Exhibit A



Greenville Technical Charter High School Board of Directors Meeting

Greenville Technical College Administrative Boardroom

	Greenville Technical	1/21/2014 6:00 PM	Approved 1/21/19
5	Call to Order/Welcome	David Vickery	Jmu
5	Adoption of Agenda	David Vickery	•
5	Approval of Minutes 12 /17/13	David Vickery	
5	Guest Presentations to the Board		
	Standing Reports		
15	Principal	Joe Greenberg	
5	Audit/Finance Committee	David Flint	
5	Instruction Committee	Toni Atchley	
5	Board Development /Governance	Ken Payne	
5	Capital/Facilities Committee	Jay Whitacre	
5	Appeals	Wanda Clark	
	Special Committee Reports		
	Unfinished Business		
	New Business		

Announcements

Executive Session

Adjournment

David Vickery

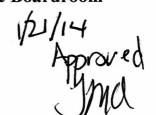


amended. **Greenville Technical Charter High School Board of Directors Regular Monthly Meeting Greenville Technical College Administrative Boardroom**

1/21/2014

6:00 PM

DRAFT FOR-APPROVAL



David Vickery, Board Chairman, called the meeting to order at 6pm.

The following members of the board were present: Valerie Allen, Toni Atchley, Wanda Clark, Charlie Cox, David Flint, Joan Luthi, Ken Payne, David Setzer, David Vickery and Jay Whitacre.

Henry Parr was excused from the meeting.



Also in attendance were Joe Greenberg, Ellen Pourmand, Jane Morgano, Cleo Crank, Elizabeth Stuff, Caroline McGeachie, Bob Ground, Ben Shiley, Kinja King, Cindy Gibbs

Agenda

The agenda was unanimously approved as amended, attached as exhibit A.

Approval of Minutes

The minutes of the regular meeting held on December 17, 2013 were approved as written, attached as exhibit B.

Guest Presentations to the Board

Caroline McGeachie- current student at GTCHS. Presented reasons she believes un-natural hair color should be allowed at school and not excluded under the dress code.

Joaquina Hicks- parent of a former and a current student. Her daughter graduated and had a very good experience at GTCHS. Ms. Hicks expressed concerns about current academics. She is considering taking her son out of GTCHS due to lack of response from teachers. She expressed the need for more parent access to teachers. She no longer gets calls or emails when grades are below 80. Ms. Hicks also expressed frustration about the portal. She asked board to redirect school back to its mission.

Elizabeth Stuff- parent of a senior and sophomore. Considering taking her sophomore out of GTCHS. She is concerned about the lack of homework and the limited curriculum (no calculus) Ms. Stuff believes GTCHS needs more options or will lose honor students and that the school needs to clearly define and communicate what student population it is serving.

Jane Morgano- teacher at GTCHS and parent of GTCHS student. Her child has had a very positive experience at the school. Ms. Morgano is concerned that Academic Assistance enables students to be dependent and promotes students wanting to be lead to success. She wants students to be guided to be successful and wants students to choose to go for extra help encouraging personal responsibility and motivation.

Standing Reports

Principal

The principal submitted his report in writing and responded to questions from the board concerning the report. A copy is attached as exhibit C. Mr. Greenberg reported the possibility of the cancellation of the track team for the spring due to the coach not being available. This would affect approximately 60 students. Students were informed of the possible cancellation in order that they might make arrangements to participate on the team of their home schools. A potential coach has been identified so team may run in the spring. The Annual Report for GTCHS was submitted to the school district and will be sent to the state. It includes demographic information, data analysis and goal setting. Mr. Greenberg presented a sample of the newsletter he will begin distributing via hard copy and email. Mr. Greenberg responded to a question about SAT preparation classes being reinstated into the course offerings at GTCHS. Information on the course will be confirmed at next month's meeting. In addition, information on other elective and required courses is being gathered and will be compiled into a booklet, which might be ready to be presented at the next board meeting. Textbook turn in has been a problem. A new system will be developed to track books and returns. Faculty training using a model from Bard College is being considered. When asked if other high schools and colleges were using the program, Mr. Greenberg reported there are other schools that have implemented the program. He will report names and more information on those schools. Students having to retake college classes must pay to retake the class. Our school was chosen to be a beta test site for testing a math assessment. A testing coordinator will be in charge of the testing. A deadline to register our number of students was missed in December.

<u>Audit/Finance Committee-</u> David Flint reported the mid-year modified budget would be presented at the next board meeting. Skip Snow is working on obtaining bids and recommending processes on audits. The school district funding has increased by \$28K per month.

<u>Instruction Committee-</u> No report-next meeting will be held on Thursday, February 6th.

