



BOARD OF DIRECTORS MEETING
February 16th, 2021
6:00pm

meet.google.com/beo-aupt-rka

I. Administrative

15 Minutes

- a. Meeting commencement and call to order at 6:XX pm
- b. Board/Member Roll Call

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	
Ex-Officio Members	Corrigan Rutherford		Destiny Grant		Amber Speights	
	JBC Representative					
Non-Board	Foundation: Keith McElveen		Faculty Liaison: Terra Poetzscher		PCA: Christine LaRue	

X = Present A = Absent

Also present:

- c. Mission statement: Palmetto Scholars Academy (PSA) exists to meet the distinctive academic, social, and emotional needs of students by utilizing best practices of gifted education.
- d. Public Comment:
 - i. Speakers giving public comment:
Leah Coppo
- e. Acceptance of Minutes from prior Board meeting
 Motion to: Accept the minutes from the previous regular board meeting
 Made by:
 Second by:
 Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

- f. Acceptance of Agenda
 Motion to: Accept the Agenda



Made by:
 Second by:
 Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

g. 45 Day Calendar Review

- ✓ 2/22/2021 PSA Budget Workshop with McKay Kiddy, 1pm-5pm
- ✓ 2/25/2021 Academic Excellence Committee Meeting, 5pm
- ✓ 2/26/2021 Meeting of litigants in SCHSL lawsuit with legal team at Oceanside Collegiate Academy in Mount Pleasant (Kim to attend)
- ✓ 3/3/2021 Policy & HR Committee Meeting, 6:30pm
- ✓ 3/8/2021 Nominating Committee Meeting, 4pm
- ✓ 3/10/2021 Human Resources Sub Committee Meeting, noon
- ✓ 3/11/2021 Academic Excellence Committee Meeting, 5pm – 2021/2022 Calendar
- ✓ 3/11/2021 Finance Committee Meeting, 6pm – 2021/2022 Budget
- ✓ 3/12/2021 Officer Certificate Trust Review to US Bank (Bond requirement)
- ✓ 3/16/2021 PSA Board Meeting, 6pm
- ✓ 3/24/2021 135 Day Enrollment Report due to US Bank (Bond requirement)
- ✓ 3/25/2021 Academic Excellence Committee Meeting, 5pm

II. Principal's Report **15 Minutes**
 a.

III. New Business **60 Minutes**

a. **Action Item:** Discussion and approval of financials

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

b. **Action Item:** Proposed changes to PSA Mission Statement

Current Missions Statement adopted in 2017: *Palmetto Scholars Academy (PSA) exists to meet the distinctive academic, social, and emotional needs of students by utilizing best practices of gifted education.*



Proposed Mission Statement from original Charter document: *Palmetto Scholars Academy (PSA) will provide a differentiated program designed to meet the educational needs of intellectually gifted learners, address their distinctive social and emotional needs, promote individual character development and instill a life-long love of learning. Our students will engage with leading innovative organizations in higher education, business and science, to empower them to make original and impactful contributions toward the elevation of South Carolina in the areas of education, commerce, arts, and science.*

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

c. Action Item: Resolution on Curriculum Evaluation Framework

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

d. **Discussion Item:** Changes to Bylaws recommended by Tyler Turner, Attorney for PSA. Bylaws were last updated in 2017 and per current Bylaws Section 9.9 Board is overdue to complete review of Bylaws. Tyler Turner in 11/2/2020 Board meeting recommended rewriting Bylaws to make them shorter and more succinct and has drafted new proposed Bylaws for PSA. Draft is attached to agenda.

e. **Discussion Item:** Contracting process at PSA

- i. Board responsibilities include approval of all necessary contracts, employment agreements, and other services per Bylaws Section 4.2.(h), 4.2.(i), and 4.2.(l)
- ii. General delegation of this authority for spending and obligating the school through contractual agreements has not been granted except for limited purposes through the budget process so the Board is still legally responsible for all approval of all new or expanded contracts and agreements
 1. Until Principal Contract is updated to include appropriate delegation of authority and spending thresholds the Board will approve all new contracts



unless specific authority was delegated through a decision of the Board (example: FOIA support cost of \$15,000 approved on 1/19/21)

2. Principal and her staff will continue to engage vendors to negotiate for services and initiate new employment agreements and provide approval recommendations to the Board
 3. Existing contracts that the Board has specifically approved or for which delegation of authority has been granted through the budget process will be signed by the Principal
- iii. Finance Committee needs to develop process for contract approval and create appropriate delegation of authority to be approved by Board
- f. **Informational:** Expansion of Accounting Services provided by McKay Kiddy
- i. Bill Coding (formerly done by Tammy Wiman)
 - ii. Assistance with Budget Projections and Development

g. Action Item: Policy PSA-HMR034.0 Personnel Evaluations

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

h. Action Item: Policy PSA-OPR045.0 Cyber Bullying

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

i. Action Item: Policy PSA-FED013.0 Student Privacy and Parental Access to Information (FERPA)

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	



- j. Action Item:** Policy PSA-OPR021.1 Grading and Reporting End of Course (EOC) Grading for the 2020-2021 Academic Year due to the COVID-19 Pandemic

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

- k. Action Item:** Palmetto Scholars Academy At-Will Employment Template

Template customized for PSA by Tyler Turner and recommended for approval by HR Sub Committee

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

IV. Old Business

30 Minutes

- a. Action Item:** Expenses related to Labor and Outsourcing

Details of requested increase in budget attached to agenda

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

- b.** Discussion of Intellectual Property Protection

- c.** Status of COVID Task Force

- d. Action Item:** Nominating Committee Rubric for evaluating Board Candidates

Motion to:

Made by:

Second by:

Vote:



Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

e. Action Item: Nominating Committee Board Evaluation Plan

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

f. Discussion of FOIA Requests

i. Request received 12/30/2020:

1. Digital copies of every document created by Reentry Committee, including all drafts, data collected, and meeting notes
2. Digital copies of every email sent to or from members of the Reentry Committee to the other members of the Committee
3. Digital copies of any emails between Reentry Committee Members and [school IT specialist] and [webmaster] regarding the posting of minutes

ii. Request received 12/31/2020:

1. All emails and correspondence between every member of the Reentry Committee regarding business of this committee and/or its plans for reentry, including guest of the committee [14 members listed by name]
2. All emails and correspondences between every member of the Reentry Committee and the Board of Administrations [12 members listed by name]
3. All emails and correspondences between Reentry Committee members, Board members, and school administration
4. All reports, data, notes, and drafts of the Reentry Committee's efforts for the reentry process and work product provided to date, including any information and correspondences collected from external individuals and entities. The notes will include any taken during phone calls, in person or virtual meetings with external resources or entities as well as internal committee meetings.
5. All emails and correspondences between school staff, Reentry Committee members, and Board members to [webmaster] regarding meeting minutes, upcoming meetings, and Board calendar updates.
6. All emails between school staff, Reentry Committee members, and Board members and the following administrators/moderators regarding the community PSA Facebook page [6 names listed]

g. Discussion of "FOIA Room"



h. Action Item: FOIA Fee Schedule

Motion to:

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

V. Community Partner Reports

10 Minutes

- a. Foundation
- b. PCA

VI. Committee Reports

30 Minutes

- a. Academic Excellence: Liliana
- b. Policy & Human Resources: Mary
- c. Human Resources Sub Committee: Kim
- d. Finance: Joel
- e. Nominating: Cynthia
- f. Development & Fundraising: Faith
- g. Grievance Committee: Jason
- h. Military: Bryan
- i. Facilities: Jason
- j. Communications: Kim
- k. Re-Entry subcommittee: Inactive

VII. Executive Session

15 Minutes

- a. Personnel Matters: Compensation Adjustments
- b. Legal Advice: Replication

Motion to enter the Executive Session

Made by:

Second by:

Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

Motion to exit the Executive Session



Made by:
 Second by:
 Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

VIII. Adjournment

Motion to: Adjourn the meeting
 Made by:
 Second by:
 Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

IX. Items Tabled until future Meeting

- a. Discussion of Nominating Committee’s Position Descriptions for Committee Chairs
- b. **Action Item:** Discussion of Adjustments to Committee Assignments

Motion to:
 Made by:
 Second by:
 Vote:

Board Members	Kim Shultz		Bryan Coppage		Mary Brown	
	Joel Baughman		Susan Durand		Liliana Hudescu	
	Faith Bongiorno		Jason Colonna		Cynthia Hall	

Item IV.a. Expenses related to Labor and Outsourcing



Summary of Budget Request

Amount	Category	Notes
\$75,000	Contract Labor	Outsourcing of HR & Communications
\$75,000	Consulting Labor	G&T Professional Development
\$10,000	Contract Labor	Outsourcing of <u>Powerschool</u>
\$35,000	Contract Labor	Policy & Procedure Development
<u>\$12,518</u>	Direct Labor & Benefits	Adjustments to Work Statement, Contract Duration, and Salaries
\$207,518	Total Budget Increase Requested	

Details on behind budget items to be shared in Executive Session (strategic information and information on personnel)

Adjustments are to Expense Budget, amount of request should be transferred from Cash Reserves



CURRENT PSA BYLAWS APPROVED IN 2017:

PALMETTO SCHOLARS ACADEMY, INC. BYLAWS

ARTICLE I – NAME AND OFFICES

Section 1.1. Name of Corporation. The name of the Corporation shall be as specified in its Articles of Incorporation: Palmetto Scholars Academy, Inc. (hereinafter referred to as the "Corporation").

Section 1.2. Fictitious Name. The Corporation may conduct business under the name: Palmetto Scholars Academy (hereinafter referred to as the "School").

Section 1.3. Address of Corporation. The location and address of the registered office of the Corporation shall be Palmetto Scholars Academy, 7499 Dorchester Road, North Charleston, SC 29418.

