

New Schools for New Orleans
Board Training

**Finding, Recruiting & Retaining Excellent
Board Members**

&

**How to Dramatically Improve Your
Board Meeting Effectiveness**

Contents

Finding, Recruiting & Retaining Excellent Board Members

- Do we have the right people on the board?
- Do we have the right skills sets?
- How will we ever find board members in this post-Katrina world?
- How do we develop a realistic and attainable board expansion plan?
- How do we effectively recruit and screen board members?
- Who should be doing the trustee recruitment? What is the board's role? What is the school leader's role?
- How should we orient new board members?
- Once we find great people how do we keep them engaged and avoid rapid trustee turn over?

How to dramatically improve your board meeting effectiveness

- Do you have too much "business" to do and no time for the strategic?
- Do you have an effective agenda setting process?
- Do you know what good minutes should look like?
- Do you want to dramatically improve the effectiveness of your board meetings?



Expectations of a charter school board member

1. Governor

Fulfilling governance functions

2. Ambassador

Reaching out to the community

3. Sponsor

Giving time and money

4. Consultant

Using skills and expertise on behalf of the organization



Board Recruitment: Finding & Landing Great Directors[©]

FINDING

Board Candidates vs. Referral Sources

- Too often we jump to thinking of “candidates”-- making a list of candidates is good, but you should also develop a list of **referral** sources.
- Referral sources are:
 - People too close to you or the school to be effective on the board
 - Great connectors
 - People that you know are too busy for your board but would like to help

Examples of referral sources:

- Ask teachers at your school – you might be amazed at their connections
- Local politicians who are supportive of your mission
- ED of a local nonprofit that you admire
- Local college and university presidents
- Chair of the local chamber of commerce board
- Your current donors – foundations are connected, ask their advice
- Anyone who is a great connector!
- Think beyond NOLA, you never know where you’ll find great connectors.

Where to advertise candidates?

- BoardNet USA www.boardnetusa.org
- Idealist www.idealist.org
- VolunteerMatch www.volunteermatch.org
- Local United Way Board Banks and Annual United Way Board Matchmaking Fairs
- College alumni networks
- Local chapters of affinity groups/professional groups for example:
 - Chicago Chapter of Hispanic MBAs
 - Massachusetts Bar Association’s Black Lawyers Association
 - Local Chapter of Returned Peace Corps Volunteers
 - Local Chapter of Association of Fundraising Professionals
 - NAACP



Board Recruitment: Finding & Landing Great Directors®

Great places to cold call if you don't have a referral source:

- Closest office of the big management consulting firms
 - Bain, McKinsey, etc.
- Specific areas of expertise at local corporations:
 - Head of the HR, marketing, finance, PR or other departments
- Law firms and accounting firms have been great resources

Speaking engagements

- Ed reform and charter schools are hot topics
- Everyone wants to talk and debate these issues
- Offer to speak at a luncheon of one the affinity groups mentioned above about charters in general and your school specifically – then pitch people getting involved! This is not only a great way to find board members, but to find potential donors as well.

How to get the most out of referral sources and cold calls?

- Don't waste their time
- Don't give them an easy "out"
- Be as specific as possible about what you are looking for:
 - Skills, Qualities, Diversity and TIME!!!!!!
- Remember every time you reach out to a referral source you are representing your school—be organized, be prompt with follow-through
- Have written materials that can easily be circulated around:
 - One-pager about the school
 - Job description and performance expectations for trustees

Dos and Don't of Advertising

- Be as specific as possible –mention the skills you need, time requirement and other qualities
- Use a phrase like “seeking board members, committee members and other volunteers” to give you an out if someone isn't a good fit for the board
- Create a grading rubric to prioritize candidates



LURING THEM IN

- Get them to the school!!!! It's very hard to say "no" when you see a school in action. Remember, the average person you are courting may have never been in a public school in your neighborhood—or it may have been a very long time.
- Often first thing in the morning, while they are on their way to work is a great time to meet with them.
- If it is hard to set up the first meeting, you may have to go to them first.
- Have them attend a board meeting or meet with one of your board members

LANDING BOARD MEMBERS

- Don't just "sell" – do some listening too and make sure they are a fit, especially for mission and time.
 - Explicitly ask them if they are prepared to use the skill you are recruiting them for. For some people it is easy and natural to use the skills they employ all day (e.g. accounting) when they volunteer, but others are looking to do something totally different when they volunteer ("Use my accounting skills? No thanks, I do that all day, I was joining this board so I could learn more about curriculum design.")
 - Have more than one person meet them and test for mission/culture fit.
 - Go through the job description with them, make sure they can commit.
 - Develop a quantifiable rubric to compare candidates.
-
- If they aren't a perfect fit, don't take them.
 - If you are unsure, start them on a committee see how they do and then move them up to the board.
 - It is recommended that your committees have non board members on them—this is a great way to build a "farm" team.
 - Some boards even make a year or six month mandatory on a committee before becoming a full board member.



Boston Preparatory Charter School Board of Trustees New Trustee Nominating Process

The Governance Committee looks to all Boston Preparatory Charter School Board of Trustee members to participate in recruiting new Boston Preparatory Charter School trustees. The process for nominating and approving new Boston Preparatory Charter School trustees is as follows:

1. A potential trustee is recommended to the Governance Committee.
2. The potential trustee is contacted by a member of the Governance Committee. In this initial conversation, the background and qualifications of the potential trustee are explored.
3. If the potential trustee seems like he or she may be a good fit for the Board, he or she is invited to attend the next scheduled Boston Preparatory Charter School Board of Trustees meeting. He or she is also asked to forward a copy of his or her resume to the Governance Committee.
4. The potential trustee's resume is forwarded to all Board of Trustee members in advance of the meeting the potential trustee is planning to attend.
5. When the potential trustee attends the Board of Trustees meeting, he or she is given a copy of the following documents:
 - Boston Preparatory Charter School application
 - Boston Preparatory Charter School trustee job description
 - Boston Preparatory Charter School Board of Trustees committee job descriptions
 - Boston Preparatory Charter School Board of Trustees meeting minutes from the past calendar year
 - the "Blue Book" distributed by the MA Department of Education.
6. If the potential trustee continues to be interested in joining the board after he or she attends a meeting, and the Governance Committee finds that he or she shares philosophical alignment with the mission of Boston Preparatory Charter School and possesses useful capacities for the board, the Governance Committee will recommend to the full Board of Trustees that he or she be approved as a new member.
7. The Board of Trustees will vote to accept or reject the approval of the new trustee.
8. Once a new trustee is approved, he or she will be provided with the following information by the Governance Committee:
 - Boston Preparatory Charter School By-Laws
 - Schedule of future Board of Trustees meetings
 - Trustees Guide from the MA Charter School Resource Center
9. New trustees will be required to fill out a financial disclosure form within two weeks of becoming a trustee. The financial disclosure form will be forwarded, along with a current resume, to the MA Department of Education, the State Ethics Committee, and the Boston City Clerk by the Governance Committee.



Questions to Ask Potential Board Candidates

Skills and Expertise:

- What is your past governance experience? Do you believe the board you served on was effective? Why or why not?
- Where are you from? Neighborhood, School, Personal Story.
- What work do you do right now? How might this work support the mission of this school?
- Why might you want to support this school? What unique contribution will you bring?
- What ideas if any do you have to leverage your networks and connections that could benefit the school?
- How might you advocate for the school publicly and privately?
- What would you do if the media or some local groups opposed the school?
- Off the top of your head can you think of any other individuals, businesses, or community groups that might be of benefit to our board? How can I contact them?
- Do you have any past issues or conflict of interests that could potentially interfere with your service on the board?
- Describe a project that you raised money for in the past. What were your goals and what was the outcome?
- I can see many things you would bring to this board, but what do you see yourself bringing to it?
- What do you hope to get out of being on this board?

Teamwork & Group Participation:

- What are the characteristics of effective groups?
- What qualities make some boards more effective than others?
- What do you see as the role of the ideal board member?
- When you are in a professional group, do you often change your mind on an issue about which you feel strongly? Can you think of any examples when this did or didn't happen?
- If your personal views were to come into conflict with a decision of the board of the school, what would you do?
- Would you be willing to make a financial contribution that was meaningful to you and the school if you were a member of the board?
- Describe an experience in which you had leadership responsibilities with a group. What worked? What did you learn about yourself?
- Describe your ideal approach to resolving conflict.
- Describe a situation in which you had a conflict with a team member, employee, or manager. What strategies did you use to resolve the conflict?

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- Working on a board requires close teamwork amongst a group that is likely to bring diverse backgrounds and experiences. Can you describe an experience in which you worked with such a team? If not, how does this opportunity strike you?

Time and Energy:

- What projects are you passionately committed to right now?
- What is your current work? How is it going? What do you like and dislike about it?
- Are you willing and able to commit at least ten hours a month to a cause you feel passionately about? Can you think of a recent example where you did just this?
- Do you have any other non-profit commitments that might be a higher priority than your work on the school? If so what are they?
- How many board positions do you currently hold? What conflicts would your service to this Board present?

Philosophical Alignment:

- What does the ideal middle school look like?
- Where do your children go to school? Are you satisfied? Why or why not?
- What is right/wrong with education right now?
- What would you never want to see in this school?
- What is a charter school?
- What do you like and dislike about the charter school idea?
- Do you think that we should hold children from poor urban backgrounds to college preparatory academic standards? What about students who are L.E.P. or have moderate disabilities?
- What do you believe about charter schools? Do you think they are good or bad for public education and the children they serve?
- Do you think public schools should be in the business of teaching character and civic education? Do you think that urban middle school students should be required to wear uniforms and be expected to learn in a highly structured and disciplined environment?
- What is the primary purpose of public schools?
- Describe your vision of an excellent public school?
- Why do you think so many inner city kids are not succeeding academically? What is needed to address these causes?
- Tell me about an experience or achievement from your own schooling that was particularly powerful for you?
- For the school we've discussed, 10 years from now, how would we know if it had been successful? What kind of measurable or appreciable results might we see that would have us know we had succeeded?



Excel Academy Charter School of East Boston
Board Candidate Evaluation Form

Candidate Name: _____ Date: _____
Evaluator Name: _____

1. **RELEVANT EXPERTISE:** Does the candidate have expertise relevant to a board position? Will her/his expertise fill a need unmet by current board members? Has the candidate had enough experience within his/her field such that s/he can make meaningful contributions? Is s/he willing to share her/his expertise as a board member?

Please check only the TWO most relevant areas of expertise:

Strategic planning _____ Senior management/leadership _____ Accounting/finance _____
 Fundraising _____ Legal _____ Marketing/PR _____ Governance _____
 Facilities/Real Estate _____ Education _____ Politics/Connections _____
 Community Representation/Organizing _____

<u>Definitely Reject</u>	<u>Probably Reject</u>	<u>Unsure</u>	<u>Probably Invite</u>	<u>Definitely Invite</u>
1	2	3	4	5

2. **TEAMWORK:** Will the candidate make a good team member? Is s/he open to hearing others' opinions and perspectives? Is s/he sensitive to group dynamics? Is s/he willing to put organizational needs before her/his interests & needs in making decisions?

<u>Definitely Reject</u>	<u>Probably Reject</u>	<u>Unsure</u>	<u>Probably Invite</u>	<u>Definitely Invite</u>
1	2	3	4	5

3. **COMMITMENT:** Is the candidate willing to devote her/his full energy and talent to the board? Is her/his understanding of her/his responsibilities as a board member aligned with our expectations? Does s/he have the time necessary to be an active board member? Even in the face of organizational challenges and difficulties, will the candidate remain committed to the organization?

<u>Definitely Reject</u>	<u>Probably Reject</u>	<u>Unsure</u>	<u>Probably Invite</u>	<u>Definitely Invite</u>
1	2	3	4	5

4. **PHILOSOPHICAL ALIGNMENT:** Does the candidate believe in the mission and purpose of both our organization and the charter school movement? Will s/he make decisions based on alignment with the organizational mission, rather than based on personal needs and considerations?