<u>Board Development/Governance</u>- Ken Payne presented the committee's proposed amendments to by laws regarding annual elections and board vacancies, attached as exhibit D. A second reading and vote will take place at the next meeting. A letter announcing the board elections and application were presented. A motion to accept the letter (including timeline) and application was made and passed, attached as exhibits E and F.

<u>Capital/Facilities Committee</u> – No report

<u>Appeals Committee</u> A letter to Dr. Vickery will be reviewed once it goes through the principal's office.

Unfinished Business- The concern of the oil tank at the Phillis Wheatley Center has been resolved. Employees are being recertified to drive busses. One has been certified and five others are in process. We sold portables to Greer Middle College. We still have not received the check.

A teacher at GTCHS, Ms. King, asked the board to increase her pay to accurately reflect her years of experience.

Dress Code Amendments and Recommendations- After discussion of a draft of written recommendations from the Dress Code Task Force, several motions arose. Jay Whitacre moved to amend the draft to state all shoes must be closed-toed. Close-toed sandals with a back strap are permitted. The motion carried. Jay Whitacre moved that uniforms worn by athletic teams change from royal blue to navy blue. The motion died. Ken Payne moved that non-natural hair color be permitted as long as it is not disruptive. The motion did not pass. Jay Whitacre moved that for the dress code, khaki be deemed a color and not a fabric, allowing corduroy and blue jean material to be worn. The motion passed. Jay Whitacre moved to accept the dress code as amended for the 2014-15 school year and forward. The motion was adopted.

New Business-none

Parent Cindy Gibbs has two students at GTCHS. She expressed concerns about academic assistance not being implemented as before.

Executive Session- A motion was made and seconded to move into executive session at 7:35pm to discuss a personnel matter. A motion to move out of Executive Session was approved at 9:59pm.

Ken Payne moved that the Executive Committee and other Board of Directors members in participation shall meet with Joe Greenberg no later than January 31, 2014 for performance review. Clear direction will be given to implement actions defined by the Board. The motion carried.

Valerie Allen moved that Ellen Pourmand act as liaison between the principal and the board. After discussion, the motion did not carry.

Adjournment

Chairman David Vickery adjourned the meeting at 10:10pm.

Exhibit B

Greenville Technical Charter High School Board of Directors Regular Monthly Meeting Greenville Technical College Administrative Boardroom



12/17/2013

6:00 PM

DRAFT FOR APPROVAL

Approved

David Vickery, Board Chairman, called the meeting to order at 6pm.

The following members of the board were present: Toni Atchley, Wanda Clark, Charlie Cox, Joan Luthi, Henry Parr, David Vickery and Jay Whitacre.

David Flint, Valerie Allen, David Setzer and Ken Payne were excused from the meeting.

Also in attendance were Joe Greenberg, Ellen Pourmand, Jill Bay, Sara Kennedy, Vance Jenkins, Cleo Crank and Kelly Stevenson.

Agenda

The agenda was unanimously approved as amended, attached as exhibit A.

Approval of Minutes

The minutes of the regular meeting held on November 19, 2013 were approved as written, attached as exhibit B.

Guest Presentations to the Board

Endowment Board Report- Charlie Cox reported that the Charter Champions Recognition event will be held May 1, 2014 at the Marriott. Honorees are Hal and Mikel Shaw, George Singleton, Jim Dimint and the Lockheed Martin Corporation. The goal for the event is to raise \$75,000. More details will be forthcoming.

Parent- Jill Bay has a son who is a junior at GTCHS. One of the main reasons she chose GTCHS was that students must maintain an 80 average. Her son has 4 classes in which he currently has below 80 averages. There have been no mandatory requirements for her son to get extra assistance. Nor has she received any phone calls or emails from teachers. Her main concern is that extra assistance time again be mandatory as it was when her son first attended GTCHS.

Parent- Sara Kennedy daughter sophomore and son is freshman at GTCHS. Expressed concerns about academic assistance not being mandatory as is previously was. Mastery learning seems to have changed at GTCHS and is a concern.

Standing Reports

Principal

The principal submitted his report in writing and responded to questions from the board concerning the report. A copy is attached as exhibit C.

Board Chairman David Vickery will have a meeting with Dr. Miller regarding how funds for the Zemora Harris Scholarship were assigned. The consensus of the board was that the relatively small amount of money was not worth straining GTCHS's relationship with Greenville Tech. Joe Greenberg expressed disappointed that benefactor's wishes are not being honored.

Mr. Greenberg was asked how student performance is measuring toward mastery level at this point in the school year compared to earlier in the year. Mr. Greenberg said he did not yet have data to make a current report but would have the data to present at the next board meeting in January. There are concerns about 5% of our students taking college classes are not passing. He expressed the need to look at the screening process. Mr. Greenberg wants to look at teacher performance and compare to student performance.

