

New Schools for New Orleans
Charter School Board Training Institute
May 20, 2006
9:00 am - 3:00 pm

A good board is a victory not a gift!

“Effective governance by the board of
a nonprofit organization is a rare and
unnatural act.”

The Effective Board of Trustees, Chait, Holland and Taylor

AGENDA

Outcomes:

Gain an understanding of:

- Top Ten Characteristics of Highly Effective Charter School Boards
- Roles and responsibilities of a charter school board
- Role of the Head of School in governance
- Understand the key elements of bylaws and an effective board structure
- Who makes an effective charter school board member and how to expand your board
- How to improve your board meetings
- What should be included in a board level action plan

9:00 - 9:15 Welcome and introductions

9:15 – 10:00 Our Vision: What are we setting out to accomplish?

10:00 – 11:30 Charter School Governance 101

- Best Practice Basics
- Roles and Responsibilities
- Structural Issues: Bylaws, officers, committees etc.

11:30 – 12:30 Board Composition and Board Expansion

12:30 – 1:00 Lunch Break

1:00 – 2:00 Effective Charter School Board Meetings

2:00 – 2:45 Creating a Board Level Action Plan

2:45 – 3:00 Closing, Wrap-up and Next Steps



Vision Exercise

Imagine this.....

It is the last day of the 2006-2007 school year and there is a huge celebration at your school to mark the end of the year.

The school leader stands up and says, “Wow! It has been quite a year!? It’s hard to believe all the twists and turns this year has taken, but overall I think we can all feel enormously proud of what we have accomplished. Specifically I want to highlight our major accomplishments as a school which are:

-
-
-
-

Fill in the blanks

“And I am here to say that our success would not have been possible without our incredible board. In particular I want to acknowledge their major contributions to our success which have been.....:

-
-
-
-

Fill in the blanks



“Charter schools have figured out what researchers and legislative commissions still fail to grasp: that the real innovation in charters is nothing more than the power of self-governance—the power to make changes that produce better results.”

*Ed Kirby, former Associate Commissioner of Education
Charter School Office, Commonwealth of Massachusetts*

Why is Governance Important for a Charter School?

“No other singular variable is more important for the health and vitality of a school than the way that it is governed. Teacher competencies, student achievements, parental and community support, adequate facilities and resources are all critical and essential for success.

Governance will determine how those characteristics are initiated, managed, supported, and promoted”.

Gary Gruber, Educational Researcher



Governance Defined:

A Board is an organized group of volunteers who, collectively, are legally and morally accountable to the community for the health, vitality and effectiveness of the organization. As representatives of the public, the Board of Trustees is the primary force pressing the organization to the realization of its opportunities for service and the fulfillment of its obligations to all its constituencies.

The general term used to describe the role of the Board of Trustees is “governance”. The governance function encompasses legal responsibilities, general oversight, planning and policy-making, and fiduciary requirements.

The Board only has authority as a group. By its very nature, a board is a collective and its authority is a group function. No single individual within the board has authority for the board itself.

Ten Basic Responsibilities of a Nonprofit Board¹

1. Determine the organization’s mission and purpose
2. Select the Chief Executive
3. Support the Chief Executive and Assess His or Her Performance
4. Ensure Effective Organizational Planning
5. Ensure Adequate Resources
6. Manage Resources Effectively
7. Determine, Monitor, and Strengthen the Organization’s Programs and Services
8. Enhance the Organization’s Public Standing
9. Ensure Legal and Ethical Integrity and Maintain Accountability
10. Recruit and Orient New Board members and Assess Board Performance

¹ Board Source, formerly the National Center for Nonprofit Boards.



Top 10 Characteristics of a Highly Effective Charter School Governing Board

1. Passionate, unwavering belief in the charter school's mission and core values.
2. Clarity of collective vision – where the school is and where it wants to be in the future.
3. A firm understanding of the charter promises and a clear, consistent way to measure them.
4. Clarity of roles and responsibilities
 - a. Role of the full board
 - b. Role of individual trustees
 - c. Role of committees
 - d. Role of the Executive Director
5. Demonstration of a clear understanding of the difference between governance and management
6. Focused on results
7. The right structure
 - a. Board size
 - b. Composition
 - c. Committee structure
 - d. Officers
8. Board meetings – focused on strategic questions not just reporting
9. An Executive Director who has the time to assist in the creation of effective governance
10. A strong partnership between the board and the Executive Director, which is built on mutual trust and respect.