<u>Definitely Reject</u>	<u>Probably Reject</u>	<u>Unsure</u>	<u>Probably Invite</u>	<u>Definitely Invite</u>
1	2	3	4	5

TOTAL SCORE (out of 20):

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OVERALL IMPRESSIONS:



Board Recruitment Scenarios[©]

What would you do if faced with these scenarios?

1. You identify a potentially fantastic board member. They have political connections, great skills that the board needs, and will probably make a significant financial contribution to the school, but after discussing the time commitment with them they say they couldn't possibly attend more than 2 meetings a year and they travel too much to be on a board committee.
2. You have an extremely talented relative; they have critical financial skills that your board needs, they live in the community, have plenty of time to give, and you want them to join your effort.
3. One of your board members that you trust and respect greatly, refers you to interview a potential board member. They said that they are fabulous. You conduct the interview and the candidate really rubbed you the wrong way. You are having a hard time imagining how they will be a productive member of the founding board.
4. You approach someone who is a highly effective board member of an existing charter school. They are well connected in a variety of networks and you were hoping that they would be willing to serve as a referral source for potential board members. Your meeting goes very well, and much to your surprise they offer to join your board.
5. You meet a fabulous potential board member. They bring skills, diversity and qualities that you need. But, during the interview process they make it very clear that they are only joining this effort if their child can go to the school. If their child does not go, they will drop off immediately.
6. You have a very successful interview with a potential board member. They read the job description and performance expectations and agree to the terms. They come to the first board meeting and then subsequently miss the next three meetings.
7. You invite someone to join your board. They have terrific skills and bring some important diversity to the group. Unfortunately, they dominate the group discussions and are really turning the other members off. You fear that you may lose some of the other members if the situation is not corrected.



8. You interview a candidate and you like everything about them and could see them as a very valuable addition to the team you are trying to build. They are excited about being part of the start-up of this school, but say they will only join the board if there is a guarantee that they don't have to fundraise.
9. You conduct an interview with a potential board member. They are extremely enthusiastic about joining the board, but you feel they would be a terrible fit. They have some good skills but their personality is not the right fit for your group.



Tips for Keeping Strong Board Members Engaged

- Tighten up your board meetings:
 - Keep them to no more than two hours
 - Keep to your agenda
 - Focus on the strategic not the minutiae
- Provide opportunities for board members to participate in school activities. They need to come in contact with the mission to stay engaged.
- Conduct board member evaluations to gauge member satisfaction.
- Conduct board retreats and outings so individuals develop rapport and feel comfortable challenging one another.
- Task your governance committee with developing a simple annual board building program. (see tips and activities on the next page).



Board Building Exercises

1. Guilt-free Board Member Activity *(see attached)*

- Board members often lament that they don't know what they are suppose to be doing month to month. School Leaders wish their board members were doing more.
- Adapted the attached guilt-free board member action plan to your board's needs.
- Come up with an easy way to chart progress towards actions/goals at each board meeting.

2. Board Meeting Evaluation

- Evaluate your board meetings on a regular basis.
- Rotate through the board with each board member taking a turn at evaluating the board meeting by sharing observations and feedback at the end of each meeting.
- Ask a few key questions:
 - What did we do tonight to further our mission?
 - How much of our time was spent reporting on the past vs. planning our future?
 - Did we stick to the agenda?
 - Was there equal participation by board members?
 - Was this meeting effective? Why or why not?
 - What could be done to improve the board meeting?



What does our charter school really expect from you as a board member in 2006?

Use this handy-dandy checklist and you'll be guilt-free!

Governor

- Attend 10 board meetings a year.
Dates remaining include: _____
- Attend the annual meeting and board retreat scheduled for _____
- Come to board meetings having read the packet ahead of time. *We'd like to shift and have board meetings really talk about substantive issues instead of reporting and will be relying on you to read the packet ahead of time.*

Consultant

- Actively serve on a board committee, using your talents and expertise and/or
- Complete a specific project(s) using your expertise.

Sponsor

- Each member of the board shall make an annual cash to the best of their means, at a level they would personally consider generous.
- Assist with fundraising by completing a quarterly¹ sponsor tasks. This quarter's sponsor task is to complete one of the following by March 1, 2006.
 - Donate (or encourage a friend) to donate an item for the auction (see attached wish list.)
 - Secure a sponsor for friend/fundraising events (see list of dates and dollar amounts.)
 - Send personal Annual Fund notes to 10 people (or businesses).

Ambassador

- Help our school reach out to new and diverse audiences by completing a quarterly ambassador task. This quarter's ambassador task is to do one of the following by March 1, 2006:
 - Attend and 5 bring people to scheduled friend raising events.

¹ You could make this monthly, or bi-monthly.



What to Do With Board Members Who Don't Do Anything

By Jan Masaoka, The Board Café 4-30-2001

"He never comes to meetings or does anything. Why does he even stay on the board?"
"She always says she'll take care of it and then she doesn't follow through. Aaagh!"

Whose responsibility is it to "do something" about a board member who is "AWOL," "deadwood," undependable, a procrastinator, or worse? Answer: Yours. Every board member shares in the responsibility to involve each board member in contributing to the well-being of the board and the organization. If you're the board president or an officer, your responsibilities include monitoring non-participation and intervening with board members when necessary. In some cases you may need to talk with the executive director about improving the way he or she works with board members. If you're the executive director, you may need to discuss the situation with board leadership.

There are two things you must do in the case of a board member who is not participating. First, you must do something. The problem is likely only to get worse, and non-participating board members have a demoralizing impact on even the best of boards. Second, be confident and hopeful. Many board members just need a little reminder to be more conscientious, and others will be grateful that you've given them a graceful way to relinquish tasks or even leave the board. Things will work out.