In light of student performance, Mr. Greenberg was asked about why the decision was made to move from academic assistance to office hours. He reported his decision was based on feedback from colleagues about ineffectiveness of Academic Assistance and Saturday school. Board members expressed concern about the decision not including input from parents or the board. Mr. Greenberg reported was that more communication and dialog should have taken place surrounding the changes.

Mr. Greenberg shared follow-up information on a concern raised by a parent, Mr. Stevenson. Communication on what level of supervision will be provided by the school at events outside school will be made clear to students and parents.

Mr. Greenberg informed the board about having six staff recertified in order to meet state compliance requirements for transportation by bus. Wanda Clark suggested that the truck driving program at Greenville Tech may be able to assist with the training.

<u>Audit/Finance Committee</u> Jay Whitacre presented the report in David Flint's absence. Skip Snow has provided written agreements for three other schools he contracts with for performing duties as a business manager at other charter schools. Joe Greenberg and Skip Snow will bring a mid-year modified budget to be presented at the next full board meeting in January. The committee moved that the Business Manager and Principal maintain CD's invested in an 18 month ladder as follows:

1/3 into a 6 month CD

1/3 into a 12 month CD

1/3 into an 18 month CD

As the CDs mature, they should be invested into 18 month CDs unless they are to be used. The motion passed unanimously.

Instruction Committee- No Report

Board Development/Governance -No Report

<u>Capital/Facilities Committee</u>- Jay Whitacre reported that an in ground oil tank on the grounds of the Philiss Wheatley Center has been cited as an issue by the fire Marshall. After discussion, the board determined that the oil tank had never been used by GTCHS and is not part of the lease. The new boiler installed by GTCHS is natural gas. Joe Greenberg will contact Board Chair of PWC, Brent Clinkscales, to notify him of our position and also notify the fire Marshall. Leaking from the HVAC system is the responsibility of GTCHS. As of now the indications on the negotiations on the lease

with the PWC, we will be out by February 16, 2013.

The sale of the portables to Greer Middle College is complete with the exception of the bill of sale which should say "as is, where is" and transfer the title which Skip Snow should have.

The committee would like to reach out to the college to develop a 5 year plan for GTCHS beginning with Dr. Miller.

<u>Appeals Committee</u> — Committee heard an appeal from a student who was recommended for expulsion. The committee did not uphold the expulsion. Jay Whitacre moved that the board require any information from committees or the board that needs to be transcribed will be given to the administration whose responsibility it will be to have the transcription done in a timely manner. The motioned was seconded. It passed unanimously.

Special Committee Reports

Principal's Goals Committee-After discussion of possible goals, the committee brought forth a motion for the board to accept the presented goals with addendums for Mr. Greenberg.

Unfinished Business- A motion was made to postpone the discussion of the principal's proposed revisions to the dress code. The motion was seconded and passed unanimously.

New Business- Ellen Pourmand announced the Sargent Foundation gave \$40,000 for college text books. A science classroom will be renovated with a \$20,000 gift from the Kohnken Family Foundation. We also received \$5,000 from Lockheed Martin for the project.

Executive Session-none needed

Adjournment

Chairman David Vickery adjourned the meeting at 7:33pm.



Happy New Year:

Students and staff returned from our holiday break and the start of our second semester quite seamlessly, with far fewer scheduling and class assignment issues than when commencing our first semester. We continue to emphasize the importance of arriving to school on time and there has been much more consistency in that area. Actually, one issue we will look to address is the establishing a reasonable time when students may arrive, as well as stay at school on either side of the school day. Look for reports and recommendations soon.

And with that, here are some brief news points and information to pass along:

SPIRIT WEEK-1/21-24

Similar to what other schools in our area do to inject some fun community building for a cause, GTCHS is putting our own spin on the Spirit Week tradition with a full menu of silly and light-hearted opportunities for students (and staff) to show their Charter and Warrior Pride. All students are encouraged to participate and while there are a number of "pay to play" fundraising offerings, no one is being denied access to the festivities due to financial constraints. There will be a fun school-wide pep rally followed by a tailgate party prior to a basketball triple-header vs. Christ Church Friday night. And then there is a culminating Spirit Week Dance at Phillis Wheatley Center Saturday night. Proceeds from the Spirit Week fundraising will be contributed to the Heroes 5K that was created to honor Geoff Whitsett, a GTCHS graduate who was killed in the line of duty several years ago.