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 Development Action Steps Check List

- Create a job description for the board
- Create individual board member performance expectations
- Create a board member agreement
- Revisit bylaws
- Create job descriptions for officers
- Determine what committees you will have, who will be on them, write job descriptions for the committees
- Complete a board expansion action plan template
- Create a list of interview questions
- Create a ranking sheet
- Write a nominating policy
- Submit a sample agenda for feedback
- Submit your minutes for feedback
- Draft a board calendar from now through September 1st
- Draft a board calendar for the next school year
- Create a short-term action plan with prioritized goals, timeline, etc.



Hill View Montessori Charter School of Haverhill
The Board of Trustees Job Description

General Responsibilities:

Responsible for ensuring that the academic program of Hill View Montessori Charter School (HVM) is successful, that the school's program and operation are faithful to the terms of its charter, and that the school is a viable organization.

Specific Responsibilities:

1. Determine the mission and purpose of HVM and keep it clearly in focus.
 - Create and periodically review the mission statement which:
 - a. Serves as a guide to organizational planning, board and staff decision-making, volunteer initiatives, and setting priorities among competing demands for scarce resources.
 - b. Is used as the vehicle for assessing program activities to ensure that the organization is not drifting away from its original purposes.
 - Understand and support the mission statement.
2. Select the Executive Director
 - Reach consensus on the Executive Director's job description.
 - Undertake a careful search process to find the most qualified individual.
 - Oversee and approve contract negotiation and renewal.
3. Support and review the performance of the Executive Director
 - Provide frequent and constructive feedback.
 - Assist when board members overstep prerogatives or misunderstand their roles.
 - Compliment for exceptional accomplishments.
 - Provide for an annual written performance review with a process agreed upon with the Executive Director well in advance.
4. Ensure effective organizational planning
 - Approve an annual organizational plan that includes concrete, measurable goals consistent with the strategic plan.
5. Ensure adequate resources
 - Approve fund-raising targets and goals.
 - Cultivate prospective donors (individuals, foundations, corporations and government),
 - Make an annual gift at a level that is personally meaningful.
 - Engage in face-to-face solicitation.
 - Plan and carry out special events.
6. Manage resources effectively
 - Approve the annual budget.
 - Monitor budget implementation through periodic financial reports.
 - Approve accounting & personnel policies.
 - Provide for an independent annual audit by a qualified CPA.



- Ensure adequate insurance is in force to cover students, staff, visitors, the board and the assets of the school.
7. Determine, monitor and strengthen the programs and services
- Assure programs and services are consistent with the mission.
 - Approve measurable outcomes for academic, personal and social achievement including the skills and knowledge a student must demonstrate in order to graduate from HVM
 - Approve annual, attainable program goals.
 - Monitor progress in achieving the outcomes and goals.
 - Assess the quality of the program and services.
8. Enhance HVM's public standing
- Serve as a link with the school's staff, volunteers, members, constituents and clients.
 - Serve as ambassadors, advocates and community representatives of the school.
 - Ensure that no board member represents her/himself as speaking for the board unless specifically authorized to do so.
 - Provide for a written annual report and public presentation that details HVM's mission, programs, board members, and financial condition.
 - Approve the goals of the annual public relations program
9. Ensure legal and ethical integrity and maintain accountability
- Establish polices to guide the school's board members and staff.
 - Develop and maintain adequate personnel policies and procedures (including grievance mechanisms).
 - Adhere to the provisions of the school's bylaws and articles of incorporation.
 - Adhere to local, state and federal laws and regulations that apply to the school.
 - File and make available, accurate, timely reports required by federal, state and local governments.
 - Protect the organization's staff, volunteers, and clients from harm of injury by ensuring compliance with occupational safety, health, labor and related regulations.
10. Recruit and orient new board members and assess board performance
- Define board membership needs in terms of skill, experience and diversity.
 - Cultivate and check the credentials of and recruit prospective nominees.
 - Provide for new board member orientation to the board and to the school.
 - Provide for a written board self-assessment on at least an annual basis, and report back to the Board.