SHORT TERM STRATEGIES

* Check to be sure that expectations were made clear to the board member before he or she joined the board. "I know you joined the board recently and I'm not sure that you realize that we ask all board members to attend the annual dinner and, hopefully, to help sell tickets. Let me explain to you what most board members do, so you can see whether you'll be able to work on this with us."

* Hold a board discussion at which expectations are reconsidered and re-affirmed. Agree on a list of expectations for every board member. (See last month's Board Café issue that contains a "Board Member Agreement" as a starting point for the discussion.)

* Be sensitive to possible health issues or personal reasons why a good board member isn't participating as much as he or she has in the past.

* Transfer responsibilities to someone else. "I'm concerned about finishing the revision of the personnel policies. Since you're so busy, maybe it would work out for the best if John took your notes on the policies and developed a first draft."

* Together with the board member, explore whether he or she really has the time right now to be able to be an active board member. "I'm calling to check in with you since you

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haven't been able to make a meeting in the last several months. Are you just temporarily a lot busier than usual? We really want to have your participation, but if it isn't realistic, perhaps we should see if there's a less time-consuming way than board membership for you to be involved."

LONGER TERM STRATEGIES

* Make it possible for individuals to take a "leave of absence" from the board if they have health, work, or other reasons why they cannot participate fully for awhile. An individual can, for example, take a "6 month maternity leave" or a "disability leave."

* Have a board discussion or a written board survey on what makes it difficult for people to participate fully. "Are there things we can change about the frequency, day, time, or length of board meetings that would make it easier for you to attend?" "Are there things about the way that board meetings are conducted that would make it easier for you to attend or that would give you more reason to want to attend?"

* Consider whether board participation is meaningful to board members. Have lunch with some of the "semi-active" members and/or the executive director: "I'm sensing that board participation just isn't as substantive or significant as some board members want it to be. What do you think are the reasons, and what do you think we can do to make board membership more meaningful?"

* Revise what is expected of board members. Perhaps responsibilities have been given to a board member that are unrealistic for any but the super-board-member. Reduce the number of committees and utilize short-term task forces instead. Re-design jobs and responsibilities to fit the ability of a busy achiever to accomplish them.

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Removing a Difficult Board Member

The Board Café 10-12-99

Perhaps the most common reason for wanting to remove a board member is non-attendance or inactivity. But occasionally, a board member needs to be removed because he or she is preventing the board from doing its work. In some cases, a conflict of interest or unethical behavior may be grounds to remove an individual from the board. In other cases, the behavior of a board member may become so obstructive that the board is prevented from functioning effectively. More frequently, a problem board member discourages others from participating, and the board may find that members attend less frequently or find reasons to resign.

Strongly felt disagreements and passionate arguments are often elements of the most effective boards (and genuine debate). Arguing for an unpopular viewpoint is NOT grounds for board dismissal. But if a board member *consistently* disrupts meetings, is unwilling to let the majority prevail, or prevents the organization from working well, it may be appropriate to consider removing the individual from the board.

Although board member removal is rare, organizations should provide for such removal in their by-laws. The following three strategies can be used to remove troublesome board members:

- *Term Limits*: Many boards establish not only board *terms* but also *term limits*, such as two-year terms with a limit of three consecutive terms. In such a situation, a board member can not serve more than six consecutive years without a "break" from the board. After a year off the board, an individual can once again be elected to the board. Their proponents feel that term limits provide a non-confrontational way to ease ineffective board members off the board because terrific board members can be invited back onto the board after one year. Proponents also feel that having a constant infusion of fresh thinking acts as a preventive measure for problem board members. Opponents of term limits believe that, *with proper board leadership*, errant board members can be guided toward either improving their behavior or quietly resigning from the board.
- *Personal Intervention*: One-to-one intervention by the board president or other board leadership is a less formal solution to managing board members. If a board member has failed to fulfill his or her responsibilities, many board presidents take the opportunity to meet informally with the board member in question. In person or on the telephone, the board president can discuss the matter with the person, and suggest that resignation may be appropriate (sometimes problem board members are relieved to have this as an option).
- *Impeachment*: Organizational by-laws should describe a process by which a board member can be removed by vote, if necessary. For example, in some organizations a board member can be removed by a two-thirds vote of the board at a regularly scheduled board meeting.



Key Components of Effective Board Meetings[©]:

1. Agenda Setting

- Who should do this? When should it be done?

2. Advanced Board packet

- Information sent out ahead of time
- All board members come to meetings having read everything
- Utilize agenda item cover sheet
- Documents frame key discussions that need to take place and decisions that need to be made
- Clearly explain committee work, so it doesn't have to be rehashed at the board meeting
- Is not sent electronically (?)

3. Meeting is well facilitated

- Chair's role
- The agenda is used and followed
- There are no surprises
- Executive Director role
- Individual board member roles
- Committee roles
- Role of non-board member committee members
- Role of the public
- Role of other staff members

- Discuss meeting protocols (Robert's Rules)

4. Meeting focuses on the most important, strategic issues facing the school

- There is real authentic dialogue about real issues
- A focus on results

5. The meeting is evaluated

- Individuals are given feedback if need be – about participation, attendance etc.

6. Minutes are taken



How often should a charter school board meet?®

- A charter school board, particularly in its first five years, should meet once a month, or at a minimum, 10 times a year. During the start-up (pre-opening phase), it may be necessary to meet twice each month before there are paid staff people at the school. Once the school is open, and unless there is an unusual situation, the full board should not have to meet more than once a month.

Best Practice Tip: Many charter school boards have said that meeting once a month is very time-consuming, board members are too busy to do this, and they would like to meet every other month. Find people who can make the kind of time commitment you need. The board holds the charter and is ultimately accountable to the state and the community for the well-being of the school. There are too many critical, policy-level decisions that need to be made, particularly in the first few years of the charter, for the board to hold fewer than 10 meetings a year.

If we don't have a quorum, should we cancel the meeting?

- No! Except in rare circumstances, meetings should be held as scheduled. The only thing you can't do without a quorum is vote. Plenty of business can still be conducted. The first order of business should be to discuss the absentee rate and develop a strategy to address it.

