

Governing Body By-Laws Change Notification Form

Submit this form and all supporting documents to charter.schools@ped.nm.gov

The Charter Contract was entered into by and between the New Mexico Public Education Commission (PEC) and Turquoise Trail Charter School., hereafter "the school," effective on 07/01/2020 .

Current section & language in school's Governing Body By-Laws which will be changed or replaced (can refer to red-line copy provided): Please refer to redlined copy.

New section & language to change or replace what is provided above (can refer to red-line copy provided): Please refer to redlined copy.

Effective Date: February 24, 2025.

The school's notification is hereby submitted by:

Signature of School Representative:  Date: 03/15/2025
Stephanie Behning (Mar 15, 2025 23:15 MDT)

Signature of Governing Board Chair:  Date: 03/17/2025
Sammi Triolo (Mar 17, 2025 17:01 MDT)

For PEC/CSD use only

PEC Meeting Date:

Agenda: ☐ Consent (typical) ☐ Regular (unusual circumstance)

The school's notification was: ☐ Accepted ☐ Rejected (provide reason)

Electronic signature of CSD Director: _____ Date: _____

Certification of Board Vote
Highlight and replace all capitalized text below.

Certificate Of Governing Body Vote

This document certifies that on 02/24/2025 at 6:33 PM a meeting of the Governing Body of Turquoise Trail Charter School a New Mexico public charter school, was held at TTCS Library/ and on Google Meets in Santa Fe, NM. The meeting and all votes were conducted in compliance with the New Mexico Open Meetings Act.

A quorum of the Governing Body's members being present and voting, it was voted 7 in favor and 0 opposed to "approve the Bylaws as presented".

The members voting in favor were: Alejandra Rodriguez, Sammi Triolo, Helen Baker, Bruce Jameson, Justin Schroer, Marcos Zubia, Shannon Lindauer

The members voting in opposition were: None

I, the undersigned, certify that this is a true copy.

Sammi Triolo

Sammi Triolo (Mar 14, 2025 13:38 MDT)

Signature of Individual Authorized To Certify the Vote (Secretary or Other Officer)

Sammi Triolo

President of the Governance Council

02/26/2025

Reason for Bylaws Change for Turquoise Trail Charter School on February 24th, 2025.

The Governing Board of TTCS had a significant change in membership and they found the days and times of the meetings were not conducive to a quorum, therefore, they've changed to the 4th Monday of each month.

Thank you

BYLAWS OF TURQUOISE TRAIL CHARTER SCHOOL (100 Policy Series Governance Council)

~~2022-2023~~ February 24-, 2025

Bylaws Update 2025

Revision Review 01.26.25

Revision Review 02.24.25

GC Approved (business meeting 2.24.25)

Formatted: Font: Bold

POLICY 100. Mission and Vision Statements

The Turquoise Trail Charter School Governance Council (“Governance Council”) frames all its decisions affecting the education, operation, and management of our school through the lens of the school’s Mission and Vision Statements.

- A. Mission Statement. Turquoise Trail Charter School (“TTCS” or “School”) serves a diverse community of students and families in a safe and supportive environment fostering communication, collaboration, critical thinking, and creativity. Teaching and learning are research-based, challenging, data-driven, and relevant to unique student needs and interests.
- B. Vision Statement. Turquoise Trail Charter School aims to construct an innovative environment designed to support high achievement, strong engagement, student well-being and an intentional fostering of community in order to become the academically highest performing Title I school in New Mexico.

Approved 09.27.21

Revision Review 01.26.25

[Revision Review 02.24.25](#)

POLICY 101. Equal Opportunity Statement

The Governance Council affirms its commitment to ~~providing~~ equal treatment of all its students, parents, employees, contractors, and visitors to the campus. Neither the School nor the Governance Council shall discriminate against on the basis of race, age, creed, religion, color, national origin, ancestry, sex, physical or mental handicap, serious medical condition, sexual orientation, spousal affiliation, gender identity, gender expression, pregnancy, childbirth or condition related to pregnancy or childbirth, physical or mental handicap or serious medical condition, need for special education services, or on any other basis protected by law, with respect to his/her/their rights, privileges, programs, activities, or in the administration of its educational programs, athletics or extracurricular activities. The School shall not allow for the imposition of discipline, discrimination or disparate treatment against a student based on the student's race, religion or culture or because of the student's use of protective hairstyles or cultural or religious headdresses.

Approved 09.27.21

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 102. Legal Status, Authority, and Duties of the Governance Council

Turquoise Trail Charter School is authorized to operate as a public charter school by contract (the "Charter") with the New Mexico Public Education Commission ("PEC"), its authorizer, as set forth in the New Mexico Charter Schools Act. The Governance Council is the governing body of the Turquoise Trail Charter School and shall oversee the school in accordance with its Charter and with all applicable state and federal statutes, regulations, and policies. The School will be operated for the educational benefit of all children in the school.

The Governance Council is the policy-making body of the school. The Governance Council will exercise leadership primarily through the formulation and adoption of policies within the Governance Council's duties and powers set forth by law. The Governance Council is charged with overseeing implementation of the Charter and incorporated performance standards that address academic success, financial and organizational accountability, and legal compliance. The Governance Council's authority and responsibilities include:

- A. Employing a Head Administrator for the school and fixing his/her/their salary. The Head Administrator of the school shall employ, fix the salaries of, assign positions, terminate, and discharge all other school employees in accordance with the New Mexico School Personnel Act.

~~Assign a~~ Administrative and management functions of the ~~s~~School, and responsibility for implementing the Charter. ~~shall be the responsibility of the~~ the Head Administrator. The Governance Council will not be involved in the day-to-day ~~ily~~ management of the school.

B.

~~B.C.~~ Review, approve and monitor implementation of ~~Approve~~ the School's annual budget of anticipated income and expenditures; approve ~~approve~~ the salary schedule for school employees; and the school calendar; and direct the preparation of the School's annual financial audit report as a component unit of the New Mexico Public Education Department's annual audit.

~~C.D.~~ Have the capacity to sue or be sued; initiate lawsuits or take all necessary steps to protect the School's interests.

~~D.E.~~ Approve the acquisition and/or disposal ~~require, dispose of, supervise, and control~~ school property, both real and personal, in accordance with applicable New Mexico statutes and regulations.

F. Contract or authorize to the Head Administrator to contract, when required, for the expenditure of money in accordance with the School's approved annual budget and all applicable statutes, regulations, and rules applicable to expenditure of public funds received by the school.

~~E.G.~~ Enter into contracts consistent with the Schools approved budget for any service or activity that is required for the School to perform ~~in order to carry out the educational program described in the Charter~~ The Council may delegate its authority hereunder to the

Formatted: List Paragraph, Numbered + Level: 1 +
Numbering Style: A, B, C, ... + Start at: 1 + Alignment:
Left + Aligned at: 0.25" + Indent at: 0.5"

Head Administrator for contracts not exceeding \$50,000.00, except in cases of employment contracts which shall be delegated to the Head Administrator consistent with the School's budget authority and the Council's adopted salary schedule.

H. Develop, adopt and amend ~~Adopt~~ School policies pertaining to the administration of Governance Council ~~all~~ powers or ~~duties~~ of the Governance Council.

I. Qualify as a Board of Finance pursuant to the New Mexico Public School Finance Act (if authorized by PEC).

J. Contract with, and annually evaluate the performance of, the School's Head Administrator.

K. Approve amendments to the Charter prior to presentation to the authorizer for approval.

L. Make application for capital outlay funds and appropriations.

M. Negotiate with the Santa Fe Public School District to provide transportation to students eligible for transportation under the ~~Public School~~ Public-School Code as deemed necessary and ~~/or other~~ or other services consistent with the School's Charter.

N. Open other locations for operation of the School, consistent with the Charter.

O. Address problems through applicable dispute resolution processes according to policies and procedures, applicable laws, and the Charter.

P. Review and consider recommendations submitted by the Head Administrator and other advisors to the Council.

~~F.Q. Promote cooperative~~ Promote cooperative relationship with the School's charter authorizer and function in accordance with the New Mexico Charter School Act and resolve any dispute which may arise between the School or its Council and the authorizer and/or authorizer's staff, to the mutual benefit of the operation of the School and its authorizer.

R. Accept or reject any charitable gift, grant, devise, or bequest not otherwise contrary to law or the terms of the Charter. ~~Each particular gift, grant, devise or bequest shall be considered an asset of the School.~~

~~G.S.~~ Know and follow all Governance Council bylaws, School policies and procedures, and provisions of law applicable to Council members.

~~H.T.~~ Such other duties and responsibilities as set forth in ~~applicable state~~ and federal statutes, regulations, and ~~policies, policy, which may be adopted from time to time~~

Approved 09.27.21

Revision Review 01.26.25

Revision Review 02.21.25

POLICY 103. School Policies of the Governance Council

- A. Governance through Policy. The Governance Council shall develop, review and adopt ~~governs the school by adopting written~~ policies ~~that direct~~ relating to the operation of the School, ~~and the work of the Governance Council~~. The Governance Council delegates the authority to determine the procedures and ~~regulations~~ methodologies necessary to implement ~~School the policies of the Governance Council~~ to the Head Administrator, who manages the school's operations.
- B. Policy Adoption. No School policy may be repealed, adopted, or modified until it has been reviewed at two public meetings of the Governance Council where a quorum is present.
- C. Emergency Action. In emergency cases where action must be taken and where an adopted policy does not provide the needed direction, the Head Administrator shall have the power to act, but the decision shall be subject to review by the Governance Council. It shall be the duty of the Head Administrator to inform the Governance Council of such action and of the need for a revised or new policy at the next Governance Council meeting.
- D. Current Policies. It shall be the duty of the Head Administrator to regularly advise the Governance Council on the necessity for School policy revisions so that ~~all Governance Council~~ School policies are current and compliant with state and federal laws and regulations. It is the duty of the Governance Council to accept, reject or modify the Head Administrator's recommendations in conformance with state and federal laws and, when appropriate, to seek external advice regarding School policies.
- E. Notice of Policy Adoption and Changes. to Employees. The Head Administrator shall post written notice ~~to school employees~~ of policy adoption and/or policy changes made by the Governance Council on the School's website. ~~Employees shall be informed in writing the~~ writing of policy changes via electronic mail and by any other appropriate communication mechanism by the Head Administrator. Complete, current copies of this ~~Turquoise Trail Charter Schools~~ Policy Handbook shall be available on the school's website and at the schools' main office(s).
- F. Severance. If any section, paragraph, clause, or provision of this Policy Handbook policy manual for any reason shall be held invalid or unenforceable, the invalidity or unenforceability of such policy section, paragraph, clause, or provision shall not affect any of the remaining provisions of this manual or its application. ~~to other situations~~.

Approved 10.25.21

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 104. Methods of Governance Council Operation/Roles and Responsibilities

The Governance Council exercises authority over the School in accordance with applicable laws and the Charter. The Head Administrator has executive, operational, supervisory and instructional authority over the School. The Council determines policy and appraises the results achieved in light of the goals of the School and the Charter and is responsible for ensuring that the School makes satisfactory progress toward meeting the goals and commitments set forth in the Charter.

~~The Governance Council shall concern itself primarily with broad questions of policy and with the appraisal of results rather than with administrative detail. The application of policies is an administrative task to be performed by the Head Administrator and staff, and they shall be held responsible for the effective implementation of Governance Council policies.~~ The Head Administrator shall be held responsible for communication with the Governance Council, which reporting shall be sufficiently effective to enable the Governance Council to fulfill its functions.

A member of the Governance Council is a public officer but has no individual power or authority. The Charter vests power in the Council only as a whole, and not as individual members. ~~Governance Council, and these~~ powers ~~may be must be~~ exercised by the Governance Council only at a public meeting at which a quorum is present, with action duly recorded in its minutes. When a Council member is assisting the Head Administrator with implementing School policies, programs or directives of the Head Administrator, in this role the Council member shall be considered a volunteer and have no special authority beyond that of a volunteer.

The Governance Council shall not be bound in any way by any action or statement on the part of any individual Governance Council member, except when such a statement or action has been expressly delegated by the Council action via majority vote in a properly convened meeting. is in pursuance of specific instructions from the Council. Unless acting pursuant to any expressly delegated authority from the Council, no Council member shall undertake any individual action to implement any plan or action of the Council. Any such delegation shall be given in an open meeting and recorded in the minutes.

The Governance Council recognizes the importance of timely, professional communication among its members and between the Governance Council and the Head Administrator. ~~The Head Administrator or designee will strive to ensure that the Governance Council is given prior notice of matters submitted by members for deliberation at Governance Council meetings.~~

Approved 11.21.21

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 105. Governance ~~and~~ Council Training

~~Members can best serve the School and community by becoming educated about applicable laws and our Charter.~~ The Council has a responsibility to become familiar with the terms of the School's Charter, and ~~and to ensure that the school operates in accordance with all~~ applicable statutes, and regulations governing New Mexico charter schools, and its Charter including but not limited to: the Charter Schools Act, the School Personnel Act, the Procurement Code, the Open Meetings Act, the Public School Finance Act, and NMPED regulations contained in Title 6 of the New Mexico Administrative Code. ~~Members can best serve our school and community by becoming educated about the laws and our Charter. Thus, it is a requirement of State law requires~~ that every member of the Governance Council ~~to~~ annually complete required training and hours as set forth in statute and the Public Education Department regulations that may be amended from time to time. Council members are required to comply with these training requirements, and failure to do so may result in removal from the Council.

Approved 11.21.21

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 106. Organization of Governance Council

- A. Number of Members. The Governance Council shall be composed of no fewer than 5 and no more than 11 members. The Governance Council shall determine, at its Annual Meeting, whether the make-up of the Council shall be increased or otherwise changed and shall notify the PEC accordingly. Notwithstanding, the Governance Council may, at any time it deems appropriate and in the best interest of the School, choose to increase its membership by a majority vote of the Governance Council. ~~The Council shall determine, prior to February 1 of each school year, whether the makeup of the Council shall be increased or otherwise changed.~~
- B. Term of Office. Members are elected for a term of two (2) years beginning the month following the ~~Annual-annual Meeting~~ election of the Governance Council. If a Member fills a vacancy, that Member's term shall be for the balance of the departing Member's term. There shall be no limit on the number of terms served by a Member.
- C. Membership and Qualifications. The Governance Council intends to be a collaborative body and for Members to represent the school-community's diversity. The Governance Council will strive to recruit candidates who include a range of different social and ethnic backgrounds, people with language differences, individuals with different sexual orientations, and those with varying socio-economic status, age, and physical abilities to serve the best interests of the school.

The Governance Council shall also strive to recruit and elect at least one member from each of the following groups:

- a. Parent of currently enrolled student(s)
- b. Community member who is not a parent

The Governance Council shall strive for the Governance Council to be qualified individuals who have experience in business, education, law, finance, accounting, real estate, and such other fields beneficial to the school's mission and the efficient, sound governance of the school. Candidates for positions on the Governance Council shall also be considered based upon their professional or acquired skills, collaborative and problem-solving competence, their ability and willingness to devote substantial time and energy to serving on the Governance Council (including the commitment that each Council member shall regularly participate in the activities of at least one Governance Council committee), and their commitment to acting in the best interests of the school as a whole, rather than for the interests of any particular person or group. No person serving on another charter school or school board may simultaneously be a Member of the TTCS Governance Council.

- D. Elections. The Governance Council shall hold Council elections annually and in accordance with procedures adopted by the Governing Council that will be posted on the school website. Governance Council members shall be elected on a nonpartisan basis and shall represent all members of the School community, rather than a particular constituency.

Formatted: Font color: Dark Red, Strikethrough

- E. Disqualification/Anti-Nepotism Rule. In no event shall a person be eligible for election to the Governance Council if he/she/they are school employees, a spouse or partner of another Governance Council member, a member of a governing body of another charter school, or if they or their immediate family member (as defined by the Charter School Act) have an financial interest, or a financial interest in a for-profit or nonprofit entity, in a contract for provision of professional services, goods or facilities with the School. The Council will not initially employ as Head Administrator a person who is a Council member, or the spouse, father, father-in-law, mother, mother-in-law, son, son in law, daughter, daughter in law, sister, sister-in-law, brother, brother-in-law, brother-in-law, or sibling (collectively, "family members") of any Council member. Upon petition from the Head Administrator, the Council may approve by majority vote at a public meeting the Head Administrator's hiring of a family member of the Head Administrator. Prior to approving the Head Administrator's request to hire said individual, the Council shall carefully consider the potential impact on the integrity, efficiency, discipline and public perception of the School in the employment of any person who is a family member of the Head Administrator. Nothing in this subsection shall prohibit the continued employment of a person employed on or before the effective date of this subsection. candidate or he/she/they is an immediate family member of a person who is an owner, agent of, contractor with or otherwise has a financial interest in a for-profit or nonprofit entity with which the school contracts directly, for professional services, goods or facilities. There must be a grace period of 6 months from separation before a former School employee may be eligible to serve as a Member of the Governance Council.
- F. Attendance. Council members are expected to regularly attend Council meetings, and committee meetings of which they are a member, as a critical part of their commitment to the Council and the School. A member of the Governance Council who anticipates that they will be unable to attend a Governance Council meeting will must notify the President and/or Secretary, prior to the meeting. If a Council member, as a result of an emergency or illness, is unable to notify the President or Secretary in advance, the Council Member shall notify the President or Secretary in a timely manner following the meeting of the reason for his/her/their absence. Members who would be otherwise unable to attend in person may attend the meeting virtually or by telephone, provided they are able to be sufficiently identified by such means when speaking/voting.
- G. Vacancies. A vacancy is created by expiration of a Governing Council Member's term and the Member does not choose to run for re-election, or by death, resignation, or removal by a vote of the Governance Council. Out-of-cycle vacancies, and vacancies caused by an increase in the number of Council members, will be filled by a majority vote of the remaining members of the Governance Council. To fill any out-of-cycle vacancy, the GC shall designate a Recruitment Committee to convene to recommend candidates to fill the vacancy. If the Council membership falls below five (5) members, the vacancy will be filled within sixty (60) days from creation of the vacancy. The Recruitment Committee shall include at least one Council member and the Head Administrator or his/her/their designee, who shall recruit potential candidates, and screen applicants and recruits of each of the positions of the Council to be filled. The Recruitment Committee shall recommend candidates to the Council at a public meeting. The Council shall thereafter select new members by a majority vote.