Hill View Montessori Charter School of Haverhill
Trustee Job Description

General Responsibilities:

Responsible for actively participating in the work of the Hill View Montessori Charter School (HVM) Board of Trustees and the life of the school. Each trustee is expected to affirm and strive to fulfill the performance expectations outlined below. These expectations are to be clearly articulated prior to nominating any candidate as a Board member. The HVM Board will nominate the candidate only after s/he has agreed to fulfill these expectations. In addition to the responsibilities below, individual trustees are expected to help each other fulfill the tasks outlined in the collective Job Description of the Board of Trustees.

Specific Responsibilities:

1. Believe in and be an active advocate ambassador for the values, mission, and vision of HVM.
2. Work with fellow board members to fulfill the obligations of Board membership.
3. Behave in ways that clearly contribute to the effective operation of the Board of Trustees:
 - Focus on the good of the organization and group, not on personal agenda
 - Support Board decisions once they are made
 - Participate in an honest appraisal of one's own performance and that of the Board
 - Build awareness of and vigilance toward governance matters rather than management.
4. Regularly attend Board and committee meetings in accordance with absenteeism policy. Prepare for these meetings by reviewing materials and bringing the materials to meetings. If unable to attend, notify the Board or committee Chair.
5. Keep informed about the school and its issues by reviewing materials, participating in discussions, and asking strategic questions.
6. Actively participate in one or more fund-raising event(s) annually.
7. Use personal and professional contacts and expertise for the benefit of the HVM.
8. Serve as a committee or task force chair or member.
9. Give an annual financial contribution and support capital campaigns at a level that is personally meaningful.
10. Inform the Board of Trustees of HVM of any potential conflicts of interest, whether real or perceived, and abide by the decision of the Board related to the situation.



BOARD MEMBER AGREEMENT ²
Hill View Montessori Charter School Board of Trustees

I, _____ understand that as a member of the Board of Trustees of the Hill View Montessori Charter School I have a legal and moral responsibility to ensure that the organization does the best work possible in pursuit of its goals. I believe in the purpose and the mission of the organization, and I will act responsibly and prudently as its steward.

I have read and understand the Trustee Job Description and the Board of Trustees Job Description that govern my work on the Board. I will perform my duty as a board member by fulfilling my responsibilities as an individual Trustee as specified in the Trustee Job Description and by partnering with other trustees to fulfill the responsibilities of the collective Board as specified in the Board of Trustees job description.

If I don't fulfill these commitments to the organization, I will expect the board Chair to call me and discuss my responsibilities with me. After discussion, if I still feel unable to fulfill these expectations I will resign from the Board.

In turn, the organization will be responsible to me in several ways:

1. I will be sent, without request, quarterly financial reports and an update of organizational activities that allow me to meet the "prudent person" section of the law.
2. The organization will help me perform my duties by keeping me informed about issues in the industry and field in which we are working, and by offering me opportunities for professional development as a board member.
3. Board members and the Executive Director will respond in a straightforward fashion to questions I have that are necessary to carry out my Board and Committee-related responsibilities to this organization.
4. Board members and the Executive Director will work in good faith with me towards achievement of our goals.
5. If the organization does not fulfill its commitments to me, I can call on the board Chair and Executive Director to discuss these responsibilities.

_____ Date: _____
Member, Board of Directors

_____ Date: _____
Chair, Board of Directors

_____ Date: _____
Executive Director

² Adapted from *Board Cafe*, Vol. 5, No. 3, March 28, 2001



Charter School Bylaws

What are bylaws?

- Bylaws provide the framework for effective governance.
- They outline general guidelines for the way the board operates.
- They are not intended to delineate operating procedures, and should provide big picture guidance around the structure and procedures of the board.

Why are bylaws important?

