

**BYLAWS OF  
THE SCHOOL GOVERNING BOARD OF MARIETTA HIGH  
SCHOOL:  
A GEORGIA COLLEGE & CAREER ACADEMY**

Adopted 7/17/2018

## **ARTICLE ONE**

### **Name**

The name of the governing board established by these Bylaws shall be the Marietta High School: A Georgia College & Career Academy School Governing Board (the “SGB”), which is organized as the governing council for Marietta High School: A Georgia College & Career Academy, pursuant to the authority of the Board of Education of the City of Marietta, the Georgia Charter Schools Act (O.C.G.A. § 20-2-2060 et seq.), O.C.G.A. §§ 20-2-326 and 20-4-37, and the Charter System Petition of the Board of Education of the City of Marietta approved on June 14, 2018 by the Georgia Department of Education (the “Charter”).

## **ARTICLE TWO**

### **Purpose**

Marietta High School: A Georgia College & Career Academy (the “School”) is organized and operated to provide a course of instructional study which merges academics with career and technical education and skills training for the benefits of the Marietta, Georgia community and for the educational purposes set forth in the Charter agreed to by the Board of Education of the City of Marietta and the Georgia Board of Education.

## **ARTICLE THREE**

### **Membership**

#### **Section A: Composition and Selection**

- (1) The SGB shall consist of nineteen (19) voting members. Members of the SGB, and their method of selection, shall be as follows:
  - (a) The president of Chattahoochee Technical College (CTC) or his or her designee;
  - (b) The CEO of the Cobb Chamber of Commerce or his or her designee;
  - (c) Three (3) members who shall each be a parent or guardian of a student enrolled at the School; two (2) of these members shall be elected by the parents/guardians of the School; one member shall be appointed by the Principal.
  - (d) A community member and/or representative from a post-secondary institution who lives, works, or has a substantial connection in or to the City of Marietta; this member shall be appointed by the Principal;
  - (e) Four (4) members who shall be full-time certified staff who work the entire day as a part of the faculty of the School; three (3) of these members shall be elected by the certified staff members assigned to the School; one (1) of these members shall be appointed by the Principal.

- (f) Seven (7) members who shall represent businesses and industries in the Marietta and/or Cobb County area; these members shall be appointed by a nominating committee consisting of the Principal, CEO, and Cobb Chamber CEO (or his or her designee).
  - (g) Two (2) members who shall represent businesses and industries in the Marietta and/or Cobb County area; these members shall be appointed by the Superintendent.
- (2) In addition, the SGB may also include up to eight (8) non-voting members. The non-voting members shall include
- a. The Principal of the School, who is the leader of the school and all of its programs
  - b. The CEO of the College & Career Academy, who manages the work of the College & Career Academy and the Career, Technical and Agricultural Education program
  - c. The Principal of Marietta Middle School
  - d. Two (2) students of the School; one (1) student appointed by the principal and one (1) student appointed by the CEO.
  - e. One (1) representative from Georgia Highlands College
  - f. One (1) representative from Kennesaw State University
  - g. One (1) representative from Life University.
- (3) As required by applicable laws and regulations, a majority of the voting members of the SGB must be representatives of business and industry. SGB members will be provided essential training for each member. Each SGB member will be provided with, and required to attend, annual training as required by applicable laws, rules and regulations.
- (4) An employee of the Marietta City Schools may serve as a parent or guardian representative on the SGB as long as his or her child is enrolled at the School and if such employee works at a different school. Members of the Board of Education of the City of Marietta may not serve as members of the SGB, but are allowed to vote for the parent and guardian representatives if they are otherwise qualified to do so.

**Section B: Officers and Duties**

The officers of the SGB shall consist of a Chair, a Vice-Chair, and a Secretary. Each officer shall be elected by the SGB at the first meeting of the SGB following the annual election and appointment of SGB members.