Best Practice Tip: Keep to your schedule as much as possible. Board members are volunteers and lead busy lives. It is more realistic to expect them to routinely attend board meetings if they know about them well in advance. Many charter schools hold their board meetings during the third week of the month. This allows time to prepare the financial statements for a timely review by the board.



What should a typical board meeting be like? ©

- In general, unless there are extreme circumstances at the school, board meetings should last no more than two hours.
- They should begin and end on time. Charter schools are extremely fortunate to find trustees who believe in the school's mission and who are willing to give a sizeable chunk of their time every month. Honor them by beginning and ending according to your schedule.
- Meetings should be well facilitated, and the board should follow its agenda closely.
- Every board meeting should work toward solving or discussing at least one critical, policy-level issue. Meeting planners should ask themselves: "What critical goal(s) will we accomplish at this meeting?" Think carefully about how best to use the group's time. If the full board meets every month for two hours, that is only one full day a year! Board time is precious and should be used efficiently.
- Consider distributing routine items, such as the school leader's report and committee reports, in advance mailings. They do not need to be rehashed at the board meeting. Expect that board members will come prepared, having read the reports, and wish to discuss them only if there are questions. It is certainly not necessary for every committee to report at every meeting. They should report at the full board meeting only if they have reached a conclusion to be shared with the board or if they wish to bring an issue to the board for a strategic discussion or vote.

Best Practice Tip: Avoid simply reporting. Instead, committees should identify strategic issues and facilitate a board discussion around those issues.



How should the board meeting look physically?®

- Remember, charter school board meetings are open to the public. Any member of the school community or the community at large can attend to see how decisions are made and how millions of dollars of taxpayers' money is spent. Get in the habit of making your board meeting relatively formal and professional. You may not have members of the public at every meeting, but you should run every meeting as if you had an audience.
- Board members should be seated around a table. Seating should make it easy for members to see each other and be conducive to productive problem-solving and decision-making.
- Ideally, name cards should identify each board member. This will make it clear to members of the public and other guests who is speaking. It will also be helpful to new members.
- Members of the public, teachers, parents, students and all other nonleadership staff members should sit away from the board table in seats clearly designated for observers.
- The school leader and other senior staff (business manager, development director) should sit at the table with the board. Staff members should sit together so that they can pass written communications back and forth, if necessary. The school leader and board chair should also sit next to each other.

How can we make sure board meetings are strategic and not merely reactive?®

- Create an annual board calendar. Think about the natural flow of the board year, and pencil in items you know will need to be discussed in certain months (the annual audit, state charter inspection, approval of the budget, school leader evaluation, officer elections, and so on). Then think of other pressing issues—succession planning, capital campaign plans, and so forth. List them all. Then prioritize them. Develop annual priorities, with assignments of accountability, and timeframes. Start plugging them into the calendar. When other issues arise, you can now weigh them against the already scheduled topics and decide what you might take off the agenda in order to discuss this new business.



What role should the general public play at board meetings?®

- While few members of the general public may attend your board meetings, they are open, and you should be equipped to accommodate those who do attend. Provide them with a designated place to sit, away from the board table.
- Your school should have a formal procedure for parents or others to follow should they want to speak at the board meeting. Often this procedure involves submitting a formal request to speak, at least 48 hours before meeting time.
- It is advisable to put public comments at the end of your meeting. This allows guests to become acquainted with the board members and with how the meetings are run. It also lets the board conduct previously scheduled work without getting derailed by public comment.
- Give members of the public a limited amount of time in which to make their comments. And encourage them to put their comments in writing so that they can be submitted to trustees prior to the meeting.

Best Practice Tip: Members of the public who want to speak at board meetings often want to lodge some kind of complaint. The school should have a very clear grievance policy. Most policies recommend dealing with the issues at the lowest possible level, bringing issues to the board only when resolution cannot be achieved under the school leader's direction. If the board must hear the grievance of an angry parent, it is wise to hear the parent out, and then tell the parent the board will respond within a certain amount of time. The board may need time to deliberate on the issue.

What does a good agenda look like?

- The agenda should be created well in advance of each board meeting so that it can be distributed in an advance board packet a minimum of one week before the meeting. Relevant background materials should be included in the packet to clarify each agenda item.

Best Practice Tip: It is rarely good business to vote on something without prior notice, or to introduce new business that is not on the agenda. Last minute additions to the agenda should be discouraged.

- The board chair and the school leader should use a team approach in designing the agenda, which should include items of concern to both of them. There should also be a procedure by which board members can submit items they would like to be considered for the upcoming agenda.



- The most important items on the agenda should be addressed first. People will be most attentive at the beginning of the meeting. Routine matters should be covered toward the end of the meeting.
- Each agenda item should be numbered.
- Next to each agenda item should be stated the number of minutes of discussion this item will take. In addition, the agenda should indicate the purpose of including each agenda item, such as for board action, vote, for your information, to get your perspective, and so forth.

Best Practice Tip: Consider using an agenda item cover sheet for each agenda item. This one-page document can be stapled to each enclosure in the board packet and provides the purpose of the item's inclusion (for your information, for board action, to get your perspective). On the cover sheet is a section for relevant background, which briefly sets the context for the agenda item, such as why it is on the agenda and why it should be approved, summarizes any previous discussion on the topic, and tells why the information is being presented—such as a request at a prior board meeting. The recommendation section should be worded as a motion or motions, if it is an action item. The language of the motion can be changed, if necessary, at the meeting, following any discussion. For simple discussion or informational items, this would be left blank.

Are advance board packets really necessary? They seem like a lot of work.

- Yes, they are necessary. In order to have strategic, policy-level discussions at your board meetings, members need to be informed about the items that will be discussed, read relevant materials, and come to board meetings prepared to take the required actions. This can only happen if board packets are sent out in advance. It is the school staff's responsibility to assure that these packets are assembled and mailed in a timely way.

