of the Executive Committee should collect from all departing members:
- Building key, if applicable
- Board notebook
- School documents and/or property

Administration or a member of the Executive Committee should remove the following for all departing members:
- Building access, if applicable
- Bank account access, if applicable
- Brighten Academy email account and list serve enrollment
- Access to Wi-Fi
- Bio posted on the board website

Departing board members should complete an exit survey, administered by the school director or designee.

The departing President / Vice President should meet with the successor to discuss
- Duties of the role
- Logistics (meeting protocol/format/dates, committee structure & constitution, communication with board, leadership, district, & state, etc.)
- Institutional knowledge (relevant historical info., strategic plan and progress towards, key issues/projects, key lessons)
- Transition of duties (timing, communication, responsibility)
- Introductions with district officials and at the next regularly scheduled board meeting
- Documents / info pertaining to the role and/or past issues / projects
- Passwords / access info for bank accounts and related

The departing Treasurer should meet with the successor to discuss
- Duties of the role
- Logistics (financial statements, format, timing, audience, key due dates for reporting, audit structure/process & company, committee structure & constitution, communication with board, leadership, district, & state, etc., taxes, chart of accounts structure, accounting system structure & system, general ledger info.)
- Institutional knowledge (relevant historical financial info., strategic plan and progress towards related to finance, key issues/projects, key lessons)
- Transition of duties (timing, communication, responsibility)
- Introductions with district officials and at the next regularly scheduled board meeting
- Documents / info pertaining to the role and/or past issues / projects
- Passwords / access info for bank accounts and related

The departing Secretary should meet with the successor to discuss

- Duties of the role
- Logistics (meeting structure, protocol, dates/times, roles, format of minutes, communication including format, timing, and location/vehicle to share meetings & approved minutes, policies including process to change/adopt, format, timing, location/vehicle to share new/revised policies, location of key business documents such as non-profit letter, by-laws, charter, charter petition, articles of incorporation)
- Institutional knowledge (relevant historical financial info., strategic plan and progress towards, key issues/projects, key lessons)
- Transition of duties (timing, communication, responsibility)
- Introduction to stakeholders at the next regularly scheduled board meeting
- Documents / info pertaining to the role

Reviewed: 6-12-17
Reviewed: 08-12-19

Board Meeting Agendas
B10

The Brighten Academy Board adopts the following policy effective on the date of adoption by the Board.

Agendas for Governing Board meetings shall be formed by the Board President with consultation with the Administrator. The following schedule shall be used when creating, distributing and posting the agenda.

a) 11 **calenda**r days prior to the board meeting
   Agenda items requested
b) 7 **business** days prior to the board meeting
   Agenda posted and ready for review by the board and the director

Some agendas may provide a time allotment next to a speaker's topic of discussion. If one needs more time or a different time slot, the Board President must be contacted as soon as possible to rearrange the agenda. The Board President will do their best to accommodate the request.

Adopted: 11-8-07
Revised: 07-28-08
Revised: 10-12-09
Reviewed: 09-14-15
Reviewed: 07-10-17
Revised: 09-09-19

Board Member Background Check
B12

The Brighten Academy Board adopts the following policy effective on the date of adoption by the Board.

All candidates seeking election to the Governing Board of Brighten Academy must submit to a criminal background check to determine their suitability for service. The background check must be completed as soon as possible upon election to the Board. Board members are required to obtain the criminal background check from the Douglas County Board of Education at their own expense. Board members should notify Brighten Academy to request fingerprints.

The Board will disqualify all Board members having a conviction for a felony offense involving physical or sexual abuse of a person. The Board may disqualify a member for a conviction of any offense involving crime of dishonesty or drug-related offenses. The member will be notified of their disqualification within two business days of the Board's decision and will have three business days to appeal the disqualification to the Board.

The criminal background check and/or credit history check will be conducted in accordance with state and federal law. Brighten Academy will not release the results of the criminal background check or credit history check to any third party.

Furthermore, a board member elected to serve as the Treasurer or an elected Chief Financial Officer (CFO) shall provide a credit history check for review to determine suitability for service overseeing public funds. The credit check will be submitted to and reviewed by the Governing Board Executive Committee prior to board approval as Treasurer or CFO. The proposed Treasurer or CFO will be given an opportunity to clarify and provide further information on any matter reflected in their credit history. Upon review of the applicable credit history and consideration of any explanation, the Executive Committee shall have complete discretion to approve or disapprove the elected position based on their findings. The Executive Committee must make a written finding of suitability for service as Treasurer or CFO to be preserved in the Executive Committee minutes. If approved and elected, the Treasurer must retain the credit report that was presented, for the duration of their term. The credit report must be provided annually for Treasurers or CFOs who serve multiple terms in said position.