- H. Resignations. Any member may state their intention to resign and the effective date of the resignation at any time in writing by delivering a written letter of resignation to the Governance Council President and Secretary. A member shall state his/her intent to resign in writing to the Governance Council President. If no effective date is provided in the resignation, the resignations shall be effective thirty (30) days from the date submitted. The Governance Council President or designee will report the Member's resignation to the PEC on or before thirty (30) days from the effective date of the resignation. The Council formally encourages Council members resigning to provide at least a 30-day notification, to allow sufficient time for transition and replacement.
- I. Removal. A Member may be removed as a Governance Council Member by an affirmative vote of the majority of the remaining Governance Council whenever, in its judgment, the best interest of TTCS will be served thereby. Reasons for removal include, but are not limited to:
- a. Absent exigent circumstances, the seat of any Member may be declared vacant and the Member removed by a majority vote of the remaining members of the Governance Council, if the member misses three (3) out of six (6) consecutive regular meetings, or if the member misses two (2) consecutive meetings and the member is not in communication with the President or Secretary as contemplated by paragraph F. If a member misses five (5) consecutive regular meetings of the Council for any reason, the seat of the member shall be automatically deemed vacant, and the vacancy shall be announced thirty days from the date it has been declared vacant in a public meeting by the President, which shall be announced in a public meeting.
 - b. If a member knowingly or repeatedly violates any policy or procedure adopted by the Governance Council as determined by a majority vote of the Governance Council.
 - c. If a majority of the remaining Governance Council members determines that a member is not acting in the best interest or is otherwise obstructing the business of the School or the Governance Council.
 - d. Failure to complete mandatory annual training.
 - e. Misuse of position, violation of confidentiality, conflict of interest, and/or violation of the member's duty of loyalty to the School and the Council.
 - f. Any other ground the Governance Council deems appropriate and in the best interests of the School.

J. Temporary Emergency Governance Measures. In the event that the membership of the Governance Council falls below the number constituting a quorum, the remaining member(s) shall appoint the number of new members sufficient for membership to reach at least five (5); such new members' terms shall run until the next annual meeting at which Council elections are normally held. If no members remain to appoint new members, the School's Head Administrator shall immediately convene an emergency committee consisting of one additional school employee and one parent, and the emergency committee shall solicit and appoint at least five (5) new members as the Governing Council, whose terms shall run until the next annual meeting at which Council elections are normally held.

Formatted: Font: (Default) Cambria, 12 pt, Underline, Font color: Auto

Formatted: Font: (Default) Cambria, 12 pt, Font color: Auto

Formatted: Font: (Default) Cambria, 12 pt, Underline, Font color: Auto

Formatted: Font: (Default) Cambria, 12 pt, Font color: Auto

Formatted: Font: (Default) Cambria, 12 pt, Font color: Auto, Not Strikethrough

Formatted: Font: (Default) Cambria, 12 pt, Font color: Auto

Formatted: Font: (Default) Cambria, 12 pt, Font color: Auto, Not Strikethrough

Formatted: Font: (Default) Cambria, 12 pt, Font color: Auto

As used in this section, "regular meeting" means the monthly [Business] meetings of the Governance Council, as described in the Annual Resolution.

Approved 11.22.21

Revision Review 01.26.25

[Revision Review 02.24.25](#)

POLICY 107. Executive Officers of the Governance Council

- A. Offices. The executive officers of TTCS shall be President, Vice-President, Secretary, and Treasurer, each of whom shall be elected by a majority vote of the Governance Council. The executive officers collectively are referred to as the "Executive Officers." The Council may, by a majority vote, create different categories of officers without requiring an amendment to these Bylaws. The duties of certain officers are set forth herein. When the incumbent of an office is unable to perform the duties thereof or when there is no incumbent of an office (both such situations referred to hereafter as the "absence" of the officer), the duties of the office shall, unless otherwise provided by the Council, be performed by the next officer set for the in the following sequence: president, vice president, secretary, treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Governance Council
- B. Election and Term. All executive officers shall be elected by majority vote of the Governance Council at its Annual Meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office for two years, or until the Member's successor has been elected, or until the member's death, resignation, or removal. Officers' terms shall begin at the meeting immediately following the meeting of the Council at which the officer is elected.
- C. Vacancies. A vacancy is created by expiration of the executive officer's term and the Member does not choose to run for re-election, or by death, resignation, or removal by a vote of the Governance Council. Out-of-cycle officer Vacancies will be filled by a majority vote of the Governance Council for the unexpired portion of the term of the officer being replaced.
- D. Resignation. An executive officer may resign at any time by delivering a written letter of resignation to the Governance Council President and/or the ~~Head Administrator~~Secretary. Such notification of resignation shall be effective upon receipt, unless it is specified to be effective at some later date. To facilitate the election of a new executive officer, the Council formally encourages executive officers intending to resign or to decline nomination to provide notice of the executive officer's intent as much in advance of the Annual Meeting as possible.
- E. Removal. An executive officer may be removed from office by a majority vote of the Governance Council whenever, in its judgment, the officer fails to perform the duty of his/her/their office or such other duties as appointed by the Council, or the best interest of TTCS will be served thereby.
- F. President. The President shall be the principal executive officer of TTCS and, ~~subject to the will of the Governance Council. The president of the Council~~ shall preside at all meetings. She/he/they shall have the right, as other members of the Council, to make or second motions, to discuss questions, and to vote. The president of the Council may not take any action on behalf of the Council or the School without prior specific authority from a majority of the Council to do so. All communications addressed to the president shall be considered by him/her/them for appropriate action, for which consideration may include consulting with legal counsel, and consideration by the Council. The president shall sign legal documents as required by law and perform such other duties as may be prescribed by the Council. It is the

president's responsibility to ensure that Council members uphold their commitments/responsibilities to the school. The president is responsible for compiling the topics for business to be placed on the agenda.

- G. Vice President. The Vice President partners with the President and executive officers in carrying out essential duties. The Governance Council Vice President shall perform the duties of the president in the absence of the president or at the request of the president. In the event a vacancy occurs in the presidency, the vice-president will act in the capacity of the president until the office has been filled by a vote of the Council membership.
- H. Secretary. The Secretary shall keep the minutes of the Council meetings; ensure that all notices are given in accordance with the provisions of the Charter, Council policies, and as required by law; be custodian of the council records; keep a register of the contact information of each Council member; shall countersign, when required, all authorized contracts, deeds, leases, or other legal instruments; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to the secretary by the Council. [The Secretary will review the draft minutes prior to presentation to the Council for approval.](#) The Council may appoint a designee to assist with the responsibilities of the secretary as described herein, including recording, and transcribing the minutes of the meetings, posting notices and agendas, and preparing packets for the Council's review.
- I. Treasurer. The Treasurer [shall be familiar with the fiscal affairs of the School and shall keep the Council informed thereof in the event that the school's Business Manager is unable to so act. He/she/they will have knowledge of public school public-school finance laws, rules and polices, provides direction for the financial management](#) and shall facilitate the Governance Council in meeting its financial oversight responsibilities. The Treasurer will chair the audit and finance committees; act as liaison between the Council and Budget Committee; [attend the PED Spring Budget Workshop and/or any other financial regulatory training recommended by the Council, Head Administrator or Business Manager;](#) be responsible for reports to the Governance Council regarding current financial status at each meeting; assist the school's administrator and business management in budgeting of finances; and in general all duties incident to the office of Treasurer and other such duties as from time to time may be assigned by the Governance Council.
- J. Compensation. The officers shall not be compensated for their services; however, they may be compensated for reasonable expenses in accordance with the New Mexico Mileage and Per Diem Act.
- K. Officers Insurance. The Governance Council may secure officers [and directors](#) insurance in excess of the coverage provided by the New Mexico Public School Insurance Authority upon appropriate approval of the Council and if provided for in TTCS's approved budget.

Approved 1.24.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 108. Meetings of The Governance Council

- A. Open Meetings Act Compliance. All meetings of a quorum of the Governance Council for the purpose of formulating public policy, discussing public business or for the purpose of taking any action within the authority of or delegated authority of the Governance Council are declared to be public meetings open to the public at all times. Such meetings shall be held in accordance with the New Mexico Open Meetings Act, NMSA 1978 §§ 10-15-1, *et seq.* ("OMA").
- B. Annual Resolution. The Governance Council shall determine annually what constitutes reasonable notice of its public meetings and shall pass and distribute a resolution describing what notice will be provided. ("Annual Resolution") The Annual Resolution shall describe appropriate notice and methods for posting agendas for regular, special, emergency meetings and work sessions of the Governing Council.
- C. Annual Meeting. The Annual Meeting of the Governance Council shall be held for the purpose of electing Executive Council Members when there are vacancies and for the transaction of such other business as may come before the meeting. The Annual Meeting of the Governance Council is separate from the regular meetings and will be scheduled to follow the end of the fiscal year and the beginning of a new school year (typically after June).
- D. Regular Meetings. The Governance Council shall schedule regular meetings of the Council as determined by the Council to be reasonable and necessary for the School, as set forth in the Council's Annual Resolution. ~~meet at least monthly to conduct public business.~~ The time and place for regular meetings of the Governance Council shall be established each year pursuant to its Annual Resolution. All regular meetings of the Governance Council shall be public, and notice will be provided in accordance with the OMA.
- E. Special Meetings. Special meetings of the Governance Council, for any purpose or purposes, shall be called by the President, or by request of at least two Governance Council members. The request should be made via email to the President.
- F. Emergency Meetings. The President of the Governance Council shall call an emergency meeting only when the topic of said meeting, if not addressed immediately by the Governance Council, will threaten health, safety, or property, or likely result in substantial financial loss to TTCS. The Governance Council will avoid emergency meetings whenever possible. Emergency meetings may be called by the President, or request of at least two Governance Council Members upon twenty-four (24) hours' notice, unless threat of personal injury or property damage requires less notice. Such meetings will be scheduled, held, and noticed in accordance with the Governance Council's Annual Resolution. Within 10 days of taking action on an emergency matter in an emergency meeting, the Governance Council shall report to the New Mexico Attorney General's Office the action taken and the circumstances creating the emergency, unless this requirement is waived upon the declaration of a state or national emergency.

G. Executive Session. The Governance Council may close a meeting to the public and enter an executive session only if the subject matter of such discussion or action is exempt from the open meeting requirements of the OMA, such as:

- a. Limited personnel matters which mean the discussion of hiring, promotion, demotion, dismissal, assignment, or resignation of [the Governing Council's employee](#), or the investigation or consideration of complaints or charges against ~~any individual public~~s employee.
- b. Deliberations of a public body in connection with an administrative adjudicatory proceeding.
- c. Discussion of personally identifiable information about any individual student unless the parent requests otherwise.
- d. Discussion of sole source purchases exceeding two thousand five hundred dollars (\$2,500).
- e. Meetings subject to the attorney-client privilege pertaining to threatened or pending litigation.
- f. Meetings for the discussion of the purchase, acquisition, or disposal of real property by the Governance Council.

H. Protocol for Executive Sessions. If any meeting is closed during an open meeting, such closure shall be approved by a majority vote of a quorum of the Governance Council taken during the open meeting. The authority for the closure and the subjects to be discussed shall be stated with reasonable specificity in the motion for closure, and the vote on closure of each individual member shall be recorded in the minutes. Only those subjects specified in the motion may be discussed in the closed meeting.

If the decision to hold a closed meeting is made when the Governance Council 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 to the general public.

[All discussions during a closed session are confidential, and no minutes shall be taken.](#)

Following completion of any closed meeting, the minutes shall state whether the matters discussed in the closed meeting were limited only to those specified in the motion or notice for closure.

All actions taken as a result of discussion in a closed meeting shall be made by vote of the Governance Council in an open public meeting.

I. Work Sessions. Meetings of the Governance Council at which no official action will be taken may be called [by the President](#) for the purpose of developing the body's strategic plan, formulating draft policies, discussing unique financial considerations or other non-confidential issues as may affect the operations of TTCS. Work sessions may be canceled

by the President or by a 2/3 majority of the Council members based on the school's needs. All work sessions of the Governance Council shall be [public and](#) notice [and an agenda for the work session](#) will be provided in accordance with the OMA.

- J. Agendas. The President, in consultation with the Head Administrator, shall set the Governance Council agendas. A request by another Governance Council member to have an item placed on the agenda must be submitted in writing to the President at least 48 hours prior to the required time the agenda for a particular meeting must be posted. The President or designee shall provide a copy of the agenda and strive to provide all documentation to be considered by the Governance Council at the meeting to each Member at least 72 hours prior to the meeting. The agenda shall be posted for the public in accordance with the OMA and the Annual Resolution.
- K. Consent Agendas. As a means of expediting Governance Council action on agenda items, which the Head Administrator deems to be of a routine nature, the Governance Council authorizes the Head Administrator to establish a consent agenda. All items included on the consent agenda will be acted on with one motion and vote.
- L. Protocol for Consent Agendas. As a means of safeguarding the public interest and the wish of individual Governance Council members to discuss particular consent agenda items, the Governance Council has established the following rules of order with respect to the consent agenda.
 - a. Consent agenda items and supporting documents must be clearly identifiable in the Governance Council packet so that the Governance Council and others who review Governance Council materials in advance are knowledgeable of the relative information.
 - b. Once the Governance Council packet is distributed no additional items may be added to the consent agenda.
 - c. At the time the Governance Council is asked to approve the agenda the Governance Council President will afford any Governance Council member the opportunity to remove any item from the consent agenda. All requests will be honored. Items removed would then be discussed after approval of the remaining consent agenda items. Once the items are discussed the Governance Council President will call for a vote on each item pulled and discussed.

Materials concerning consent agenda items may be emailed to council members. In addition, members of the public may request a copy of these and other meeting materials including the meeting agenda from the school office.

M. Minutes and Records.

The Governance Council shall keep written minutes of all its meetings. The minutes of the meetings of the Governance Council shall include:

1. Date, place, and classification of the meeting (regular, work, special or emergency),

2. Call to order stating the time and the name and office of the person presiding,
3. Record of the roll call of Governance Council members,
4. Record of any change to the published agenda,
5. Record of any corrections to the minutes of any previous meetings and the action approving them,
6. Record of any communications, petitions or reports presented to the Board,
7. Record of each motion that provides the substance of the proposals to be considered and placed before the Governance Council and
8. Member making the motion and the member seconding, if any, and
9. Declaration of the person presiding that the motion passed or failed, and
10. Name of each person voting aye or nay on other than unanimous votes.

All reports, resolutions, agreements, and other written documents which require Governance Council action, shall be referenced in the minutes, and shall be kept on file as part of the permanent record, but shall not be part of the minutes.

All minutes are open for public inspection and shall be posted on the TTCS website in accordance with legal requirements. Draft minutes shall be prepared within ten (10) working days after the meeting and must be made available to the public via the website no later than ten (10) working days after the meeting. Draft minutes shall be approved, amended, or disapproved at the next business council meeting where a quorum is present. Minutes are not official until approved by the Governance Council. The minutes, after approval by the Governance Council, shall be permanently filed and kept in a designated area of the Governance Council's Storage area pursuant to state regulations. They shall be available for inspection (up to at least 5 years) by any citizen at any time via the school website.

Video or audio recording by the Governance Council may only occur for purposes of drafting formal meeting minutes when an assigned scribe is not available. Any video or audio records of the meetings will be erased after approval of the minutes by the Governance Council. All meetings of the Governance Council shall be webcast, recorded, and archived in accordance with the requirements of the Charter Schools Act, NMSA 1978 22-8B-5.5. Recordings of the webcasts and an electronic copy of any minutes approved at the Council meeting shall be posted on the School's website within one week of the meeting's conclusion and shall be publicly available for at least three (3) years following the date of the meeting.

- N. Notice of Meetings. Meeting notices shall be provided in accordance with the Annual Resolution, and shall state the place, day and hour of the meeting and shall include an agenda containing a list of specific items of business to be discussed or transacted at the

meeting. Except in the case of an emergency, the agenda shall be available to the public and posted on TTCS website at least seventy-two hours (72) hours prior to the meeting.

- O. Place of Meeting. The Governance Council may designate any place as the place of meeting for any annual meeting, regular meeting, or special meeting. If no designation is made, the place of meeting shall be the Turquoise Trail Charter School library. The Council may meet via virtual conferencing platform if members otherwise would be unable to attend an in-person meeting; notice shall be provided in accordance with the Annual Resolution. See paragraph Q, below.
- P. Recessed Meetings. Recessed meetings of the Governance Council will be rescheduled and continued when necessary to complete the agenda or business remaining from a regular or special meeting.
- Q. Proxies: Telephonic or Video Conferencing. Governance Council Members must be physically or electronically present (via telephone or video) at meetings to vote. Voting by proxy or via email or other writing is not permitted. The Governance Council may hold its meetings by a means of a telephone or video conferencing or similar communication equipment by which all persons attending the meeting can hear and identify the members of the Governance Council who are attending remotely. A Governance Council member's participation in a meeting under such circumstances shall constitute presence at the meeting as if in person and for the purposes of determining a quorum. Any action taken by the Council at a meeting involving telephone or videoconferencing shall constitute a valid action of the Council.
- R. Motions and Voting. Each Governance Council member, including all officers shall have the right to make or second motions, discuss questions and shall be entitled to one (1) vote.
- S. Quorum. A quorum of the Governing Council ~~means~~shall consist of a simple majority of the Members in office; that is, vacant positions shall not be counted to establish a quorum. A quorum may be established when members are attending Governing Council meetings by telephone or virtual conferencing.
- T. Manner of Action. Governing Council actions shall be made by majority of the Governance Council Members present at a meeting after a quorum has been established. Decisions requiring more than a majority shall be governed by Governance Council policies. Each Member in attendance shall be required to cast a vote whether to approve or oppose, or shall abstain and indicate reasons for abstention.