Best Practice Tip: Take a poll every year to find out how board members want to receive their advance board packets. At a home address? At a work address? Does one member travel a lot and need you to mail it to a third address? Make it as easy as possible for members to come prepared for your board meetings. We do not recommend sending out board packets via email. There are usually too many attachments, and often attachments don't get delivered properly. It is also more productive to have everyone bring his or her packet, physically, to the board meetings.



Are there any other strategies for improving our board meetings?

1. Set the context for issues and discussions. Provide background information and historical perspective. Explain “how the organization got to this point.” Outline the purpose of the discussion and define the desired outcomes—for example, to make a decision, to gather more information for a future vote, and so on. Use the agenda item cover sheet to help set the context. But set the context orally, as well.
2. Distinguish between routine and strategic issues. Focus on strategic dialogue and decision-making, not on reporting. Don’t waste time on routine issues. The board chair, the school leader, and all the board members are responsible for making these distinctions and require that board time be spent appropriately.
3. Distinguish between governance and management. The board chair, the school leader, and all the board members are responsible for making these distinctions and require that board time be spent appropriately.
4. Make sure that each person has the opportunity to speak, including every board member and the school leader. The board chair or committee chair should not dominate the discussion, but should facilitate discussion by others. The board chair can do several things to ensure a productive meeting:
 - Facilitate the discussion and monitor participation.
 - Stop those who are dominating the conversation and allow others to speak.
 - Move the discussion along by discouraging the repetition of similar comments; ask for a summary of key points to help move the board toward action.
 - Ask if the board is ready to vote.
5. The board chair should also manage the time and make sure that it is used well. Remind the group of the time you have allocated for each item on the agenda. If time runs out, ask the group if it wishes to modify the agenda in order to have more time to discuss the topic, or if it wishes to end the discussion and move the agenda. Beware! Two hours per month in a board meeting is sufficient time to do the work of the board. If you are meeting more often or longer, take a look at what you are doing and how you are doing it.
6. Monitor and question your own process. Examine the topics you are talking about and decide if that’s what you should be discussing. Use minimal parliamentary procedure to conduct business efficiently.
7. Make sure the board accesses and uses relevant information for deliberation and decision-making. The school leader owns the responsibility for providing information.

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8. Make sure the board considers alternative actions reflective of diverse points of view, hears all sides, and assesses the positive and negative consequences of various choices.
9. Ask tough questions, find areas of commonality, vote and support the decision you finally make.
10. The board delegates some of its work to its committees or task forces. However, these subgroups of the board should not begin their work until the board has outlined a process, set the context for the work, and defined the parameters of the work.

Best Practice Tip: Consider leaving five minutes at the end of the meeting to evaluate how effectiveness of the meeting.

What should good minutes look like?

- Meeting minutes are a formal recording of transactions that happened at a particular time and place. Minutes are a record of what was done at the meeting, not what was said by members. They are used for clarification of past activities and actions. Minutes help ensure continuity in the organization's transactions.
- Meeting minutes are legal documents that auditors and other verifiers may review. They must be accurate and should never reflect the opinion of the secretary, or minutes taker. They should be brief and easy to read. A separate paragraph should be used for each topic. It is useful to underline or use bold face to identify each topic.
- Minutes Format: The following should be recorded at the top of the minutes: the name of the organization, date, time, and location of the meeting. Note whether it is a special or regular meeting.

List, using full names, those present and those who are absent. Note those who are excused. Note any guests who are in attendance.

In the first paragraph, specify the time the meeting was convened and the name of the presiding officer. Record minutes in accordance with the order of events. Note the approval (and amendment) of the minutes of the previous meeting.

Note the review and acceptance of the financial report.

Briefly summarize the main points of discussion only if it sets precedent or is critical. Otherwise, simply note that discussion ensued.



Indicate major problems stated and any suggestions proposed.

Record conflicting points of view for clarification of action.

Record all motions. Some organizations record the name of the individual who made the motion; it is not necessary to state the person seconding the motion.

Record abstentions. State whether the motion failed or carried.

Note the time of adjournment. End the minutes with the name of the recorder and the secretary who has reviewed the minutes.

Remember, minutes are a matter of public record and can be requested by a member of the general public at any time.

Best Practice Tip: Consider posting your minutes on the school's website or in other easily accessible locations to keep constituents informed about the major decisions made at the meeting.

Best Practice Tip: The secretary of the board is responsible for ensuring that accurate minutes are taken at each board meeting. This does not mean that the secretary must take the minutes; he or she must ensure that it is done. It is not acceptable to ask the school leader or senior staff to take the minutes.

Find an outside person to take the minutes. This will allow all board members to actively participate in the discussions. The secretary of the board may ask for a volunteer. Several charter schools have asked junior staff at local law firms to take the minutes, or college students needing to complete community service requirements. The board may also consider allocating a small amount of money to hire someone to take minutes. The secretary, however, should always review the minutes for accuracy.

Should we take attendance at the board meetings?

- Yes. One of charter school boards' biggest stumbling blocks is dealing with unproductive board members. Attendance at board meetings is a key component of performance expectations for individual board members. When people agree to serve on the board, they must also agree to fulfill these expectations. The rest of the board has to hold each member accountable and be prepared to take action if some do not follow through. The board meeting minutes must include attendance and absences.

Best Practice Tip: Include an annual attendance chart at the top of the monthly minutes. This is a simple way to show who routinely attends meetings and who does not.

