

Pursuant to Article II, Section 3 of the Amended and Restated By-Laws of the Odyssey Charter School, as Amended December 18, 2019, the non-AHEPA Nominating Committee hereby establishes a policy governing the application and nomination process for Directors which shall promote broader publication of openings, and will seek to fill seats in a manner consistent with furthering the strategic mission of the Corporation in an open and transparent manner.

### **Non-AHEPA Nominating Committee Policy and Procedures**

Best practices for board composition includes striving for diversity of gender, race, ethnicity, skills, and experience. To benefit Odyssey Charter School (“OCS”) the non-AHEPA Nominating Committee (the “Committee”) is committed to pursuing diversity and inclusion in the composition of its Board to further the strategic mission of OCS.

#### **The Application Process**

1. The Committee shall solicit interested candidates to apply for any open position to the Board of Directors in a transparent way, utilizing such methods of communication so as to reach the widest pool of potential candidates, including non-traditional candidates (e.g. candidates with no prior board experience). Any open position or vacancy shall be advertised by multiple and redundant means, including but not limited to (i) through direct email communication to Odyssey staff, teachers and parents utilizing the email address on OCS record; (ii) social media platforms such as Facebook OCS, Facebook OCS Parents page; (iii) Odyssey Charter School web page, and/or (iv) such other means of communication as may be deemed appropriate by the Nominating Committee.
2. Odyssey Charter School Board of Directors Candidate Applications solicitation shall remain open for no less than two (2) weeks and no more than four (4) weeks from the date first advertised. The deadline for submitting candidate applications shall be clearly stated in the Notice of Board Vacancy or Board Opening (the “Notice”). In addition, the Notice shall specifically identify whether the position is a vacancy, in which case the Notice must further identify the remaining term of said vacancy, and, subject to Article II, Section 2<sup>1</sup>, which category of non-AHEPA Directors must be filled (e.g. parent representative, teacher representative, etc.).
3. Because Board members are volunteers, personal and other issues may cause board members to want or need to separate from their board duties. To address unexpected vacancies, the Nominating Committee shall retain Candidate Applications for six (6) months from the date of submission unless

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<sup>1</sup>Article II, Section 2 of By-Laws provides as follows: “Six (6) Board Directors will be appointed by non-AHEPA Directors of the Board by majority vote. The non-AHEPA Directors may not include any member, or immediate family of a member of the following organizations: AHEPA, Daughters of Penelope, Maids of Athena, and Sons of Pericles (AHEPA Family). The non-AHEPA Directors must include: three (3) Directors which are parents of a child currently enrolled at the School and should strive to have representation across the grade levels: no more than two (2) Directors who are teachers in the School with one (1) representing the Greek Program and one (1) representing non-Greek program with at least one holding a Delaware certification for education: one (1) Director will represent the community at large.”

otherwise withdrawn by the Applicant (“Volunteer Candidates”). The Nominating Committee, upon written notice from a Volunteer Candidate, may consider such Volunteer Candidate for any future Board openings or vacancies, as well as for participation on Board committees and sub-committees as may be required from time to time.

### **The Review Process and Procedures**

1. Upon completion of the Candidate Application process, the Committee shall within two (2) weeks review the Candidates using standardized assessment criteria. The Committee shall conduct interviews using standardized questions.
2. The Committee shall notice all Committee meetings in compliance with the By-Laws and the FOIA Requirements. The Committee shall further ensure that the Board composition reflects proper competencies, experience and willingness to fulfill board members’ duties and responsibilities consistent with strategic mission of OCS.
3. The Committee shall report to the Board regarding the application process at the Board’s regular meeting and include such information as how many Candidate Applications have been submitted, how many interviews have been conducted, and the timeline for final recommendation to be made to the Board to fill the vacant or open seat.
4. The Committee shall within 30 days of completion of the Candidate Application solicitation, or upon such longer period of time as may be authorized by the non-AHEPA Board Members for good cause shown, conduct interviews and other necessary tasks to vet all candidates and make written recommendations to the non-AHEPA Board Members for their full consideration.

Approved: February 14, 2020