“Bylaws are significant written rules by which an organization is governed...they are frequently neglected or even disregarded as a tool for governance. For many reasons, however, nonprofit organizations should pay more careful attention to their bylaws. For example, an unnecessarily large and unwieldy board of directors can impair an organization’s ability to make decisions and meet new challenges, while an entrenched group of long-time board members might prevent a nonprofit from adapting to change. With bylaws, an organization can specify the number of directors and limit their terms on the board.

Bylaws take on added importance during governance disputes centering on the way an organization is carrying out its mission. These disputes can take many forms: a board member who is voted out of office seeks reinstatement, a dissident group within the organization attempts to gain control of the board, or a faction mounts a legal challenge to a board decision. In these difficult situations, carefully crafted bylaws and adherence to them can help ensure the fairness of board decisions and provide protection against legal challenges.”³

How do bylaws fit into the hierarchy of legal authority?

The hierarchy can be described in the following way:

1. Applicable federal and state laws, including IRS regulations
2. Charter contract with the charter authorizer
3. Bylaws of the charter school
4. Standing policies of the board of the charter school
5. Other one-time, short-term board policies
6. Administrative policies

³ The Nonprofit Board’s Guide to Bylaws by Kim Arthur Zetlin and Susan Dorn, publication of Board Source.



How do effective charter schools use bylaws?

You will find in your travels that many charter schools throw their bylaws together at the last minute as a required attachment for their charter application. Often bylaws are created by a lawyer on the board or an outside lawyer on a pro bono basis with very little input from the full board.

Since the bylaws determine the functioning and structure of your board, effective charter school boards spend careful time creating the bylaws, discussing the implications for their decisions and understanding why various choices are being made. Then, as a final step, they may have an attorney review them.

Use the bylaws as a tool to guide a substantive conversation about the board structure with the board. Have a healthy debate about the right number of board members, which committees are vital and need to be standing committees versus which can be task forces, what will you do with chronically absent board members, etc.

Cautionary note: Don't let your bylaws get bogged down by complex legalese. This isn't necessary. The bylaws should be a working tool for your board and the full board should be able to understand and interpret the intention of the bylaws without a lawyer doing the translating.

How often should a board revisit the bylaws?

Bylaws should be general enough that they do not need continuous revision. In this way they are similar to the mission statement. But, just like the mission statement, it will be important to revisit the bylaws occasionally (probably after the first operating year of the school) and then at the end of the first charter or five years to make sure they are still relevant. This is particularly true in a start-up charter school experience. Remember you probably need to live with them for a while to see if they are working or to identify which sections need to be revised.



The bylaws check list

Your bylaws should include the following:

Item	Notes
General	
Number of trustees	Should be odd numbers and a range not a specific number, example 9-11 Two things to consider when determining minimum size: 1) what the quorum will be –smallest number to have a vote / what is legitimate and 2) what committees and task forces you will need, each committee should be chaired by a board member and ideally have 1-2 other board members on it and non board members as well
Qualities and qualifications	You can give a general answer and say that more specifics can be found in the trustee job description
Selection process	You can give a general answer and say that more specifics can be found in the trustee nominating policy
Procedures for filling vacancies	
Guidelines for trustee removal and resignation	
Term limits	I recommend three-year terms, renewable once and then people have to take a minimum of one year off the board. Also your first group of trustees should have staggered terms.
Fees and compensation	No one should be compensated.
Officers	
Number and titles of officers	Chair, Vice-Chair, Treasurer, Clerk/Secretary
Officer selection process	
Job description for officers	Can be listed in a policy and just mentioned in the bylaws
Procedures for filling vacancies	
Term limits	I recommend one-year terms renewable up to three times
Meetings	
Location	
Number of meetings	You should be having monthly board meetings or at least a minimum of 10 meetings a year
Annual meeting	This meeting is the traditional time when you would elect officers and add new board members (although you can add board members at any time throughout the year). Don't do this in the fall – that's too busy, try for spring – that way new board members and officers can be up to speed and contributing by the time the school year begins.
Quorum	This is the minimum number of people you need to have a vote, I recommend keeping it at a simple majority