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**AGENDA
KIPP ACADEMY LYNN
BOARD OF DIRECTORS MEETING
LYNN, MA
November 13, 2006
@6:30**

Agenda Item	Purpose	Action	Who	Materials	Time
I. Order of Business A. Minutes from 10/16/06	Review & Approve	Vote	Tom	Minutes from 10/16/06	5 min
II. Academic Results A. MCAS Results	Update	None	Josh	MCAS Results Summary	5 min
III. Audit A. Present 2005-6 Audit	Review & Approve	Vote	Auditors /Ilene	Audit Documents	60 min
IV. Finances A. Monthly Financials	Review & Approve	Vote	Ilene	Budget to Actual for October, 2006	5 min
B. Check Signing Policy	Review & Approve	Vote	Ilene / Josh	Fiscal Policy Agenda Item Cover Sheet	5 min
C. 1,3,5 Op Plan Update	Update	None	Tom / Stig	Plan to define KAL 3YR Operating Plan Calendar	5 min
V. Facility A. Year 4+ Facility	Update	None	Ilene	Year 4 Facility Updated	5 min
B. Review Board Goals	Progress Report	None	Ilene / Tom	Facility Goal Calendar	5 min
VI. Board Expansion A. New BoD Candidates	Brief Review / Next Steps	None	Tom / Josh	Board Prospect List	5 min
B. Scott Sarazen	Review Candidacy	Vote	Jen / Josh	Scott Sarazen Board Candidacy Review	10 min
C. Review Board Goals	Review & Approve	None	Ilene / Josh	Board Recruitment Goal Calendar	5 min



VII. Development A. Review Board Goals	Progress Report	None	Miguel / Nancy	Board Fundraising Goal Calendar	5 min
VIII. Next Meeting A. Review Schedule B. Additional Topics?	Update	None	Maria		1 min
V. Adjournment		Vote			

Next Board Meetings: 11/13 /06, 12/18 /06, 1/22 /07, 2/26 /07, 3/19 /07, 4/16 /07, 5/21 /07, 6/18 /07



Attachment Template

When including attachments in board packets it can be extremely helpful for the board to have a standard coversheet that goes on every attachment. Board members often read these things at the last minute and the cover sheet is a helpful way to guide their reading and also to guide their participation at the board meeting.

Here’s what a good coversheet would look like:

Agenda Item:

Agenda #:

Purpose: ____ For your information ____ To get your perspective ____ For board action

Submitted by:

Relevant Documents:

Background: This section provides the context for the agenda item, such as why is it on the agenda and why should it be approved. Has the committee discussed this? When over what time period? Has the committee consulted experts etc.? This sets the context so you don’t have to rehash all the committee work (hopefully!) at the full board meeting.

Recommendation: This section should be worded in the form of a motion or motion, if it is an item that you want the group to vote on.



Board of Trustee Meeting: November 13, 2006

Agenda Item: Fiscal Policy

Purpose: For Board Update and Approval

Submitted by: Ilene Vogel

Check Cutting Policy

Background:

Currently, AMS cuts all checks on a weekly basis.

Recommendation:

Cutting checks on Quickbooks is a simple procedure, and the Director of Operations has been trained by AMS on how to do this task. Currently, we estimate that the procedure takes about 3 hours per week. AMS charges \$80 per hour, so the cost we occur for this is \$240 per week, or just slightly under \$1,000 per month. We propose that the Director of Operations cut all checks. There will still be the proper checks and balances in place, in that all check requests and purchase orders are put together by Eileen Riley, the Business Manager, and are reviewed and approved by Josh Zoia.

Action:

We request that the Board vote to allow the Director of Operations and Finance to cut all checks.

Check signing policy

Background:

Currently, our invoice/check procedure requires that:

- Josh Zoia review and approve all invoices for payment
- AMS cut all checks
- Mr. Zoia sign all checks up to \$5,000. Additionally, he can sign checks greater than \$5,000 for recurring expenses: examples of this are City Fresh – our breakfast/lunch vendor whose monthly invoices are for approximately \$8,200.
- A Board of Trustee Officer’s co-signature is required for all non-recurring checks greater than \$5,000 and for all checks greater than \$10,000. A Board of Trustee Officer will sign checks for Principal reimbursements.



Recommendation:

Our accountant, Bill Manberg, has recommended that Ms. Vogel, Director of Operations and Mr. Zoia be authorized to co-sign both recurring and non-recurring checks over \$5,000. The majority of non-recurring checks for amounts between \$5,000 and \$10,000 are for costs for which we have approved purchase orders or contracts: consultants such as Paradigm and Grant Communication, AAF the auditors, Resun the modular company during installation are prime examples. In fact, most of these contracts have been signed off by an officer of the Board of Trustees, and the non-recurring expenses have been delineated in the contract itself.

Additionally, Mr. Manberg recommends that Mr. Zoia be authorized to sign checks greater than \$10,000 for recurring charges. Currently, the only the recurring check over \$10,000 is the \$17, 708.96 rent payment to the Roman Catholic Archbishop of Boston.

Action:

We request that the Board approves the recommendation to allow the Director of Operations and Finance to co-sign checks from \$5,000 up to \$10,000 for non-recurring expenses (Mr. Zoia will continue to sign checks for recurring expenses). We also request that Mr. Zoia be authorized to sign checks over \$10,000 for recurring costs, such as the monthly rent check.



Excel Academy Charter School
Board Meeting Minutes
May 20, 2004

A meeting of the Board of Trustees (the “Board”) of The Excel Academy Charter School (the “School”) was held on May 20, 2004 at 6 p.m. at the School.

The following members of the Board were present: Palmer Berry; Seth Reynolds; John Kelly; Richelle Nessralla; Susan Passoni; Owen Stearns (chair), Jordan Meranus and Debra Cave. Yutaka Tamura, Executive Director, and Brian Turner, Principal were also present. Israel Lopez was a Notified Absence.

Minutes of Previous Meeting

The Board:

VOTED: To approve the draft minutes of the last Board meeting held on April 15, 2004, in the form previously circulated.

Management Update

Mr. Tamura provided a management update on recruitment efforts, budget and real estate issues.

Renovation

After discussion, the Board:

VOTED: To approve the \$140,000 renovation of the first floor of the current building to provide expansion space for the School.

Enrollment

Mr. Tamura led a discussion of a proposed seventh-grader enrollment policy, which will be a revision to the enrollment policy currently set forth in the School’s charter. The Board:

VOTED: To approve the Enrollment Policy prepared by Mr. Tamura substantially in the form distributed to the Board at the meeting, and to authorize Mr. Tamura to submit said policy to the Department of Education for approval.