Approved 1.24.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 109. ~~Public~~Governance Council Hearings

~~When and as required by law. T~~he Governance Council will conduct hearings on matters that properly and legally fall within the jurisdiction of the Governance Council. When conducting a hearing, the Governance Council shall not be bound by civil court procedures, but shall abide by procedures enumerated in relevant laws, regulations, or policies, e.g., student expulsion [appeal](#) hearings, school personnel discharge or termination [appeal hearings hearing](#) as required by the School Personnel Act.

Unless otherwise prescribed by law [or policy](#), prior to the beginning of a hearing, the Governance Council President will explain [to the parties and their representatives](#) the procedures to be followed. ~~If attorneys are involved, the Governance Council and the attorneys will agree upon basic procedures before commencement of the hearing.~~

Approved 1.24.22

Revision Review 01.26.25

[Revision Review 02.24.25](#)

POLICY 110. Governance Council Committees

- A. **Standing Committees.** [The President of the Council may establish standing committees, which may consist of Council members and non-Council members.](#) When any standing committee is formed, with members appointed by the President, its duties and responsibilities shall be determined by the Governance Council prior to the beginning of its work. Standing committees and committees established with the design to serve longer than a 12-month duration are subject to annual Governance Council review, at which time dissolution and/or re-appointment of committee membership may be considered by majority vote of the Governance Council. The following [standing](#) committees are established and required by statute:
1. Finance Committee. The Governance Council shall appoint at least two members of the Council as a finance subcommittee to assist the Council in carrying out its budget and finance duties. The finance subcommittee shall make recommendations to the Governance Council in the following areas:
 - financial planning, including reviews of the School's revenue and expenditure projections.
 - review of financial statements and periodic monitoring of revenues and expenses.
 - annual budget preparation and oversight
 - oversight of procurement
 - serve as an external monitoring committee on budget and other financial matters.
 2. Audit Committee. The Governance Council shall appoint an audit committee that consists of two Council members, one volunteer member who is a parent of a student attending the school and one volunteer member who has experience in accounting or financial matters. The Head Administrator and the business manager shall serve as ex-officio members of the committee. When the number of Council members exceeds five, the Council may appoint more than two Council members to its audit committee, [so long as a quorum of the Council is not established thereby.](#) The audit committee shall:
 - evaluate the request for proposal for annual financial audit services.
 - recommend the selection of the financial auditor.
 - attend the entrance and exit conferences for annual and special audits.
 - meet with external financial auditors at least monthly after audit field work begins until the conclusion of the audit.

- be accessible to the external financial auditors as requested to facilitate communication with the Council and the [Head](#) Administrator
- provide other advice and assistance as requested by the Council; and
- be subject to the requirements of confidentiality of audit information as those imposed by the Audit Act and the rules of the State Auditor.

B. Ad Hoc Committees of the Council. Ad hoc committees of the Governance Council may be formed for fact finding and study and/or as determined to be necessary or advisable by the Council, the members to be appointed by majority vote of the Governance Council with enumerated goals, and a structure. The duties and responsibilities of the ad hoc committee and a tentative calendar for completion of its work shall be established at the time of each committee's creation. The committee will be considered dissolved upon submission of a final report or recommendation.

~~C. Committee Structure and Functions. Committees shall be chaired by a member of the Governance Council, unless otherwise decided by the Governance Council. All other membership shall be left to the discretion of the Committee chair and the Vice-President, unless otherwise specified by the Governance Council. The function of Council committee will be fact-finding, deliberative, and advisory, rather than legislative or administrative. Committee recommendations that require school-wide policy changes must be submitted to the Council for consideration and possible action. All committees shall keep written minutes of their meetings and shall periodically present written reports to the Council containing Committee recommendations.~~

D. For all Committees, the Governance Council shall identify:

- Committee Name
- Committee Type (Standing or Ad-Hoc)
- Purpose of Committee
- Timeline

All Committees shall register the following with the Governance Council Secretary:

- Name of Chair
- Membership

Formatted: Font: Cambria, Font color: Black

Formatted: List Paragraph, Numbered + Level: 1 +
Numbering Style: A, B, C, ... + Start at: 4 + Alignment:
Left + Aligned at: 0.5" + Indent at: 0.75"

Approved 1.24.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 111. Parliamentary Procedures

A. Purpose of Rules. The Governance Council uses [revised](#) rules of [parliamentary](#) procedure for its meetings ~~in order to~~:

- Enable meetings to proceed efficiently.
- Give equal opportunity for all Council members to participate fully in decision making.
- [Allow decisions to be made on the merits as determined by the voted conviction of a majority rather than from a manipulation of the procedural rules.](#)
- [Promote civility and professional conduct at Council meetings.](#)

B. Rudimentary Actions. The President is authorized to declare the Governance Council's approval of the minutes, the agenda and adjournment when it is evident that no change or objection is being proposed. Similarly, the President may declare a recess or rule a motion out of order. After the agenda has been approved by the Governance Council, it must be followed unless a motion to consider something out of order is approved by a majority vote. The maker of a motion shall have the right to withdraw the motion at any time prior to its being voted upon.

C. Robert's Rules of Order (Revised). The rules contained in the most recent edition of Robert's Rules of Order, [newly revised](#), shall govern meetings of the Governance Council when not inconsistent with the [applicable laws or regulations, which then prevail](#). ~~Governance Council's policies or any special rules of order the Governance Council may adopt.~~

Approved 1.24.22

Revision Review 01.26.25

[Revision Review 02.24.25](#)

POLICY 112. Order of Business

The Governance Council's order of business will generally include the following elements and, [where practicable, will be substantially](#) in the format outlined below. The order of the elements on the agenda may be changed or amended by a majority vote of the Governance Council.

Call to Order – Open Session

Roll Call

*VOTE – Agenda

*VOTE – (Previous) Business or Special Meeting Minutes

Consent Agenda

*BARs

*Disbursements

*Checks over \$50,000

*Other

Public Forum

Presentation of Reports

Business Office

HA's Report

Principal Reports/Staff Reports

Report against Goals

Committee/Council Reports (as needed)

Old Business (add items to be discussed)

New Business (add items to be discussed)

Executive Session (when applicable)

Adjournment of Meeting

*Indicates that the Governance Council may vote on these items.

Approved 5.9.22

Revision Review 01.26.25

Formatted: Indent: Left: 1.5"

Revision Review 02.24.25

POLICY 113. Governance Council Self-Evaluation

Once a year, at the Annual Meeting, the Governance Council shall conduct a self-evaluation and set goals for itself and [for](#) the Head Administrator [as its employee](#).

Approved 5.9.22

Revision Review 01.26.25

[Revision Review 02.24.25](#)

POLICY 114. Doing Business with TTCS Governance Council Members' Relatives Doing Business with the School

- A. Purpose. It is the intent of the Governance Council to ~~allow~~ provide for lawful, open, and fair bidding for all vendors wishing to do business with TTCS, and to comply with all applicable statutes, rules and policies governing conflicts of interests.
- B. Ineligibility to serve. A candidate for ~~an open seat~~ a seat on the Governance Council shall be ineligible to serve if the candidate or a member of his/her immediate family ~~member~~ is an owner ~~or~~ agent of ~~a vendor or~~ contractor with TTCS, ~~or is an employee of TTCS~~, or otherwise has a financial interest in a ~~for-profit or non-profit entity business~~ with which TTCS contracts for professional services, goods or facilities.
- ~~C. Participation in Recusal from Action of the Governance Council and Administration of Contract. No member of the Council shall participate in selecting, awarding or administering a contract with TTCS if a conflict of interest exists. Conflicts of interest exists when the member or an immediate family member of the member has a financial interest in the entity with which the charter school is contracting. Council members must immediately disclose to the Council any circumstance or relationship that may give rise to the appearance of a conflict of interest. When a Governance Council member or his/her immediate family member is an owner, agent of, contractor with or otherwise has a financial interest in a business with which the school is contracting:~~
- ~~1. The member shall not participate in the discussion or vote regarding the award of the contract, nor participate in the discussion or vote regarding payment or administration of the contract.~~
- ~~2.C. The Governance Council member's conflict of interest shall be disclosed prior to any action on the contract at issue.~~
- D. "Immediate Family" means, spouse, domestic partner, children, parents, in-laws, brothers, or sisters, or any other relative of a member who is financially supported by the member.
- E. "Financial Interest" means holding a position in a business as officer, director, trustee, or partner, or holding any position in management or ownership of more than five per cent (5%) interest in the business.

Formatted: Numbered + Level: 1 + Numbering Style: A, B, C, ... + Start at: 1 + Alignment: Left + Aligned at: 0.25" + Indent at: 0.5"

Approved 5.9.22

Revision Review 01.26.25

POLICY 115. Conflict of Interest Policy; Gifts; Nepotism; ~~Misuse of Position~~

A. General Principles. It is the responsibility of all Council members to conduct themselves in accordance with the highest standards of integrity, honesty and fair dealing to preclude any appearance of a conflict between the interests of TTCS and the personal interests of the member. Likewise, it is the responsibility of the Council to ensure that the School conducts all its business and operations impartially, in accordance with applicable laws. All hiring and other transactions imposing financial and/or legal obligations on TTCS shall be made with the best interest of the School as the foremost consideration.

The Council further recognizes that the ultimate success of TTCS depends on the active participation, cooperation and collaboration of all stakeholders, and that sometimes the best interests of the School may involve the creation of relationships that might create an appearance of impropriety or potential for abuse of position, if not carefully evaluated by disinterested parties. TTCS therefore has established this policy to guide Council members in their actions or relationships, so that they will avoid the appearing of having their judgment or the performance of their duties compromised.

Formatted: Indent: Left: 0.25"

A.B. Definitions. For purposes of this Policy:

- a. "Conflict of Interest" A conflict of interest occurs whenever a Council member permits the prospect of direct or indirect personal gain (or gain to a Family Member or Affiliated Person) to influence improperly his or her judgment or actions in the conduct of School business. ~~means whenever a Council member permits the prospect of direct or indirect financial gain to the member personally, to a Family Member, or Affiliated Person, to improperly influence the Council member's judgment or actions when acting as a member of the Council.~~ For example, a Conflict of Interest exists when a Council member, that member's Family Member, or an Affiliated Person has a financial interest in and entity with which the School does business.
- b. "Family Member" means father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law, brother, brother-in-law, sister, or sister-in-law, or any other relative who is financially supported by the Council member.
- c. "Affiliated Person" means someone who has a substantial interest in a business owned by a Council member and who may use the affiliation to influence the Council member's actions related to School business.
- d. "Substantial Interest" means an ownership interest that is greater than twenty percent.
- e. "Financial Interest" means an ownership interest greater than 5% held by the Council member, a Family Member, or an Affiliated Person in a business that contracts with the School for services, real or personal property, or any employment interest in such business, or prospective employment in such business for which negotiations have already begun.

C. Direct Conflicts of Interest. The following situations describe examples of direct conflicts of interest that should be reported to the Council and avoided by Council members:

Formatted: Underline

- a. Acquiring, leasing, selling any property, facilities, materials, or contract services (e.g., financial, legal, public relations, computers) to TTCS under circumstances in which there is direct or indirect compensation to a Council member, or his/her Family Member or Affiliated Party.
- b. Using confidential information acquired by virtue of the member's associations with TTCS, for their individual or another's private gain.
- c. Requesting or receiving and accepting a gift or loan to the member or a Family Member or Affiliated Party that tends to influence the member or appears to influence the member in the discharge of their duties as Council members.
- d. Influencing or having the appearance of influencing business with suppliers to the School, which results in the financial benefit to the member, their Family Members, or an Affiliated Party.

Formatted

Formatted: No underline

D. Disclosure/Annual Disclosure Statement. Each Council Member agrees to complete and sign a Conflicts of Interest Disclosure Statement prior to accepting a position on the Council. In addition to the initial disclosure statement, Council Members shall annually update the disclosure statement and shall otherwise immediately notify the Council President and the Head Administrator when a Member becomes aware that an actual or potential conflict of interest may exist. Failure to make such disclosure when required shall be grounds for voiding the transaction, at the discretion of the Council, and/or discipline or removal of the Member.

B.E. Interested Transactions; Other Disclosures. In very rare instances and only under extenuating circumstances, may the School and/or Council consider entering into ~~a transaction~~ a transaction involving the payment of School funds with a Council member, Family Member, or Affiliated Party. Neither the School nor the Council shall enter into a transaction involving the payment of School funds to any Council member, Family Member, or Affiliated Party of a member unless: (a) the transaction does not violate any applicable provision of law, or TTCS policy; and (b) during a public meeting: (i) the nature of the direct or indirect financial interest is fully disclosed to the Council; (ii) the transaction is expressly approved by a majority of the Council members present at such meeting who have no direct or indirect personal financial interest in the transaction; and (iii) the Council has established that: (1) the transaction is financially no less favorable to TTCS than would be available in an arm's length transaction between unrelated parties; (2) no Council member will be, as a result of TTCS entering the transaction in question, in a position to influence decisions relating to the questioned transaction, and (3) the benefits to the School outweigh any appearance of a conflict of interest. A written contract or other written memorandum shall evidence all such interested transactions approved by the Council, and shall be reflected in Council minutes.

Formatted: Underline

G.F. Recusal from Voting. To avoid Conflicts of Interest and the appearance of impropriety, Council members shall not participate in open meeting discussion, closed session deliberations, or votes relating to the discipline of him/her/their self or their Family Members, or any transaction or matter between or before the Council or TTCS ~~and involving~~ a Family Member, an Affiliated Person, or business with which the Council member has a

Financial Interest. Disciplinary matters pertaining to a Council member shall be held in an open meeting and may not be convened to a closed session unless the discussion may implicate matters properly exempted by the Open Meetings Act.

D.G. Evaluating Conflicts by Council. The Head Administrator shall not authorize (by approval of a purchase order or otherwise) or enter into any proposed transaction where an actual or apparent Conflict of Interest exists affecting a Council member unless and until the transaction has first been evaluated and approved by the Council. Each Council member shall be responsible for disclosing to the Governance Council and the Head Administrator the existence of any such direct or indirect interest in a contract under consideration by TTCS or the Council. Failure to make such disclosure shall be grounds for voiding the transaction at the discretion of the Council. The Head Administrator shall be entitled to rely on the members' annual disclosure statements when determining whether entering a vendor contract may present a potential Conflict of Interest.

E.H. Violations by Council Members. Upon discovery of a possible infraction of the Council's Conflict of Interest ~~policies~~Policy, the discovering party is required to immediately notify the Council President and the Head Administrator. The potential infraction will be discussed at the next Governing Council meeting. If the Council decides that a Council member has violated this policy or any conflict-of-interest laws or rules or has otherwise abused or attempted to abuse his or her position on the Council, the Council shall recommend appropriate action and act promptly to rectify the conflict. Council members may be removed for intentional/knowing violations of conflict of interest provisions and may be individually liable for any financial damage caused to the School by the violation.

F.I. Payments to Council Members. There shall be no remuneration or mileage payments made to Council members for attendance at regular, special, or emergency Council meetings, held at the regular location of the Council or if Council meetings are held virtually. Council members may be compensated for meetings or other, Council-approved, TTCS-related events in accordance with the New Mexico Per Diem and Mileage Act.

G.J. Gifts and Gratuities. Members of the Council shall neither solicit nor accept personal gratuities, favors, nor anything of monetary value from ~~families. School employees.~~employees. contractors or vendors with whom Council or Turquoise Trail Charter School are doing business, or those who are ~~attempting~~seeking to sell goods or services to the School. This policy does not preclude acceptance of de minimis amounts of food or drink of a social nature, or participation in a social event. Council members should notify the President as soon as practical if the member has been offered a gift by a third-party doing business with the school, including with but without limitation, an employee, a student, or a parent or guardian of a student attending the School.

H.K. Nepotism. As provided in New Mexico Statutes, 1978 § 22-8B-10, neither the Head Administrator nor Council shall initially employ or approve the initial employment in any capacity of a person who is the spouse, father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law, brother, brother-in-law, sister, sister-in-law, of a member of the Governance Council or the Head Administrator. The Governance Council shall carefully consider the potential impact on the integrity, efficiency, discipline, and public perception in

the employment of a candidate for the Head Administrator's position of any person who is the parent or family member of a student or School ~~employee, and~~ employee and shall provide for any necessary and/or desirable modifications to supervision, evaluation, reporting and similar employment arrangements to mitigate any potential impacts.

Approved 7.25.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 116. Confidentiality

Confidential information may be disclosed to ~~individual Governance Council members and/or the Governance Council as a whole~~ pertaining to, but not limited to, the following:

1. Matters discussed in executive session.
2. Personnel matters.
3. Pending or threatened litigation involving Turquoise Trail Charter School and/or the Governance Council.
4. Attorney-client communications.
5. Student education records; student suspension, expulsion, or discipline; ~~and~~
6. School security;
- 6.7. Other matters excepted from discussion in open session pursuant to the New Mexico Open Meetings Act.

Council members shall be expected to keep confidential any deliberations or discussions that take place in closed/executive session meetings. Governance Council Members, as School officials, must comply with the Family Educational Rights and Privacy Act (FERPA), and shall only obtain and, thereafter, discuss or disclose confidential information thereunder in connection with legitimate school business and only by or with individuals with a legitimate ~~right-need~~ to know the information. The Council Member's obligation to maintain confidentiality survives termination of the member's tenure on the Governance Council.

