

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

Approved by the CCA Board on 5/14/2024  
For adoption by Board of Education of the City of Marietta

## **ARTICLE ONE**

### **Name**

The name of the organization shall be Marietta High School: A Georgia College & Career Academy ("the CCA").

## **ARTICLE TWO**

### **Purpose**

The purpose of the CCA is to put all Marietta High School students on a path to one or more of the following outcomes after graduation:

- Employment in a high-wage, high-demand career
- Enrollment in postsecondary education and training
- Enlistment in the United States Armed Forces or civil service

As part of that mission, the CCA was established by—and depends upon—enduring partnerships with all three of the following stakeholder groups:

- Local business and industry, in order to serve as a sustainable pipeline of skilled workers for high-demand occupations
- Local and regional postsecondary institutions, in order to equip and prepare students for success in higher education
- Local military, public safety, and nonprofit leaders, in order to elevate opportunities for careers of service.

## **ARTICLE THREE**

### **Board of Directors and Membership**

#### **Section A: Role of the Board of Directors**

The CCA Board of Directors ("the CCA Board"), as defined and governed by these bylaws, shall provide leadership to the CCA in the following areas:

- (1) Governance and Oversight:
  - (a) Maintain and revise these bylaws and other governing documents to ensure effective oversight of the CCA according to its purpose;
  - (b) Promote awareness of, advocate for, and champion the CCA in Marietta and the Cobb community;
  - (c) Foster partnerships and support for the CCA's programs and initiatives; and
  - (d) Engage with the Georgia College and Career Academy Network to learn and implement best practices.

- (2) Strategic Planning and Sustainability
  - (a) Oversee the process of reviewing and evaluating the success of career pathway programs and other programs of the CCA and make recommendations to the Board of Education of the City of Marietta;
  - (b) Set measurable goals for the CCA and evaluate progress toward those goals; and
  - (c) Ensure the sustainability of the CCA and its programs according to its purpose.
- (3) Teaching and Assessing for Learning:
  - (a) Evaluate work-based learning outcomes;
  - (b) Ensure career pathway curriculum is aligned to workforce needs for the relevant industry sectors for each pathway program; and
  - (c) Support instructors with industry-specific professional development where appropriate.
- (4) Economic and Workforce Development Alignment
  - (a) Maintain awareness of local workforce needs, including jobs and skills in high demand; and
  - (b) Evaluate alignment of programs to local workforce need to ensure growing and emerging sectors are represented in career pathway instruction.

## **Section B: Composition and Selection**

The CCA Board shall be comprised as follows:

- (1) The CCA Board shall consist of fifteen (15) voting members, who shall be appointed as follows:
  - (a) The president of Chattahoochee Technical College or his or her designee shall be a standing member;
  - (b) The CEO of the Cobb Chamber of Commerce or his or her designee shall be a standing member;
  - (c) The CTAE Director for Marietta City Schools shall be a standing member;
  - (d) A representative from the City of Marietta Office of Economic Development shall be a standing member;
  - (e) A parent or guardian of a student enrolled at the school, who shall be appointed by the Principal of Marietta High School (“Principal”);

- (f) A certified full-time staff member of Marietta High School, who shall be appointed by the Principal;
  - (g) Nine (9) members who shall represent businesses and industries in the Marietta and/or Cobb County area. Seven (7) of these members shall be appointed by a nominating committee consisting of the Principal, CCA CEO, and Cobb Chamber CEO (or his or her designee). Two (2) of these members shall be appointed by the Superintendent. The nominating committee and Superintendent are encouraged, but not required, to appoint business and industry representatives that align with the CCA's career pathways or with ongoing initiatives that support the purpose of the CCA.
- (2) In addition, the CCA Board may also include up to twelve (12) non-voting members. The first eight non-voting members shall be comprised of:
- (a) The Principal of the Marietta High School;
  - (b) The CEO of the CCA;
  - (c) The Principal of Marietta Middle School or designee;
  - (d) Two (2) students of Marietta High School; one (1) student appointed by the Principal and one (1) student appointed by the CCA CEO;
  - (e) One (1) representative from Georgia Highlands College;
  - (f) One (1) representative from Kennesaw State University; and
  - (g) One (1) representative from Life University.

The remaining non-voting members may be appointed by the Chair of the Board at his or her discretion. There is no requirement to fill all four undesignated non-voting member positions.

- (3) As required by applicable laws and regulations, a majority of the voting members of the CCA Board must be representatives of business and industry. CCA Board members will be required to attend such annual training as is required by applicable laws, rules, and regulations.
- (4) An employee of Marietta City Schools may serve as a parent or guardian representative on the CCA Board as long as his or her child is enrolled at Marietta High School. Members of the Board of Education of the City of Marietta may not serve as voting members of the CCA.