**The Chair**

The Chair shall have the following duties and responsibilities:

- (1) To convene the appropriate bodies charged with the selection of SGB members as detailed above;
- (2) To, in collaboration with the Principal, CEO and other SGB members, develop the agenda for each meeting of the SGB after taking into consideration suggestions of SGB members and the urgency of school matters;

- (3) Serve as a liaison between the SGB and the Board of Education;
- (4) Sign the required affidavit on each occasion the SGB elects to close a meeting and enter into executive session, which shall be made available for public viewing in the same manner as meeting minutes;
- (5) Serve as the spokesperson of the SGB
- (6) Perform all other duties as required by law, these Bylaws or as directed by the SGB from time to time.
- (7) The Vice-Chair will perform all duties of the Chair in the absence of the Chair.

### **The Vice-Chair**

The SGB Vice-Chair shall have the following duties and responsibilities:

- (1) In the absence of the Chair, shall preside at SGB meetings
- (2) During any disability or vacancy in office of the Chair, temporarily perform the other duties and exercise the powers of the Chair; and
- (3) Perform other duties as assigned by the chair from time to time.
- (4) In the absence of the Chair and Vice-Chair, a member of the SGB shall be chosen to act as Chair temporarily.

### **The Secretary**

The Secretary shall attend all meetings and act as clerk of the SGB, and be responsible for recording all votes and minutes of all proceedings in the documents to be kept for that purpose. The Secretary shall give official notice of all meetings (or cause another person to give notice of meetings) of the SGB, according to Article V. The Secretary shall perform such other duties as may be prescribed by the SGB from time to time.

### **Section C: Membership Terms**

- (1) The terms for the President of CTC and the Cobb Chamber CEO shall be indefinite.
- (2) The regular terms for the remaining seventeen (17) SGB members shall be for two (2) years; provided, however that eight (8) of such members, selected from each membership group, shall serve an initial term of one (1) year so that the SGB membership shall be staggered. Terms shall track the school year, commencing on July 1 and ending on June 30.

- (3) SGB members may serve a maximum of three (3) consecutive terms.
- (4) The initial SGB shall be operational for the 2018-19 school year upon approval of these bylaws by the Board of Education of the City of Marietta.

**Section E: Elections for Parent/Guardian and Staff Members**

Elected parent/guardian and staff members of the SGB shall be elected during and in accordance with the Marietta City Schools Charter System SGT election cycle. All rules and procedures related to SGT elections apply to these members.

**Section F: Code of Ethics**

SGB members will operate in the most ethical and conscientious manner possible and in accordance with the code of ethics/code of conduct for the Marietta City Schools. SGB members shall sign the required code of ethics policy acknowledgement annually. SGB members shall be held to the same ethical standards as the members of the Board of Education for the City of Marietta.

**Section G: Conflicts of Interest**

SGB members should avoid any real or perceived conflicts of interest. Should a member of the SGB become aware of any real or perceived conflict of interest with respect to any item on, or which could reasonably be expected to come onto, the SGB agenda, such member should, at the first available opportunity but in any event prior to any vote being taken, make a full disclosure of the conflict (or potential conflict) to the Chair and other members of the SGB, and such member should thereafter refrain from any and all discussion or action on such item. SGB members shall sign the required conflict of interest policy acknowledgement annually.

**Section H: Removal**

Any SGB member may be removed with “cause” at any regular, special or annual meeting of the SGB, by the affirmative vote of a majority of all the SGB members then in office, provided that notice of intention to act upon such matter shall have been given in the notice calling such meeting. Any SGB member may also be removed with or without cause by majority vote of the members of the Board of Education of the City of Marietta at any regular or specially called meeting of the Board of Education of the City of Marietta. For purposes of this Section, the term “cause” shall include violation of the code of ethics, violation of the conflicts of interest policy, failure to regularly attend SGB meetings, or the arrest or conviction of any crime (other than minor traffic offenses). Non-voting SGB members (other than the Principal and CEO) may be removed by the SGB and/or the Board of Education of the City of Marietta at any time without cause and without notice.