ARTICLE II – NATURE OF CORPORATION

Section 2.1. Non-Profit. The Corporation is a non-profit organization incorporated under the South Carolina Nonprofit Corporation Act of 1994, Chapter 31, Title 33, S.C. Code (the "*Nonprofit Act*"). The Corporation is an independent and autonomous organization.

Section 2.2. Purposes. The Corporation is organized exclusively for scientific and educational purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue law, and specifically to organize and operate a charter school pursuant to the South Carolina Charter Schools Act of 1996, as amended, Chapter 59, Title 40, S.C. Code (the "*Charter Schools Act*"). It exists to meet the distinctive academic, social and emotional needs of gifted learners.

Section 2.3. Limitations and Restrictions. Income and Distributions: No part of the assets, income, or net earnings of the Corporation shall be distributable to or shall inure to the benefit of its Members, Trustees, Directors, Officers, or any Shareholder or Private Individual, but reasonable expenses may be reimbursed and reasonable compensation may be paid for services rendered to enable the Corporation to provide the functions for which it has been organized.

Dissolution: Pursuant to the SCCS Act and federal law, upon the dissolution of the Corporation, its assets may not inure to the benefit of any private person. Any assets attained through restricted agreements with a donor through awards, grants or gifts must be returned to the entity, if such entity is a legal non-profit entity. All other assets of the Corporation are public assets and shall become the property of the Sponsor of the charter school.

Scope of Activity: Notwithstanding any other provision herein, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of



any future United States Internal Revenue Law, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Prohibited Transactions: No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 2.4. Non-Discrimination. The Corporation shall be non-sectarian, non-religious and non-discriminatory. Furthermore, the Corporation shall hire staff and accept students 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 including those specifications regarding admission as to racial composition pursuant to South Carolina Code Ann. § 59-40-50 (B)(6).

Section 2.5. Enrollment. Subject to total enrollment limitations, enrollment in the School shall be open to any child in accordance with the South Carolina Charter Schools Act, related amendments, and interpreted case law, and more specifically, subject to the limitations permitted by South Carolina Code Ann. § 59-40-50 (B)(7) and (8) and relating to sibling preferences and schools established on a federal military installation.

Section 2.6. Lottery. When the number of applications received exceeds the number of pupils permitted per grade, a lottery will be conducted for the affected grade level(s) in compliance with South Carolina Code Ann. § 59-40-50. The Board of Directors shall develop written lottery procedures which shall be made available to applicants and students.

Section 2.7. Operating Policies and Procedures. From time to time, the Board of Directors (the "**Board**") may adopt, amend, or restate operating policies, procedures and guidelines to carry out the purposes and objectives of the Corporation.

ARTICLE III – MEMBERS

Section 3.1. No Members. 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 of Directors. All rights which would otherwise, by law, vest in the members shall vest in the Board of Directors. 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 of Directors may also, but without establishing memberships, 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 4.1. Management. The Charter Governing Board means the governing body of the Charter School and shall also 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 Corporation shall act only through the duly constituted Board.

Section 4.2. Responsibilities. The Board’s responsibilities include, but are not limited to, the following:

- a) Sign the Charter School Contract and revisions thereto;
- b) Ensure compliance with all of the requirements for a charter school as provided by the SCCSA, as amended from time to time;
- c) Make every effort to maintain a positive working relationship with the Sponsoring School District;
- d) Comply with all applicable Federal and South Carolina laws;
- e) Develop and facilitate implementation of strategic plans for the School;
- f) Review monthly financial reports and adopt and approve the annual budget and any necessary revisions thereto;
- g) Assist in fundraising activities for the School;
- h) Approve all necessary contracts on behalf of the School;
- i) Approve employment agreements and contracts with teachers, administrators, and non-teaching employees;
- j) Hire, evaluate, retain and, if necessary, remove Principal. Evaluation of the Principal of the School shall occur annually;
- k) Ensure that all employee applicants have met any required certification requirements and applicable background investigations before employment.
- l) Contract for other services for the School;
- m) Review and adjust pay scales, performance criteria and discharge policies as required for the school employees;
- n) Develop policies regarding operations of the school and budgeting;
- o) Review and evaluate the academic and administrative achievements and progress towards annual goals;
- p) Hear appeals for teacher dismissals and student expulsions;
- q) Build and maintain parent, educator, and community partnerships;
- r) Ensure that the School adheres to the same health, safety, civil rights, and disability rights as required by the Sponsoring School District;
- s) Develop and adopt policies of the school;
- t) Maintain accurate, up-to-date records of the business conducted at all Board meetings;
- u) Notify the public of scheduled meetings and the agendas thereof in accordance with state laws;
- v) Oversee and assure the financial health of the School; and
- w) Perform any and all necessary legal acts to effectuate the purposes of the Corporation.

All members of the Board will annually sign and adhere to the Code of Ethics and Conflict of Interest policies approved by the Board and shall be subject to the ethics and accountability requirements for public members.



The faculty of the School, under the direction of the Principal shall be responsible for the implementing the School's curriculum and teaching methods, consistent with the mission of the School.

Section 4.3. Composition and Election. The Board shall consist of nine (9) Members of the Board. At least five (5) of the members of the board shall be elected by the parents or guardians of students enrolled in the School and the employees of the School, pursuant to the SCCSA. Parents or guardians of a student shall have one (1) vote total for each student enrolled in the school; parents and guardians within each family will determine who will cast that vote. Each employee shall have one (1) vote. The elected Members of the Board shall be elected by a plurality of the votes cast. Eligible voters will vote on a slate presented by the Nominating Committee and approved by the Board. The elected Board will be elected at-large. Up to four (4) members of the board may be appointed by the Board upon review of the Nominating Committee for qualities and abilities that will advance the mission of the school, pursuant to the SCCSA. At least five (5) of the members of the board shall be individuals who have a background in K-12 education or in business, pursuant to the SCCSA. The Board shall approve election timelines each year at least three months before terms expire. S.C. Code § 59-40-50(B)(9)

Section 4.3a Term of Office. The term of office of members of the Board may be two (2) years, commencing at the first board meeting after elections. Members of the Board serve a maximum of two (2) consecutive full terms on the Board.

Section 4.3.b Ex-Officio Committee Members. The board may include non-voting ex officio members such as the principal of the Charter School and, as the Board determines from time to time, the President of a parent booster club or similar organization for the Charter School, and/or a teacher representative.

Section 4.4. Regular Meetings. The Board shall hold regular meetings according to such schedule and at such times and places as it may fix by resolution or otherwise. 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. An annual schedule of regular meetings shall be adopted, published, and posted at the school office each year. All meetings are open to the public.

Section 4.5. Special and Emergency Meetings. Special and emergency meetings of the Board shall be called at any time by the Secretary upon the written request delivered to the Secretary by electronic mail (e-mail) of either the Chair or three (3) Members of the Board.

Section 4.6. Executive Session. The Board may meet in an executive session during which all or part of the meeting is closed to the public for deliberation on certain matters listed below. Notice of such executive session shall be given to interested persons in accordance with Section 4.8, provided that the statutory authority for such executive session be referenced in the notice. No executive session may be held for purpose of taking any final action or making any final decision, although a consensus may be reached by the Board in executive session.

The Board may meet in executive session for the following matters:



- (a) To consider employment of officer, employee, staff member or agent.
- (b) To consider dismissal, discipline or complaints/charges against an officer, employee, staff member or agent unless the individual requests an open meeting.
- (c) To review and evaluate the employment performance of an officer, employee or staff member pursuant to standards, criteria and policies adopted at an open meeting unless the person requests an open meeting.
- (d) To conduct contractual discussions.
- (e) To conduct deliberations with persons the Corporation has designated to negotiate real property transactions.
- (f) To consider preliminary negotiations regarding trade or commerce in which the Corporation is in competition with other states or nations.
- (g) To consider records that are exempt from disclosure under the Public Records Law, including written advice from the Corporation's attorney which is protected by attorney-client privilege.
- (h) To consult with the Corporation's attorney regarding legal rights and duties in regard to current or likely litigation.
- (i) To consider student expulsions and confidential medical records of students.

Section 4.7. Place and Time of Meetings. All meetings of the Board shall be held at such place or places within the State of South Carolina and at such times as shall be specified in the respective notices of such meetings or waivers thereof.

Section 4.8. Notice of Meetings. Notices of meetings of the Board shall be posted in the Charter School and provided to the public in accordance with the requirements of the Freedom of Information Act, as amended, Chapter 4, Title 30 of the S.C. Code of Laws. Notices must include dates, times and places of such meetings. An agenda must be posted at least 24 hours prior to meetings, as and if required. A special meeting (i.e. not a regular or emergency meeting) may be held with a minimum of two days' notice to the Directors. Public notice, however, shall not be required in the case of emergency meetings or a conference as defined in the Freedom of Information Act.

Every notice of a meeting of the Board shall be served by either e-mail or postal mail to each member of the Board not less than two days before the meeting, except in cases of emergency meetings. Such notice shall state the time when 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.

Once an agenda for a regular, called, special, or rescheduled meeting is posted, no items may be added to the agenda without an additional twenty-four hours' notice to the public, which must be made in the same manner as the original posting. After the meeting begins, an item upon which action can be taken only may be added to the agenda by a two-thirds vote of the members present and voting; however, if the item is one upon which final action can be taken at the meeting or if the item is one in which there has not been and will not be an opportunity for public comment with prior public notice given in accordance with this section, it only may be added to the agenda by a two-thirds vote of the members present and voting and upon a finding by the body that an emergency or an exigent circumstance exists if the item is not added to the agenda. Nothing herein relieves a public body of any notice requirement with regard to any statutorily required public hearing. See SC Code Sec. 30-4-80(A)

Section 4.9. Open Meetings and Administrative Records. All official actions and all deliberations undertaken 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. See SC Code 30-4-70(A)(B)

Section 4.10. Quorum and Voting. In all meetings of the Board, the presence of a simple majority of the Members of the Board shall be necessary and sufficient to constitute a quorum. Unless otherwise provided by law or by the Bylaws, the act of a simple majority of the Members of the Board 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.

