

**BYLAWS
OF THE STATE CHARTER SCHOOLS COMMISSION OF GEORGIA**

Article I: Name.

- 1-1. Name. The name of this organization shall be the State Charter Schools Commission of Georgia and shall be denoted as the “Commission” throughout this publication.

Article II: Mission.

- 2-1. Mission. The mission of the State Charter Schools Commission of Georgia is to improve public education throughout the state by authorizing schools that provide students with better educational opportunities than they would otherwise receive in the traditional schools to which they are zoned, maintaining high standards of transparency by publishing academic, organizational, and fiscal accountability data for all state charter schools, and disseminating research and guidance to all stakeholders on best practices in charter schooling.

Article III: Members.

- 3-1. General Powers. All powers and duties of the Commission shall be exercised by or under the authority of, and the business and affairs of the Commission managed under the direction of, members of the Commission, subject to any limitation set forth in these Bylaws, and further subject to such “Governing Policies” as are adopted, amended, altered, or repealed by the Commission from time to time. The Commission will delegate power of conducting the business as needed to the Chairperson, Executive Director, or any other officer, committee, or third party.
- 3-2. Number, Tenure, Qualifications. The number, tenure, and qualifications of Commission members shall comport with applicable state law, rules, and regulations. The Bylaws shall be deemed amended to reflect applicable changes to laws, rules, and regulations upon the effective date of any such legislative, rule or regulatory change.

The Commission will consist of seven (7) members, with three (3) members being appointed by the State Board of Education from a list of individuals recommended by the Governor of the State of Georgia, two (2) members appointed by the State Board of Education from a list of individuals recommended by the President of the Senate of the State of Georgia, and two (2) members appointed by the State Board of Education from a list of individuals recommended by the Speaker of the House of Representatives of the State of Georgia. The Governor, the President of the Senate, and the Speaker of the House of Representatives shall each recommend a list of no fewer than two nominees for each appointment to the Commission. Each member appointed on or after July 1, 2020, shall serve a term of four years unless the State Board of Education, after review and upon recommendation by the initial recommending authority, extends the appointment. If a vacancy occurs on the Commission, it shall be filled by the State Board of Education from a recommendation by the appropriate authority according to the procedure set forth in this subsection. The members of the Commission shall annually

vote to appoint a Chairperson and Vice Chairperson from among its membership.

Each member of the Commission shall hold a bachelor's degree or higher, and the Commission should include a group of diverse individuals representative of Georgia's school population who has experience in finance, administration, law, education, public school teaching, and school governance. Members of the Commission shall be natural persons who are eighteen (18) years of age or older.

The Commission may establish an attendance requirement, which will be articulated in the Governing Policies. A member of the Commission absent from more meetings of the Commission than is allowed in the Governing Policies, shall be deemed to have resigned from the Commission and his or her position shall be deemed to have become vacant for the remainder of his or her Term, or until the vacancy is filled pursuant to this Section of these Bylaws. The Chairperson may, in his or her discretion, waive application of this provision and excuse absences due to extenuating circumstances.

- 3-3. Removal. Any Commissioner may be removed as provided by law.
- 3-4. Place of Meeting. The Commission may hold its meetings at such place or places within or without the State of Georgia as it may from time to time determine.
- 3-5. Regular Meetings. The Commission shall meet at least bimonthly at the call of the Chairperson or upon the request of four (4) members of the Commission.
- 3-6. Special Meetings. Special meetings of the Commission may be called by the Chairperson, with notice of at least twenty-four hours to each Commissioner who will be notified by mail, telephone, e-mail, or fax. Special meetings may also be called by the written request of any four (4) or more Commissioners, in like manner and on like notice as provided in the immediately preceding sentence. Such notice shall state the time, date and place of such meeting, and describe the purpose of the meeting. Any such special meeting shall be held at such time and place as shall be stated in the notice of the meeting.
- 3-7. Notice. The Commission shall follow the notice requirements of Article 31A of Chapter 2 of Title 20 of the Official Code of Georgia Annotated and the Open and Public Meetings Law, O.C.G.A. § 50-14-1, in convening both regular meetings and special meetings.
- 3-8. Quorum. At all meetings of the Commission, unless provided in the Code, other provisions of these Bylaws, or in any Governing Policies, four (4) Commissioners shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the Commissioners present at any meeting may adjourn until a quorum can be had. Notice of the time and place of any adjourned meeting shall be given to (i) the Commissioners who were not present at the time of the adjournment and (ii) the other Commissioners, unless the time and place of the adjourned meeting is announced at the meeting at which the adjournment is taken.

- 3-9. Voting. Voting will be left to the discretion of the Chairperson. A vote may be taken by voice or by a show of hands.