Approved 7.25.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 117. Waiver of Nepotism Rule for the Head Administrator Role

As provided in New Mexico Statutes, 1978 § 22-8B-10, the Head Administrator shall not initially employ or approve the initial employment in any capacity of person who is the spouse, father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law, brother, brother-in-law, sister, sister-in-law, of a member of the Governance Council or the Head Administrator.

The Council may waive the nepotism rule for Family Members of the Head Administrator, [but not for Family Members of the Governing Council](#); however, [any](#) such waiver must be conducted in a public meeting after full disclosure by the Head Administrator, prior to hiring the Head Administrator's Family Member. The Head Administrator shall present the following information to the Governance Council during a public meeting at which he/she/they is presenting a request for waiver of the nepotism rule:

- Family member's qualifications for the position.
- All efforts undertaken by the Head Administrator to fill the position with other qualified candidates.
- If there are other qualified candidates, an explanation of the objective criteria used to evaluate the candidates and why the family member is the best qualified.
- How the family member will be supervised and evaluated; and
- How the Head Administrator will address staff concerns of favoritism when and if they arise.

[If the Governance Council waives the Nepotism Rule for a family member of the Head Administrator in a public meeting, the waiver shall be reflected in a Resolution adopted by majority vote of the Governance Council.](#) A contract entered by the Head Administrator with a Family Member before approval of the required waiver by the Governing Council may be rendered void as contrary to law and these policies.

Approved 7.25.22

Revision Review 01.26.25

[Revision Review 02.24.25](#)

POLICY 118. Code of Ethics of the Governance Council

The members of the Turquoise Trail Charter School Governance Council recognize that, with regard to the School, they may act and hold authority only as Members of the Governance Council as a whole, not as individuals individually. A Council member shall not use his/her/their position at TTCS to attempt to influence the decision or action of any TTCS employee. A Council member shall not grant, nor shall they insist or imply that others grant, special treatment to a child, ward or relative of the member. Every Council member who is a parent or guardian of a TTCS student shall inform their child that the child is required to follow all rules, policies and procedures applicable to TTCS students, that the child is not entitled to special treatment by virtue of the relationship with a member, and that any attempt to seek such special treatment may result in disciplinary action.

To make a clear public statement of its philosophy of service to the students of the Turquoise Trail Charter School, the Governance Council adopts the following Code of Ethics:

Each Member of the Turquoise Trail Charter School Governance Council shall:

1. Uphold and enforce all laws, Governance Council policies, and any court orders pertaining to the Governance Council and TTCS as a New Mexico public school. Desired changes shall only be brought about through legal and ethical procedures.
2. Make decisions in terms of the educational welfare of children, and for the purpose of seeking to develop and maintain a school where students are engaged in a culturally and linguistically responsive education that meets the social, emotional, and academic needs of all students.
3. Ensure that there is no place for discrimination on any legally protected basis at TTCS, our school including, but without limitation, discrimination based on physical or mental ability, race, color, ancestry, serious medical condition, ethnicity, creed, sex, gender identity, sexual orientation or preference, religion, pregnancy, childbirth, or condition related to pregnancy or childbirth or social standing.
4. Confine Governance Council action to policymaking, programmatic and facility planning, head administrator evaluation, school budget approval and oversight, and other areas specifically assigned to the Governance Council by law, to help to frame policies and plans only after the Governance Council has consulted those who will be affected by them.
5. Carry out its responsibilities, the responsibility of policymaking, planning, and evaluation; not to operate or administer the school, but to see that it is well run.
6. Recognize that an individual Governance Council member has no authority to make personal promises relating to School matters, to take private action that may compromise the Governance Council or the School, or to use the school for personal gain or for the gain of friends or relatives.

7. Hold confidential all matters pertaining to the School which, if disclosed, ~~would~~ needlessly cause injury to individuals or to the school and/or which must be kept confidential by school officials in accordance with applicable law.
8. Provide accurate ~~information~~ and verifiable information in Governance Council meetings and in communications with fellow Governance Council members.
- ~~7.9.~~ Model and exhibit professional, respectful, and civil conduct in all communications and dealings at TCCS and uphold the mission and vision of TCCS to the community. ~~interpret to the staff the aspirations of the community for its school.~~
10. Support ~~and protect school personnel~~ the Head Administrator, the Council's employee, ~~in~~ the proper performance of his/her/their duties.
- ~~8.11.~~ Refrain from individually directing the Head Administrator, unless expressly delegated by the Governing Council to act on behalf of the Council.
- ~~9.12.~~ Refer all parent/student/community or other third-party complaints or inquiries to ~~inquiries to~~ the Head Administrator, unless appropriately brought before the Council pursuant to applicable law or policy for action. ~~and act on such complaints at public meetings only after failure of an administrative solution.~~

Approved 7.25.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 119. Liability Protections

~~TTCS shall provide a defense and pay related costs on behalf of a Governing Council Member when liability is sought against the Governing Council Member for (1) a tort alleged to have occurred while acting within the scope and course of the Governing Council's duties as a Member of the Governing Council; or (2) if liability is sought for violation of a person's property rights or any rights, privileges or immunities secured by the United States' or New Mexico Constitution and the law as of New Mexico including the New Mexico Civil Rights Act when alleged to have been committed within the Member's course and scope of his/her duties as a Governing Council Member. The School will pay a final settlement approved by the Governing Council, or any final judgment, including awards of punitive or exemplary damages and attorney fees assessed in such matters, if not covered by the school's insurance provider.~~

~~The school may recover from the Governing Council member all costs of defense, judgments, or final settlements if it is shown that the Governing Council member acted fraudulently or with actual malice that resulted in bodily injury, wrongful death or property damage and such action resulted in the final settlement or judgment to the extent permitted by law.~~

~~Approved 7.25.22~~

Policy 119. Contract Signatory Authority.

~~The Council may by a majority vote, delegate authority to sign contracts as described by resolution or motion, to the Head Administrator or to a Council member or members.~~

~~Review 01.26.25~~

~~Revision Review 02.24.25~~

Commented [SF1]: Not permitted; this indemnity is essentially an unfunded contingent liability, which is impermissible by law for governmental entities to enter into.

School has insurance, including I assume Directors and Officers Insurance, that will apply to any lawsuits or claims brought against a GC member in their official capacity.

Formatted: Highlight

POLICY 120. Access to Legal Counsel

~~The Governance Council is responsible for approving any contract for professional legal services. Legal counsel for the retained to represent Turquoise Trail Charter School shall represent the School and the Council as the decision-making body of the School. is appointed to serve the Governance Council. The Governance Council President and/or Head Administrator are authorized to consult with the Governance Council's attorney(s) School's attorney as needed. In the event of any dispute between the Head Administrator and the Governance Council, it shall be clearly understood that the Governance Council School's attorney(s) shall continue to represent the school through the Governance Council. From time to time, other Governance Council members may be authorized to consult with counsel as designated by the Governance Council President. In the event of a dispute between Council members regarding whether or when to consult legal counsel, the Governance Board shall decide the issue by motion and majority vote.~~

~~If the Head Administrator and Governance Council President refuse to consult with the Governance Council's legal counsel on a matter raised by at least two members of the Governance Council, the attorney(s) shall respond to a request for information made in writing to the firm by the two members. The response from the attorney(s) shall be made available to the Head Administrator and/or Governance Council President and distributed to all members of the Governance Council except when to do so would jeopardize the attorney-client privilege on matters of pending or threatened litigation.~~

Copies of written responses from legal counsel must be provided by the President to all Governance Council members except in circumstances that may jeopardize the legal position of the school. All advice and work product received from the attorney(s) is privileged under the attorney-client privilege and all recipients of such advice and the written memoranda or other work product thereof shall keep such information strictly confidential. No matter deemed attorney-client privileged shall be shared with a third person, including, but without limitation, family members.

No TTCS employee may consult the Governance Council's legal counsel without permission of the Head Administrator and advance prior notice to legal counsel.

Approved 7.25.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 121. Governance Council Protocols on Roles and ~~Lines of~~ Communication

~~The Turquoise Trail Charter School Governance Council, in~~ the interest of clarifying the roles of the Governance Council, individual Governance Council members, and School administration, and to establish appropriate lines of communications according to such roles, the Governance Council adopts the following principles, guidelines and protocols. The Governance Council commits itself and its members to ethical, professional, businesslike, and lawful conduct, including proper use of authority and appropriate decorum, when acting as Council members.

A. Communications between the Governance Council and the Head Administrator

- The work of the school is best pursued when where appropriate and necessary, information is shared among/between the Governance Council members and the Head Administrator.
- The authority of the Governance Council lies with the Governance Council as a whole, and not with individual members of the Governance Council, and individual members may not direct the Head Administrator unless authority to do so is expressly delegated to the individual by the Governing Council or by applicable policy.
- Individual Governance Council members ~~should~~shall avoid direct involvement in day-to-day matters of School administration on and operation. ve matters, but rather should refer them to the administration.
- The Head Administrator ~~is~~shall be the point person for all communications and distribution of information between the Governance Council and ~~the administration~~School staff, with assistance in this regard from the Staff liaisons.
- The Governance Council's objectives and concerns with regard to School administration shall should be communicated from the Governance Council to the administration exclusively through the Head Administrator; the Governance Council shall not issue directives to staff, but rather shall communicate objectives and concerns generally, leaving it to administration to determine how to achieve and address the objectives and concerns.
- It is the Head Administrator's job to prioritize and implement the Governance Council's objectives and concerns.
- If the Head Administrator is to pursue the Governance Council's priorities efficiently, the Head Administrator's attention and resources must not be diverted by individual Governance Council member concerns or objectives. s without the assent of the entire Governance Council.
- It is the Head Administrator's responsibility to bring administrative problems and concerns to the attention of the Governance Council, where deemed necessary or desirable by the Head Administrator.

B. Governance Council Members' communications with parents, employees, and other community members:

- ~~Governance Council duties involve both "legislative" and "adjudicative" functions and individual member's authority to communicate with constituents differs depending on the nature of the matter to be addressed.~~
- ~~Governance Council duties usually involve legislative functions in which the Governance Council determines overall directions and policies or makes rules in areas of school business such as financial and budgetary policies, curricular and academic policies, employment and personnel policies, disciplinary policies, etc.~~
- The Governance Council acts only as a whole, and although individual Governance Council members may and should be open to informal discussions with School employees, parents, and other constituents at any time relating to the School generally, individual members must avoid entering into discussions with employees, parents, or other parties concerning current or proposed policy matters, or actions taken by the Governance Council, School employee performance, student or employee disciplinary matters, employee performance (except in the case of formal Head Administrator evaluation processes, in accordance with Council policies and procedures for such discussions), employee retention, student placement, ~~in establishing such policies and the~~ overall direction of the school, and/or any matter in which the Governance Council is assigned to act in an adjudicative capacity by law or policy. In such discussions,
- In all communications and actions relating to the School, the Governance Council Member must be mindful of his/her fiduciary duties and duty of loyalty to the School and to the Governance Council as Council members, and must not express opinions that are contrary to adopted policies or decisions of the Governance Council unless he/she/they are clear during such discussion that his/her/their opinion is not that of the Governance Council as a whole. Regardless of personal opinion, Council members must respect and support the majority decision of the Council, and Council and shall not undermine or publicly disavow the official action taken.
- ~~Governance Council duties also encompass adjudicative functions in which the Governance Council must review administrative decisions or make final determinations concerning the rights and obligations of individual students or employees, including disciplinary or employment matters, that will or may become the subject of a hearing before the Governance Council.~~
- ~~Such a~~ Adjudicative matters assigned to the Governance Council pursuant to statute, regulation or policy may be addressed, ~~by interested parties,~~ only to the Governance Council as a whole in the context of a Governance Council meeting convened to hear such matters.

- ~~Individual Governance Council members should strictly avoid involvement in any discussions concerning such adjudicative matters, regardless of whether such discussions are with persons who have a direct interest in the outcome of such matters, and regardless of whether such discussion is sought before, during or after Governance Council adjudication.~~
- With respect to parents, employees, or other community members who approach an individual Governance Council member with issues of their individual concern - including student academic, extra-curricular or disciplinary matters, or employee performance or disciplinary matters - Governance Council members are to direct such persons to the Head Administrator for resolution, rather than becoming directly or indirectly involved in such matters themselves.
- ~~If a parent, employee, or other constituent has pursued an issue following the school's grievance process outlined in policy, and remains dissatisfied, he or she or an individual Governance Council member may request that the Head Administrator or Governance Council President place the matter on the agenda for a meeting of the Governance Council, which, considering legal and policy requirements, determine how to consider the matter.~~
- Only the Head Administrator and Governance Council President are authorized to make official comments or statements to the media, to authorizers, to regulatory and other officials, or to other third parties, on behalf of the School. Governance Council members who are asked to comment on School matters must refer the request to the Governance Council President and/or Head Administrator, unless the Governance Council expressly delegates authority to another individual.

Commented [SF2]: Grievances are all handled pursuant to the School's grievance policy.

C. Commitment to Collaboration Amongst Council Members. All Council members shall work collaboratively with each other, with the sole goal of achieving TTCS' educational mission. The Council has been constituted so as to include a broad spectrum of experience and perspectives, and every Council member shall be afforded the opportunity to express his/her/their opinion, in a professional and respectful manner, about matters before the Council. Council members must model the respectful, civil conduct and communications that they wish for TTCS students to emulate. Council members shall refrain from non-constructive or personality-based comments that do not advance the School's mission and vision. Because the Council makes decisions as a deliberative body, it is expected that, except in extraordinary circumstances, Council members will voice their opinions to other Council members about Council matters in the context of Council and/or committee meetings, rather than in private communications among Council members.

Approved 9.12.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 122. Governance Council Head Administrator Relations

~~The development and issuance of policies is the most important function of the Governance Council, and the day to day operation and administration of TTCS, and the execution and implementation of policies adopted by the Governance Council, of those policies are the functions of the Head Administrator, who. The Head Administrator manages the school within established policies and is held accountable for results by the Governance Council.~~

~~The Governance Council shall require the Head Administrator to maintain state mandated instructional programs and those identified to meet the educational needs of all Turquoise Trail Charter School students.~~

~~The Governance Council shall hold the Head Administrator responsible for the efficient administration and supervision of Turquoise Trail Charter School.~~

~~At least annually, the Governance Council, in cooperation with the Head Administrator, shall appraise and evaluate the results of the School's educational program and educational process and shall routinely evaluate the School's progress toward achievement of Charter and Performance Framework goals, performance frameworks in the Turquoise Trail Charter School annually.~~

Commented [SF3]: This is already stated in numerous places within the bylaws/policies.

Approved 9.12.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 123. Head Administrator Evaluation

- A. **Policy Intent.** ~~This policy adopted by the Governance Council affirms that. T~~he Head of School shall be evaluated annually using the process described in this policy. The intent of this policy is to provide the Head of School clear direction by the Governance Council in the form of annual goals and feedback from the Governance Council on the Governance Council's perceptions of the Head of School's performance as the leader of the school. The Head Administrator's evaluation shall inform, ~~however but~~ shall not be the sole determining factor, ~~the Governance Council's decisions regarding for~~ contract renewal and reemployment ~~decisions~~. It is the intent of the Governance Council to provide the Head of School an opportunity to be a full participant in this process.
- B. **Governance Council Goals ~~offer~~ for the Head of School.** The ~~Head of School's evaluation process shall provide the~~ Governance Council ~~shall annually an opportunity to~~ approve broad general ~~performance~~ goals ~~annually for that~~ the Head of School, ~~informed by, at least, the School's Charter and Performance Framework objectives, applicable state competencies for school principals and superintendents, the Head Administrator Job Description, and by other measures the Governance Council deems relevant to the position and to TTCS. -shall respond to in the goals shall take~~ the form of a set of ~~specific, measurable, attainable, realistic and timely (SMART) objectives, which are specific, measurable attainable, realist and timely~~ ~~Within each of~~ these SMART objectives ~~set forth by the Governance Council,~~ the Head of School shall outline the measurable results ~~or other relevant information that~~ the Head of School anticipates ~~achieving in relation to each of the goals set by the Governance Council in achieving in the school year.~~
- C. **Annual Evaluation Cycle.** The evaluation process ~~during each School fiscal year~~ has the following components that the Governance Council will make best efforts to timely meet and implement.

June Meeting, prior fiscal year: A goal setting retreat shall be conducted where the Governance Council shall identify SMART goals for the school which the Head of School shall be responsible for implementing during the following school year. These Goals shall become part of the evaluation form (Addendum A) which shall be updated each year to incorporate new or revised goals.

July Meeting, new fiscal year: The Governance Council shall formally approve the SMART goals it wishes to have the Head of School address during the coming year. The Head of School shall then develop objectives which are specific, measurable, attainable, realistic, and timely, to accomplish those goals.

September Meeting: The Governance Council at the September Governance Council meeting shall conduct an informal first quarter review of the Head of School's SMART objectives and any available results/progress. This meeting shall be held in an executive session. Randomly selected 360-~~degree feedback~~degree feedback from stakeholders shall be shared with the Head Administrator.

December Meeting: The Governance Council at the December Governance Council meeting shall conduct an informal second quarter review of the Head of School's SMART objectives and any available results/progress. This meeting shall be held in an executive session. Randomly selected 360-degree stakeholder feedback shall be shared with the Head Administrator.

March Meeting: The Governance Council at the March Governance Council meeting shall conduct an informal third quarter review of the Head of School's SMART objectives and any available results/progress. This meeting shall be held in an executive session. Within one week following the March meeting, the President ~~of the Governance Council~~ shall distribute to all Governance Council members a copy of the Head of School's evaluation form (Addendum A) for completion and return by each Governance Council ~~member to individually complete and return to the Governance Council President~~.