TRANISITIONING TO NEW FACILITY FOR ATHLETICS & ARTS

With the school's lease arrangement with The Phillis Wheatley Center coming to an end, attention now turns to making the transition as smooth as possible. We will begin with conducting an inventory checklist to ensure that we exit PWC with all assets belonging to us, and we will arrange to move items into storage if needed temporarily. However, several viable facility options are being looked at to serve our athletic and arts needs for the remainder of the school year, and possibly for next year as well. If the timing works in our favor, we could simply move our equipment into our new facility. Details are not known as to the specifics related to costs, etc. but we hope to know soon and are seeking to have our expenses as known and fixed as possible so as to be able to budget with reasonable assurance that there will not be unanticipated extraneous costs.

NEWSLETTER/COMMUNITY CONVERSATIONS

A working draft of the school's newsletter is making its way through various sets of hand and eyes for review and feedback. We hope to have the first issue released later this week, if possible. Included in the newsletter are several announcements of pending school information events, including a Curriculum Night, a College Planning evening with an experienced consultant and author on post-high school options, as well as a Community Conversation forum that I will be facilitating next month.

MID-YEAR STUDENT PERFORMANCE DATA

Similar to analysis shared earlier in the year, with our first semester grades released last week here is a quick data review:

- At the end of our 1st Quarter there were 100 students below mastery in at least one course. At the end of the semester the number is at 87 students below in at least one.
- At the end of the 1st Quarter there were 35 students below in two or more courses (8 in three, 2 in four or more). The end of semester number is 25 (8 in three again, but up to 6 below in four or more).
- 12th Gr. = 28 11th Gr. = 30 10th Gr. = 19 9th Gr. = 10
- English = 32 (18 in Eng. III) ... 37% (down from 42% in Q1)
 Social Studies = 17 (14 in U.S. History) ... 20% (up from 17% in Q1)
 Math = 23 (11 in Alg. II) ... 26% (up from 13% in Q1)
 Science = 40 (14 in Physics) ... 46% (up from 37% in Q1)
 F. Language = 7 (5 in Mandarin) 8% (up from 6% in Q1)

While I don't have complete data for our students taking college classes, I have been informed that we have about 5% of our students enrolled in college classes first semester earning below C's. This puts them on a one-semester probation from taking college classes and these students must re-enroll in the same classes to work towards improving their grade from their first efforts. We are looking to put measures in place to ensure stronger criteria are in place to ensure we are only placing students in college courses that demonstrate the academic skills and maturity to represent our school in the college classroom.

GTCHS INVITED TO PARTICIPATE IN PILOT OF INTERNATIONAL TEST; ACTs, ETC.

The school was recently contacted by the National Charter School Alliance as one of 50 schools nationally being requested to pilot a new international achievement assessment being developed by OEDC (Organization of Economic Development and Collaboration—headquartered in France). OEDC is also involved with the PISA (Programme for International Assessment), but I believe the test we will be piloting is different. I am scheduled for a conference call in the next few weeks to get more details, but my understanding is that that our I Ith grade students will be the target cohort. The school is also looking into partnering with ACT to help us offer a possible longitudinal benchmark assessment for our students, potentially for testing 9th graders and again in IIth grade to evaluate student growth and instructional effectiveness.

Still, even with examining other (inter-)national testing options, the school is also gearing up for the annual State testing season, first in April with the 10th Grade HSAPs and the EOCs at the close of the academic year. And the State has also selected us to field test an 11th grade Math exam, which requires us to dedicate instructional time to administer a test of future potential test questions for the for-profit company that develops the State's exams. I don't support or agree with this practice.

STAFF DEVELOPMENT—TAP, THINKING & WRITING, PROJECT-BASED LEARNING

Our faculty gathered for our most recent development workshop on January 6th. The focus of the session centered on thinking and questioning strategies to foster deeper inquiry skills and more engaging participation with our students. Prior to the holiday recess, all staff members were given a copy of the book *The 5 Elements of Effective Thinking* (E. Burger, M. Starbird; 2012). Plans are already underway for a 2-3 day staff workshop during the final faculty days at the end of the school year in May, as well as for our

August Workshop in-service prior to the return of students at the start of next school year. We are in talks with faculty trainers from Bard College in New York who have developed a highly regarded thinking and writing curriculum used by students at their college and early college programs that we are looking to implement at GTCHS. A training and development workshop is also being considered to re-introduce skills and strategies related to restoring a project-based learning orientation to our curriculum.

STAFFING PLANS AND DUTIES FOR NEXT YEAR

In the coming weeks, a review of current student support and administration assignments and duties will begin to be conducted with the goal of better clarifying needs and roles. There may be some redefinition of job titles and descriptions that emerge, with an aim to have more defined and delineated for better efficiency and to better match strengths of current staff, as well as project where recruitment of new personnel may be needed. A similar review process will be used to evaluate our teaching faculty also with the goal to ensure we have the strongest team in place to provide the highest quality curriculum and instruction for our students.