Meetings of the Board may be conducted informally, but all decisions of the Board will be taken by vote and recorded in meeting minutes. At the request of any member, any meeting or action within a meeting will be conducted in accordance with the Democratic Rules of Order except when they conflict with these Bylaws.

Section 4.11. Resignation and Removal of Members of the Board. Any member of the Board may resign at any time by serving written notification to the Chair. Such resignation shall take effect at the time specified therein or, if no time is specified, upon receipt of the notice by the Chair. Any member of the Board may be removed at any time with cause at any meeting of the Board by a majority vote of the Board of Directors called for that purpose. Cause will be considered failure to organize or neglect of duty, abandoning their duties and responsibilities, conduct prejudicial to the interests of the corporation, engaging in activity that constitutes a clear conflict of interest, or failure to act in the best interest of the corporation's students and faculty, according to the SCCSA. Members of the Board are expected to attend at least seventy-five percent (75%) of all Board meetings and seventy-five percent (75%) of meetings of the committee or committees of which a member. Failure to attend meetings as outlined herein may be cause for removal of a member of the Board. A member of the Board shall be automatically removed for conviction of a felony crime or a crime of moral turpitude. A member of the board who has been removed shall be prohibited from running for or being appointed to future Board positions.

Section 4.12. Vacancies. In the event a vacancy occurs on the Board, the Chair will take action to install a new Member. For a vacancy created by an appointed member, the Chair will appoint a new member upon securing 2/3 Board approval. If a vacancy is created by an elected member, the Chair will call for an election to be held within forty-five (45) days unless a regular election is within sixty (60) days in which case the vacancy can be included in the regular election. The election shall be held pursuant to the SCCSA, and as provided for in these Bylaws. The replacement Member of the Board shall serve for the remainder of the unexpired term of the Member of the Board whose departure created the vacancy.

Section 4.13. Compensation and Expenses. Members of the Board shall serve without compensation but may be reimbursed for expenses incurred when acting at the request of and on behalf of the Board.

Section 4.14. Qualifications of the Board of Directors. Members of the Board shall qualify under all requirements of the South Carolina Charter Schools Act and demonstrate commitment to the School's mission. All Board Members will be required to undergo a background check before they officially may serve. A person who has been convicted of a felony may not be elected to the Board of Directors. The Board shall not include employees, spouses of employees of the School or spouses of currently serving



board members. Board members must complete Board Orientation as provided for in S.C. Code § 59-40-155.

Section 4.15. Code of Conduct. Each board member is considered a public employee therefore each board member is subject to the ethics and government accountability requirements for public member and public employees as contained in Chapter 13, Title 8 specifically, Rules of Conduct. No person can use their official position for economic gain. No person can use their position to influence a governmental decision. See SC Code Sec. 8-13-700.

ARTICLE V – OFFICERS

Section 5.1. Number of Officers and Duties. The officers of the Corporation shall be a Chair, Vice Chair, Secretary, and Treasurer. The aforementioned officers must be members of the Board. The officers shall perform such duties as prescribed by these Bylaws.

(a) Chair - The Chair shall perform all the duties conventionally associated with the office including, but not limited to, chairing all board meetings, developing agendas for board meetings, working to ensure board participation, soliciting financial support in the form of grants and donations, managing the operations of the Corporation in accordance with policies established by the Board of Directors, assisting the Treasurer in dispersing and managing the funds which will support the programs and activities of the Corporation, and having a high level of commitment to the work of the organization.

The Chair (Chair) shall serve as the president of the Corporation and the principal volunteer officer of the Corporation. The Chair shall represent the Corporation generally in the community. The Chair may sign, with any other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the governing Board of Directors has authorized to be executed, except where required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be delegated by the governing Board of Directors to some other officer or agent.

(b) Vice Chair - The Vice Chair (Vice Chair) shall assist the Chair in the duties of that office and shall perform all duties of the Chair during the Chair's absence or departure from office.

(c) Secretary - The Secretary shall have overall responsibility for record-keeping and for notices to the Board of any Board meeting. The Secretary shall be responsible for compliance with the notice requirements of public meeting law. The Secretary may delegate these responsibilities provided that s/he supervises such delegation. The Secretary shall record and/or supervise the recording of minutes of all meetings of the Board and present the minutes at or before the next Board meeting. Minutes shall include at least the following:

a) Names of all Board members present; b) All motions, proposals and resolutions proposed and their disposition; c) The results of all consensus decisions and if voting the results of the votes and the vote of each director by name; d) The substance of any discussion, and e) Reference to any document discussed. The Secretary shall perform such other duties as are incident to the office of Secretary, and shall have such other powers and duties as may be conferred by the Board of Directors.



(d) Treasurer - The Treasurer shall oversee the moneys and securities belonging to the Corporation. The Treasurer shall be a signatory and deposit said property in the name of the Corporation with such banks as the Board of Directors shall designate. The Treasurer shall keep a record of all receipts and disbursements, and shall have charge of all records of the Corporation relating to its finances. The Treasurer shall perform such other duties as are incident to the office of Treasurer, and shall have such other powers and duties as may be conferred upon him or her by the Board of Directors. The Treasurer will work with the Chair to develop an annual budget, as well as oversee the work of the Charter School's Financial Director, auditors, and accountants to develop quarterly and year-end financial statements to be distributed to all members of the Board of Directors. The Treasurer shall assist with filing all required reports with the Internal Revenue Service, the state of South Carolina, and any financial institutions deemed necessary. The Treasurer will assist with all compliance requirements associated with the application for/maintenance of Section 501 (c)(3) status of the Corporation. The Treasurer will serve as the chair of the Finance Committee.

The Chair, Vice Chair, Secretary, and Treasurer shall constitute as officers and the Executive Committee of the Board.

Section 5.2. Election of Officers. The Chair, Vice Chair, Secretary, and Treasurer of the Board shall be elected annually by the Board of Directors at the designated Annual Meeting of the Board. Officers shall be elected by a plurality of the votes cast by the Members of the Board and may succeed themselves. Each person elected as an officer shall continue in office until the next annual meeting after their election or until their successor shall have been duly elected and qualified, or until their earlier death or resignation, in accordance with the Bylaws.

Section 5.2.1. Officer Attendance. It is the expectation that all officers shall attend the Board meetings. If unable to attend, the officer is expected to notify the Chair, who will ensure all duties are fulfilled.

Section 5.2.2. Officer Vacancies. In case of a resignation of an officer, the removal of an officer, or for any other reason, with the exception of the Chair, the Board will select a replacement Board member to complete the current term. In the case of the resignation or the removal of the Chair, the Vice Chair will serve as the replacement Chair until such time as the Board of Directors has appointed another individual to act as the Chair of the Corporation.

Section 5.2.3. Officer Resignations. Any officer may resign at any time by serving written notice to the Chair. Such resignation shall take effect at the time specified therein or, if a time is not specified, upon receipt of the notice by the Chair.

Section 5.2.4. Officer Removal. Any officer may be removed from their position at any time by a vote of two-thirds of the members of the Board of Directors.

Section 5.3. Additional Officers and Agents. The Board, at any meeting, may, by resolution, appoint such additional officers and such agents 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.



ARTICLE VI – COMMITTEES

Section 6.1. Ad Hoc Committees. The Board may from time to time, by resolution, constitute such committees of 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 rules and regulations for its governance.

Section 6.2. Standing Committees. There are five standing Committees of the Board: Development and Fundraising, Academic Excellence, Policy and Human Resources, Communications, and Facilities. As soon as practicable, the Board Chair shall, subject to the Board’s approval and stated provisions to the contrary herein, appoint the chair of the standing committees identified hereafter from among the Board. Chairs shall hold office at the discretion of the Board. Public notification of the meetings of committees shall be provided and input solicited from members of the parent and staff community.

Section 6.2.1. Nominating Committee. A nominating committee is established each year to solicit and advance a slate of candidates for elections to the board. The nominating committee shall be composed of two administrators or faculty members and three parents. The nominating committee shall be appointed at the first meeting of the annually elected board.

Section 6.2.2. Grievance Committee. The Board shall establish a Grievance Committee made up of four members of the board and an ex-officio teacher or administrator that will be identified at the first meeting of the annually elected board. Two members shall be parent members of the Board, two shall be community members of the Board. The Grievance Committee shall be empowered to hear complaints regarding a violation of, misapplication of, or interpretation of a Charter School policy. Grievances shall only reach the committee when steps one and two of the grievance procedure have been completed. This committee will make non-binding recommendations to the Board as a whole. In the case that the grievance involves a parent board member, the board chair shall appoint another board member. The decision of the board will be accomplished by the vote of a simple majority and the decision is final.

ARTICLE VII – INDEMNIFICATION

Section 7.1. General. The Corporation shall indemnify each officer, Board member, employee and representative (“Indemnity”) from the expenses and risks as set forth in Section 2 of this Article if such Indemnity has acted in good faith or in a manner which a reasonable person would believe to be in or not opposed to the best interests of the Corporation and, with respect to any criminal action proceeding, had no reason to believe their conduct was unlawful. A member shall not be considered to be acting in good faith if in possession of knowledge concerning the matter in question that would cause their reliance to be unwarranted. Absent breach of fiduciary duty, lack of good faith, or self-dealing actions taken as a member or any failure to take any action shall be presumed to be in the best interests of the Corporation.

Section 7.2. Expenses. Indemnities shall be indemnified against all expenses (including attorney’s fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the Indemnity 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 Indemnity 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.

ARTICLE VIII – LIMITATION OF PERSONAL LIABILITY

Section 8.1. Personal Liability. A member of the Board of Directors shall not be personally liable for monetary damages for any action taken or any failure to take any action, unless (a) such member has breached or failed to perform their duties as a member, including their duties as a member of any committee of the Board on which serving, pursuant to the standard of care set forth in Section 2 of this Article, and (b) such breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness.

