**ARTICLE II. GOVERNANCE**

2.01 ORGANIZATION OF THE GOVERNING COUNCIL

1. The MCHS board of directors shall have at least five (5) members who shall be known collectively as the Governing Council.
2. The Governing Council will consist of members including (but not limited to):

* A parent representative of a current or former student
* A representative from the area’s Native American population
* A representative from a local secondary or postsecondary institution

1. Members of the Governing Council will hold office for a minimum of one year. In the interest of continuity of service, each member shall serve until his or her successor is appointed and qualifies.
2. Any officer may be removed, either with or without cause, by the Governing Council, at any time. Any officer may resign at any time by giving written notice to the Governing Council or to the President or Secretary of the Council. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. All provisions of this Section shall be superseded by any conflicting terms of a contract that has been approved or ratified by the Governing Council relating to the employment of any officer of the Council.
3. Vacancies on the Board of Directors shall exist (1) on the death, resignation or removal of any director, and (2) whenever the number of authorized directors is increased. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President until such time as the Council shall fill the vacancy. Unless otherwise prohibited by provisions of law, vacancies on the Council may be filled by approval of Council members. If the number of members then in office is less than a quorum, a vacancy on the Council may be filled by approval of a majority of the members then in office or by a sole remaining member. A person appointed to fill a vacancy on the board shall hold office until the next election of Governing Council officers or until his or her death, resignation, or removal from office.
4. A person shall not serve as a member of a governing body of a charter school if the person or an immediate family member of the person is an owner, agent of, contractor with, or otherwise has financial interest in a for-profit or nonprofit entity with which the charter school contracts directly, for professional services, goods, or facilities.
5. No member of a governing body or employee, officer, or agent of a charter school shall participate in selecting, awarding, or administering a contract with the charter school if a conflict of interest exists.

2.02 GOVERNING COUNCIL MEETINGS

1. All meetings shall be held at the principal office of the Middle College High School,presently located at 705 Gurley Avenue, Gallup, NM 87301, at 5:00 pm, or as otherwise indicated in the meeting notice.
2. Unless otherwise specified, regular meetings shall be held on the last Wednesday of each month. The agenda will be provided by school administration, whose office is presently located at 705 Gurley Avenue, at least seventy-two (72) hours prior to commencement of the meeting. Public notice of the meeting shall also indicate how a copy of the agenda may be obtained.
3. Special meetings may be called by the President or acting chairman or by a majority of the governing body members upon one weeks’ prior notice. The notice shall include an agenda for the meeting or information on how members of the public may obtain a copy of the agenda. The agenda shall be available to the public at least seventy-two (72) hours before any special meeting.
4. Emergency meetings will be called only under unforeseen circumstances that demand immediate action to protect the health, safety, and property of citizens or to protect the public body from substantial financial loss. The Governing Body of the Middle College HighSchool will avoid emergency meetings whenever possible. Emergency meetings may be called by the President or acting chairman or a majority of the members upon twenty-four (24) hours’ notice, unless threat of personal injury or property damage requires less notice. The notice for all emergency meetings shall include an agenda for the meeting or information on how the public may obtain a copy of the agenda.
5. For the purposes of regular and special meetings, notice requirements are met if notice of the date, time, and place is provided by telephone or email to newspapers of general circulation in the state and posted at the offices of Middle College High School and the MCHS website.Email notice also shall be given to newspapers of general circulation for notice of public meetings.
6. In addition to the information specified above, all notice shall include the following

language:

*“If you are an individual with a disability who is in need of a reader, amplifier, qualified sign language interpreter, or any other form of auxiliary aid or service to attend or participate in the hearing or meeting, please contact the Administration Office of the Middle College High School at least 24 hours prior to the meeting. Public documents, including the agenda and minutes, can be provided in various accessible formats. Please telephone the Administration Office at 505-722-9945, if an accessible format is needed.”*