### **Section C: Officers and Duties**

The officers of the CCA Board shall consist of a Chair and a Vice-Chair, to be selected from among the voting members of the CCA Board, and a Secretary, as chosen by the CEO of the CCA. The Chair and Vice Chair shall be elected by the voting members at the first meeting of the

CCA Board following the annual appointment of the CCA Board.

### **The Chair**

The Chair shall have the following duties and responsibilities:

- (1) Preside over all meetings of the CCA Board;
- (2) To convene the appropriate bodies charged with the selection of the CCA Board as detailed above;
- (3) To, in collaboration with the Principal, CEO and other CCA Board members, develop the agenda for each meeting of the CCA Board after taking into consideration suggestions of CCA Board members;
- (4) Serve as a liaison between the CCA Board and the Board of Education;
- (5) Serve as the spokesperson of the CCA Board;
- (6) Perform all other duties as required by law, these Bylaws or as directed by the CCA Board 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 Vice-Chair shall have the following duties and responsibilities:

- (1) In the absence of the Chair, shall preside at CCA Board 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 CCA Board shall be chosen to act as Chair temporarily.

### **The Secretary**

The Secretary shall be under the supervision of the CCA CEO or the Principal and shall be a full-time employee of Marietta City Schools. The Secretary shall attend all meetings and act as clerk of the CCA Board 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 CCA Board, according to Article V. The Secretary shall perform such other duties as may be prescribed by the CCA from time to time.

## **Section D: Membership Terms**

- (1) The terms for the President of Chattahoochee Technical College, the Cobb Chamber CEO, the CTAE Director, the representative from the Marietta Economic Development Department and the designated non-voting members (except the student representatives) shall be indefinite.
- (2) The regular terms for the parent representative and the business and industry representatives shall be for three (3) years; provided, however that three (3) of the business and industry members, selected from each membership group, shall serve an initial term of one (1) year, three (3) shall serve a term of two (2) years, and three (3) shall serve for three (3) years so that those terms shall be staggered. The student representatives shall serve for one year, with the option for the student to serve a second year at the discretion of the CEO. Terms shall track the school year, commencing on July 1 and ending on June 30.
- (3) CCA Board members may serve a maximum of two (2) consecutive terms.
- (4) These amended bylaws shall be operational beginning in the 2024-2025 school year upon approval of these bylaws by the CCA Board and the Board of Education of the City of Marietta.

## **Section E: Code of Ethics**

CCA Board 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. CCA Board members shall sign the required code of ethics policy acknowledgement annually. CCA Board members shall be held to the same ethical standards as the members of the Board of Education for the City of Marietta.

## **Section F: Conflicts of Interest**

CCA Board members should avoid any real or perceived conflicts of interest. Should a member of the CCA Board 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 CCA Board 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 CCA Board, and such member should thereafter refrain from any and all discussion or action on such item. CCA Board members shall sign the required conflict of interest policy acknowledgement annually.

## **Section G: Removal**

Any CCA Board member may be removed with “cause” at any regular, special or annual meeting of the CCA Board, by the affirmative vote of a majority of all the CCA Board 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 CCA Board 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 CCA Board meetings, or the arrest or conviction of any crime (other than minor traffic offenses). Non-voting CCA Board members (other than the Principal and CEO) may be removed by the CCA Board and/or the Board of Education of the City of Marietta at any time without cause and without notice.

**Section H: Vacancy**

A vacancy, whether arising from an CCA Board 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 Principal and CEO and upon the approval thereof by the remaining members of the CCA Board. The substitute member shall serve out the remainder of the applicable term.

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

**Section I: Compensation**

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

**Section J: Immunity**

To the extent allowed by law, the members of the CCA Board 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 CCA Board.

**ARTICLE FOUR**

**Meetings**

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

Meetings of the CCA 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 Marietta High School.

The CCA Board 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 and Meeting Minutes**

Notice of meetings (including time, place, and dates) shall be posted on the CCA website. This posting shall occur at least one week in advance for regularly scheduled meetings. Minutes from each meeting shall be posted according to the terms set forth in Article Six of this document. The Secretary is responsible for ensuring the meeting and meeting minutes are posted.

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

A majority of the voting members of the CCA Board shall constitute a quorum, and the act of a majority of the voting members present at a meeting at which a quorum is present shall be the act of the CCA Board. Each member of the CCA Board shall be entitled to one (1) vote on all matters coming before the CCA Board. No proxies shall be allowed. Ties will result in no action of the motion.