**Section I: Vacancy**

A vacancy, whether arising from an SGB member’s death, disability, resignation, removal or otherwise (including by reason of no longer meeting the qualifications for such position), may be filled by the joint appointment of a substitute member by the President and CEO and upon the

approval thereof by the remaining members of the SGB. The substitute member shall serve out the remainder of the applicable term. Notwithstanding the foregoing, should any vacancy occur with respect to a member elected by the parent/guardian or faculty groups, should such vacancy arise not more than ninety (90) days prior to the next scheduled election, such position shall remain unfilled until the election.

Membership on the SGB is personal to the member and may not be transferred or assigned to another person.

### **Section J: Compensation**

No member of the SGB shall receive compensation to serve on the SGB or any committees.

### **Section K: Immunity**

To the extent allowed by law, the members of the SGB shall have the same immunity as the members of the Board of Education of the City of Marietta in all matters directly related to the functions of the SGB.

## **ARTICLE FOUR**

### **Committees**

#### **Section A: Committees of the SGB**

The SGB will have the following standing committees:

- School Governance
- Career and Business

Such committees shall not have or exercise the authority of the SGB but may report to and give non-binding information to the SGB. Committee membership will be determined at the first meeting of the SGB after the start of the new term (after July 1). The Chair, the Principal and the CEO shall serve as *ex-officio* members of all committees.

The SGB may establish and abolish additional committees upon the approval of the Superintendent.

#### **Section B: Committee Chair**

One member of each committee shall be appointed chair of such committee thereof by a majority vote of the members of such committee.

#### **Section C: Vacancies**

Vacancies in the membership of any committee may be filled by the Chair of the SGB, subject to approval by majority vote of the SGB.

### **Section D: Quorum**

Unless otherwise provided in the resolution of the SGB designating a committee, a majority of the whole committee shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

### **Section E: Rules**

Each committee may adopt rules for its own government, so long as such rules are not inconsistent with these bylaws or with rules adopted by the SGB.

## **ARTICLE FIVE**

### **Meetings**

#### **Section A: Meetings & Place of Meetings**

Meetings of the SGB may be held at any place within or without the State of Georgia as set forth in the notice thereof or in the event of a meeting held pursuant to waiver of notice, as may be set forth in the waiver, or if no place is so specified, at the School.

The SGB shall be scheduled to meet at least six (6) times each school year in regularly scheduled meetings. The meeting schedule shall be developed prior to the beginning of each new school year.

#### **Section B: Notice of Meetings**

Notice of meetings (including time, place, and dates) shall be posted on the School's website. This posting shall occur at least one week in advance for regularly scheduled meetings. The Secretary is responsible for ensuring the meeting is posted.

#### **Section C: Quorum and Voting Procedures**

A majority of the SGB shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the SGB.

Each member of the SGB shall be entitled to one (1) vote on all matters coming before the SGB. No proxies shall be allowed.

Ties will result in no action of the motion.

#### **Section D: Parliamentary Authority**

The proceedings of the SGB shall be governed and conducted in compliance with *Robert's Rules of Order* or other parliamentary procedure adopted by the SGB.