2014-15 CALENDAR; REVISED SCHEDULE; COURSE BOOKLET UNDER CONSTRUCTION

Our academic calendar for next year has been put through several iterations and reviews and is close to being stamped as final. The staff has made the decision to keep our current A/B Block schedule in place for next year, but we are looking to make some adjustments to the schedule to allow for more time and emphasis on our Family Group/Advisory curriculum and school-based civics and governance. We are also looking to address concerns with our college seminars and open periods. Some of this is schedule related, and some is due to what and when we are offering in terms of courses. That is why teachers are also collaborating on developing some new courses--both in our core and elective offerings, and we should soon have a course booklet available for students to have a little more in terms of options when constructing their schedules.

And for now, I will leave it at that. Many thanks to each of you for all you do in support of GTCHS. Best wishes for a happy holiday and a healthy start to the New Year.

Respectfully submitted,

JEG

GREENVILLE TECHNICAL CHARTER HIGH SCHOOL BYLAWS

Adopted: July 21, 1998 Amended: October 20, 1998 Amended: March 2, 1999 Amended: December 17, 2001 Amended: March 27, 2007

Amended: January 16, 2014 – Revisions noted in *Bold Italics*

ARTICLE I - NAME, ADDRESS

Section 1. <u>Name of Corporation.</u> The name of the Corporation shall be as specified in its Articles of Incorporation, as amended, to wit: Greenville Technical Charter High School (hereinafter referred to as the ("Corporation").

Section 2. <u>Fictitious Name.</u> The Corporation may conduct business under the name: GTCHS.

Section 3. <u>Address of Corporation.</u> The location and address of the registered office of the Corporation shall be P. 0. Box 5616, Greenville, SC 29606-5616.

ARTICLE II - NATURE OF CORPORATION

Section 1. <u>Non-Profit.</u> The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise, to its members.

Section 2. <u>Purposes.</u> The purposes for which the Corporation is to be formed are as set forth in the Articles of Incorporation.

Section 3. <u>Non-Discrimination</u>. The Corporation shall be non-religious and shall accept students and hire staff without discrimination as to race, color, religion, national origin, sex, marital status, sexual orientation, educational affiliation, handicap status, or age, and shall comply with all applicable laws and regulations relating thereto.

Section 4. <u>Enrollment.</u> Subject to total enrollment limitations, enrollment in the school shall be open to any child in accordance with current South Carolina Charter School law.

ARTICLE III - MEMBERS

Section I. <u>No Members:</u> The Corporation shall have no members. Any action which would otherwise, by law, require approval by a majority of all members or approval by

the members shall require only approval of the Board. All rights which would otherwise, by law, vest in the members shall vest in the Board. Nothing in this Article III shall be construed to limit the Corporation's right to refer to persons associated with it as "members," even though such persons are not members. The Board may also, but without establishing membership, create an advisory council or honorary board or such other auxiliary groups as it deems appropriate to advise and support the Corporation.

ARTICLE IV - BOARD OF DIRECTORS, CHARTER GOVERNING BOARD

Section 1. <u>Management.</u> The Board of Directors means the governing body of the Charter School and also shall be the Board of Directors of the Corporation. The business and affairs of the Corporation shall be managed by the Board of Directors (hereinafter sometimes referred to as the "Board." The members shall act only as a Board.

Section 2. <u>Responsibilities.</u> The Board shall sign a Charter School Contract, ensure compliance with all of the requirements for a charter school provided by South Carolina Charter School laws, approve the annual budget, set policy for employment of teachers and non-teaching employees, contract for other services, develop pay scales, performance criteria, and discharge policies for the Charter School employees.

All members of the Board will sign and adhere to the Code of Ethics approved by the Board. No person who has been convicted of a felony may run for the Board of Directors.

Section 3. Annual Elections. The Board shall consist of eleven (11) members. Beginning with year 2014-2015 and all subsequent years, the Board shall consist of nine (9) elected Board members and two (2) additional members appointed by the elected Board. For the 2014-2015 term, four (4) of the elected members shall serve a one (1) year term and five (5) of those elected shall serve a two year term. Commencing with elections for the 2015-2016 School year and thereafter, the annual election shall be held to fill the seats of the Board members terms that expire during the current School year. And those elected will serve a two (2) year term as allowed by South Carolina Charter School law.

The elected Board members, beginning with the 2014-2015 School year shall appoint two (2) additional members to the Board. Appointed individuals shall be community, business and/or higher education leaders. Each appointed Board member shall serve a two (2) year term which concludes on June 30th of the appropriate year. There is no restriction on reappointment of the appointed Board members.