1. The Governing Body of the Middle College High School may close a meeting to the public only if the subject matter of such discussion or action is excepted from the open meeting requirement under Section 10-15-1(H) of the Open Meetings Act.
   1. If any meeting is closed during an open meeting, such closure shall be approved by a majority vote of a quorum of the Governing Body of the Middle College High School taken during the open meeting. The authority for the closed meeting and the subjects to be discussed shall be stated with reasonable specificity in the motion to close and the vote of each individual member on the motion to close shall be recorded in the minutes. Only those subjects specified in the motion may be discussed in the closed meeting.
   2. If a closed meeting is conducted when the Governing Body of the Middle College High School is not in an open meeting, the closed meeting shall not be held until public notice, appropriate under the circumstances, stating the specific provision of law authorizing the closed meeting and the subjects to be discussed with reasonable specificity, is given to the members and the general public.
   3. Following completion of any closed meeting, the minutes of the open meeting that was closed, or the minutes of the next open meeting if the closed meeting was separately scheduled, shall state whether the matters discussed in the closed meeting were limited only to those specified in the motion or notice for closure.
   4. Except as provided in Section 10-15-1(H) of the Open Meetings Act, any action taken as a result of discussions in a closed meeting shall be made by vote of the Governing Body of the Middle College High School in an open public meeting.
2. A quorum shall consist of a simple majority of the members of the Governing Council. Except as otherwise provided under provisions of law, no business shall be considered by the Council at any meeting at which the required quorum is not present, and the only motion which the President shall entertain at such meeting is a motion to adjourn.
3. Governing Council members may receive travel reimbursement for attendance at Governing Council meetings, provided that the calculated mileage from the Council member’s home residence is thirty (30) or more miles distant from the location of the scheduled meeting. In accordance with NMAC 2.42.2.11, the current rate of reimbursement per mile is determined by the New Mexico Department of Finance and Administration.
4. Meetings of the Governing Council shall be presided over by the President of the Governing Council, or, if no such person has been so designated or, in his or her absence, by a Chairperson chosen by a majority of the directors present at the meeting. The Secretary of the Board shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the Meeting.
5. Every act or decision done or made by a majority of the Council members present at a meeting duly held at which quorum is present is an act of the Governing Council, unless provisions of law require a greater percentage or different voting rules for approval of a matter by the Council.

2.03 GOVERNING COUNCIL POWERS AND RESPONSIBILITY

1. Subject to the provisions of law and any limitations specified in these policies relating to action required or permitted to be taken or approved by the members, if any, of this Council, the activities and affairs of the Governing Council shall be conducted and all powers shall be exercised by or under the direction of the this Council.
2. Powers thus reserved to the Governing Council include the development, approval, and review of organizational policies, while deferring the management of operational policies and procedures to the Council’s supervisee, the MCHS Chief Administrator.
3. It shall be the duty of the Governing Council to:
   1. Perform any and all duties imposed on them collectively or individually by law, and as identified in these policies.
   2. Approve the mission, guiding principles, and definition of whom the school serves.
   3. Employ a Chief Executive Officer for the school; fix the salary and length of contract.
   4. Recommend and/or approve the educational and personnel polices for the school.
   5. Approve any long and short term plans for the development and operation of the school.
   6. Appoint and remove, employ and discharge, and, except as otherwise provided in these policies, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of the Governing Council and the Charter School.
   7. Supervise all officers, agents, and employees of the Council and the Charter School, as designated, to assure that their duties are performed properly.
   8. Approve the school’s finances through the school budget.
   9. Meet at such times and places as required by these policies.

2.04 COUNCIL COMMITTEES

The Governing Council may establish standing committees. Each committee will consist of two (2) council members. Committee assignments and chairmanships will be determined by action of the entire Council. Each committee may also include parents, business/community representatives, and representatives from area educational institutions. Persons who are not also members of the Council shall act in an advisory capacity to the council. All meetings of Council committees will be publicly announced and will adhere to the Open Meetings Act. The Council has established the following standing committees: budget and audit. Committees may be consolidated as needed.

2.05 COUNCIL AGENDA

MCHS Administration sets Governing Council meeting agendas, subject to approval of the Council President. The Council reserves the right to delete items at the meeting that are from persons other than the Council members. A written request that an item be included on the agenda must be filed in the school’s principal office at least two (2) workdays prior to publication of the agenda. Such requests must include, in writing, all statements and materials the person anticipates presenting.

2.06 PARLIAMENTARY AUTHORITY

Robert’s Rules of Order, newly revised, will direct the Governing Council, except when state regulations prevail. Although most items are handled by appropriate motion procedures, consensus action is also used. Actual procedures will be left to the discretion of the Council President.

2.07 COUNCIL MINUTES

A record of all actions of the Council will be set forth in the official minutes of the Council. The minutes will be kept on file as the permanent official records of the Middle College High School. Recordings of all open meetings will be on file for one year. The Council will maintain a separate handbook of resolutions passed by the Council. The Council will also maintain an archived record of action.