## ARTICLE SIX

### Roles and Responsibilities

#### Section A: Accountability

- (A) The members of the SGB are accountable to the constituents they serve and shall:
- (1) Maintain a School-wide perspective on issues in alignment with the School's mission statement; and
  - (2) Regularly participate in SGB meetings; and
  - (3) Participate in information and training programs meeting Georgia Charter SGT and Georgia College & Career Academy Board requirements; and
  - (4) Act as a link between the SGB and the community; and
  - (5) Encourage the participation of parents, business/industry representatives, and others within the School community; and
  - (6) Work to improve student achievement, performance, and career planning.
- (B) The SGB will provide the Superintendent with feedback on the performance of both the Principal and the CEO on at least an annual basis. This feedback will be collected through processes, procedures and forms to be developed by Marietta City Schools.
- (C) When the Principal and/or CEO position is vacant:
1. The Superintendent shall determine if administrative appointments or transfers are appropriate and effect such appointment or transfer(s). If an administrative appointment or transfer is directed by the Superintendent, the SGB shall have no role in the selection of the Principal and/or CEO.
  2. If the position is not filled by an administrative appointment or transfer, the SGB will follow the principal-selection process as outlined in the Charter System SGT bylaws.
  3. The current or acting-Principal and/or CEO (but not an assistant principal, CTAE Supervisor or other faculty or staff member under consideration for an open position) may be present at the meeting, notwithstanding that they are a candidate being considered for the vacancy, but under no circumstances shall such person be allowed to vote on any matter related to such vacancy including, without limitation, any recommendation to be made or voted upon by the SGB.

## **ARTICLE SEVEN**

### **Minutes**

The SGB is subject to the Georgia Open Meetings Act (O.C.G.A. § 50-14-1, *et seq*) and the Georgia Open Records Act (O.C.G.A. § 50-18-70, *et seq.*), relating to open meetings and the inspection of public records, in the same manner as local boards of education. Public records prepared or maintained by the SGB will constitute public records and will be subject to the Georgia Open Records Act. SGB members will maintain the confidentiality of records, including, but not limited to, student education records, as may be required by federal and/or state law.

With regard to open meetings, meeting agendas shall be posted at some time during the two-week period immediately prior to the meeting. After each meeting, a copy of the agenda and the members present at the meeting of the SGB will be made available to the public for inspection upon request at the school office within two business days of the meeting. Access to the minutes will be provided to the SGB members within ten (10) days of each SGB meeting. The official minutes will be open to public inspection once approved by the SGB at its next regular meeting.

At a minimum, minutes will include the names of the SGB members present at the meeting, a description of each motion or other proposal made, the identity of the persons making and seconding the motion or other proposal, and a record of all votes. The name of each person voting for or against a proposal shall be recorded. It shall be presumed that the action taken was approved by each person in attendance unless the minutes reflect the name of the persons voting against the proposal or abstaining.

## **ARTICLE EIGHT**

### **Role of the Board of Education**

Each member of the SGB acknowledges and agrees that, as provided by law, the Board of Education of the City of Marietta retains control and management over the School. If the SGB is unable to reach a consensus or otherwise cannot resolve a matter coming before the SGB or related to the School, the Chair shall refer the matter to the Chair of the Board of Education for resolution by the Board of Education. The Board of Education shall endeavor to resolve any matter or dispute in a manner that ensures the mission of the School as a Georgia College & Career Academy is not diminished, reduced or compromised; provided, however, that the foregoing statement shall not prohibit or restrict the Board of Education from fulfilling its legal obligations in the manner it deems to be in the best interests of the Marietta City Schools.

The Board of Education shall provide all information not specifically made confidential by law, including school site budget and expenditure information and site average class sizes by grade, to the SGB as reasonably requested by the SGB or as otherwise required by state law or the Charter. The Superintendent may also designate an employee of the District (other than the Principal or the CEO) to attend SGB meetings and/or provide information or documentation to the SGB.

**ARTICLE NINE**

**Amendments/Attachments**

**Power and Conditions to Amend Bylaws**

The SGB shall have the power to alter, amend or repeal these Bylaws or adopt new Bylaws.

Action by the SGB with respect to Bylaws shall be taken by the affirmative vote of a majority of all SGB members then holding office at a meeting duly called for such purpose. No alterations, amendments, restatements or other modifications to these Bylaws shall become effective until approved by a majority vote of the Board of Education of the City of Marietta.