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

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

## **ARTICLE FIVE**

### **Roles and Responsibilities**

#### **Section A: Accountability**

The members of the CCA Board 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;
- (2) Regularly participate in CCA Board meetings (at least five meetings and the mandatory training, may not call-in for meetings more than twice);
- (3) Participate in information and training programs meeting Georgia College & Career Academy Board requirements;
- (4) Act as a link between the CCA and the community;
- (5) Encourage the participation of parents, business/industry representatives, and others within the Marietta High School community; and
- (6) Work to improve student achievement, performance, and career planning.

#### **Section B: Performance of the CCA CEO**

The CCA Board may provide the Superintendent with feedback on the performance of the CEO through processes, procedures, and forms to be developed by Marietta City Schools.

#### **Section C: Vacancy of the CCA CEO**

When the CEO position is vacant:

- (1) The Superintendent shall determine the process by which the CEO position is filled,

including whether by administrative appointments or transfers or by posting, interviewing, and hiring new individuals to fill the role.

- (2) The CCA Board may make recommendations or participate in the interview process as requested by the Superintendent or the Board of Education of the City of Marietta.
- (3) The current or acting CEO (but not an assistant principal, CTAE Supervisor or other faculty or staff member under consideration for an open position) may be present during such interviews, 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 CCA Board.

## **ARTICLE SIX**

### **Minutes**

The CCA 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 CCA Board will constitute public records and will be subject to the Georgia Open Records Act. CCA Board 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 CCA Board 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 CCA Board members within ten (10) days of each CCA Board meeting. The official minutes will be open to public inspection once approved by the CCA Board at its next regular meeting.

At a minimum, minutes will include the names of the CCA Board 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 SEVEN**

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

Each member of the CCA Board 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 CCA Board is unable to reach a consensus or otherwise cannot resolve a matter coming before the CCA

Board 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 CCA Board as reasonably requested by the CCA Board 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 CCA Board meetings and/or provide information or documentation to the CCA Board.

## **ARTICLE EIGHT**

### **Amendments/Attachments**

#### **Power and Conditions to Amend Bylaws**

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

Action by the CCA Board with respect to Bylaws shall be taken by the affirmative vote of a majority of all CCA Board 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

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

**Board Code of Ethics**

**Adopted 3/16/2023**

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

**Domain I: Governance Structure**

1. Recognize that the Board of Education of the City of Marietta retains ultimate control and management of Marietta High School: A Georgia College & Career Academy.
2. Recognize the authority of the CCA rests only with the CCA 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 CCA 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 CCA .

**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 CCA.
3. Work with the CCA 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 CCA.

**Domain III: Board and Community Relations**

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

**Domain IV: Policy Development**

1. Work with other CCA Board 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 CCA Board meetings.
3. Periodically review and evaluate the effectiveness of policies on school programs and performance.

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

**Academy Board Code of Ethics**

**Adopted 3/16/2023**

**Domain V: Board Meetings**

1. Attend and participate in regularly scheduled and specially called CCA Board meetings.
2. Be informed and prepared to discuss issues to be considered on the CCA Board agenda.
3. Work with other CCA Board 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 CCA Board meetings.
4. Vote for a closed executive session of the CCA Board 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 CCA Board and the school during executive session of the CCA Board.
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 CCA Board vote, abide by and support all majority decisions of the CCA Board.

**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 CCA Board 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 CCA Board.
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 Board Code of Ethics**

**Adopted 3/16/2023**

3. Communicate in a respectful professional manner with and about fellow CCA Board members.
4. Take no private action that will compromise the CCA Board 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 CCA Board 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.

\_\_\_\_\_  
Printed Name of CCA Board Member

\_\_\_\_\_  
Signature of CCA Board Member

\_\_\_\_\_  
Date

**Attachment 2**

**Marietta High School: A Georgia College & Career Academy  
Conflict of Interest Policy  
Adopted 3/16/2023**

1. No CCA Board 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 CCA Board 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 CCA Board 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 CCA Board member in the discharge of his/her service or duties.
4. No CCA Board 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 CCA Board 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 CCA Board in connection with any cause, proceeding, application, or other matter pending before the CCA Board on which he or she serves.
6. No CCA Board member 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 CCA Board member or any of his or her immediate family members in return therefore.
7. No CCA Board 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 CCA Board, 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 CCA Board 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 CCA Board 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 CCA Board member shall sign annually a copy of this Conflict of Interest signifying understanding and agreement to provisions.

---

Printed Name of CCA Board Member

Signature of CCA Board Member

Date