Consulting Agreement

Mr. Tamura next presented the Board with a Consulting Agreement fir Mr. Dwight Berg, with respect to work related to the acquisition of a permanent location for the school. After a brief discussion the Board:

VOTED: To approve the Consulting Agreement by and between the School and Mr. Dwight Berg.

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 8:10 p.m.

Respectfully Submitted

Richelle Nessralla, Secretary



**Two Rivers Charter Public School
Proposed Board Calendar
2005-2006 School Year**

Date	Activity/agenda
July 11 , Monday (8 pm -10 pm)	Board meeting <ul style="list-style-type: none"> • Revised budget • Auditor selection • Test data • Committees and Board calendar
August 29 , Monday (5 pm – 9 pm)	Back-to-school picnic (meet families and staff) from 5 pm – 7 pm Board meeting <ul style="list-style-type: none"> • Annual financial statement • Board position descriptions • Committee descriptions • Board calendar approval
September 12 , Monday (6 pm – 8 pm)	Board meeting <ul style="list-style-type: none"> • Accountability plan • Annual report for PCSB • Revised Board calendar • Board position descriptions • Division of labor among Board members
October 3 , Monday (6 pm – 8 pm)	Board meeting/working session <ul style="list-style-type: none"> • Working session: strategic plan preparation and outreach strategies
October	Board/staff get-together sponsored by Board and administration
November 5 , Saturday (9 am – 5 pm???)	All day Board retreat <ul style="list-style-type: none"> • Focus on strategic planning
November 14 , Monday (6 pm – 8 pm)	Board meeting <ul style="list-style-type: none"> • Quarterly financial statements • Possible development training session (if so, meeting might run from 6-9 to allow for a 2-hour session)
December 12 , Monday (6 pm – 8 pm)	Board meeting/working session <ul style="list-style-type: none"> • Working session: implementing strategic plan and focus on development
January 9 , Monday (6 pm – 8 pm)	Board meeting



Date	Activity/agenda
February 13 , Monday (6pm – 8 pm)	Board meeting/working session <ul style="list-style-type: none"> • Working session: implementing strategic plan and focus on development
March 13 , Monday (6 pm – 8 pm) (Note: Meeting open to the public from 6:30 pm – 8:00 pm)	Board meeting
March 22, Wednesday (8:30 am – 12:30 pm)	Board Members Come to School Day
April 3 , Monday (6 pm – 8 pm)	Board meeting/working session <ul style="list-style-type: none"> • Brief closed Board meeting • Working session: strategic planning for 2006-2007
May 8 , Monday (6 pm – 8 pm) (Note: Meeting open to the public from 6:30 pm – 8:00 pm)	Board meeting <ul style="list-style-type: none"> • Quarterly financial statements • Parent member nomination process
June 13, Tuesday (5:00 pm – 9:00 pm) (Note: Meeting open to the public from 7:30 pm – 9:00 pm)	Community showcase (students demonstrating what they have learned) from 5 pm – 7 pm Annual Board meeting <ul style="list-style-type: none"> • Principal evaluation (discussion only open to Board members) • Selection of new Board members (parent members and other Board members) • Election of officers
July 10 , Monday (6 pm – 8 pm)	Board meeting/working session <ul style="list-style-type: none"> • Brief closed Board meeting • Working session: year-end review and strategic planning for 2006-2007
August 28 , Monday (6 pm – 8 pm) (Note: Meeting open to the public from 6:30 pm – 8:00 pm)	Board meeting <ul style="list-style-type: none"> • Quarterly financial statements

Note: A second Board retreat may be scheduled in the spring to plan for the 2006-2007 school year. In addition, we may try to schedule a Board training session on development during the school year.



Goal #2: To expand the Board by 5 trustees with priority skills of education, fundraising, legal and facilities (architect, construction) ---with a goal of adding 3 trustees by December and 2 by March

(Rod, Josh, & Nancy)

October	<ul style="list-style-type: none"> • Present list of viable Board Candidates • Follow up from October 12 Event and invite prospects to visit the school • At least 2 Board candidates visit KIPP
November	<ul style="list-style-type: none"> • Invite 2 or more prospective Board members to attend November Board meeting • Board approves 2 new Board member at the November meeting • At least 2 new Board candidates visit KIPP
December	<ul style="list-style-type: none"> • Invite 1-2 prospective Board members to attend December Board meeting • Board approves at least 1 new Board member at the December meeting • At least 2 Board candidates to visit KIPP
January	<ul style="list-style-type: none"> • Invite 1-2 prospective Board members to attend January Board meeting • Board approves at least 1 new Board member at the January meeting • At least 2 Board candidates to visit KIPP
February	<ul style="list-style-type: none"> • At least 2 Board candidates to visit KIPP • Invite 1-2 prospective Board members to attend February Board meeting • Board approves at least 1 new Board member at the February meeting



Goal #4: To assist the development director in achieving the annual fundraising target (*Miguel & Nancy*)

October	<ul style="list-style-type: none"> • Host first fundraising event on October 12th • Present 2006-7 development plan at October Board meeting
November	<ul style="list-style-type: none"> • Present guidelines of Volunteer Fundraising Committee • Host November meet & greet breakfast • December Mail Appeal • Report on PIPP (Parent Is Power Program...or parent organization) fundraising plans • Grant application timeline (what grants / when)
December	<ul style="list-style-type: none"> • Present plans for Winter Special Event • Report on Fundraising Committee • Host December meet & greet breakfast
January	<ul style="list-style-type: none"> • Host Winter Special Event • Present plans for Spring Special Event • Report on Fundraising Committee • Host January meet & greet
February	<ul style="list-style-type: none"> • Host February meet & greet • Report on Fundraising Committee
March	<ul style="list-style-type: none"> • Report on Fundraising Committee • Host March meet & greet
April	<ul style="list-style-type: none"> • Host Spring Special Event • Spring Mail Appeal • Host April meet & greet
May	<ul style="list-style-type: none"> • Host May meet & greet
June	<ul style="list-style-type: none"> • Host June meet & greet