Attachment 1 – Code of Ethics

Attachment 2 – Conflicts of Interest

Attachment 3 – Standing Rules

Attachment 4 – Georgia College & Career Academies Roles & Responsibilities

**Marietta High School: A Georgia College & Career Academy**

**School Governing Board Code of Ethics**

**Adopted July 17, 2018**

The Marietta High School: A Georgia College & Career Academy School Governing Board (SGB) desires to operate in the most ethical and conscientious manner possible and to that end the SGB adopts this Code of Ethics and each member of the SGB agrees that he or she will:

**Domain I: Governance Structure**

1. Recognize the Board of Education of the City of Marietta retains ultimate control and management of Marietta High School: A Georgia College and Career Academy.
2. Recognize the authority of the SGB rests only with the SGB as a whole and not with individual members and act accordingly.
3. Support the delegation of authority for the day-to-day administration of the school to the school leaders and act accordingly.
4. Honor the chain of command and refer problems or complaints consistent with the chain of command.
5. Recognize that the school leaders should be present at all meetings of the SGB except when his or her contract, salary or performance is under consideration.
6. Not undermine the authority of the school leaders or school administration.
7. Use reasonable efforts to keep the school leaders informed of concerns or specific recommendations that any member may bring to the SGB.

**Domain II: Strategic Planning**

1. Reflect through actions that his or her first and foremost concern is for educational welfare of students attending Marietta High School: A Georgia College & Career Academy.
2. Participate in all planning activities to develop the vision and goals of the SGB.
3. Work with the SGB and the school leaders to ensure prudent and accountable uses of the resources of the school.
4. Render all decisions based on available facts and his or her independent judgment and refuse to surrender his or her judgment to individuals or special interest groups.
5. Uphold and enforce all applicable laws, all rules and guidelines of the State Board of Education, the Board of Education of the City of Marietta, and the SGB.

**Domain III: Board and Community Relations**

1. Seek regular and systemic communications among the SGB and students, staff, and the community.
2. Communicate to the SGB and the school leader expressions of public reaction to SGB policies and programs of the school.

**Marietta High School: A Georgia College & Career Academy**

**School Governing Board Code of Ethics**

**Adopted July 17, 2018**

**Domain IV: Policy Development**

1. Work with other SGB members to establish effective policies for Marietta High School: A Georgia College & Career Academy.
2. Make decisions on policy matters only after full discussion at publicly held SGB meetings.
3. Periodically review and evaluate the effectiveness of policies on school programs and performance.

**Domain V: Board Meetings**

1. Attend and participate in regularly scheduled and called SGB meetings.
2. Be informed and prepared to discuss issues to be considered on the SGB agenda.
3. Work with other SGB members in a spirit of harmony and cooperation in spite of differences of opinion that may arise during the discussion and resolution of issues at SGB meetings.
4. Vote for a closed executive session of the SGB only when applicable law or policy requires consideration of a matter in executive session.
5. Maintain the confidentiality of all discussions and other matters pertaining to the SGB and the school during executive session of the SGB.
6. Make decisions in accordance with the interests of the school as a whole and not any particular agreement thereof.
7. Express opinions before votes are cast, but after the SGB vote, abide by and support all majority decisions of the SGB.

**Domain VI: Human Capital and Development**

1. Consider the employment of personnel only after receiving and considering the recommendation of the school leaders.
2. Support the employment of the people best qualified to serve as principal and CEO of the College and Career Academy and provide regular and impartial feedback on their performance, using the guidelines provided by Marietta City Schools.

**Domain VII: Financial Governance**

1. Refrain from using the position of SGB member for personal or partisan gain or to benefit any person or entity over the interest of Marietta High School: A Georgia College & Career Academy.

**Conduct as a Board Member**

1. Devote sufficient time, thought and study to the performance of the duties and responsibilities of a member of the SGB.
2. Become informed about current educational issues by individual study and through participation in programs providing needed education and training.

Attachment 1

**Marietta High School: A Georgia College & Career Academy**

**School Governing Board Code of Ethics**

**Adopted July 17, 2018**

3. Communicate in a respectful professional manner with and about fellow SGB members.
4. Take no private action that will compromise the SGB or school administration.
5. Participate in all required training programs developed for board members by the Board of Education of the City of Marietta or the State Board of Education.