The timeline for the election will be published and provided to all families of students enrolled in the school by the last school day of January each year. All Board candidates (both new and incumbent) will be required to file for the election from February 1 through March 15th prior to the yearly election for the purpose of being listed on the printed ballot. The principal's secretary, **or individual designated on the**

election candidate form, must receive filing forms by 3:00 pm on March 15 or the next business day should March 15 not be a business day.

All employees of the charter school and all parents or guardians of students enrolled in the charter school are eligible to participate in the election. Parents or guardians of a student shall have one vote for each of their students enrolled in the charter school. The annual election will be scheduled before the last school day of April each year. For the purposes of election participation employees are defined as those employed by the school for more than 20 hours per week.

The members of the Board shall be elected by a plurality of the votes cast. No employee of the Corporation shall be seated on the Board in accordance with current South Carolina Charter School law.

A tie for the last seat on the Board will be determined by a toss of a coin.

New board members will take office at 12:01 am on July 1 of each year. New board members will be sworn in prior to this date and time.

Once the election has taken place, and results duly tabulated, *those results will be promptly published.*

Board members elected for the first time, must complete the required orientation training prior to September 1st.

Elections shall be conducted in a manner defined by election procedures established and published by the GTCHS Board of Directors. The Board of Directors, or it's designee, will prepare and maintain instructions covering the election process.

Section 4. <u>Regular Meetings.</u> The Board shall adopt a schedule of at least four regular meetings each year. Meetings of the Board shall be general meetings and open for the transaction of any business within the powers of the Board without special notice of such business except in any case where special notice is required by law or by the Bylaws.

Section 5. <u>Special Meetings.</u> Special meetings of the Board shall be called at any time by the Secretary upon the written request of either the President or three members of the Board.

Section 6. <u>Place and Time of Meetings</u>. All meetings of the Board for conducting Charter School business shall be held at such places within Greenville County and at such times as shall be specified in the respective notices of such meetings or waivers hereof.

Section 7. <u>Notice of Meetings</u>. An annual schedule of the Board's regular meetings shall be provided to each member at the first regular meeting of the Board year. Each member of the Board shall also be notified by email not less twenty-four (24) hours before the meeting. Such notice shall state the date, time, and the place where the meeting is to be held, and for special meetings, in addition, the purpose or purposes for

which the meeting is called. All Board members will receive email at accounts provided by Greenville Technical Charter High School and at any other email address requested in writing by a member.

Notices of meetings of the Board shall also be posted in the school and given to the public in accordance with the requirements of the Freedom of Information Act. Public notice shall, however, not be required in the case of emergency meetings or a conference as defined in the Freedom of Information Act.

Agendas and approved minutes from each meeting will be posted on the school website.

Section 8. Open Meetings. All official actions and all deliberations by a quorum of the Board shall take place at a meeting open to the public, as provided in the Freedom of Information Act, except in cases where executive sessions are authorized pursuant to the Freedom of Information Act.

Section 9. Quorum. At all meetings of the Board, the presence of a majority of the members shall be necessary and sufficient to constitute a quorum and, except as otherwise provided by law or by the Bylaws, the act of a majority of the members present shall be the act of the Board. In the absence of a quorum, no business shall be transacted except to take measures to obtain a quorum, fix a time to adjourn, or to take a recess. No proxy votes will be allowed when members of the GTCHS Board of Directors are absent from regular or called meetings.

Section 10. <u>Resignation</u>. Any member may resign at any time by sending a signed letter of resignation to the Board Chairman.

Section 11. <u>Vacancies</u>. In the event of the death or resignation of a member of the Board, *the Board has the option to appoint an individual to fill said vacancy.* The newly seated board member shall serve the remainder of the term of the vacated membership.

If the membership of the Board drops below 5 members, a special election will be called within thirty days to fill the empty seats.

Section12. <u>Compensation and Expenses</u>. Members shall serve without compensation but may be reimbursed for expenses incurred when acting at the request of and on behalf of the Board.

Section 13. <u>Qualifications of Members</u>. Members shall qualify under all requirements of the South Carolina Charter School Law.

Section 14. <u>Bylaw Amendments.</u> Amendments to the Bylaws will occur at a regularly scheduled Board meeting after written prior notice and discussion at a minimum of one meeting where a quorum is present. Bylaws will be reviewed at least once every three years and shall be documented as to the date of review. Bylaws may be adopted, amended or repealed by a majority vote of the Board.

ARTICLE V - OFFICERS

Section 1. <u>Number of Officers</u>. The officers of the Corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The aforementioned officers must be members. The officers shall perform such duties as usually pertain to the offices which they hold or as may be assigned to them by the Board. The President shall be the Chairperson of the Board.

The President, Vice President, Secretary, and Treasurer shall constitute the Executive Committee of the Board.