Section 8.2. Standard of Care. Each member of the Board shall stand in a fiduciary relation to the Corporation and shall perform their duties as a member, including their duties as a member of any committee of the Board on which serving, in good faith, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing their duties, a member shall be entitled to rely in good faith on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by those believed to be competent, capable, knowledgeable, or have such expertise on the subject matter.

A member shall not be considered to be acting in good faith if in possession of knowledge concerning the matter in question that would cause their reliance to be unwarranted. Absent breach of fiduciary duty or lack of good faith, actions taken as a member or any failure to take any action shall be presumed to be in the best interests of the Corporation.

ARTICLE IX – MISCELLANEOUS PROVISIONS

Section 9.1. Fiscal Year and Audit. The fiscal year of the Corporation shall begin on July 1 and end on June 30 each year. 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 and to provide such audits as are required pursuant to the SCCSA.

Section 9.2. 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 peculiarly for any purpose or in any amount.

Section 9.3. Commercial Paper. 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 9.4. Deposits. 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 that are payable to the order of the Corporation.

Section 9.5. Notices. Except as may otherwise be required by law, any notice required to be given shall be in writing and signed by the Chair or the Secretary; and any notice so required shall be deemed to be sufficient if given by depositing the same in a post office box in a sealed postpaid wrapper, addressed to the person entitled thereto at their last post office address appearing on the records of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. Any notices required to be given 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.

Section 9.6. Forms of Records. When consistent with good business practices, any records of the Corporation may be maintained in other than written form if such other form is capable of reasonable preservation and conversion into written form within a reasonable time.

Section 9.7. Corporate Records. The Corporation shall keep as permanent written records a copy of the minutes of all meetings of its members and Board of Directors, a record of all actions taken by the members or Directors without a meeting, and a record of all actions taken by committees of the Board of Directors. The Corporation shall maintain appropriate accounting records and organizational documents including the current Charter and bylaws. The Corporation or its agent shall maintain a record of the name and address of each member. The Corporation shall keep a copy of the records at its registered office.

Section 9.8 Public Records. Documents created by the board of a charter school are considered public records as defined by the Freedom of Information Act, S.C. Code Ann. Section 30-4-10 et seq. Members of the public may submit an open records request for documents maintained by the board of a charter school. The Board will respond to a records request within fifteen days (excepting Saturdays, Sundays, and legal public holidays) of receipt of the request. If the request can be easily produced, the documents will be made available within the fifteen day period; if the records are voluminous, the board will respond to the requesting party within the fifteen days with a reasonable estimate of time that it will take to produce the records. The board of a charter school is only required to produce those records that it currently maintains which are responsive to an open records request and not subject to a claim of privilege or confidentiality; the board is not required to produce a document which does not currently exist in order to respond to an open records request. Copying costs up to .25 cents per page may be charged to the requesting party and search, retrieval and other administrative costs may be charged as follows: hourly charges may not exceed the salary of the lowest paid, full-time employee who has the necessary skill and training to perform the request. In addition, the board cannot charge for the first quarter hour of administrative time, nor can the board charge for an attorney's time determining whether or not records should be made available.



Section 9.9. Bylaw Amendments. These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority vote of the Board of Directors at a regularly scheduled Board meeting, provided that notice of any proposed amendment or change is made available to Members of the Board and to the public and that the amendment is considered at a minimum of one meeting where a quorum is present. Only editorial changes to proposed amendments may be made at the meeting during which amendments are adopted. Bylaws will be reviewed at least once every three years and shall be documented as to the date of review. Any amendments to the Bylaws that are inconsistent with the SCCSA, or would result in the Corporation's loss of its ability to claim non-profit status under either the Internal Revenue Code or the South Carolina Non-Profit Corporation Act, shall be null and void.

Section 9.10. Severability. If any provision of these Bylaws or the application thereof to any person or circumstances shall be held invalid or unenforceable to any extent by a court of competent jurisdiction, such provision shall be complied with or enforced to the greatest extent permitted by law as determined by such court, and the remainder of these Bylaws and the application of such provision to other persons or circumstances shall not be affected thereby and shall continue to be complied with and enforced to the greatest extent permitted by law.

Section 9.11. Usage. In construing these Bylaws, feminine or neuter pronouns shall be substituted for masculine forms and vice versa, and plural terms shall be substituted for singular forms and vice versa, in any place in which the context so requires. The section and paragraph headings contained in these Bylaws are for reference purposes only and shall not affect in any way the meaning or interpretation of these Bylaws. Terms such as "hereof", "hereunder" "hereto", and words of similar import shall refer to these Bylaws in the entirety and all references to "Articles", "Paragraphs", "Sections", and similar cross references shall refer to specified portions of these Bylaws, unless the context clearly requires otherwise. Terms used herein which are not otherwise defined shall have the meanings ascribed to them in the SCCS Act and if not defined therein, then shall have their plain and ordinary meaning. All references to statutory provisions shall be deemed to include corresponding sections of succeeding law.

Section 9.12. Conflict Between Bylaws, Articles and South Carolina Law. The Articles of Incorporation of the Corporation and South Carolina law including, without limitation, the South Carolina Nonprofit Corporation Act of 1994, as amended, and the South Carolina Charter Schools Act of 1996, as amended, together with the regulations, are incorporated herein by reference. Any conflict within the terms of these Bylaws, the Articles, and South Carolina law should be resolved in the following order: (1) South Carolina law, (2) the Articles, and (3) these Bylaws.

The foregoing is certified to be the true and complete Bylaws of the Corporation as adopted by Board of Directors as of March 21, 2017.

Approved this _____st day of March 2017.

ATTEST:



PROPOSED PSA BYLAW LANGUAGE DRAFTED BY TYLER TURNER, ATTORNEY:

**BYLAWS
OF
PALMETTO SCHOLARS ACADEMY**

**ARTICLE I
NAME, PURPOSE, LEGAL STATUS**

Section 1. Name. The name of the organization is Palmetto Scholars Academy (hereinafter referred to as “PSA”).

Section 2. Legal status. PSA is a South Carolina nonprofit corporation and a public charter school. PSA has such powers as are now, or may hereafter be, granted by the South Carolina Nonprofit Corporation Act of 1994, as amended, and the South Carolina Charter Schools Act of 1996, as amended.

Section 3. Purpose. The mission of PSA is to provide a differentiated program designed to meet the educational needs of intellectually gifted learners, address their distinctive social and emotional needs, promote individual character development, and instill a life-long love of learning. Our students will engage with leading innovative organizations in higher education, business, and science, to empower them to make original and impactful contributions toward the elevation of South Carolina in the areas of education, commerce, arts, and science. PSA is organized exclusively for educational objectives and purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Section 4. Nondiscrimination policy. PSA will comply with all applicable federal and South Carolina laws and regulations prohibiting discrimination based on race, national origin, ethnicity, sex, gender, religion, age, disability, marital status, sexual orientation, and veteran status. PSA is committed to nondiscrimination in all its educational, employment, and student admission activities.

Section 5. Registered office and agent. The registered agent of PSA may be changed from time to time at the Board of Directors’ discretion by giving notice of any change to the South Carolina Secretary of State. The registered office will be the same address as that of the registered agent.

**ARTICLE II
MEMBERS**

PSA will have no members. All rights which would otherwise, by law, vest in the members will vest in the Board of Directors.



ARTICLE III

BOARD OF DIRECTORS POWERS AND DUTIES

Section 1. Management. The business affairs and property of PSA will be managed by the Board of Directors.

Section 2. General Powers. The Board of Directors' primary duties include establishing policies, setting and approving the annual budget, fiscal management, contracting for needed services, strategic planning, fundraising, ensuring that PSA will adhere to health, safety, civil rights, and disability rights requirements, hiring and evaluating a school leader, and assessment of PSA's effectiveness in manifesting its mission.

Section 3. Delegation. The Board of Directors may delegate to committees or to members of the Board of Directors such powers as the Board sees fit, consistent with applicable law, for specific periods of time. The Board of Directors may establish standing or ad hoc committees for such purposes.

Section 4. Regular Meetings. The Board of Directors will have the power to establish the time and place for holding regular meetings of the Board. The Board of Directors will have discretion to change the time and place of such regular meetings, or to make them more or less frequent, with appropriate notice. The Board of Directors will comply with the requirements set forth in the South Carolina Freedom of Information Act, and any other applicable laws concerning notice and conduct of the Board of Director's meetings.

Section 5. Special Meetings. Special meetings of the Board of Directors may be called by the Chair and will comply with the requirements set forth in the South Carolina Freedom of Information Act.

Section 6. Emergency Meeting. Emergency meetings of the Board of Directors may be called by the Chair, the Vice Chair in the Chair's absence, or three members of the Board of Directors in the absence of the Chair and Vice Chair. Emergency meetings do not require 24 hours' notice. An emergency is an unforeseen occurrence or combination of circumstances, which call for immediate action or remedy. An emergency must be real and determined in light of the situation.

Section 7. Quorum. A simple majority of the constitute membership of the Board of Directors will constitute a quorum.

Section 8. Procedures. The vote of a simple majority of the Directors present at a properly called meeting at which a quorum is present will be the act of the Board of Directors, unless the vote of a greater number is required by law or by these Bylaws. Each Director, including the Chair, shall have the opportunity to vote unless restricted by applicable law. The Board will keep written minutes of these proceedings in its permanent records.

Section 9. Public Comment. The Board of Directors may, in its discretion, offer the public an opportunity to comment at Board meetings.



ARTICLE IV **BOARD OF DIRECTORS MEMBERSHIP**

Section 1. Number of Directors. The Board of Directors shall consist of nine (9) Directors, with five elected and four appointed. A choice of membership of the Board will take place every year. In odd years, three elected seats and two appointed seats will be filled. In even years, two elected seats and two appointed seats will be filled.