**Conflicts of Interest**

1. Announce potential conflicts of interest before SGB action is taken.
2. Comply with the Conflicts of Interest Policy of the board, all applicable laws and State Board of Education Standard, rules and guidelines.

Refer to the Bylaws, Article Three Section H, for consequences and procedures for violations.

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Printed Name of Board Member

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Signature of Board Member

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Date

**Attachment 2**

**Marietta High School: A Georgia College & Career Academy  
Conflict of Interest Policy  
Adopted July 17, 2018**

1. No SGB member shall use or attempt to use his or her official position to secure unwarranted privileges, advantages, employment for himself or herself, any of his or her immediate family members, or others.
2. No SGB member shall act in his or her official capacity in any matter in which he or she, any of his or her immediate family members, or any business organization in which he or she has a material financial interest, that would reasonably be expected to impair his or her objectivity or independence of judgment.
3. No SGB member shall solicit, accept or knowingly allow his/her immediate family member or a business organization in which he/she has an interest to solicit or accept any gift, favor, loan, political contribution, service, promise of future employment, or other thing of value based upon an understanding that the gift, favor, loan, political contribution, service, promise of future employment, or other thing of value was given or offered for the purpose of influencing that SGB member in the discharge of his/her service or duties.
4. No SGB member shall use, or knowingly allow to be used, his or her official position or any information not generally available to the members of the public which he or she receives or acquires in the course of and by reason of his or her official position for the purpose of securing financial gain for himself or herself, any of his or her immediate family members, or any business organization with which he or she is associated.
5. No SGB member or any of his or her immediate family members or any business organization in which he or she has an interest shall represent any person or party other than the College and Career Academy SGB in connection with any cause, proceeding, application, or other matter pending before the College and Career Academy SGB on which he or she serves.
6. No SGB shall be prohibited from making an inquiry for information on behalf of a community member if no fee, reward, or other thing of value is promised to, given to, or accepted by the SGB member or any of his or her immediate family members in return therefore.
7. No SGB member shall be deemed in conflict with these provisions if, by reason of his or her participation in any matter required to be voted upon by the College and Career Academy SGB, no material or monetary gain accrues to him or her as a member of any profession, occupation, or group to any greater extent than any gain could reasonably be expected to accrue to any other member of that profession, occupation, or group.
8. No SGB member shall accept a monetary fee or honorarium for a speaking engagement, participation in a seminar, discussion panel, or other activity, which directly relates to the official duties of that public officer or the office of that public officer. Actual and reasonable expenses for food, beverages, travel, lodging, and registration for a meeting, which are provided to permit participation in a panel or speaking engagement at the meeting, shall not be monetary fees or honoraria.
9. Each SGB member shall fully disclose any potential conflict pertaining to the provisions of this regulation as soon as he/she becomes aware of the matter.
10. Each SGB shall sign annually a copy of this Conflict of Interest signifying understanding and agreement to provisions.

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Printed Name of SGB Member

Signature of SGB Member

Date

## Attachment 3

### Marietta High School: A Georgia College & Career Academy

#### Standing Rules

Adopted July 17, 2018

1. The School Governing Board (SGB) meets the ***day of the month*** at ***time*** at ***place***.

The following are established committees:

- Executive
- Governance
- *Other committees as needed, such as a school data team committee*

2. Under circumstances necessitated by emergency, the SGB may conduct meetings by teleconference and will provide notice and means of public access as required under the Open Meetings Act.
3. Members are expected to attend all board and committee meetings or give notice of absence. ***A procedure for dealing with non-participating members should be spelled out here.*** Recommend that any accountability be dealt with by people other than the Principal or CEO.
4. Members will be given an orientation within a month of joining the SGB. ***An orientation of new members should be detailed here, both for 'regular' orientation after appointment/election and for members that are filling a vacancy.***
5. Call-in voting may be allowed on a limited basis when members are unable to attend in person. Those calling in shall be counted present.