April Meeting: In executive session during At the April Governance Council meeting of each fiscal year-of each year in executive session, the Governance Council shall give the Head of School shall be provided feedback by the Governance Council-evaluative feedback, based upon the SMART goals and progress made during the school year toward those goals, that and will either decide to renew the Head Administrator's employment contract for the upcoming school year, provide for the renewal of the Head of School's contract or the Governance Council shall servegive notice to the Head Administrator that he/she/they that the Head of School will not be reemployed at the expiration of their current contract. The Governance Council shall provide the Head of School-written feedback which shall consist of the completion of a formal written evaluation using the form that is adopted as an addendum (Addendum A) to this policy.

- D. **360-degree Feedback on the Head of School's Performance.** This data shall be solicited using the Leadership Practices Inventory (LPI) or questions established by a Head Administrator Evaluation Committee. The President of the Governance Council shall have these materials compiled, and these data shall be used as a component of the informal evaluations conducted each quarter.

Approved: 9.12.22

Revision Review 01.26.25

Revision Review 02.24.25

POLICY 124. Governance Council Staff Representatives

The ~~Turquoise Trail Charter School Governance Council shall have employees~~ of TTCS shall appoint representatives from both the Elementary School and the Middle School to serve as liaisons to the ~~Governance Council; such liaisons shall not be Council members, nor may they be relatives of Council members. Liaisons are appointed to report between School staff and the Council, only; liaisons shall have no vote, nor shall they have any right to participate in Council deliberations or executive sessions.~~ No more than three (3) total Staff Representatives shall serve as liaisons at one time.

- Elementary School: No more than two (2) and no less than one (1)
- Middle School: No more or less than one (1)

A. ~~Selection process: service period.~~ Staff representatives will be selected by TTCS employees through a peer voting process approved by the Governance Council at least one meeting cycle prior to the beginning of the ~~selection process~~selection. ~~The election process for Staff Representatives shall begin at an agreed upon date at the Governance Council meeting approximately six (6) months in advance of the beginning of the election.~~

- ~~Terms of Service.~~ Once selected, the liaisons shall serve as such for two school years, contingent upon their continued employment at TTCS. Liaisons wishing to resign prior to the end of the two-year period must do so in writing addressed to the Governing Council President. Liaisons whose employment at TTCS terminates, or liaisons who no longer wish to serve as liaisons, shall be replaced with another staff member, by appointment of the Head Administrator, for the remainder of the departing liaison's service period. Staff Representatives are elected for a term of two (2) years.
- ~~If a Staff Representative wishes to resign before their term of two (2) years is finished, they must do so in writing and a new representative must be found not later than 60 days after the resignation. The interim representative respective school principal (elementary or middle) and shall serve for the remainder of the term of the Staff Representative whom they replaced.~~

~~If a Staff Representative misses more than two (2) meetings without communication with the Board President, this will be considered a resignation.~~

B. Duties. ~~The Staff Representative Liaisons will~~are expected: to attend all regular and special meetings of the Council; to report matters of staff concern and other matters potentially affecting TTCS as a whole to the Council; to act as ~~a~~-faithful stewards of the mission of the school; to ~~and~~ and will always assume a problem-solving approach to their service as liaison between School staff and the Council; in this position. The Staff Representative willto communicate accurately, truthfully and in good faith the prevailing position(s) of the staff on any given issue up for discussion or vote at the Governance Council; to abide by the Code of Ethics and Standards of Professional Conduct applicable to educators, as set forth by NMPED Rule, with regard to their service as liaisons. and must abide by the same ethical standard and norms of conduct as Voting Members.

In addition, their duties regarding communication with faculty and staff shall include, at a minimum:

- Prior to the GC Meetings the Staff Representatives will:
 - Communicate to the school staff the meeting times and agendas of the Governance Council Meetings.
 - Check with the staff they represent as what needs to be reported in the staff update portion of the meetings.
- During the GC Meetings
 - Report to the Council all matters relevant to the staff of their respective school (elementary or middle).
- After the GC Meetings
 - Report to the staff a summary of what was discussed and what occurred (action items) during the Council meeting, no later than ten (10) days after the meeting.
- If a Staff Representative refuses to attend Governance Council meetings, or misses more than two (2) regular Governance Council meetings without communication with the Board President, it will be considered a resignation, and the Head Administrator shall appoint a new liaison as a replacement.

Approved 6.27.22

Revision Review 01.26.25

Revision Review 02.24.25

**BYLAWS OF
TURQUOISE TRAIL CHARTER SCHOOL
(100 Policy Series Governance Council)**

February 24, 2025

POLICY 100. Mission and Vision Statements

The Turquoise Trail Charter School Governance Council (“Governance Council”) frames all its decisions affecting the education, operation, and management of our school through the lens of the school’s Mission and Vision Statements.

- A. Mission Statement. Turquoise Trail Charter School (“TTCS” or “School”) serves a diverse community of students and families in a safe and supportive environment fostering communication, collaboration, critical thinking, and creativity. Teaching and learning are research-based, challenging, data-driven, and relevant to unique student needs and interests.
- B. Vision Statement. Turquoise Trail Charter School aims to construct an innovative environment designed to support high achievement, strong engagement, student well-being and an intentional fostering of community in order to become the academically highest performing Title I school in New Mexico.

Approved 02.24.25

POLICY 101. Equal Opportunity Statement

The Governance Council affirms its commitment to equal treatment of all its students, parents, employees, contractors, and visitors to the campus. Neither the School nor the Governance Council shall discriminate against on the basis of race, age, creed, religion, color, national origin, ancestry, sex, physical or mental handicap, serious medical condition, sexual orientation, spousal affiliation, gender identity, gender expression, pregnancy, childbirth or condition related to pregnancy or childbirth, physical or mental handicap or serious medical condition, need for special education services, or on any other basis protected by law, with respect to his/her/their rights, privileges, programs, activities, or in the administration of its educational programs, athletics or extracurricular activities. The School shall not allow for the imposition of discipline, discrimination or disparate treatment against a student based on the student's race, religion or culture or because of the student's use of protective hairstyles or cultural or religious headdresses.

Approved 02.24.25

POLICY 102. Legal Status, Authority, and Duties of the Governance Council

Turquoise Trail Charter School is authorized to operate as a public charter school by contract (the "Charter") with the New Mexico Public Education Commission ("PEC"), its authorizer, as set forth in the New Mexico Charter Schools Act. The Governance Council is the governing body of the Turquoise Trail Charter School and shall oversee the school in accordance with its Charter and with all applicable state and federal statutes, regulations, and policies. The School will be operated for the educational benefit of all children in the school.

The Governance Council is the policy-making body of the school. The Governance Council will exercise leadership primarily through the formulation and adoption of policies within the Governance Council's duties and powers set forth by law. The Governance Council is charged with overseeing implementation of the Charter and incorporated performance standards that address academic success, financial and organizational accountability, and legal compliance. The Governance Council's authority and responsibilities include:

- A. Employing a Head Administrator for the school and fixing his/her/their salary. The Head Administrator of the school shall employ, fix the salaries of, assign positions, terminate, and discharge all other school employees in accordance with the New Mexico School Personnel Act.
- B. Administrative and management functions of the School, and responsibility for implementing the Charter, shall be the responsibility of the Head Administrator. The Governance Council will not be involved in the day-to-day management of the school.
- C. Review, approve and monitor implementation of the School's annual budget of anticipated income and expenditures; approve the salary schedule for school employees and the school calendar; and direct the preparation of the School's annual financial audit report as a component unit of the New Mexico Public Education Department's annual audit.
- D. Have the capacity to sue or be sued; initiate lawsuits or take all necessary steps to protect the School's interests.
- E. Approve the acquisition and/or disposal of school property, both real and personal, in accordance with applicable New Mexico statutes and regulations.
- F. Contract or authorize to the Head Administrator to contract, when required, for the expenditure of money in accordance with the School's approved annual budget and all applicable statutes, regulations, and rules applicable to expenditure of public funds received by the school.
- G. Enter into contracts consistent with the Schools approved budget for any service or activity that is required for the School to perform in order to carry out the educational program described in the Charter. The Council may delegate its authority hereunder to the Head Administrator for contracts not exceeding \$50,000.00, except in cases of employment contracts which shall be delegated to the Head Administrator consistent with the School's budget authority and the Council's adopted salary schedule.

- H. Develop, adopt and amend School policies pertaining to the administration of Governance Council powers or duties of the Governance Council.
- I. Qualify as a Board of Finance pursuant to the New Mexico Public School Finance Act (if authorized by PEC).
- J. Contract with, and annually evaluate the performance of, the School's Head Administrator.
- K. Approve amendments to the Charter prior to presentation to the authorizer for approval.
- L. Make application for capital outlay funds and appropriations.
- M. Negotiate with the Santa Fe Public School District to provide transportation to students eligible for transportation under the Public-School Code as deemed necessary and/or other services consistent with the School's Charter.
- N. Open other locations for operation of the School, consistent with the Charter.
- O. Address problems through applicable dispute resolution processes according to policies and procedures, applicable laws, and the Charter.
- P. Review and consider recommendations submitted by the Head Administrator and other advisors to the Council.
- Q. Promote cooperative relationship with the School's charter authorizer and function in accordance with the New Mexico Charter School Act and resolve any dispute which may arise between the School or its Council and the authorizer and/or authorizer's staff, to the mutual benefit of the operation of the School and its authorizer.
- R. Accept or reject any charitable gift, grant, devise, or bequest not otherwise contrary to law or the terms of the Charter. Each particular gift, grant, devise or bequest shall be considered an asset of the School.
- S. Know and follow all Governance Council bylaws, School policies and procedures, and provisions of law applicable to Council members.
- T. Such other duties and responsibilities as set forth in applicable state and federal statutes, regulations, and policies.

Approved 02.24.25

POLICY 103. School Policy

- A. Governance through Policy. The Governance Council shall develop, review and adopt written policies relating to the operation of the School. The Governance Council delegates the authority to determine the procedures and methodologies necessary to implement School policies to the Head Administrator, who manages the school's operations.
- B. Policy Adoption. No School policy may be repealed, adopted, or modified until it has been reviewed at two public meetings of the Governance Council where a quorum is present.
- C. Emergency Action. In emergency cases where action must be taken and where an adopted policy does not provide the needed direction, the Head Administrator shall have the power to act, but the decision shall be subject to review by the Governance Council. It shall be the duty of the Head Administrator to inform the Governance Council of such action and of the need for a revised or new policy at the next Governance Council meeting.
- D. Current Policies. It shall be the duty of the Head Administrator to regularly advise the Governance Council on the necessity for School policy revisions so that School policies are current and compliant with state and federal laws and regulations. It is the duty of the Governance Council to accept, reject or modify the Head Administrator's recommendations in conformance with state and federal laws and, when appropriate, to seek external advice regarding School policies.
- E. Notice of Policy Adoption and Changes. The Head Administrator shall post written notice of policy adoption and/or policy changes made by the Governance Council on the School's website. Employees shall be informed in the writing of policy changes via electronic mail and by any other appropriate communication mechanism by the Head Administrator. Complete, current copies of this Policy Handbook shall be available on the school's website and at the school's main office(s).
- F. Severance. If any section, paragraph, clause, or provision of this Policy Handbook for any reason shall be held invalid or unenforceable, the invalidity or unenforceability of such policy, section, paragraph, clause, or provision shall not affect any of the remaining provisions of this manual or its application.

Approved 02.24.25

POLICY 104. Methods of Governance Council Operation/Roles and Responsibilities

The Governance Council exercises authority over the School in accordance with applicable laws and the Charter. The Head Administrator has executive, operational, supervisory and instructional authority over the School. The Council determines policy and appraises the results achieved in light of the goals of the School and the Charter and is responsible for ensuring that the School makes satisfactory progress toward meeting the goals and commitments set forth in the Charter.

The Head Administrator shall be held responsible for communication with the Governance Council, which reporting shall be sufficiently effective to enable the Governance Council to fulfill its functions.

A member of the Governance Council is a public officer but has no individual power or authority. The Charter vests power in the Council only as a whole, and not as individual members. Governance Council powers may be exercised by the Governance Council only at a public meeting at which a quorum is present, with action duly recorded in its minutes. When a Council member is assisting the Head Administrator with implementing School policies, programs or directives of the Head Administrator, in this role the Council member shall be considered a volunteer and have no special authority beyond that of a volunteer.

The Governance Council shall not be bound in any way by any action or statement on the part of any individual Governance Council member, except when such a statement or action has been expressly delegated by the Council action via majority vote in a properly convened meeting. Unless acting pursuant to any expressly delegated authority from the Council, no Council member shall undertake any individual action to implement any plan or action of the Council. Any such delegation shall be given in an open meeting and recorded in the minutes.

The Governance Council recognizes the importance of timely, professional communication among its members and between the Governance Council and the Head Administrator.

Approved 02.24.25

POLICY 105. Governance Council Training

Members can best serve the School and community by becoming educated about applicable laws and our Charter. The Council has a responsibility to become familiar with the terms of the School's Charter, and applicable statutes and regulations governing New Mexico charter schools, including but not limited to: the Charter Schools Act, the School Personnel Act, the Procurement Code, the Open Meetings Act, the Public School Finance Act, and NMPED regulations contained in Title 6 of the New Mexico Administrative Code. State law requires that every member of the Governance Council annually complete required training and hours as set forth in statute and the Public Education Department regulations that may be amended from time to time. Council members are required to comply with these training requirements, and failure to do so may result in removal from the Council.

Approved 02.24.25

POLICY 106. Organization of Governance Council

- A. Number of Members. The Governance Council shall be composed of no fewer than 5 and no more than 11 members. The Governance Council shall determine, at its Annual Meeting, whether the make-up of the Council shall be increased or otherwise changed and shall notify the PEC accordingly. Notwithstanding, the Governance Council may, at any time it deems appropriate and in the best interest of the School, choose to increase its membership by a majority vote of the Governance Council. The Council shall determine, prior to February 1 of each school year, whether the makeup of the Council shall be increased or otherwise changed.
- B. Term of Office. Members are elected for a term of two (2) years beginning the month following the annual election of the Governance Council. If a Member fills a vacancy, that Member's term shall be for the balance of the departing Member's term. There shall be no limit on the number of terms served by a Member.
- C. Membership and Qualifications. The Governance Council intends to be a collaborative body and for Members to represent the school-community's diversity. The Governance Council will strive to recruit candidates who include a range of different social and ethnic backgrounds, people with language differences, individuals with different sexual orientations, and those with varying socio-economic status, age, and physical abilities to serve the best interests of the school.

The Governance Council shall also strive to recruit and elect at least one member from each of the following groups:

- a. Parent of currently enrolled student(s)
- b. Community member who is not a parent

The Governance Council shall strive for the Governance Council to be qualified individuals who have experience in business, education, law, finance, accounting, real estate, and such other fields beneficial to the school's mission and the efficient, sound governance of the school. Candidates for positions on the Governance Council shall also be considered based upon their professional or acquired skills, collaborative and problem-solving competence, their ability and willingness to devote substantial time and energy to serving on the Governance Council (including the commitment that each Council member shall regularly participate in the activities of at least one Governance Council committee), and their commitment to acting in the best interests of the school as a whole, rather than for the interests of any particular person or group. No person serving on another charter school or school board may simultaneously be a Member of the TTCS Governance Council.

- D. Elections. The Governance Council shall hold Council elections annually and in accordance with procedures adopted by the Governing Council that will be posted on the school website. Governance Council members shall be elected on a nonpartisan basis and shall represent all members of the School community, rather than a particular constituency.

- E. Disqualification/Anti-Nepotism Rule. In no event shall a person be eligible for election to the Governance Council if he/she/they are school employees, a spouse or partner of another Governance Council member, a member of a governing body of another charter school, or if they or their immediate family member (as defined by the Charter School Act) have an financial interest, or a financial interest in a for-profit or nonprofit entity, in a contract for provision of professional services, goods or facilities with the School. The Council will not initially employ as Head Administrator a person who is a Council member, or the spouse, father, father-in-law, mother, mother-in-law, son, son in law, daughter, daughter in law, sister, sister-in-law, brother, brother-in-law, or sibling (collectively, "family members") of any Council member. Upon petition from the Head Administrator, the Council may approve by majority vote at a public meeting the Head Administrator's hiring of a family member of the Head Administrator. Prior to approving the Head Administrator's request to hire said individual, the Council shall carefully consider the potential impact on the integrity, efficiency, discipline and public perception of the School in the employment of any person who is a family member of the Head Administrator. Nothing in this subsection shall prohibit the continued employment of a person employed on or before the effective date of this subsection. There must be a grace period of 6 months from separation before a former School employee may be eligible to serve as a Member of the Governance Council.
- F. Attendance. Council members are expected to regularly attend Council meetings, and committee meetings of which they are a member, as a critical part of their commitment to the Council and the School. A member of the Governance Council who anticipates that they will be unable to attend a Governance Council meeting must notify the President and/or Secretary, prior to the meeting. If a Council member, as a result of an emergency or illness, is unable to notify the President or Secretary in advance, the Council Member shall notify the President or Secretary in a timely manner following the meeting of the reason for his/her/their absence. Members who would be otherwise unable to attend in person may attend the meeting virtually or by telephone, provided they are able to be sufficiently identified by such means when speaking/voting.
- G. Vacancies. A vacancy is created by expiration of a Governing Council Member's term and the Member does not choose to run for re-election, or by death, resignation, or removal by a vote of the Governance Council. Out-of-cycle vacancies, and vacancies caused by an increase in the number of Council members, will be filled by a majority vote of the remaining members of the Governance Council. To fill any out-of-cycle vacancy, the GC shall designate a Recruitment Committee to convene to recommend candidates to fill the vacancy. If the Council membership falls below five (5) members, the vacancy will be filled within sixty (60) days from creation of the vacancy. The Recruitment Committee shall include at least one Council member and the Head Administrator or his/her/their designee, who shall recruit potential candidates, and screen applicants and recruits of each of the positions of the Council to be filled. The Recruitment Committee shall recommend candidates to the Council at a public meeting. The Council shall thereafter select new members by a majority vote.
- H. Resignations. Any member may state their intention to resign and the effective date of the resignation in writing to the Governance Council President and Secretary. If no effective date is provided in the resignation, the resignation shall be effective thirty (30) days from the date

submitted. The Governance Council President or designee will report the Member's resignation to the PEC on or before thirty (30) days from the effective date of the resignation. The Council formally encourages Council members resigning to provide at least a 30-day notification, to allow sufficient time for transition and replacement.