Section 2. <u>Election of Officers</u>. The officers shall be elected annually at the first regularly scheduled Board meeting after the new Board is seated by a plurality of the votes cast. Officers may succeed themselves in office. Each person elected an officer shall continue in office after his/her election until the next Board officer election or until his/her earlier death or resignation in accordance with the Bylaws. Vacancies of officers caused by death, resignation, or decrease in the number of officers may be filled by a majority vote of the Board at a special meeting called for that purpose or at any regular meeting.

Section 3. <u>Additional Officers.</u> The Board, at any meeting, may by resolution appoint such additional officers and such agents and employees and determine their term of office and compensation, if any, as it may deem advisable. The Board may delegate to any officer or committee the power to appoint such subordinate officers, agents, or employees and to determine their terms of office and compensation, if any.

Section 4. <u>Emergency Function of the Executive Committee.</u> In the event of emergency when the full board is unable to convene, the Executive Committee composed of the board's elected officers, may take action on the part of the full board. Any emergency action taken by the Executive Committee is subject to ratification by the full board at its next regular meeting.

ARTICLE VI - COMMITTEES

Section 1. <u>Committees.</u> The Board may from time to time, by resolution, constitute such committees of members, officers, employees, or non-members, with such functions, powers and duties, as the Board deems necessary or appropriate. Unless the Board shall provide otherwise, each such committee shall enact purposes, responsibilities, and procedures for its operations. These documents and their amendments shall be approved by the full Board of Directors.

ARTICLE VII - MISCELLANEOUS PROVISIONS

Section 1. <u>Fiscal Year and Audit.</u> The fiscal year of the Corporation shall end on June 30 each year. The Treasurer of the Corporation shall be required periodically and no less than once a year to employ a certified public accountant to audit the accounts of the Corporation.

Section 2. Execution of Contracts. The Board may authorize any officer, employee or agent, in the name of and on behalf of the Corporation, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances. Unless so authorized by these Bylaws or by the Board, no officer, employee, or agent shall have any power to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or in any amount.

Section 3. <u>Commercial Paper.</u> All checks and other orders for the payment of money out of the funds of the Corporation, and all notes or evidences of indebtedness of the Corporation, shall be executed on behalf of the Corporation by such officer or officers or employee or employees, as the Board may, by resolution, from time to time determine.

Section 4. <u>Deposits.</u> All funds of the Corporation not otherwise employed shall be deposited, from time to time, to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may, from time to time, select or as may be selected by any officer or employee of the Corporation to whom such power may, from time to time, be delegated by the Board; and for the purpose of such deposit, any officer, or any employee to whom such power may be delegated by the Board, may endorse, assign and deliver checks, drafts, and other orders for the payment of money which are payable to the order of the Corporation.

Section 5. <u>Notices.</u> Except as may otherwise be required by law, any notice required to be given under these Bylaws shall be in writing and signed by the President or the Secretary; and any notice so required shall be deemed to be sufficient if given by e-mail addressed to the person entitled thereto at his last e-mail address appearing on the records of the Corporation. Any notices required to be given under these Bylaws may be waived, by the person entitled thereto in writing (including telegraph, cable, radio or wireless), whether before or after the meeting or other matter in respect of which such notice is to be given, and in such event such notice need not be given to such person.

ARTICLE VIII - INDEMNIFICATION

Section 1. <u>General.</u> The Corporation shall indemnify each officer, member, employee and representative ("Indemnitee") from the expenses and risks as set forth in Sections 2 and 3 below if such Indemnitee has acted in good faith or in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Corporation and with respect to criminal action proceeding had no reasonable cause to believe his or her conduct was unlawful.

Section 2. <u>Expenses.</u> Indemnities shall be indemnified against all expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the Indemnitee in connection with any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation by reason of the fact that the Indemnitee is or was a representative, officer or director of the Corporation, or is or was serving at the request of the Corporation as a representative of another corporation, partnership, joint venture, trust or other enterprise.

Section 3. <u>Advances</u>. The Corporation may advance to all indemnities all expenses incurred in defending a civil or criminal action, suit or proceeding in advance of final disposition of such action provided the Board determines that it is more likely than not that the Indemnitee will be entitled to indemnification pursuant to Section 1 of this Article VII, and such Indemnitee agrees to repay such amount if it is ultimately determined by the Board that the Indemnitee is not permitted to receive indemnification under Subchapter D or the Non-Profit Corporation Law of 1988.

January 28, 2014

Dear Parent(s)/Guardian(s) and GTCHS Faculty and Staff

The statute governing charter schools provides parents/guardians and faculty/staff members with the opportunity to elect the Greenville Technical Charter High School Board of Directors. The annual board elections for the 2014-2015 school year will be held from Monday, April 21 to Thursday, April 24, 2014. Each family receives one vote per child currently enrolled in GTCHS. Full time school employees are also entitled to a vote.