Section 2. Qualifications and Tenure. Directors will serve a term of two years and may serve a maximum of two (2) consecutive terms. Terms for elected members will commence on July 1 of a given year, and terms for appointed members will commence on July 1 of a given year, or as soon as possible thereafter upon appointment by the Board. All expiring terms will conclude on June 30 of a given year. Fifty percent (50%) of the members of the Board must be individuals who have a background in K-12 education or in business. Each Director must be a resident of the State of South Carolina. PSA employees are prohibited from serving on the Board during their employment. A person who has been convicted of a felony is not eligible to serve on the Board of Directors.

Section 3. Elections. A general election will take place every Spring. The general election schedule will be published at least thirty days prior to the election. Each voter may select a number of candidates equal to the open elected seats on the ballot. The elected seats will be filled by a plurality-at-large of votes cast. No voter may cast more than one vote for the same candidate on the same ballot. Any ballot that does not comply with the requirements described above will be considered void and will not be counted. A tie for any elected seat on the board will be determined by a special election.

Section 4. Appointments. Annual appointments to the Board of Directors will be made as soon as possible after the election takes place and must be by a majority vote of the Directors holding office. Consideration of any individual for appointment as a Director must include reference to the qualifications for Directors.

Section 5. Vacancies. If a Director dies, resigns, or is removed from the Board, the vacant seat will be filled how it was originally filled (election or appointment). If the vacant seat was originally filled by election, a special election will be called within a reasonable amount of time not to exceed 45 days, subject to the other provisions in this paragraph. If the vacant seat was originally filled by appointment, the Board will appoint a new director as soon as possible. Any vacant seat with less than six months remaining in the term at the time the seat becomes vacant may remain open and not be filled at the discretion of the Board of Directors. A Director who is elected or appointed to fill a vacant seat will serve the remainder of the replaced Director's term.

Section 6. Removal. Any Director may be removed from office for cause by a two-thirds vote of the Board of Directors holding office at that time at a meeting at which a quorum is present, provided that written notice of the meeting is sent to all Directors at least seven days in advance of the meeting and such notice specifies that a purpose of the meeting is to vote on removal of the named Director(s).



Section 7. Ex-Officio Members. The Board may, as it determines from time to time, appoint non-voting ex officio members, such as the Principal of PSA, the President of a parent booster club or similar organization, and/or a teacher representative. The Board may, in its ongoing discretion, define the terms of ex officio members. Additionally, the Board may, in its ongoing discretion, with or without cause, remove ex-officio members.

Section 8. Officers. The officers of the Board will be Chair, Vice Chair, Secretary, and Treasurer. The officers will be nominated and elected by the Board of Directors to serve a one-year term after the appointment of new Board members. Officers may be reelected to serve consecutive one-year terms. The Board of Directors will have the power to remove an officer at any time prior to the termination of such term by a majority vote of the Board of Directors currently holding office. Any officer may resign at any time by providing written notice to the Chair. Any officer vacancy that occurs for any reason may be filled by the Board of Directors.

(a) **Chair.** The chair will preside at all meetings of the Board of Directors and will perform all duties incident to the office of Chair and such other duties as may be prescribed by the Board of Directors from time to time.

(b) **Vice Chair.** The Vice Chair will perform the duties of the Chair in the absence of the Chair and will assist the Chair in the discharge of its leadership duties.

(c) **Secretary.** The Secretary will ensure that minutes of all Board meetings are taken and that all required notices of Board meetings are given. The Secretary will also perform all duties incident to the office of Secretary and such duties assigned by the Chair or Board of Directors.

(d) **Treasurer.** The Treasurer will have financial oversight responsibility and will keep and maintain or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of PSA, including accounts of its assets, liabilities, receipts, disbursements, gains and losses, and will also be granted access to all meetings of any financial discussion concerning PSA.

Section 9. Additional Officers and Agents. The Board may by resolution appoint such additional officers and such agents and determine their term of office as it may deem advisable.

Section 10. Compensation and Expenses. Directors will serve without compensation but upon approval of the Board of Directors may be reimbursed for expenses incurred when acting at the request of and on behalf of the Board of Directors.

Section 11. Training. After taking office, each Director will complete the training required by the South Carolina Charter Schools Act, as amended, as soon as possible.



ARTICLE V
CONFLICT OF INTEREST POLICY

The Board of Directors will develop a conflict of interest policy applicable to Board members and employees of PSA and consistent with the requirements set forth in the South Carolina Ethics Reform Act, S.C. Code Ann. § 8-13-700 et seq.

ARTICLE VI
DEFENSE OF ACTION

PSA will, to the fullest extent to which it is empowered to do so by any applicable laws as may from time to time be in effect, indemnify and hold harmless all directors, officers, and employees from any and all liability, damage, expense, causes of action, suits, claims, or judgments arising from injury to persons or property or otherwise which arises out of the act, failure to act, or negligence of the charter school, its agents and employees, in connection with or arising out of the activity of PSA, so long as such directors, officers, and employees acted in good faith and within the scope of their office or employment.

ARTICLE VII
FISCAL YEAR

PSA's fiscal year will run from July 1 through June 30. All of PSA's financial records will be maintained according to Generally Accepted Accounting Principles (GAAP) on a July 1 through June 30 fiscal year basis.

ARTICLE VIII
AMENDMENTS TO BYLAWS

These Bylaws may be amended, altered, repealed, or restated by a majority vote of the Board of Directors at any regular meeting, provided that each member is given at least seven days prior written notice of the proposed adoption, amendment, repeal, or restatement to the Bylaws. Notice of the regular meeting must state that the purpose, or one of the purposes, of the meeting is to consider a proposed change to the Bylaws and must contain or be accompanied by a copy of the change, as well as the original. Any amendment to the Bylaws that is inconsistent with the South Carolina Charter Schools Act or would result in loss of PSA's ability to claim non-profit status under either the Internal Revenue Code or the South Carolina Nonprofit Corporation Act will be null and void. The PSA Board of Directors will review the Bylaws annually.

ARTICLE IX
DISSOLUTION



Upon dissolution of PSA, its assets may not inure to the benefit of any private person. Any assets obtained through restricted agreements with a donor through awards, grants, or gifts must be returned to that entity. All other assets become property of the sponsor.

ARTICLE X
CERTIFICATION

I hereby certify that I am the acting Board Chair for PSA and that the foregoing Bylaws constitute the Bylaws of PSA, as duly adopted by affirmative vote of the Board of Directors.

_____, Board Chair
Kim Shultz

Date



Item III.g. PSA-HMR034.0 Personnel Evaluations Policy

Policy Title: [Personnel Evaluations Policy](#)

Policy Number: [PSA-HMR034.0](#)

Date Reviewed by Administration: [MM/DD/YYYY](#)

Date Approved by PSA Board: [MM/DD/YYYY](#)

Stand Alone or Handbook: Employee Handbook
 Student/Parent Handbook
 Stand Alone Policy

Policy References: [PSA-OPR034.0 Complaints and Grievances](#)

PERSONNEL EVALUATIONS POLICY

SECTION 1. Staff Observations and Evaluations

SECTION 1.1. The Principal shall be formally evaluated by the Governing Board on at least an annual basis using the Program for Assisting, Developing, and Evaluating Principal Performance (PADEPP) Evaluator system adopted by the South Carolina Department of Education.

SECTION 1.2. The Assistant Principal(s) shall be formally evaluated by the Principal on at least an annual basis using the Assistant Principal Evaluation aligned to the PADEPP standards.

SECTION 1.3. All instructional staff, certified and non-certified, shall be formally evaluated by a trained ADEPT Evaluator, such as the Principal or Assistant Principal, on a yearly basis using the Assisting, Developing and Evaluating Professional Teaching (ADEPT) Evaluation system as adopted by the South Carolina Department of Education.

In addition, standards pertaining to gifted and talented education along with the PSA Charter and national norms, shall be added, as necessary, to reflect the unique PSA educational landscape.

SECTION 1.3.1. Per PSA’s charter section 2.b.ii.3., all instructional staff, certified and non-certified, shall, with the Principal or Principal's designee;

- a) Review an annual self-evaluation using professional standards prior to the beginning of the school year.
- b) Set performance goals during the first month of the school year. These goals shall be aligned with the school



charter/mission, school improvement plans, individual performance expectations, and a review of student achievement and the teachers' self evaluations.

c) Update or establish a professional development plan in concert with the goal setting process. d) Have at least three (3) observations completed each year.

SECTION 1.4. The Principal or Principal's Designee shall make available to the employee the self-evaluation form, goal setting document, professional development plan and all observation ratings, observation note forms, and any other documentation obtained or used during observations or evaluations.

SECTION 1.5. Each classified staff member or non-instructional staff member shall be formally evaluated by the Principal or Principal's Designee on at least an annual basis using an established evaluation rubric that directly aligns with the job description.

SECTION 1.6. The Employee and Principal or Principal's Designee shall acknowledge the evaluation via signature.

SECTION 1.6.1. Employees may challenge the findings of performance evaluation and/or provide written commentary related to such a dissent; however, the evaluation document, regardless of acknowledgment or dissent, shall remain a part of the staff member's personnel record.

SECTION 1.6.2. Employees may elect to follow the school's grievance policy related to dissent of any evaluations. The decision of the Governing Board is considered final.

SECTION 2. Evaluators are encouraged to use supplementary means of assessing and documenting performance in addition to the state performance standards, assessment rubrics and evaluation instruments, including but not limited to, additional formal observations, informal observations, conferences, review of lesson plans and grade books, interactions with the employee, plans of growth or improvement and any other accurate indicators of performance.

SECTION 3. Evaluation data will be used in making employment decisions, including decisions related to professional and staff development and suspension, demotion and dismissal of employees.

SECTION 3.1 The Board expects all employees to maintain high levels of performance. If an employee does not meet acceptable levels of performance, the administrative staff, in collaboration with the employee, shall address any deficiencies through appropriate means, including but not limited to, the development and implementation of a Performance Improvement Plan (PIP).