Voting rules	
Meeting format	
Compliance with open meeting law	
Staff	
Relationship to staff	
Committees	
Number and purpose of committees	Have as few standing committees as possible, I recommend Governance, Finance and Development – maybe student achievement or school performance
Job description for committees	Again could be listed in a policy except the standing committees
Procedure for creating a committee or task force	Again could be a policy
Who can serve on committees	Make sure to say that every committee has to be chaired by a board member, but that committees can also have non board members on them
Miscellaneous	
Fiscal year	
Rules of order	
Amendments	



**Hill View Montessori Charter School of Haverhill
Chair of the Board
Job Description**

Member of, Elected by and Reports to: The Board of Trustees

Supports: The Executive Director

Term of Office: One year; renewable for three consecutive years.

General Responsibilities:

The chair is the senior volunteer leader of Hill View Montessori Charter School who presides at all meetings of the Board of Trustees and other meetings as required. The Chair is an ex officio member of all committees of the organization. The Board Chair oversees implementation of board and school policies and ensures that appropriate administrative practices are established and maintained.

Specific Responsibilities:

1. Works with the Executive Director, other board officers, and committee chairs to develop the agendas for Board of Trustees meetings, and presides at these meetings.
2. In consultation with other board officers, appoints volunteers to key leadership positions, including positions as chair of board committees and task forces.
3. Recognizes his or her responsibility to set the example for other board members by contributing financially at a level that is meaningful to him/her and by playing a major role in fundraising activities.
4. Works with the Board of Trustees and paid and volunteer leadership, in accordance with Hill View Montessori's bylaws and mission, to establish and maintain systems for:
 - a. Planning the organization's human and financial resources and setting priorities for future development.
 - b. Reviewing operational effectiveness and setting priorities for future development.
 - c. Controlling fiscal affairs.
 - d. Acquiring, maintaining, and disposing of property.
 - e. Maintaining a public relations program to ensure community involvement.
 - f. Ensuring the legal and ethical standard.
 - g. Hiring and evaluating the school's Executive Director.
5. In conjunction with the Committee on Trustees, manages the development of the Board in order to help it work more effectively and efficiently.
6. Works with the Executive Director and other board officers to develop both immediate and long-term goals and expectations for the board that support organizational priorities and governance concerns.



7. Communicates effectively with and supports the Executive Director in his/her job as manager of the school. In this capacity, focuses on ensuring that the board governs rather than manages.
8. Works with the Committee Chairs and the Executive Director to keep apprised of committee work and to ensure that committees have the resources needed to do their job. Also, works to ensure effective and efficient communications between the committees and the Board.
9. Creates a safe environment for decision-making by inviting participation, encouraging varying points of view and stimulating a frank exchange of ideas in an effort to provide shared decision-making.
10. Communicates with the Board effectively so the board information system focuses on decision-making, stimulates participation and supports an appropriate balance of responsibility between board and staff.
11. Cultivates future leadership.
12. Links with major stakeholders when it is agreed that the Chair is the most appropriate person to represent the organization at a key meeting, write an editorial for a newspaper or thank a major donor.

Qualifications:

- Commitment to and energy to support Hill View Montessori Charter School and its values; an understanding of Hill View Montessori's mission, goals, organization, and services, and the responsibilities and relationship of paid and volunteer staff.
- Strong leadership skills to inspire a shared vision for the school and for the Board's work. Stimulated by a commitment to the mission, the Chair should guide the Board toward articulating and committing to a commonly held perception of the future of Hill View Montessori.
- Strong facilitation and communication skills and an understanding of group process.
- Objectivity so that dialog is productive and contributions are encouraged from all sides of an issue.
- Decisiveness in order to tackle and resolve difficult issues and to keep the business of the Board moving.
- Strong organizational skills.



Hill View Montessori Charter School of Haverhill
Vice Chair of the Board
Job Description

Member of, Elected by and Reports to: The Board of Trustees

Supports: The Chair

Term of Office: One year; renewable for three consecutive years.

General Responsibilities:

The Vice Chair is the secondary volunteer leader of Hill View Montessori Charter School and as such, discharges the duties of the Chair as required in the Chair's absence. The Vice Chair supports the activities of the Chair including sharing responsibilities as appropriate.