Today our Board consists of 11 members elected annually. The South Carolina Charter School Laws have been revised to allow Board members to serve two (2) year terms. The law also allows a minority membership of the Board to be appointed by the elected Board members. The Board of Directors has decided to take advantage of these changes within the Charter School Laws and revise our Board configuration starting with the 2014-2015 school year. The new arrangement will be to elect 9 members for the Board of Directors and have those members appoint up to 2 additional Board members. Appointed members shall be individuals from business, community or higher education leaders in our area. For the 2014 election, four of the elected members shall be serving 1 year terms and the other five serving 2 year terms. This will begin a rotation with only a portion of the Board being re-elected each year, thus improving year to year operational continuity of your School's Board of Directors.

All board members are expected to: attend regular monthly board meetings and emergency meetings (if required), participate on assigned committees, attend school events whenever possible, and assist with fundraising. Regular board meetings are usually scheduled from 6:00 PM to 8:00 PM, the 3rd Tuesday of each month; times and lengths for committee meetings and school events vary throughout the year. The term of office is for one or two years which begins on July 1st of each year and ends on June 30th the following year.

Any interested candidate must complete the Filing Application for Election to the Board of Directors enclosed in this mailing. Additional copies of the application may be obtained online at www.gtchs.org or from Teresa Loftis, Principal's Secretary. The application period begins on February 3, 2014 and ends at 3:00 PM on March 17, 2014. The completed application must be returned to Teresa Loftis no later than 3:00 PM on March 17, 2014 in order for a candidate's name to be printed on the ballot. Write-in candidates are also allowed during voting.

Sample ballots will be prepared and distributed to parents and faculty by April 1, 2014. All pertinent dates for the election are listed on the following page.

For this election, GTCHS will move to electronic voting by internet. Each eligible voter will receive the applicable number of unique voter identification numbers corresponding to the number of votes they are entitled to. Voting will open at 9:00 AM on April 21, 2014 and close at 3:00 PM on April 24, 2014. For those wishing to vote at GTCHS, a voting booth with computer will be available for completion of voting.

You are invited to attend the next regular board meeting at 6:00 p.m. on Tuesday, February 18, 2014 in the Greenville Technical College Administrative Board Room to observe a typical meeting as you consider placing your name in nomination for the election.

Thank you for your involvement in this extremely important process.

Sincerely,

Ken Payne GTCHS Chairman, Development and Governance/Political Committee

Enclosures: Candidate Filing Form, Significant Dates

Significant Dates for the 2014 GTCHS Board Member Election

January 28, 2014	Announcement of Election Letter Distribution
February 3, 2014	Candidate Filing Period Begins
February 18, 2014	GTCHS Board Meeting (all candidates welcome) GTC Administrative Board Room, 6:00 PM
March 17, 2014	Candidate Filing Deadline 3:00 PM
March 18, 2014	Election Report to GTCHS Board Meeting
April 1, 2014	Deadline for Printing and Posting Sample Ballot and distribution of voting IDs and instructions
April 15, 2014	Parents Meet Candidates, 5:00 to 6:00 PM Prior to monthly Board meeting
April 21, 2014	Online voting opens at 9:00 AM
April 24, 2014	Poll for those wishing to vote at school open 8:00 to 9:00 AM, Noon to 1:00 PM or 2:00 to 3:00 PM Lobby of Allied Health Building
April 24, 2014	Voting closes at 3:00 PM
April 28, 2014	Election results published no later than 3:00 PM on this date

Exhibit BF

For Office Use Only:			
Date received	Time received	Sec	cretary's Initials

Greenville Technical Charter High School

PO Box 5616, Greenville, SC 29606-5616

2014 FILING APPLICATION FORM FOR ELECTION TO BOARD OF DIRECTORS

INSTRUCTIONS

- 1. Submit this form to Teresa Loftis, Principal's Secretary, by 3:00 pm March 17, 2014
- 2. Provide a brief bio on the lines below for distribution to families and faculty/staff. All bios will be copied exactly as submitted. LIMIT TO 250 WORDS.
- 3. If possible, please submit an electronic copy to tloftis@gtchs.org

Name							
Address							
Telephone . (Home) E-mail Address	(Work)	(Mobile)					
FAX No	E						
Employer:							
Filing as (please check or	ne or more as appr	opriate):					
Parent/Family Member Education or Community Leader Business							
BRIEF BIOGRAPHICAL SK	ETCH (May include ed	ucational, civic, & o	community activities.)				
Signature		Date	.				