Procedure:

The Principal or the Principal's designee will evaluate the performance of each employee on a periodic basis towards the goal of continuous improvement in the quality of all work performance. At a minimum, each



employee will have a mid-year formative performance review and a year-end summative performance review. Every employee shall be informed of his/her performance evaluation and the criteria by which his/her performance is evaluated.

The Principal or the Principal's designee will evaluate the performance of each instructional staff member, both certified and non-certified in accord with state law and the South Carolina Department of Education's Assisting, Developing, and Evaluating Professional Teaching (ADEPT) system. The ADEPT performance standards are aligned with nationally recognized professional standards and provide a seamless continuum for educators throughout the entirety of their careers. In addition to applications for classroom-based teachers, the ADEPT system also included standards and models for assisting, developing, and evaluating special area educators such as school guidance counselors. The PSA ADEPT process will be coordinated through the SC Public Charter School District.

Teachers in their first year of teaching will be evaluated as an Induction Teacher under ADEPT. Other teachers, such as out-of-state teachers with less than one year of experience or other out-of-state teachers, will also be included in this program.

Summative ADEPT Formal Evaluation of Classroom-Based Teachers, SAFE-T, is the state's formal evaluation model used to evaluate classroom-based teachers. Continuing contract teachers will be evaluated using the Expanded ADEPT Support and Evaluation Model and will develop Student Learning Objectives for the Student Growth component.

Support staff employees, those whose positions do not require a certificate issued by the SC Department of Education, will be evaluated annually by the Principal. The Principal will provide each support staff employee with an explanation of the responsibilities and duties that will be evaluated as well as a copy of the employee's job description.

All evaluations will be written and reviewed with each employee by April 15 of each year.

Forms

SCDE provides the forms for classroom observation summaries, teacher reflection, the professional review, and the SLO and professional growth and development plan. Districts have discretion to use these forms or their own locally-developed format. All forms will be available electronically and printable on the new SCLead.org effectiveness and support data management system. Forms are also available in the SCTS process manual.

Conferences

The purpose of the pre-observation conference is to give the observer an opportunity to get more context and begin collecting evidence about the upcoming lesson.

The purpose of the post-observation conference is to reflect on the lesson observed and to focus on best practice professional development. Areas of strength, or reinforcement, and an area in need of improvement,



or refinement, will be discussed. Support plans will then be put into place.

Informal Evaluations

The informal evaluation process complements the formal evaluation in providing administrators additional opportunities to conduct observations and provide feedback. These evaluations are designed to be shorter in nature and unannounced. Due to the shorter timeframe, an informal evaluation may not encompass the entire lesson. Feedback from these evaluations shall be used for practice only. Administrators will not question teachers beyond the observation in order to obtain additional evidence. If a component of the rubric was not evident in the observed portion of the lesson, it is not rated. Post-observation conferences are not typically held following informal observations but may be requested by the observer or the teacher. The Eleot Observation Tool adopted from AdvancED will be used to conduct informal observations. Teacher’s will be informally observed a minimum of one time per quarter in conjunction with the formal evaluation cycle.

Observation and Evaluation Calendar

Timeframe	Task
Prior to Q1	Returning staff complete self-assessment
August Q1	New staff complete self-assessment within the first two weeks of the school year. Pre-observation: Goal set with the Principal during the first month of the school year, including a review of student achievement, the school's charter/mission, the teachers' self evaluations, and the school's accountability plan.
Q1 August-September	Formal observation conducted by Admin
Q2 October-December	Formal observation conducted by Admin
Q3 January-February	Formal observation conducted by Admin
Q4 March-April	Follow-up observations for staff with action plans.



April 15th	Deadline to have all observations and evaluations complete
------------	--

Effective Date: MM/DD/YYYY

Revision Record

Revision	Purpose	Date
0.0	Original form created by Policy and HR committee from PCSASC template	MM/DD/YYYY
	Approved by Policy Committee	02/03/2021
	Sent to Board for review/approval	02/10/2021



Item III.h. PSA-OPR045.0 Cyber Bullying

Book	Policy Manual and PSA student/parent handbook
Section	PSA-OPR045.0
Title	Bullying/Cyberbullying
Status	Active

Purpose

As virtual schooling and virtual collaboration is an integral part of the academic life at PSA, the purpose of this policy is to add clarification and specificity regarding cyberbullying, as it relates to the more encompassing PSA bullying and harassment policies, and which policies together are meant to maintain a safe, positive and bullying free environment for PSA students and employees.

It is the policy of the Palmetto Scholars Academy to provide a learning environment that is free from bullying and cyber-bullying. It is a violation of this policy for any student to engage in bullying or cyber-bullying, or for any employee of the Palmetto Scholars Academy to condone or fail to report acts of bullying or cyberbullying that they witness or become aware of (i) on school grounds and property immediately adjacent to school grounds; (ii) at school-sponsored or school-related activities, functions or programs, whether on or off school grounds; (iii) at school bus stops; (iv) on school buses or other vehicles owned, leased or used by the school; or (v) through the use of technology or an electronic device owned, leased or used by the PSA.

In addition, it is also a violation of this policy for any student to engage in cyberbullying at a location, activity, function or program that is not school-related, or through the use of technology or an electronic device that is not owned, leased or used by the school district, if the bullying creates a hostile environment at school for the victim, infringes on the rights of the victim at school, or materially and substantially disrupts the education process or orderly operation of the school, as determined by school administrators and other legally appropriate parties-as required.

The PSA Board directs that it is prohibited and shall be subject to disciplinary action should any person subject to this policy engage in: harassment, intimidation, bullying or reprisal, retaliation, or false accusation against a person who reports cyber-bullying, is a victim, a witness, or provides information during an investigation of cyberbullying .

Definitions

Bullying rises to the level of inappropriate harassment when one or more persons systematically and chronically inflict physical hurt or psychological distress on one (1) or more students or employees.



It is defined as any unwanted and/or repeated written, verbal, or physical behavior, including any threatening, insulting, or dehumanizing gesture, by an adult or student, that is severe or pervasive enough to create an intimidating, hostile, or offensive educational or work environment; cause significant discomfort or humiliation; or unreasonably interfere with the individual's school or work performance or participation; and may involve:

- A. teasing;
- B. threats;
- C. intimidation
- D. stalking;
- E. physical violence;
- F. theft;
- G. sexual, religious, or racial harassment;
- H. public humiliation;
- I. destruction of property.

And

- J. cyberbullying- as defined further

“Cyberbullying” as defined in this policy, is bullying through the use of technology or any electronic communication and electronic devices , which includes but is not limited to any transfer of signs, signals, writing, images, sounds, data or intelligence of any nature transmitted in whole or in part by such things as electronic mail, internet communications, instant communication and messaging, text messaging, and electronic applications.

Cyber-bullying also includes (i) the creation of a web page or blog in which the creator assumes the identity of another person or (ii) the distribution by electronic means of a communication to more than one person or the posting of material on an electronic medium that may be accessed by one or more persons, if the distribution or posting is a violation of the law.

Moreover, the present PSA Policy, as of January 2021, explicitly identifies the following types of cyberbullying, and does not limit or exclude any further and future additions, as developed and identified:

Impersonation: involves creation of fake accounts or profiles designed to impersonate the victim. For example, one form of impersonation, known as “fraping,” involves someone gaining unauthorized access to the victim's social media account, impersonating them, and posting inappropriate content as the victim.

Cyberstalking: involves use of technology to track and keep tabs on their others, including making attempts to disrupt their lives, meet, harass, intimidate and/or threaten someone.

Flaming: involves posting derogatory comments on someone’s web or social media page or through instant messages, emails or chat rooms.

Outing: this type of cyberbullying involves sharing someone’s private information for the purpose of public humiliation or exposure of private information. Outing can include posting photos, emails, text messages or videos on the internet or forwarding them to other people.



Cyber Harassment: involves the constant sending of malicious, abusive or threatening messages to an individual or group online. This can be done to the victims in public or private.

Trolling: is the deliberate act of provoking a response through the use of inflammatory statements — such as using insults and offensive language — in an online forum, often with the specific goal of inciting others to act in an uncivilized manner.

Trickery: similar to outing, trickery involves electronic communication revealing private information about another person. When someone engages in this type of cyberbullying, the person befriends someone and gains his or her trust with the specific intention of sharing that person's information online.

Catfishing: involves assuming another person's identity and/or pretending to be someone else often with the intent to manipulate, post inappropriate content, hurt, or damage relationships

Denigration: is the posting of rumors and gossip about someone through electronic communication. Cyberbullies use denigration in order to ruin the target's relationships and reputation.

Exclusion: is creating groups or events and purposefully and visibly excluding someone to cause significant harm. In youth settings, this often happens by not tagging someone in a photo or inviting them to an important event, as well as excluding someone from an important online conversation.

Authority to act

The PSA Board prohibits all forms of cyberbullying by PSA students, employees, stakeholders at large, and affiliated 3rd parties.

The PSA Board encourages students, employees, volunteers and all school affiliates who witness or have reliable information regarding a cyberbullying act to report promptly the incident to the PSA school Administration.

Students, employees and other PSA affiliates, are encouraged to use the PSA report form, available from the PSA main office to put the complaint in writing; however, oral complaints shall be accepted and documented.

The PSA Board directs that verbal and written complaints of cyberbullying shall be investigated promptly, and appropriate corrective or preventive action shall be taken when allegations are substantiated.

The PSA Board directs that any complaint of cyberbullying brought by a student, employee, and PSA affiliates pursuant to this policy merits additional revision under the general bullying and harassment policy.

Every report of alleged cyberbullying that can be interpreted at the outset to fall within the provisions of policies addressing potential violations of laws against discrimination and discriminatory harassment shall be handled as a joint, concurrent investigation into all allegations and coordinated for law compliance to address the issues of alleged discrimination as



well as the incidents of alleged cyberbullying.

Confidentiality

Confidentiality of all parties, witnesses, the allegations, the filing of a complaint and the investigation shall be maintained unless otherwise legally required.