- I. Removal. A Member may be removed as a Governance Council Member by an affirmative vote of the majority of the remaining Governance Council whenever, in its judgment, the best interest of TTCS will be served thereby. Reasons for removal include, but are not limited to:
 - a. Absent exigent circumstances, the seat of any Member may be declared vacant and the Member removed by a majority vote of the remaining members of the Governance Council, if the member misses three (3) out of six (6) consecutive regular meetings, or if the member misses two (2) consecutive meetings and the member is not in communication with the President or Secretary as contemplated by paragraph F. If a member misses five (5) consecutive regular meetings of the Council for any reason, the seat of the member shall be automatically deemed vacant, and the vacancy shall be announced in a public meeting by the President.
 - b. If a member knowingly or repeatedly violates any policy or procedure adopted by the Governance Council.
 - c. If a majority of the remaining Governance Council members determines that a member is not acting in the best interest or is otherwise obstructing the business of the School or the Governance Council.
 - d. Failure to complete mandatory annual training.
 - e. Misuse of position, violation of confidentiality, conflict of interest, and/or violation of the member's duty of loyalty to the School and the Council.
 - f. Any other ground the Governance Council deems appropriate and in the best interests of the School.
- J. Temporary Emergency Governance Measures. In the event that the membership of the Governance Council falls below the number constituting a quorum, the remaining member(s) shall appoint the number of new members sufficient for membership to reach at least five (5); such new members' terms shall run until the next annual meeting at which Council elections are normally held. If no members remain to appoint new members, the School's Head Administrator shall immediately convene an emergency committee consisting of one additional school employee and one parent, and the emergency committee shall solicit and appoint at least five (5) new members as the Governing Council, whose terms shall run until the next annual meeting at which Council elections are normally held.

As used in this section, "regular meeting" means the monthly [Business] meetings of the Governance Council, as described in the Annual Resolution.

Approved 02.24.25

POLICY 107. Executive Officers of the Governance Council

- A. Offices. The executive officers of TTCS shall be President, Vice-President, Secretary, and Treasurer, each of whom shall be elected by a majority vote of the Governance Council. The executive officers collectively are referred to as the "Executive Officers." The Council may, by a majority vote, create different categories of officers without requiring an amendment to these Bylaws. The duties of certain officers are set forth herein. When the incumbent of an office is unable to perform the duties thereof or when there is no incumbent of an office (both such situations referred to hereafter as the "absence" of the officer), the duties of the office shall, unless otherwise provided by the Council, be performed by the next officer set for the in the following sequence: president, vice president, secretary, treasurer,
- B. Election and Term. All executive officers shall be elected by majority vote of the Governance Council at its Annual Meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Each officer shall hold office for two years, or until the Member's successor has been elected, or until the member's death, resignation, or removal. Officers' terms shall begin at the meeting immediately following the meeting of the Council at which the officer is elected.
- C. Vacancies. A vacancy is created by expiration of the executive officer's term and the Member does not choose to run for re-election, or by death, resignation, or removal by a vote of the Governance Council. Out-of-cycle officer Vacancies will be filled by a majority vote of the Governance Council for the unexpired portion of the term of the officer being replaced.
- D. Resignation. An executive officer may resign at any time by delivering a written letter of resignation to the Governance Council President and/or the Secretary. Such notification of resignation shall be effective upon receipt, unless it is specified to be effective at some later date. To facilitate the election of a new executive officer, the Council formally encourages executive officers intending to resign or to decline nomination to provide notice of the executive officer's intent as much in advance of the Annual Meeting as possible.
- E. Removal. An executive officer may be removed from office by a majority vote of the Governance Council whenever, in its judgment, the officer fails to perform the duty of his/her/their office or such other duties as appointed by the Council, or the best interest of TTCS will be served thereby.
- F. President. The President shall be the principal executive officer of TTCS and shall preside at all meetings. She/he/they shall have the right, as other members of the Council, to make or second motions, to discuss questions, and to vote. The president of the Council may not take any action on behalf of the Council or the School without prior specific authority from a majority of the Council to do so. All communications addressed to the president shall be considered by him/her/them for appropriate action, for which consideration may include consulting with legal counsel, and consideration by the Council. The president shall sign legal documents as required by law and perform such other duties as may be prescribed by the Council. It is the president's responsibility to ensure that Council members uphold their commitments/responsibilities to the

school. The president is responsible for compiling the topics for business to be placed on the agenda.

- G. Vice President. The Vice President partners with the President and executive officers in carrying out essential duties. The Governance Council Vice President shall perform the duties of the president in the absence of the president or at the request of the president. In the event a vacancy occurs in the presidency, the vice-president will act in the capacity of the president until the office has been filled by a vote of the Council membership.
- H. Secretary. The Secretary shall keep the minutes of the Council meetings; ensure that all notices are given in accordance with the provisions of the Charter, Council policies, and as required by law; be custodian of the council records; keep a register of the contact information of each Council member; shall countersign, when required, all authorized contracts, deeds, leases, or other legal instruments; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to the secretary by the Council. The Secretary will review the draft minutes prior to presentation to the Council for approval. The Council may appoint a designee to assist with the responsibilities of the secretary as described herein, including recording, and transcribing the minutes of the meetings, posting notices and agendas, and preparing packets for the Council's review.
- I. Treasurer. The Treasurer shall be familiar with the fiscal affairs of the School and shall keep the Council informed thereof in the event that the school's Business Manager is unable to so act. He/she/they will have knowledge of public-school finance laws, rules and policies, and shall facilitate the Governance Council in meeting its financial oversight responsibilities. The Treasurer will chair the audit and finance committees; act as liaison between the Council and Budget Committee; attend the PED Spring Budget Workshop and/or any other financial regulatory training recommended by the Council, Head Administrator or Business Manager; be responsible for reports to the Governance Council regarding current financial status at each meeting; assist the school's administrator and business management in budgeting of finances; and in general all duties incident to the office of Treasurer and other such duties as from time to time may be assigned by the Governance Council.
- J. Compensation. The officers shall not be compensated for their services; however, they may be compensated for reasonable expenses in accordance with the New Mexico Mileage and Per Diem Act.
- K. Officers Insurance. The Governance Council may secure officers and directors insurance in excess of the coverage provided by the New Mexico Public School Insurance Authority upon appropriate approval of the Council and if provided for in TTCS's approved budget.

Approved 02.24.25

POLICY 108. Meetings of The Governance Council

- A. Open Meetings Act Compliance. All meetings of a quorum of the Governance Council for the purpose of formulating public policy, discussing public business or for the purpose of taking any action within the authority of or delegated authority of the Governance Council are declared to be public meetings open to the public at all times. Such meetings shall be held in accordance with the New Mexico Open Meetings Act, NMSA 1978 §§ 10-15-1, *et seq.* (“OMA”).
- B. Annual Resolution. The Governance Council shall determine annually what constitutes reasonable notice of its public meetings and shall pass and distribute a resolution describing what notice will be provided. (“Annual Resolution”) The Annual Resolution shall describe appropriate notice and methods for posting agendas for regular, special, emergency meetings and work sessions of the Governing Council.
- C. Annual Meeting. The Annual Meeting of the Governance Council shall be held for the purpose of electing Executive Council Members when there are vacancies and for the transaction of such other business as may come before the meeting. The Annual Meeting of the Governance Council is separate from the regular meetings and will be scheduled to follow the end of the fiscal year and the beginning of a new school year (typically after June).
- D. Regular Meetings. The Governance Council shall schedule regular meetings of the Council as determined by the Council to be reasonable and necessary for the School, as set forth in the Council’s Annual Resolution. The time and place for regular meetings of the Governance Council shall be established each year pursuant to its Annual Resolution. All regular meetings of the Governance Council shall be public, and notice will be provided in accordance with the OMA.
- E. Special Meetings. Special meetings of the Governance Council, for any purpose or purposes, shall be called by the President, or by request of at least two Governance Council members. The request should be made via email to the President.
- F. Emergency Meetings. The President of the Governance Council shall call an emergency meeting only when the topic of said meeting, if not addressed immediately by the Governance Council, will threaten health, safety, or property, or likely result in substantial financial loss to TTCS. The Governance Council will avoid emergency meetings whenever possible. Emergency meetings may be called by the President, or request of at least two Governance Council Members upon twenty-four (24) hours’ notice, unless threat of personal injury or property damage requires less notice. Such meetings will be scheduled, held, and noticed in accordance with the Governance Council’s Annual Resolution. Within 10 days of taking action in an emergency meeting, the Governance Council shall report to the New Mexico Attorney General’s Office the action taken and the circumstances creating the emergency, unless this requirement is waived upon the declaration of a state or national emergency.
- G. Executive Session. The Governance Council may close a meeting to the public and enter an executive session only if the subject matter of such discussion or action is exempt from the open meeting requirements of the OMA, such as:

- a. Limited personnel matters which mean the discussion of hiring, promotion, demotion, dismissal, assignment, or resignation of the Governing Council's employee, or the investigation or consideration of complaints or charges against its employee.
 - b. Deliberations of a public body in connection with an administrative adjudicatory proceeding.
 - c. Discussion of personally identifiable information about any individual student unless the parent requests otherwise.
 - d. Discussion of sole source purchases exceeding two thousand five hundred dollars (\$2,500).
 - e. Meetings subject to the attorney-client privilege pertaining to threatened or pending litigation.
 - f. Meetings for the discussion of the purchase, acquisition, or disposal of real property by the Governance Council.
- H. Protocol for Executive Sessions. If any meeting is closed during an open meeting, such closure shall be approved by a majority vote of a quorum of the Governance Council taken during the open meeting. The authority for the closure and the subjects to be discussed shall be stated with reasonable specificity in the motion for closure, and the vote on closure of each individual member shall be recorded in the minutes. Only those subjects specified in the motion may be discussed in the closed meeting.

If the decision to hold a closed meeting is made when the Governance Council 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 to the general public.

All discussions during a closed session are confidential, and no minutes shall be taken. Following completion of any closed meeting, the minutes shall state whether the matters discussed in the closed meeting were limited only to those specified in the motion or notice for closure.

All actions taken as a result of discussion in a closed meeting shall be made by vote of the Governance Council in an open public meeting.

- I. Work Sessions. Meetings of the Governance Council at which no official action will be taken may be called by the President for the purpose of developing the body's strategic plan, formulating draft policies, discussing unique financial considerations or other non-confidential issues as may affect the operations of TTCS. Work sessions may be canceled by the President or by a 2/3 majority of the Council members based on the school's needs. All work sessions of the Governance Council shall be public and notice and an agenda for the work session will be provided in accordance with the OMA.

- J. Agendas. The President, in consultation with the Head Administrator, shall set the Governance Council agendas. A request by another Governance Council member to have an item placed on the agenda must be submitted in writing to the President at least 48 hours prior to the required time the agenda for a particular meeting must be posted. The President or designee shall provide a copy of the agenda and strive to provide all documentation to be considered by the Governance Council at the meeting to each Member at least 72 hours prior to the meeting. The agenda shall be posted for the public in accordance with the OMA and the Annual Resolution.
- K. Consent Agendas. As a means of expediting Governance Council action on agenda items, which the Head Administrator deems to be of a routine nature, the Governance Council authorizes the Head Administrator to establish a consent agenda. All items included on the consent agenda will be acted on with one motion and vote.
- L. Protocol for Consent Agendas. As a means of safeguarding the public interest and the wish of individual Governance Council members to discuss particular consent agenda items, the Governance Council has established the following rules of order with respect to the consent agenda.
- a. Consent agenda items and supporting documents must be clearly identifiable in the Governance Council packet so that the Governance Council and others who review Governance Council materials in advance are knowledgeable of the relative information.
 - b. Once the Governance Council packet is distributed no additional items may be added to the consent agenda.
 - c. At the time the Governance Council is asked to approve the agenda the Governance Council President will afford any Governance Council member the opportunity to remove any item from the consent agenda. All requests will be honored. Items removed would then be discussed after approval of the remaining consent agenda items. Once the items are discussed the Governance Council President will call for a vote on each item pulled and discussed.
- Materials concerning consent agenda items may be emailed to council members. In addition, members of the public may request a copy of these and other meeting materials including the meeting agenda from the school office.
- M. Minutes and Records. The Governance Council shall keep written minutes of all its meetings. The minutes of the meetings of the Governance Council shall include:
- 1. Date, place, and classification of the meeting (regular, work, special or emergency),
 - 2. Call to order stating the time and the name and office of the person presiding,
 - 3. Record of the roll call of Governance Council members,

4. Record of any change to the published agenda,
5. Record of any corrections to the minutes of any previous meetings and the action approving them,
6. Record of any communications, petitions or reports presented to the Board,
7. Record of each motion that provides the substance of the proposals to be considered and placed before the Governance Council and
8. Member making the motion and the member seconding, if any, and
9. Declaration of the person presiding that the motion passed or failed, and
10. Name of each person voting aye or nay on other than unanimous votes.

All reports, resolutions, agreements, and other written documents which require Governance Council action, shall be referenced in the minutes, and shall be kept on file as part of the permanent record, but shall not be part of the minutes.

All minutes are open for public inspection and shall be posted on the TTCS website in accordance with legal requirements. Draft minutes shall be prepared within ten (10) working days after the meeting and must be made available to the public via the website no later than ten (10) working days after the meeting. Draft minutes shall be approved, amended, or disapproved at the next Council meeting where a quorum is present. Minutes are not official until approved by the Governance Council. The minutes, after approval by the Governance Council, shall be permanently filed and kept in a designated area of the Governance Council's Storage area pursuant to state regulations. They shall be available for inspection (up to at least 5 years) by any citizen at any time via the school website.

All meetings of the Governance Council shall be webcast, recorded, and archived in accordance with the requirements of the Charter Schools Act, NMSA 1978 22-8B-5.5. Recordings of the webcasts and an electronic copy of any minutes approved at the Council meeting shall be posted on the School's website within one week of the meeting's conclusion and shall be publicly available for at least three (3) years following the date of the meeting.

- N. Notice of Meetings. Meeting notices shall be provided in accordance with the Annual Resolution, and shall state the place, day and hour of the meeting and shall include an agenda containing a list of specific items of business to be discussed or transacted at the meeting. Except in the case of an emergency, the agenda shall be available to the public and posted on TTCS website at least seventy-two hours (72) hours prior to the meeting.
- O. Place of Meeting. The Governance Council may designate any place as the place of meeting for any annual meeting, regular meeting, or special meeting. If no designation is made, the place of meeting shall be the Turquoise Trail Charter School library. The Council may meet via virtual conferencing platform if members otherwise would be unable to attend an in-person meeting; notice shall be provided in accordance with the Annual Resolution. See paragraph Q, below.

- P. Recessed Meetings. Recessed meetings of the Governance Council will be rescheduled and continued when necessary to complete the agenda or business remaining from a regular or special meeting.
- Q. Proxies; Telephonic or Video Conferencing. Governance Council Members must be physically or electronically present (via telephone or video) at meetings to vote. Voting by proxy or via email or other writing is not permitted. The Governance Council may hold its meetings by a means of a telephone or video conferencing or similar communication equipment by which all persons attending the meeting can hear and identify the members of the Governance Council who are attending remotely. A Governance Council member's participation in a meeting under such circumstances shall constitute presence at the meeting as if in person and for the purposes of determining a quorum. Any action taken by the Council at a meeting involving telephone or videoconferencing shall constitute a valid action of the Council.
- R. Motions and Voting. Each Governance Council member, including all officers, shall have the right to make or second motions, discuss questions and shall be entitled to one (1) vote.
- S. Quorum. A quorum of the Governing Council shall consist of a simple majority of the Members in office; that is, vacant positions shall not be counted to establish a quorum. A quorum may be established when members are attending Governing Council meetings by telephone or virtual conferencing.
- T. Manner of Action. Governing Council actions shall be made by majority of the Governance Council Members present at a meeting after a quorum has been established. Decisions requiring more than a majority shall be governed by Governance Council policies. Each Member in attendance shall be required to cast a vote whether to approve or oppose or shall abstain and indicate reasons for abstention.

Approved 02.24.25

POLICY 109. Governance Council Hearings

When and as required by law, the Governance Council will conduct hearings on matters that properly and legally fall within the jurisdiction of the Governance Council. When conducting a hearing, the Governance Council shall not be bound by civil court procedures, but shall abide by procedures enumerated in relevant laws, regulations, or policies, e.g., student expulsion appeal hearings, school personnel discharge or termination appeal hearings as required by the School Personnel Act.

Unless otherwise prescribed by law or policy, prior to the beginning of a hearing, the Governance Council President will explain to the parties and their representatives the procedures to be followed.