Adopted: 05-23-11
Revised: 05-20-13
Reviewed: 04-13-15
Reviewed: 09-14-15
Reviewed: 07-10-17
Revised: 08-12-19
Revised 11-04-19

Board Development
B13

The Brighten Academy Board adopts the following policy effective on the date of adoption by the Board.

Brighten Academy is committed to ensuring it maintains a highly qualified board who understands its fiduciary duties and governs following effective and efficient practices, and thus, shall require that each newly appointed governing board member receive a training including, at a minimum, the following topics related to charter school governance:

- Basics of chartering
- Introduction to the school mission, core beliefs, and charter
- Fiduciary duties
- Roles and responsibilities
- Conflicts of Interest
- Open Meetings and Open Records Act
- Best practices in board governance

In addition, each year the governing board, collectively and/or individually shall commit to formal board development per Georgia law. Training shall be documented per requirements.

Adopted: 8-18-11
Revised: 08-25-14
Reviewed: 09-14-15
Reviewed: 07-10-17
Reviewed: 08-12-19

Board Attendance
B14

The Brighten Academy Governing Board adopts the following policy which shall be effective on that date that the policy is adopted by the Board.

All members of the Brighten Academy Governing Board are expected to consistently attend board meetings in order to maintain the effectiveness of the board. Should a member need to miss a board meeting, they should try to attend via phone conference or at least submit a proxy vote according to the guidelines below.

Absences should be avoided. A governing board member may be asked to resign from the board after missing two consecutives meetings or after their fourth missed meeting during the fiscal year. Members in this situation may follow the appeal process as outlined in policy B-16.

Attending via Phone Conference

If a board member is not able to attend a board meeting and calls into the board meeting the following actions will take place to ensure little or no interruption to the meeting.

- The vice-president will maintain the phone call.
- The person shall only contribute to the conversation when invited.
- The person on the phone shall not speak longer than three minutes at one time.

Board members are only allowed to attend a meeting via phone conference two times per fiscal year per the Georgia Open Meetings Act.

Voting via Proxy

A governing board member may vote via proxy vote if they will be absent from a meeting. The following procedures will be followed. A proxy vote will be submitted by email from the governing board member's Brighten Academy email address to the secretary's Brighten Academy email address. It is preferable that the vote be submitted prior to the board meeting. If it is unable to be submitted before the meeting, it must be submitted by 6pm the next business day.

The proxy vote will contain the following information:

- The date of the meeting
- Reference the voting agenda topic, or motion (if available)
- The board member's vote. A vote to abstain may be appropriate if there is not sufficient information.

Proxy votes received before the meeting will be read out loud to be entered into the minutes. For proxy votes received after the meeting, at the next voting session, the minutes from the previous meeting will be amended to include the received proxy vote(s).

Adopted: 07-21-14
Reviewed: 09-14-15
Revised: 08-14-17
Reviewed: 09-09-19

Adopted: 07-28-14
Reviewed: 09-14-15
Reviewed: 08-14-17
Reviewed: 08-12-19

Board Member Resignation
B16

The Brighten Academy Governing Board adopts the following policy which shall be effective on that date that the policy is adopted by the Board.

The Brighten Academy Governing Board would prefer that all of its elected members complete their three-year term in good standing. However, the Board recognizes the voluntary nature of a charter school board and that other commitments may arise during the Board member's term. When a Board member must resign, these procedures should be followed:

- The Board member will compose an email from his/her Brighten Academy account, detailing the reason and effective date of resignation. This email should be sent to the Board President and Secretary. In the event of a forced resignation, the Board President will notify the Board member regarding the effective date and the vote scheduled for the next Board meeting.
- Upon receipt of the Board member's resignation email, the President will notify the Technology Coordinator to suspend the Board member's BACS accounts, which will include both email and cloud access.
- After resigning, the Board member will still be able to read Board agendas and minutes from publicly posted information.
- The purpose for the suspension is to prevent electronic access between notification of resignation and formal, Board acceptance of the resignation.
- The Board member will be able to give a verbal appeal for a forced resignation during Board discussion prior to the vote by remaining members. The vote of the remaining Board members is final.

Adopted: 08-11-14
Reviewed: 09-14-15
Reviewed: 08-14-17
Reviewed: 08-12-19