Except as expressly otherwise provided by these Bylaws or any other Governing Policy, if a quorum is present when a vote is taken, the affirmative vote of a majority of Commissioners present constitutes an act of the Commission. Voting by proxy is prohibited. A Commissioner who is present at a meeting when action is taken is deemed to have assented to the action unless:

- (1) the Commissioner objects at the beginning of the meeting (or promptly upon his or her arrival) to holding it or transacting business at the meeting;
 - (2) the Commissioner's dissent or abstention from the action taken is entered in the minutes at the meeting; or
 - (3) the Commissioner does not vote in favor of the action taken and delivers written notice of his or her dissent or abstention to the presiding officer of the meeting before its adjournment or to the Commission immediately after adjournment of the meeting.
- 3-10. Conference Call Meetings. Members of the Commission, or any committee of the Commission, may participate in a meeting of the Commission or committee by means of conference telephone or similar communications equipment by which means all persons participating in the meeting can simultaneously hear each other during the meeting. Participation in a meeting pursuant to this Section shall constitute presence in person at such meeting.
- 3-11. Robert's Rules of Order. Robert's Rules of Order, current edition, may be invoked by the Chairperson or majority vote of the Commissioners present at any meeting of the Commission.
- 3-12. Reimbursement. Commissioners shall not be compensated for their service but may be reimbursed for per diem and travel expenses in the same manner as provided for in O.C.G.A. § 45-7-21.

Article IV: Officers of the Commission.

- 4-1. Elected Officers. The elected officers of the Commission shall be a Chairperson and Vice Chairperson, each of which shall be elected by a majority vote of the members of the Commission to a term of one (1) year each. In the event the Chairperson or Vice Chairperson ceases to be a member of the Commission for any reason, including without limitation death, removal, or resignation, it shall be deemed to cease simultaneously to

be an officer of the Commission.

- 4-2. Compensation. The Chairperson and Vice Chairperson shall serve without compensation.
- 4-3. Chairperson. The Chairperson shall preside at all meetings of the Commission. The Chairperson shall be authorized to enter into any contract or agreement on behalf of the Commission and to execute in the Commission's name any instrument or other writing. The Chairperson may delegate his or her authority to sign agreements or contracts on behalf of the Commission to the Executive Director. The Chairperson shall see that all orders and resolutions of the Commission are carried into effect and shall supervise and direct the management and operation of the Commission in the absence of an Executive Director. The other officers and employees of the Commission shall be under the Chairperson's supervision and control during such interim. The Chairperson shall have the authority to create committees, shall be an ex officio member of all committees of the Commission, and shall have such other duties and have such other authority and powers as the Commission may from time to time prescribe.
- 4-4. Vice Chairperson. The Vice Chairperson, unless otherwise determined by the Commission, shall, in the absence or disability of the Chairperson, perform the duties and have the authority and exercise the powers of the Chairperson. The Vice Chairperson shall perform such other duties and have such other authority and powers as the Commission may from time to time prescribe, or as the Chairperson may from time to time delegate.
- 4-5. Executive Director. The Executive Director, subject to the control of the Commission, shall supervise and have general charge of all operating functions and activities of the Commission and shall be charged with carrying out the policies, programs, orders, and resolutions of the Commission.

The Executive Director may employ, discharge, supervise, and determine the compensation of, employees of the Commission.

The Executive Director shall perform such other duties and shall have such other authority and powers as the Commission may from time to time prescribe, shall keep the Commission, officers, and committees of the Commission fully informed as to the business and affairs of the Commission and shall consult freely with them concerning its business and affairs.

Article V: Commission Committees.

- 5-1. Standing Committees. Standing committees of the Commission may include but shall not be limited to the following committees: the Executive Committee. The Commission may create and delegate decision-making authority to other committees comprised of Commissioners and/or Commission staff to investigate issues, formulate recommendations, and/or determine the Commission's ultimate course of action as

necessary and appropriate.

Article VI: Fiscal Year and Budget.

- 6-1. The fiscal year of the Commission shall be fiscal year of the State of Georgia.
- 6-2. The Executive Director shall prepare and submit an operating budget to the Commission for its approval prior to the start of each fiscal year. The operating budget shall include an estimate and allocation of the funds necessary for the maintenance of the Commission and the implementation of its duties and obligations.

Article VII: Amendments to the Bylaws.

- 7-1. The Bylaws may be amended subject to approval of a vote of two-thirds of the current Commissioners.
- 7-2. Amendments to the Bylaws shall go into effect immediately upon adoption, unless the motion to adopt specifies a time for the amendment to go into effect or unless the Commission has previously adopted a motion to that effect.

Article VIII: Compensation, Purpose, and Operations of the Commission.

- 8-1. Pecuniary gain. The Commission shall not be operated for pecuniary gain or profit. No part of the net earnings of the Commission shall inure to the benefit of, or be distributable to, any Commissioner, officer, or employee of the Commission, or any other private person; but the Commission shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in the Commission's Mission stated above and the State Charter Schools Commission of Georgia Act.
- 8-2. Political involvement. No substantial part of the activities of the Commission shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Commission shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.
- 8-3. Operations. The Commission has full power and authority to perform all other acts necessary or incidental to its purposes and to do whatever is deemed necessary, useful, advisable or conducive, directly or indirectly, as determined by the Commission to carry out any of the purposes of the Commission, as set forth in these Bylaws and the State Charter Schools Commission of Georgia Act.
- 8-4. Conflict of Interest Policy. The Commission will develop and adopt a Conflict of Interest policy to govern the Commission and its staff to ensure fair dealings with the public and to execute its mission justly.

Adopted: May 29, 2013
Amended: January 22, 2021