Approved 02.24.25

POLICY 110. Governance Council Committees

A. Standing Committees. The President of the Council may establish standing committees, which may consist of Council members and non-Council members. When any standing committee is formed, with members appointed by the President, its duties and responsibilities shall be determined by the Governance Council prior to the beginning of its work. Standing committees and committees established with the design to serve longer than a 12-month duration are subject to annual Governance Council review, at which time dissolution and/or re-appointment of committee membership may be considered by majority vote of the Governance Council. The following standing committees are established and required by statute:

1. Finance Committee. The Governance Council shall appoint at least two members of the Council as a finance subcommittee to assist the Council in carrying out its budget and finance duties. The finance subcommittee shall make recommendations to the Governance Council in the following areas:
 - financial planning, including reviews of the School's revenue and expenditure projections.
 - review of financial statements and periodic monitoring of revenues and expenses.
 - annual budget preparation and oversight
 - oversight of procurement
 - serve as an external monitoring committee on budget and other financial matters.
2. Audit Committee. The Governance Council shall appoint an audit committee that consists of two Council members, one volunteer member who is a parent of a student attending the school and one volunteer member who has experience in accounting or financial matters. The Head Administrator and the business manager shall serve as ex-officio members of the committee. When the number of Council members exceeds five, the Council may appoint more than two Council members to its audit committee, so long as a quorum of the Council is not established thereby. The audit committee shall:
 - evaluate the request for proposal for annual financial audit services.
 - recommend the selection of the financial auditor.
 - attend the entrance and exit conferences for annual and special audits.
 - meet with external financial auditors at least monthly after audit field work begins until the conclusion of the audit.

- be accessible to the external financial auditors as requested to facilitate communication with the Council and the Head Administrator
 - provide other advice and assistance as requested by the Council; and
 - be subject to the requirements of confidentiality of audit information as those imposed by the Audit Act and the rules of the State Auditor.
- B. Ad Hoc Committees of the Council. Ad hoc committees of the Governance Council may be formed for fact finding and study and/or as determined to be necessary or advisable by the Council, the members to be appointed by majority vote of the Governance Council with enumerated goals, and a structure. The duties and responsibilities of the ad hoc committee and a tentative calendar for completion of its work shall be established at the time of each committee's creation. The committee will be considered dissolved upon submission of a final report or recommendation.
- C. Committee Structure and Functions. Committees shall be chaired by a member of the Governance Council, unless otherwise decided by the Governance Council. The function of Council committee will be fact-finding, deliberative, and advisory, rather than legislative or administrative. Committee recommendations that require school-wide policy changes must be submitted to the Council for consideration and possible action. All committees shall keep written minutes of their meetings and shall periodically present written reports to the Council containing Committee recommendations. For all Committees, the Governance Council shall identify:
- Committee Name
 - Committee Type (Standing or Ad-Hoc)
 - Purpose of Committee
 - Timeline
- All Committees shall register the following with the Governance Council Secretary:
- Name of Chair
 - Membership

Approved 02.24.25

POLICY 111. Parliamentary Procedures

- A. Purpose of Rules. The Governance Council uses revised rules of parliamentary procedure for its meetings to:
- Enable meetings to proceed efficiently.
 - Give equal opportunity for all Council members to participate fully in decision making.
 - Allow decisions to be made on the merits as determined by the voted conviction of a majority rather than from a manipulation of the procedural rules.
 - Promote civility and professional conduct at Council meetings.
- B. Rudimentary Actions. The President is authorized to declare the Governance Council's approval of the minutes, the agenda and adjournment when it is evident that no change or objection is being proposed. Similarly, the President may declare a recess or rule a motion out of order. After the agenda has been approved by the Governance Council, it must be followed unless a motion to consider something out of order is approved by a majority vote. The maker of a motion shall have the right to withdraw the motion at any time prior to its being voted upon.
- C. Robert's Rules of Order (Revised). The rules contained in the most recent edition of Robert's Rules of Order, newly revised, shall govern meetings of the Governance Council when not inconsistent with the applicable laws or regulations, which then prevail.

Approved 02.24.25

POLICY 112. Order of Business

The Governance Council's order of business will generally include the following elements and, where practicable, will be substantially in the format outlined below. The order of the elements on the agenda may be changed or amended by a majority vote of the Governance Council.

- Call to Order – Open Session
 - Roll Call
 - *VOTE – Agenda
 - *VOTE – (Previous) Business or Special Meeting Minutes
 - Consent Agenda
 - *BARs
 - *Disbursements
 - *Checks over \$50,000
 - *Other
 - Public Forum
 - Presentation of Reports
 - Business Office
 - HA's Report
 - Principal Reports/Staff Reports
 - Report against Goals
 - Committee/Council Reports (as needed)
 - Old Business (add items to be discussed)
 - New Business (add items to be discussed)
 - Executive Session (when applicable)
 - Adjournment of Meeting
- *Indicates that the Governance Council may vote on these items.

Approved 02.24.25

POLICY 113. Governance Council Self-Evaluation

Once a year, at the Annual Meeting, the Governance Council shall conduct a self-evaluation and set goals for itself and for the Head Administrator as its employee.

Approved 02.24.25

POLICY 114. Doing Business with TTCS

- A. Purpose. It is the intent of the Governance Council to provide for lawful, open, and fair bidding for all vendors wishing to do business with TTCS, and to comply with all applicable statutes, rules and policies governing conflicts of interest.
- B. Ineligibility to serve. A candidate for a seat on the Governance Council shall be ineligible to serve if the candidate or a member of his/her immediate family is an owner or agent of a vendor or contractor with TTCS, or is an employee of TTCS, or otherwise has a financial interest in a for-profit or non-profit entity with which TTCS contracts for professional services, goods or facilities.
- C. Recusal from Action of the Governance Council and Administration of Contract. No member of the Council shall participate in selecting, awarding or administering a contract with TTCS if a conflict of interest exists. Conflicts of interest exists when the member or an immediate family member of the member has a financial interest in the entity with which the charter school is contracting. Council members must immediately disclose to the Council any circumstance or relationship that may give rise to the appearance of a conflict of interest.
- D. "Immediate Family" means, spouse, domestic partner, children, parents, in-laws, brothers, or sisters, or any other relative of a member who is financially supported by the member.
- E. "Financial Interest" means holding a position in a business as officer, director, trustee, or partner, or holding any position in management or ownership of more than five per cent (5%) interest in the business.

Approved 2.24.25

POLICY 115. Conflict of Interest Policy; Gifts; Nepotism

- A. **General Principles.** It is the responsibility of all Council members to conduct themselves in accordance with the highest standards of integrity, honesty and fair dealing to preclude any appearance of a conflict between the interests of TTCS and the personal interests of the member. Likewise, it is the responsibility of the Council to ensure that the School conducts all its business and operations impartially, in accordance with applicable laws. All hiring and other transactions imposing financial and/or legal obligations on TTCS shall be made with the best interest of the School as the foremost consideration.

The Council further recognizes that the ultimate success of TTCS depends on the active participation, cooperation and collaboration of all stakeholders, and that sometimes the best interests of the School may involve the creation of relationships that might create an appearance of impropriety or potential for abuse of position, if not carefully evaluated by disinterested parties. TTCS therefore has established this policy to guide Council members in their actions or relationships, so that they will avoid the appearing of having their judgment or the performance of their duties compromised.

- B. **Definitions.** For purposes of this Policy:

- a. “Conflict of Interest”. A conflict of interest occurs whenever a Council member permits the prospect of direct or indirect personal gain (or gain to a Family Member or Affiliated Person) to influence improperly his or her judgment or actions in the conduct of School business. For example, a Conflict of Interest exists when a Council member, that member’s Family Member, or an Affiliated Person has a financial interest in and entity with which the School does business.
- b. “Family Member” means father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law, brother, brother-in-law, sister, or sister-in-law, or any other relative who is financially supported by the Council member.
- c. “Affiliated Person” means someone who has a substantial interest in a business owned by a Council member and who may use the affiliation to influence the Council member’s actions related to School business.
- d. “Substantial Interest” means an ownership interest that is greater than twenty percent.
- e. “Financial Interest” means an ownership interest greater than 5% held by the Council member, a Family Member, or an Affiliated Person in a business that contracts with the School for services, real or personal property, or any employment interest in such business, or prospective employment in such business for which negotiations have already begun.

- C. **Direct Conflicts of Interest.** The following situations describe examples of direct conflicts of interest that should be reported to the Council and avoided by Council members:

- a. Acquiring, leasing, selling any property, facilities, materials, or contract services (e.g., financial, legal, public relations, computers) to TTCS under circumstances in which there is direct or indirect compensation to a Council member, or his/her Family Member or Affiliated Party.
 - b. Using confidential information acquired by virtue of the member's associations with TTCS, for their individual or another's private gain.
 - c. Requesting or receiving and accepting a gift or loan to the member or a Family Member or Affiliated Party that tends to influence the member or appears to influence the member in the discharge of their duties as Council members.
 - d. Influencing or having the appearance of influencing business with suppliers to the School, which results in the financial benefit to the member, their Family Members, or an Affiliated Party.
- D. Annual Disclosure Statement. Each Council Member agrees to complete and sign a Conflict-of-Interest Disclosure Statement prior to accepting a position on the Council. In addition to the initial disclosure statement, Council Members shall annually update the disclosure statement and shall otherwise immediately notify the Council President and the Head Administrator when a Member becomes aware that an actual or potential conflict of interest may exist. Failure to make such disclosure when required shall be grounds for voiding the transaction, at the discretion of the Council, and/or discipline or removal of the Member.
- E. Interested Transactions; Other Disclosures. In very rare instances and only under extenuating circumstances, may the School and/or Council consider entering into a transaction involving the payment of School funds with a Council member, Family Member, or Affiliated Party. Neither the School nor the Council shall enter into a transaction involving the payment of School funds to any Council member, Family Member, or Affiliated Party of a member unless: (a) the transaction does not violate any applicable provision of law, or TTCS policy; and (b) during a public meeting: (i) the nature of the direct or indirect financial interest is fully disclosed to the Council; (ii) the transaction is expressly approved by a majority of the Council members present at such meeting who have no direct or indirect personal financial interest in the transaction; and (iii) the Council has established that: (1) the transaction is financially no less favorable to TTCS than would be available in an arm's length transaction between unrelated parties; (2) no Council member will be, as a result of TTCS entering the transaction in question, in a position to influence decisions relating to the questioned transaction, and (3) the benefits to the School outweigh any appearance of a conflict of interest. A written contract or other written memorandum shall evidence all such interested transactions approved by the Council, and shall be reflected in Council minutes.
- F. Recusal from Voting. To avoid Conflicts of Interest and the appearance of impropriety, Council members shall not participate in open meeting discussion, closed session deliberations, or votes relating to the discipline of him/her/their self or their Family Members, or any transaction or matter between or before the Council or TTCS involving a Family Member, an Affiliated Person, or business with which the Council member has a Financial Interest. Disciplinary matters pertaining to a Council member shall be held in an open meeting and may not be convened to a closed

session unless the discussion may implicate matters properly exempted by the Open Meetings Act.

- G. Evaluating Conflicts by Council. The Head Administrator shall not authorize (by approval of a purchase order or otherwise) or enter into any proposed transaction where an actual or apparent Conflict of Interest exists affecting a Council member unless and until the transaction has first been evaluated and approved by the Council. Each Council member shall be responsible for disclosing to the Governance Council and the Head Administrator the existence of any such direct or indirect interest in a contract under consideration by TTCS or the Council. Failure to make such disclosure shall be grounds for voiding the transaction at the discretion of the Council. The Head Administrator shall be entitled to rely on the members' annual disclosure statements when determining whether entering a vendor contract may present a potential Conflict of Interest.
- H. Violations by Council Members. Upon discovery of a possible infraction of the Council's Conflict of Interest policies, the discovering party is required to immediately notify the Council President and the Head Administrator. The potential infraction will be discussed at the next Governing Council meeting. If the Council decides that a Council member has violated this policy or any conflict-of-interest laws or rules or has otherwise abused or attempted to abuse his or her position on the Council, the Council shall recommend appropriate action and act promptly to rectify the conflict. Council members may be removed for intentional/knowing violations of conflict-of-interest provisions and may be individually liable for any financial damage caused to the School by the violation.
- I. Payments to Council Members. There shall be no remuneration or mileage payments made to Council members for attendance at regular, special, or emergency Council meetings, held at the regular location of the Council or if Council meetings are held virtually. Council members may be compensated for meetings or other, Council-approved, TTCS-related events in accordance with the New Mexico Per Diem and Mileage Act.
- J. Gifts and Gratuities. Members of the Council shall neither solicit nor accept personal gratuities, favors, nor anything of monetary value from families, School employees, contractors or vendors with whom Council or Turquoise Trail Charter School are doing business, or those who are seeking to sell goods or services to the School. This policy does not preclude acceptance of de minimis amounts of food or drink of a social nature. or participation in a social event. Council members should notify the President as soon as practical if the member has been offered a gift by a third-party doing business with the school, an employee, a student, or a parent or guardian of a student attending the School.
- K. Nepotism. As provided in New Mexico Statutes, 1978 § 22-8B-10, neither the Head Administrator nor Council shall initially employ or approve the initial employment in any capacity of a person who is the spouse, father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law, brother, brother-in-law, sister, sister-in-law, of a member of the Governance Council or the Head Administrator. The Governance Council shall carefully consider the potential impact on the integrity, efficiency, discipline, and public perception in the employment of a candidate for the Head Administrator's position of any person who is the parent or family member

of a student or School employee and shall provide for any necessary and/or desirable modifications to supervision, evaluation, reporting and similar employment arrangements to mitigate any potential impacts.

Approved 02.24.25

POLICY 116. Confidentiality

Confidential information may be disclosed to the Governance Council pertaining to, but not limited to, the following:

1. Matters discussed in executive session.
2. Personnel matters.
3. Pending or threatened litigation involving Turquoise Trail Charter School and/or the Governance Council.
4. Attorney-client communications.
5. Student education records; student suspension, expulsion, or discipline.
6. School security
7. Other matters excepted from discussion in open session pursuant to the New Mexico Open Meetings Act.

Council members shall be expected to keep confidential any deliberations or discussions that take place in closed/executive session meetings. Governance Council Members, as School officials, must comply with the Family Educational Rights and Privacy Act (FERPA), and shall only obtain and, thereafter, discuss or disclose confidential information thereunder in connection with legitimate school business and only by or with individuals with a legitimate need to know the information. The Council Member's obligation to maintain confidentiality survives termination of the member's tenure on the Governance Council.

Approved 02.24.25

POLICY 117. Waiver of Nepotism Rule for the Head Administrator Role

As provided in New Mexico Statutes, 1978 § 22-8B-10, the Head Administrator shall not initially employ or approve the initial employment in any capacity of person who is the spouse, father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law, brother, brother-in-law, sister, sister-in-law, of a member of the Governance Council or the Head Administrator.

The Council may waive the nepotism rule for Family Members of the Head Administrator, but not for Family Members of the Governing Council; however, any such waiver must be conducted in a public meeting after full disclosure by the Head Administrator, prior to hiring the Head Administrator's Family Member. The Head Administrator shall present the following information to the Governance Council during a public meeting at which he/she/they is presenting a request for waiver of the nepotism rule:

- Family member's qualifications for the position.
- All efforts undertaken by the Head Administrator to fill the position with other qualified candidates.
- If there are other qualified candidates, an explanation of the objective criteria used to evaluate the candidates and why the family member is the best qualified.
- How the family member will be supervised and evaluated; and
- How the Head Administrator will address staff concerns of favoritism when and if they arise.

If the Governance Council waives the Nepotism Rule for a family member of the Head Administrator in a public meeting, the waiver shall be reflected in a Resolution adopted by majority vote of the Governance Council. A contract entered by the Head Administrator with a Family Member before approval of the required waiver by the Governing Council may be rendered void as contrary to law and these policies.

Approved 02.24.25

POLICY 118. Code of Ethics of the Governance Council

The members of the Turquoise Trail Charter School Governance Council recognize that, with regard to the School, they may act and hold authority only as the Governance Council as a whole, not individually. A Council member shall not use his/her/their position at TTCS to attempt to influence the decision or action of any TTCS employee. A Council member shall not grant, nor shall they insist or imply that others grant, special treatment to a child, ward or relative of the member. Every Council member who is a parent or guardian of a TTCS student shall inform their child that the child is required to follow all rules, policies and procedures applicable to TTCS students, that the child is not entitled to special treatment by virtue of the relationship with a member, and that any attempt to seek such special treatment may result in disciplinary action.

To make a clear public statement of its philosophy of service to the students of the Turquoise Trail Charter School, the Governance Council adopts the following Code of Ethics:

Each Member of the Turquoise Trail Charter School Governance Council shall:

1. Uphold and enforce all laws, Governance Council policies, and any court orders pertaining to the Governance Council and TTCS as a New Mexico public school. Desired changes shall only be brought about through legal and ethical procedures.
2. Make decisions in terms of the educational welfare of children, and for the purpose of seeking to develop and maintain a school where students are engaged in a culturally and linguistically responsive education that meets the social, emotional, and academic needs of all students.
3. Ensure that there is no place for discrimination on any legally protected basis at TTCS.
4. Confine Governance Council action to policymaking, programmatic and facility planning, head administrator evaluation, school budget approval and oversight, and other areas specifically assigned to the Governance Council by law.
5. Carry out its responsibilities, not to operate or administer the school, but to see that it is well run.
6. Recognize that an individual Governance Council member has no authority to make personal promises relating to School matters, to take private action that may compromise the Governance Council or the School, or to use the school for personal gain or for the gain of friends or relatives.
7. Hold confidential all matters pertaining to the School which, if disclosed, could cause injury to individuals or to the school and/or which must be kept confidential by school officials in accordance with applicable law.
8. Provide accurate and verifiable information in Governance Council meetings and in communications with fellow Governance Council members.

9. Model and exhibit professional, respectful, and civil conduct in all communications and dealings at TCCS and uphold the mission and vision of TTCS to the community.
10. Support the Head Administrator, the Council's employee, in the proper performance of his/her/their duties.
11. Refrain from individually directing the Head Administrator, unless expressly delegated by the Governing Council to act on behalf of the Council.
12. Refer all parent/student/community or other third-party complaints or inquiries to the Head Administrator, unless appropriately brought before the Council pursuant to applicable law or policy for action.

Approved 02.24.25

Policy 119. Contract Signatory Authority.

The Council may by a majority vote, delegate authority to sign contracts as described by resolution or motion, to the Head Administrator or to a Council member or members.