Delegation of Responsibility

The PSA Administration or designee shall develop administrative procedures to implement this policy within 45 days following PSA Board approval.

The PSA Administration or designee shall ensure this policy and administrative procedures are reviewed annually with students; is contained in the Student/Parent Handbook and the Employee Handbook and shall be posted online at the PSA website .

The Programs and activities shall provide PSA staff, students, parents, volunteers and other school affiliates with appropriate knowledge of this policy, and, as required, training for effectively responding to, intervening in and reporting incidents of cyberbullying.

The PSA Administration or designee, in collaboration with the Student Counselling Department, should develop, implement and evaluate cyberbullying prevention and intervention programs and activities.

PSA students who are found to violate this policy shall be subject to appropriate disciplinary action, which may include but not limited to:

- counseling,
- parental conference,
- loss of school privileges,
- exclusion from school-sponsored activities,
- detention,
- suspension,
- expulsion or
- referral to law enforcement officials.

In addition, any PSA staff, volunteer, or parent found to be in violation of this policy shall be subject to appropriate disciplinary action, which may include but not limited to counseling, suspension, exclusion from school premises, termination, and referral to law enforcement officials.



Other legal references

- SC Code Ann. Sec. 59-63-110 et seq. and The Safe School Climate Act of 2006;, requiring schools and school districts to form policies prohibiting bullying, including cyber-bullying.
- SC Code Ann. Sec. 16-17-430; “criminal punishment for cyberbullying”
- SC. Code Ann. Sec. 16-3-1700; cyberbullying as harassment laws that can be used to criminally penalize cyber bullies.

Effective Date: MM/DD/YYYY

Revision Record

Revision	Purpose	Date
0.0	Original form created by Policy and HR committee from PCSASC template	MM/DD/YYYY
	approved by the Committee for board review/approval	02/03/2021
	sent to Board	02/10/2021



Item III.i. PSA-FED013.0 Student Privacy and Parental Access to Information FERPA

Policy Title: Student Privacy and Parental Access to Information
FERPA

Policy Number: PSA-FED013.0:

Date Reviewed by Administration:

Date Approved by PSA Board:

Stand Alone or Handbook:

- ✓ Employee Handbook
- ✓ Student/Parent Handbook
- ✓ Stand Alone Policy

Policy References: Family Educational Rights and Privacy Act ("FERPA"), 20 USC §§ 1232g, 1232h; 34 CFR §§ 99.7, 99.31; PSA Charter

Disclosure of Information

The Board of Palmetto Scholars Academy (PSA) adopts the following policy, effective on the date of adoption of the Board.

Family Educational Rights and Privacy Act Notification of Rights

The Family Educational Rights and Privacy Act (FERPA) gives parents certain rights with respect to their children's education records. These rights transfer to the student when he or she reaches the age of 18 or attends a school beyond the high school level. Students to whom the rights have transferred are "eligible students." These rights include any records directly related to a student and maintained by Palmetto Scholars Academy (PSA).

For purposes of this policy, the term **parent** includes a legal guardian or other person standing in *loco parentis* (such as a grandparent or stepparent, with whom the child lives, or other person legally responsible for the welfare of the child).

These rights are:

(1) The right to inspect and review the student's education records within 45 days of the day the school receives a request for access. Parents or eligible students should submit to the principal (or appropriate school official) a written request that identifies the record(s) they wish to inspect. The school official will make arrangements for access and notify the parent or eligible student of the time and place where they may inspect the records.



(2) The right to request the amendment of the student's education records that the parent or eligible student believes are inaccurate, misleading, or otherwise in violation of the student's privacy rights under FERPA. Parents or eligible students who wish to ask the school to amend a record should write the principal or delegated official, clearly identify the part of the record they want changed, and specify why it should be changed. If the school decides not to amend the record as requested by the parent or eligible student, the school will notify the parent or eligible student of the decision and advise them of their right to a hearing regarding the request for amendment. Additional information regarding the hearing procedures will be provided to the parent or eligible student when notified of the right to a hearing.

(3) The right to privacy of personally identifiable information in the student's education records, except to the extent that FERPA authorizes disclosure without consent. FERPA allows the school to disclose education records to school officials with legitimate educational interests without consent. A school official has a legitimate educational interest if the official needs to review an education record in order to fulfill his or her professional responsibility.

Generally, schools must have written permission from the parent or eligible student in order to release any information from a student's education record. However, FERPA allows schools to disclose those records, without consent, to the following parties or under the following conditions (34 CFR § 99.31):

- School officials with legitimate educational interest;
- Other schools to which a student is transferring;
- Specified officials for audit or evaluation purposes;
- Appropriate parties in connection with financial aid to a student;
- Organizations conducting certain studies for or on behalf of the school;
- Accrediting organizations;
- To comply with a judicial order or lawfully issued subpoena;
- Appropriate officials in cases of health and safety emergencies; and
- State and local authorities, within a juvenile justice system, pursuant to specific State law.

(4) The right to file a complaint with the U.S. Department of Education concerning alleged failures by the School to comply with the requirements of FERPA. The name and address of the Office that administers FERPA are: Family Policy Compliance Office U.S. Department of Education 400 Maryland Avenue, SW Washington, DC 20202-8520

Section 1.0: Without prior written consent of the student, (if an adult or an emancipated minor) or his/her parents (if an unemancipated minor), no student shall be required, as a part of PSA programming or curriculum, to submit to or participate in any survey, analysis, or evaluation that reveals information concerning the following:



- A. Political affiliations or beliefs of the student or his/her parents;
- B. Mental or psychological problems of the student or his/her family;
- C. Sexual behavior or attitudes;
- D. Illegal, anti-social, self-incriminating, or demeaning behavior;
- E. Critical appraisals of other individuals with whom respondents have close family relationships;
- F. Legally recognized privileged and analogous relationships, such as those with lawyers, physicians, and ministers;
- G. Religious practices, affiliations, or beliefs of the student or his/her parents; or
- H. Income (other than that required by law to determine eligibility for participation in a program or for receiving financial assistance under such a program).

Section 2.0: To ensure the right of parents, the Board directs the PSA Principal, to perform the following:

- A. Provide timely, written notification to parents about any surveys, analyses, or evaluations that may reveal any of the information identified in A-H above. Such notification shall inform parents about their right to inspect the survey, analysis, or evaluation prior to the initiation of the activity with students.
- B. Allow the parent the option of excluding their student from the activity.
- C. Report collected data in a summary that does not permit one to make a connection between the data and individual students or small groups of students.
- D. Treat information as identified in A-H above as confidential information.

Section 3.0: Right to inspect third party materials. Upon request, parents shall have the right to inspect a survey or evaluation created by a third party before the survey/evaluation is administered or distributed by PSA to the student. The parent shall have access to the survey/evaluation within a reasonable period of time after the request is received by PSA.

Section 4.0: Right to inspect instructional material. Upon written request, parents have the right to inspect any instructional material used as part of the educational curriculum of the student. Parents will have access to the instructional material within a reasonable period of time after the written request is received by PSA. The term **instructional material** means any learning materials provided to a student, regardless of its format, including printed and representational materials, audio-visual materials, and materials in electronic or digital formats (such as materials accessible through the Internet). The term does not include academic tests or assessments.

Section 5.0: Prohibition of sale. The Board will not allow the collection, disclosure, or use of personal information collected from students for the purpose of selling that information (or otherwise providing that information to others for that purpose). The term **personal information** means individually identifiable information including: a student or parent's first and last name; a home or other physical address (including street name and the name of the city or town); a telephone number; and a Social Security number.



The Board recommends the following Procedures:

- The PSA Principal or designee shall provide notice directly to parents of enrolled students of the substantive content of this policy, at least annually at the beginning of the school year and within a reasonable period of time after any substantive change in this policy.
- In addition, the PSA Principal or designee shall notify parents of PSA students, at least annually at the beginning of the school year, of the specific or approximate dates during the school year when activities involving the administration of any survey by a third party that contains one or more of the items described in A through H above are scheduled or expected to be scheduled.
- The PSA Principal or designee shall ensure that procedures are established whereby parents may inspect any materials used in conjunction with any such survey, analysis, or evaluation.
- The PSA Principal or designee shall ensure that procedures are established whereby parents may inspect instructional materials.

See also PSA-FED046.0 regarding Student Records

Effective Date: xx/xx/xxxx

Revision Record

Revision	Purpose	Date
0.0	Original form created by Policy and HR committee from PCSASC template	
	Committee approval for Board consideration	02/10/2021
	Policy sent to Board	02/10/2021



Item III.k. Palmetto Scholars Academy At-Will Employment Agreement

**PALMETTO SCHOLARS ACADEMY
At-Will Employment Agreement**

This agreement for at-will employment (“Agreement”) is between Palmetto Scholars Academy (the “School”), a South Carolina public charter school and nonprofit corporation, and _____ (the “Employee”). The School and the Employee, in consideration of the mutual promises set forth in this Agreement, the receipt and sufficiency of which are hereby acknowledged, agree as follows:

1. At-Will Employment. THIS IS AN “AT-WILL” EMPLOYMENT AGREEMENT. “AT-WILL” IS DEFINED AS ALLOWING EITHER THE EMPLOYEE OR THE SCHOOL TO TERMINATE THE AGREEMENT AT ANY TIME, FOR ANY REASON THAT DOES NOT VIOLATE STATE OR FEDERAL LAW. EMPLOYEE UNDERSTANDS AND AGREES THAT NOTHING IN THE SCHOOL’S POLICIES, HANDBOOKS, OR OTHER DOCUMENTS SHALL BE CONSTRUED TO ALTER THE “AT-WILL” NATURE OF EMPLOYEE’S EMPLOYMENT.

Employee’s signature: _____.

2. Position. The Employee is assigned to fulfill the position of _____. The Employee’s assignment is subject to the discretion of the School’s Principal and the needs of the School and may be changed by the School’s Principal at any time.

