

## Governance of the Board

### Meeting Conduct

Meetings of the Board of Trustees shall be conducted by the President in a manner consistent with the policies and bylaws of the Board.

All Trustee meetings shall commence at the stated time and shall be guided by an agenda which has been prepared and delivered in advance to all Board of Trustees and other designated persons.

The conduct of meetings shall, to the fullest possible extent, enable Trustees of the Board to (1) consider problems to be solved, weigh evidence related thereto, and make wise decisions intended to solve the problems, and (2) receive, consider and take any needed action with respect to reports of accomplishment both as to students and to The Woodstock Academy operations.

Provisions for permitting any individual or group to address the Board concerning any subject that lies within its jurisdiction shall be as follows:

1. Three minutes may be allotted to each speaker and a maximum of twenty minutes to each subject matter.
2. No boisterous conduct shall be permitted at any Trustees Meeting. Persistence in boisterous conduct shall be grounds for summary termination, by the President, of that person's privilege of address. If necessary, the President may clear the room so that trustees may continue the meeting.
3. No oral presentation shall include charges or complaints against any employee of The Woodstock Academy, regardless of whether or not the employee is identified in the presentation by name or by another reference which tends to identify an individual. All charges against employees shall be submitted to the Board of Trustees under provisions of the Board's policy.

The Board of Trustees may adjourn any regular or special meeting to a specified time and place. If all members of the Board are absent, the Secretary may adjourn the meeting. A copy of the notice of adjournment shall be conspicuously displayed near the meeting room door within twenty-four hours of adjournment.

### Actions by the Board

No action, will be taken unless the subject acted upon was listed in the agenda published for that meeting, except that an item of business not included on the agenda of a regular meeting may be considered and acted upon after a two-thirds vote of the members present and voting to add such business to the agenda.

The Board of Trustees shall not adopt resolutions except where such adoption is required by law, or where the intent of the Trustee is to publish a status position of the Board, as in advising the General Assembly of the Board's position on a proposed law, or commending staff members or other agencies for work well done.

All actions taken by the Board of Trustees shall be identified clearly in minutes.

Policy Adopted: August 25, 1992  
Policy Updated: March 21, 2017

The Woodstock Academy  
Woodstock, Connecticut