Approved 02.24.25

POLICY 120. Access to Legal Counsel

The Governance Council is responsible for approving any contract for professional legal services. Legal counsel retained to represent Turquoise Trail Charter School shall represent the School and the Council as the decision-making body of the School. The Governance Council President and/or Head Administrator are authorized to consult with the School's attorney as needed. In the event of any dispute between the Head Administrator and the Governance Council, the School's attorney(s) shall continue to represent the school through the Governance Council. From time to time, other Governance Council members may be authorized to consult with counsel as designated by the Governance Council President. In the event of a dispute between Council members regarding whether or when to consult legal counsel, the Governance Board shall decide the issue by motion and majority vote.

Copies of written responses from legal counsel must be provided by the President to all Governance Council members except in circumstances that may jeopardize the legal position of the school. All advice and work product received from the attorney(s) is privileged under the attorney-client privilege and all recipients of such advice and the written memoranda or other work product thereof shall keep such information strictly confidential. No matter deemed privileged shall be shared with a third person, including, but without limitation, family members.

No TTCS employee may consult the Governance Council's legal counsel without permission of the Head Administrator and advance prior notice to legal counsel.

Approved 02.24.25

POLICY 121. Governance Council Protocols on Roles and Communication

In the interest of clarifying the roles of the Governance Council, individual Governance Council members, and School administration, and to establish appropriate lines of communications according to such roles, the Governance Council adopts the following guidelines and protocols. The Governance Council commits itself and its members to ethical, professional, businesslike, and lawful conduct, including proper use of authority and appropriate decorum, when acting as Council members.

A. Communications between the Governance Council and the Head Administrator

- The work of the school is best pursued when, where appropriate and necessary, information is shared between the Governance Council members and the Head Administrator.
- The authority of the Governance Council lies with the Governance Council as a whole, and not with individual members of the Governance Council, and individual members may not direct the Head Administrator unless authority to do so is expressly delegated to the individual by the Governing Council or by applicable policy.
- Individual Governance Council members shall avoid direct involvement in day-to-day matters of School administration and operation.
- The Head Administrator shall be the point person for all communications and distribution of information between the Governance Council and School staff, with assistance in this regard from the Staff liaisons.
- The Governance Council's objectives and concerns with regard to School administration shall be communicated from the Governance Council to the administration exclusively through the Head Administrator; the Governance Council shall not issue directives to staff, but rather shall communicate objectives and concerns generally, leaving it to administration to determine how to achieve and address the objectives and concerns.
- It is the Head Administrator's job to prioritize and implement the Governance Council's objectives and concerns.
- If the Head Administrator is to pursue the Governance Council's priorities efficiently, the Head Administrator's attention and resources must not be diverted by individual Governance Council member concerns or objectives.
- It is the Head Administrator's responsibility to bring administrative problems and concerns to the attention of the Governance Council, where deemed necessary or desirable by the Head Administrator.

B. Governance Council Members' communications with parents, employees, and other community members:

- The Governance Council acts only as a whole, and although individual Governance Council members may and should be open to informal discussions with School employees, parents, and other constituents at any time relating to the School generally, individual members must avoid entering into discussions with employees, parents, or other parties concerning current or proposed policy matters, actions taken by the Governance Council, School employee performance, student or employee disciplinary matters, employee performance (except in the case of formal Head Administrator evaluation processes, in accordance with Council policies and procedures for such discussions), employee retention, student placement, the overall direction of the school, and/or any matter in which the Governance Council is assigned to act in an adjudicative capacity by law or policy.
 - In all communications and actions relating to the School, the Governance Council Member must be mindful of his/her fiduciary duties and duty of loyalty to the School and to the Governance Council as Council members, and must not express opinions that are contrary to adopted policies or decisions of the Governance Council unless he/she/they are clear during such discussion that his/her/their opinion is not that of the Governance Council as a whole. Regardless of personal opinion, Council members must respect and support the majority decision of the Council and shall not undermine or publicly disavow the official action taken.
 - Adjudicative matters assigned to the Governance Council pursuant to statute, regulation or policy may be addressed only by the Governance Council as a whole in the context of a Governance Council meeting convened to hear such matters.
 - With respect to parents, employees, or other community members who approach an individual Governance Council member with issues of their individual concern - including student academic, extracurricular or disciplinary matters, or employee performance or disciplinary matters - Governance Council members are to direct such persons to the Head Administrator for resolution, rather than becoming directly or indirectly involved in such matters themselves.
 - Only the Head Administrator and Governance Council President are authorized to make official comments or statements to the media, to authorizers, to regulatory and other officials, or to other third parties, on behalf of the School. Governance Council members who are asked to comment on School matters must refer the request to the Governance Council President and/or Head Administrator, unless the Governance Council expressly delegates authority to another individual.
- C. Commitment to Collaboration Amongst Council Members.** All Council members shall work collaboratively with each other, with the sole goal of achieving TTCS' educational mission. The Council has been constituted so as to include a broad spectrum of experience and perspectives, and every Council member shall be afforded the opportunity to express his/her/their opinion, in a professional and respectful manner, about matters before the Council. Council members must model the respectful, civil conduct and communications that

they wish for TTCS students to emulate. Council members shall refrain from non-constructive or personality-based comments that do not advance the School's mission and vision. Because the Council makes decisions as a deliberative body, it is expected that, except in extraordinary circumstances, Council members will voice their opinions to other Council members about Council matters in the context of Council and/or committee meetings, rather than in private communications among Council members.

Approved 02.24.25

POLICY 122. Governance Council Head Administrator Relations

The day-to-day operation and administration of TTCS, and the execution and implementation of policies adopted by the Governance Council, are the functions of the Head Administrator, who is held accountable for results by the Governance Council.

At least annually, the Governance Council, in cooperation with the Head Administrator, shall appraise and evaluate the results of the School's educational program and process and shall routinely evaluate the School's progress toward achievement of Charter and Performance Framework goals.

Approved 02.24.25

POLICY 123. Head Administrator Evaluation

- A. **Policy Intent.** The Head of School shall be evaluated annually using the process described in this policy. The intent of this policy is to provide the Head of School clear direction by the Governance Council in the form of annual goals and feedback from the Governance Council on the Governance Council's perceptions of the Head of School's performance as the leader of the school. The Head Administrator's evaluation shall inform, but shall not be the sole determining factor, the Governance Council's decisions regarding contract renewal and reemployment. It is the intent of the Governance Council to provide the Head of School an opportunity to be a full participant in this process.
- B. **Governance Council Goals for the Head of School.** The Governance Council shall annually approve broad general performance goals for the Head of School, informed by, at least, the School's Charter and Performance Framework objectives, applicable state competencies for school principals and superintendents, the Head Administrator Job Description, and by other measures the Governance Council deems relevant to the position and to TTCS. The goals shall take the form of a set of specific, measurable, attainable, realistic and timely (SMART) objectives. Within each of these SMART objectives set forth by the Governance Council, the Head of School shall outline the measurable results or other relevant information that the Head of School anticipates achieving in the school year.
- C. **Annual Evaluation Cycle.** The evaluation process during each School fiscal year has the following components that the Governance Council will make best efforts to timely meet and implement.

June Meeting, prior fiscal year: A goal setting retreat shall be conducted where the Governance Council shall identify SMART goals for the school which the Head of School shall be responsible for implementing during the following school year. These Goals shall become part of the evaluation form (Addendum A) which shall be updated each year to incorporate new or revised goals.

July Meeting, new fiscal year: The Governance Council shall formally approve the SMART goals it wishes to have the Head of School address during the coming year. The Head of School shall then develop objectives which are specific, measurable, attainable, realistic, and timely, to accomplish those goals.

September Meeting: The Governance Council at the September Governance Council meeting shall conduct an informal first quarter review of the Head of School's SMART objectives and any available results/progress. This meeting shall be held in an executive session. Randomly selected 360-degree feedback from stakeholders shall be shared with the Head Administrator.

December Meeting: The Governance Council at the December Governance Council meeting shall conduct an informal second quarter review of the Head of School's SMART objectives and any available results/progress. This meeting shall be held in an executive session. Randomly selected 360-degree stakeholder feedback shall be shared with the Head Administrator.

March Meeting: The Governance Council at the March Governance Council meeting shall conduct an informal third quarter review of the Head of School's SMART objectives and any available

results/progress. This meeting shall be held in an executive session. Within one week following the March meeting, the President shall distribute to all Governance Council members a copy of the Head of School's evaluation form (Addendum A) for completion and return by each Governance Council.

April Meeting: In executive session during the April Governance Council meeting of each fiscal year, the Governance Council shall give the Head of School evaluative feedback, based upon the SMART goals and progress made during the school year toward those goals, and will either decide to renew the Head Administrator's employment contract for the upcoming school year, or the Governance Council shall give notice to the Head Administrator that he/she/they will not be reemployed at the expiration of their current contract. The Governance Council shall provide written feedback which shall consist of the completion of a formal written evaluation using the form that is adopted as an addendum (Addendum A) to this policy.

- D. **360-degree Feedback on the Head of School's Performance**. This data shall be solicited using the Leadership Practices Inventory (LPI) or questions established by the Head Administrator Evaluation Committee. The President of the Governance Council shall have these materials compiled, and these data shall be used as a component of the informal evaluations conducted each quarter.

Approved 02.24.25

POLICY 124. Governance Council Staff Representatives

The employees of TTCS shall appoint representatives from both the Elementary School and the Middle School to serve as liaisons to the Governance Council; such liaisons shall not be Council members, nor may they be relatives of Council members. Liaisons are appointed to report between School staff and the Council, only; liaisons shall have no vote, nor shall they have any right to participate in Council deliberations or executive sessions. No more than three (3) total Staff Representatives shall serve as liaisons at one time.

- Elementary School: No more than two (2) and no less than one (1)
 - Middle School: No more or less than one (1)
- A. Selection process; service period. Staff representatives will be selected by TTCS employees through a peer voting process approved by the Governance Council at least one meeting cycle prior to the beginning of the selection process.
- B. Once selected, the liaisons shall serve as such for two school years, contingent upon their continued employment at TTCS. Liaisons wishing to resign prior to the end of the two-year period must do so in writing addressed to the Governing Council President. Liaisons whose employment at TTCS terminates, or liaisons who no longer wish to serve as liaisons, shall be replaced with another staff member, by appointment of the Head Administrator, for the remainder of the departing liaison's service period. Duties. Liaisons are expected: to attend all regular and special meetings of the Council; to report matters of staff concern and other matters potentially affecting TTCS as a whole to the Council; to act as faithful stewards of the mission of the school; to always assume a problem-solving approach to their service as liaison between School staff and the Council; to communicate accurately, truthfully and in good faith the prevailing position(s) of the staff on any given issue up for discussion or vote at the Governance Council; to abide by the Code of Ethics and Standards of Professional Conduct applicable to educators, as set forth by NMPED Rule, with regard to their service as liaisons.

In addition, their duties regarding communication with faculty and staff shall include, at a minimum:

- Prior to the GC Meetings the Staff Representatives will:
 - Communicate to the school staff the meeting times and agendas of the Governance Council Meetings.
 - Check with the staff they represent as what needs to be reported in the staff update portion of the meetings.
- During the GC Meetings
 - Report to the Council on all matters relevant to the staff of their respective school (elementary or middle).

- After the GC Meetings
 - Report to the staff a summary of what was discussed and what occurred (action items) during the Council meeting, no later than ten (10) days after the meeting.
- If a Staff Representative refuses to attend Governance Council meetings or misses more than two (2) regular Governance Council meetings without communication with the Board President, it will be considered a resignation, and the Head Administrator shall appoint a new liaison as a replacement.

Approved 02.24.25

Turquoise Trail Charter School
Governance Council Meeting Minutes
February 24th, 2025

Members Present: Sammi Triolo, Shannon Lindauer, Helen Baker, Bruce Jameson, Marcos Zubia, Alejandra Rodriguez, Justin Schroer,

Members Not Present: Ruth Center, Megan Dorsey

Also Present: Stephanie Behning, Evy Lareau, Viviana Ortega, Roberta Cole, Greg Pinkston, Rebekah Runyan, Zach Chavez, Susan Fox

Scribe: Francesca Margaritondo

- I. **Call to Order – Open Session 5:36pm.** It was determined there was a quorum. Meeting called to order.
 - **Roll Call** – Introductions made.
 - ***VOTE** - Approval of Agenda: Motion made by Alejandra Rodriguez to approve the agenda as presented and seconded by Shannon Lindauer. Roll Call Vote: Alejandra Rodriguez – Aye, Helen Baker – Aye, Bruce Jameson – Aye, Marcos Zubia – Aye, Shannon Lindauer – Aye, the Chair, Sammi Triolo – Aye. Passed 6 – 0.
 - ***VOTE** – Approval of January (01/26/25) Business Meeting Minutes: Motion made by Alejandra Rodriguez to approve the meeting minutes as presented and seconded by Shannon Lindauer. Roll Call Vote: Alejandra Rodriguez – Aye, Helen Baker – Aye, Bruce Jameson – Aye, Marcos Zubia – Aye, Shannon Lindauer - Aye, The Chair, Sammi Triolo – Aye, passed 6 – 0.
- II. ***VOTE – Consent Agenda:**
Alejandra Rodriguez explains the consent agenda to the board. Question: Fund balance – is that obligated or non-obligated? Finance Committee recommends a do pass. It belongs to us, which means we are allowed to “make money off of it”. Motion made by Helen Baker to approve the consent agenda as presented and seconded by Marcos Zubia. Roll Call Vote: Alejandra Rodriguez – Aye, Helen Baker – Aye, Bruce Jameson – Aye, Justin Schroer – Aye, Marcos Zubia – Aye, Shannon Lindauer – Aye, the Chair, Sammi Triolo – Aye. Passed 7 - 0.
- III. Public Forum: None
- IV. Updates/Presentation of Reports

- Business Office: Rebekah Runyan introduces herself and explains change in staff. Request: please share the timeline of the budget. Budgets are due April 15th normally, but it usually gets waived for later on in the year, such as May or June. We are waiting on this approval to happen. Draft usually goes to the finance committee and then it is shown to the Governance Council and then it is voted on after they have reviewed it. It is generally shown about 3 times. The Spring budget conference is April 11th which is where a lot of information is given to us.
- Head Administrator:
 - Principals/Staff Representative(s): Wrapping up testing this month. We need to have 95% completion. We are preparing for the DOM week in March. There will be parent invitations coming out through Remind. The gifted screener for 3rd grade is also coming up. This needs to happen to ensure equity. Cafeteria has had some challenges, so we are implementing a new regulation system for the students to recognize their behavior needs to change. Third Grade went on a field trip to Dions which they enjoyed and there are more field trips coming up for other grades. The Mariachi group will be performing on March 7th for the round house.
 - HA Report Against Goals: Looking towards aligning the report with the evaluation. Stephanie Behning reviews the HA report. Question from Helen Baker – Communications training, where did it come from? Stephanie Behning used the Communication Jungle. She will send more information to the board when she compiles it.
 - Committees and Councils (as need): None

V. ***VOTE** – GC Ad Hoc Committees: Committees recommended are: HA Evaluation, Expansion, Grants, Recruitment. Review of membership and committees. Question: are the people listed volunteers? Yes, everybody has spoken to Sammi Triolo individually about joining a committee. Motion made by Alejandra Rodriguez to approve the Ad Hoc Committees as presented and seconded by Shannon Lindauer. Roll Call Vote: Alejandra Rodriguez – Aye, Helen Baker – Aye, Bruce Jameson – Aye, Justin Schroer – Aye, Marcos Zubia – Aye, Shannon Lindauer – Aye, the Chair, Sammi Triolo – Aye. Passed 7 – 0.

- VI. ***VOTE** – GC Bylaws: Review of bylaws. There has only been one change since the last review based on a request from the PEC, section J. Explanation of the number 5 for a minimum. Motion made by Alejandra Rodriguez to approve the Bylaws as presented and seconded by Bruce Jameson. Roll Call Vote: Alejandra Rodriguez – Aye, Helen Baker – Aye, Bruce Jameson – Aye, Justin Schroer – Aye, Marcos Zubia – Aye, Shannon Lindauer – Aye, the Chair, Sammi Triolo – Aye. Passed 7 – 0.
- VII. ***Executive Session** – Closed session pursuant to NMSA 1978 10-15-1(H)(8) – Acquisition (lease) of real property: SFPS Lease Agreement_2025_2030: Motion made by Shannon Lindauer to enter the executive session and seconded by Alejandra Rodriguez. Roll Call Vote: . Executive Session entered at: 6:35. Exited at 6:46pm, no actions were taken.
- VIII. ***VOTE** – SFPS Lease Agreement_2025-2030: Motion made by Alejandra Rodriguez to approve the lease as presented and seconded by Helen Baker. Roll Call Vote: Alejandra Rodriguez - Aye, Helen Baker – Aye, Bruce Jameson – Aye, Justin Schroer – Aye, Marcos Zubia – Aye, Shannon Lindauer – Aye, the Chair, Sammi Triolo – Aye. Passed 7 – 0.

Reminder to new members to start their training.

- IX. ***Adjournment of Business Meeting:** Motion made by Alejandra Rodriguez to adjourn the business meeting and seconded by Marcos Zubia. Roll Call Vote: Alejandra Rodriguez – Aye, Helen Baker – Aye, Bruce Jameson – Aye, Justin Schroer – Aye, Marcos Zubia – Aye, Shannon Lindauer – Aye, the Chair, Sammi Triolo -Aye, Passed 7 – 0. Adjourned at 6:49pm.

Google Meet joining info

Video call link: <https://meet.google.com/xac-aayn-yro>

Or dial: (US) +1 929-299-3438 PIN: 572 301 237#

More phone numbers: <https://tel.meet/xac-aayn-yro?pin=4020167769628>

Livestream link

<https://stream.meet.google.com/stream/e8a87198-e242-4876-82c1-bd8b2c9a83c8>