3. Term. Unless the Employee’s at-will employment is terminated by either party, the term of this Agreement is from July 1, 20__ through June 30, 20__. The Employee agrees to render acceptable service for ____ days during the term of this Agreement.

4. Salary. The School shall pay the Employee an annual salary of _____ Dollars (\$_____.00), payable in twenty four bi-monthly installments on the 15th and last days of the month, beginning in July 20__. All compensation paid by the School is subject to applicable payroll taxes and withholdings in accordance with federal, state, and local law.

5. Benefits. The School shall provide the Employee with benefits, which may include health, dental, and/or vision insurance.

6. Personal Leave. The Employee paid time off (PTO) in the amount of ___ days for the Term of this Agreement in accordance with school policy on earning and utilizing paid time off.

7. Duties. The Employee shall serve in his or her assignment at the direction of the School’s Principal. The Employee shall faithfully discharge the duties and requirements imposed on him or her by the Principal and by federal and South Carolina laws and regulations. The Employee is subject to the School’s charter agreement, the School’s employee handbook, and the School’s policies and procedures. Additionally, the Employee may be required by the School’s Principal to perform additional duties directly or indirectly related to the Employee’s assignment, including carline duty, planning and participating in school events and extracurricular activities, and planning and participating in staff development. The Employee shall maintain any certification required by the School.



8. Employee Status. (Check to indicate exempt or nonexempt status.)

_____ Exempt Status. The Employee qualifies as an exempt employee and is not entitled to overtime pay by the Fair Labor Standards Act (FLSA).

_____ Nonexempt Status. The Employee is a nonexempt employee and is entitled to be paid overtime by FLSA regulations. The Employee shall adhere to any time-keeping procedures established by the School, and the Employee shall obtain prior written approval from the School's Head of School before working any overtime hours.

9. Loss of Funding. Any loss or reduction in the School's anticipated or appropriated federal, state, or other funding may, at the recommendation of the School's Principal and discretion of the School's Board of Directors, result in an employee furlough, reduction of salary, or termination of employment.

10. Administrative Leave. At any time during the term of this Agreement if the Principal deems it to be in the best interest of the School, the Principal may place the Employee on administrative leave with full pay and benefits. Such administrative leave shall continue until the Principal decides otherwise.

11. Amendment. Any amendment to this Agreement shall be in writing and signed by the Employee and the School's Principal or his/her authorized designee.

12. Background Check. The Employee's at-will employment is subject to a criminal record history check with the South Carolina Law Enforcement Division and a background check with the National Sex Offender Registry.

13. Tuberculosis Test. The Employee's at-will employment is subject to the Employee presenting a health certificate certifying that the Employee does not have tuberculosis in an active stage.

14. Governing Law. South Carolina law governs this Agreement.

15. Entire Agreement. This Agreement represents the complete employment agreement between the Parties. This Agreement supersedes any and all prior Agreements or understandings between the Parties.

16. Severability Clause. If a court declares part of this Agreement unenforceable, the remainder of this Agreement is unaffected and enforceable.

17. No Waiver. A party's delay in exercising a right under this Agreement does not constitute a waiver of that right.

18. No Assignment or Delegation. The Employee shall not assign rights or delegate duties under this Agreement.

19. Return of Property. Upon the expiration or termination of Employee's employment by either party, the Employee shall turn over to the Principal all school property, keys, passwords, equipment, laptop computer, records, and information in Employee's possession. School may withhold Employee's final paycheck until Employee returns all School property in his/her possession to School, and Employee agree that this sentence constitutes sufficient notice of such withholding pursuant to Section 41-10-40(C) of the South Carolina Payment of Wages Act.

20. Special Conditions (if any).



The parties agree to the terms of this Agreement, above.

Employee

Date

Principal

Date



Item III.j.

Policy Title: Grading and Reporting - End of Course (EOC) Grading for the 2020-2021 Academic Year due to the Covid-19 Pandemic

Policy Number: PSA-OPE021A.0

Date Approved by PSA Board: MM/DD/YYYY

Stand Alone or Handbook: Stand Alone Policy

Policy References: PSA-OPR021.0 Grading and Reporting

(EOC) Grading Policy for the 2020-2021 Academic Year due to the Covid-19 Pandemic

Taking into account the specifics of the PSA educational program under the COVID 19 related circumstances, and acknowledging the power granted by the SC Department of Education to deviate from traditional and uniformly state applied End of Course (EOC) grading policy, the PSA Academic Excellence Committee recommends to the PSA Board adoption of the following temporary EOC grading policy, pertaining exclusively to the 2020-2021 academic school year and modifying temporarily the current grading policy:

As mandated by the SC Department of Education requirement to decide, the PSA Board directs that PSA will administer EOC grading that will count as 20% of the final grade if such grading increases the student overall grading average and count as “exempt” in all the other cases, with exempt classification not impacting or penalizing the final grade of any student.

The Board delegates to the PSA administration the power to implement accordingly.

Effective Date: xx/xx/xxxx



Item III.c.

Resolution of the Palmetto Scholars Academy Board of Directors

REGARDING: Reaffirming Palmetto Scholars Academy Commitment to a “differentiated program designed to meet the educational needs of intellectually gifted learners, address their distinctive social and emotional needs, promote individual character development and instill a life-long love of learning.”

CONCERNING: Commitment of Palmetto Scholars Academy Board to the founding principles of the Palmetto Scholars Academy Charter.

WHEREAS, Palmetto Scholars Academy, according to its Charter School Document and Charter Contract so submitted for renewal, and approved in 2017 by the South Carolina Charter School District, continues to operate and provide academic and educational services to the charter designated zone of attendance and community; and

WHEREAS, according to its Charter, “Palmetto Scholars Academy (PSA) provides a differentiated program designed to meet the educational needs of intellectually gifted learners, address their distinctive social and emotional needs, promote individual character development and instill a life-long love of learning.”; and

WHEREAS, Palmetto Scholars Academy, according to its Charter must align with State Academic Standards and National Association for Gifted Children's K-12 Program Standards; and

WHEREAS, in 2019 the National Association for Gifted Children's K-12 has updated its standards; and

WHEREAS, according to its Charter, prior to the beginning of every academic year, the PSA Principal is responsible to review the curriculum, and revise and update it with any changes that need to be made to ensure the school is meeting or exceeding the most recent student academic standards; and

WHEREAS, according to its Charter, prior to the beginning of every academic year, the PSA Governing Board is responsible for approving the school curriculum as revised and presented by the PSA school Principal; and

THEREFORE, be it resolved, the following:

That the Governing Board of the Palmetto Scholars Academy reaffirms its commitment to the PSA mission and directs the PSA Principal and Administration to commence the search for and selection of appropriate 3rd party educational consulting services that would work collaboratively with the PSA Administration, faculty and staff, Board Committees as well as the PSA community to examine the quality and alignment to the mission of the PSA programs and services for gifted learners, and update PSA program standards and its academic framework., and

RESOLVED FURTHER, That the Governing Board of the Palmetto Scholars Academy directs that the PSA Principal and Administration, immediately following selection of the 3rd party resources,



working collaboratively with the said resources, develop and present for approval to the PSA Governing Board a specific plan for how PSA will engage in the assessment and renewal of its academic program, how transfer of knowledge towards faculty and staff will take place, and how the faculty and staff, along with the PSA Community will sustain the newly updated program, and

HEREBY RESOLVES That the Governing Board of the Palmetto Scholars Academy reaffirms its commitment to the PSA mission by allocating financial resources and committee support to renew and sustain a PSA academic program that weaves the South Carolina Academic Standards with the National Association for Gifted Children's K-12 Program Standards, and the South Carolina Goals for Gifted Education.

Resolved this 16th day of February, 2021.

Directors	Yea	Nay
Kim Shultz (Chair)		
Bryan Coppage (Vice Chair)		
Mary Brown (Secretary)		
Joel Baughman (Treasurer)		
Liliana Hudescu		
Susan Durand		
Cynthia Hall		
Faith Bongiorno		
Jason Colonna		

Vote Total:	
Date of Vote:	

Recorded electronically by Kim Shultz



Item IV.h.

Policy Title: Freedom of Information Act Request Fee Schedule
Policy Number: PSA-FIN020.0
Date Reviewed by Administration: MM/DD/YYYY
Date Approved by PSA Board: MM/DD/YYYY
Stand Alone or Handbook: Employee Handbook
 Student/Parent Handbook
 Stand Alone Policy
Policy References: S.C. Code Ann. § 30-4-30(B)
Policy:

According to S.C. Code Ann. § 30-4-30(B), "The fee for the search, retrieval, or redaction of records shall not exceed the prorated hourly salary of the lowest paid employee who, in the reasonable discretion of the custodian of the records, has the necessary skill and training to perform the request."

Fees will be assessed as follows:

- \$0.10 per page for black and white copies;
- \$0.12 per page for color copies;
- Mailing costs based on actuals;
- Cost of an electronic media storage device (CD/flash drive/zip drive), if needed to provide the records in the requested format; and
- Actual time that an employee(s) must spend in order to comply with the request. The fee for the search, retrieval, or redaction of records shall not exceed the prorated hourly salary of the lowest paid employee who, in the reasonable discretion of the custodian of the records, has the necessary skill and training to perform the request.
 - \$16.00* – hourly rate charged for requests requiring only general administrative skills
 - \$28.00* – hourly rate charged for requests requiring IT skills
- Requests for which the skills to retrieve information are not internal will be charged the direct cost of outsourced labor with no markup.

Palmetto Scholars Academy will not charge for incidental requests costing less than \$10 to produce and will not charge for the examination and review of documents to determine if they are subject to disclosure. If fees are assessed, a deposit of 25% of the total reasonably anticipated cost will be required before work will begin on the FOIA request. Payment in full is required before the public records are released to the requestor.

Any requests for waiver or reduction of fees should be made to PSA's Principal.