Specific Responsibilities:

1. In Chair's absence:
 - Presides at meetings of Board of Trustees
 - Serves as ex officio member of standing committees
2. Recognizes his or her responsibility to set the example for other board members by contributing financially at a level that is meaningful to him/her and by playing a major role in fundraising activities.
3. Works with the Chair to assist in developing the agendas for Board of Trustees meetings.
4. Advises the Chair on appointing volunteers to key leadership positions, including positions as chair of board committees and task forces.
5. Assists the Chair by taking on responsibility as necessary for communication with Committee Chairs.
6. Supports and challenges the Chair in all his/her responsibilities to ensure organizational priorities and governance concerns are addressed in the most effective and efficient manner.
7. Other duties as delegated by the Chair.

Qualifications:

- Commitment to and energy to support Hill View Montessori Charter School and its values; an understanding of Hill View Montessori's mission, goals, organization, and services, and the responsibilities and relationship of paid and volunteer staff.
- Strong leadership and collaborative skills to support the Chair and to offer alternative proposals in the interest of best serving the organization.

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19



- Strong facilitation and communication skills and an understanding of group process.
- Objectivity so that dialog is productive and contributions are encouraged from all sides of an issue.
- Decisiveness in order to tackle and resolve difficult issues and to keep the business of the board moving.
- Strong organizational skills.

**Hill View Montessori Charter School of Haverhill
Treasurer
Job Description**

Member of and Elected by: The Board of Trustees

Reports to: The Chair and the Board of Trustees

Supports: Executive Director, Business Manager, accountant or bookkeeper, and auditors as necessary.

Term of Office: One year; renewable for three consecutive years.

General Responsibilities:

Provides direction for the financial management of the school and facilitates the board in meeting its financial oversight responsibilities.

Specific Responsibilities:

1. Chair of the Finance Committee.
2. Provides direction for the oversight of the school's record keeping and accounting policies.
3. Ensures the presentation of timely and meaningful financial reports to the board.
4. Ensures the development of annual budget and its submission to the Board for its approval. Leads the monitoring of budget implementation.
5. Oversees development and board review of financial policies and procedures. With the Finance Committee, monitors the adherence to financial policies and procedures adopted by the Board.
6. Develops and monitors any investment policies adopted by the Board.
7. Ensures that assets are protected and invested according to board policy.
8. Leads the board in assuring compliance with federal, state and other financial reporting requirements.



9. Presents the recommendation of the auditor to the Board for their approval. With the Finance Committee reviews the results of the audit including the management letter, develops a plan for remediation, if necessary, and presents the results to the Board.
10. Recognizes his or her responsibility to set the example for other board members by contributing financially at a level that is meaningful to him/her and by playing a major role in fundraising activities.

Qualifications:

- The treasurer must display a commitment to Hill View Montessori Charter School of Haverhill and its principles, mission, goals, services, and the responsibilities and relationships of governance and management and paid and volunteer staff.
- An understanding of the record keeping, accounting systems, and financial reports.
- An understanding of needs for Hill View Montessori's services, as well as the financial and human resources.



Hill View Montessori Charter School of Haverhill
Clerk - Board of Trustees
Job Description

Member of and Elected by: The Board of Trustees

Reports to: The Chair and the Board of Trustees

Supports: Member of the staff or volunteer taking minutes.

Term of Office: One year; renewable for three consecutive years.

General Responsibilities:

Provides direction for the keeping of legal documents including minutes of all meetings of the board of the school.

Specific Responsibilities:

1. Certify and keep at the principal office of the corporation the original, or a copy of the By-Laws as amended or otherwise altered to date.
2. Keep at the principal office of the corporation or at such a place as the Board may determine a book of minutes of all meetings of the Trustees and meetings of committees. Minutes shall record time and place of meeting, whether regular or special, how called, how notice was given, the names of those present or represented at the meeting and the proceedings thereof.
3. Present for approval by the Board copies of all minutes of meetings of the board.
4. Ensure that all notices are duly given in accordance with the provisions of the By-Laws or as required by law.
5. In general, perform all duties incident to the office of the Clerk and such other duties as may be required by law, by the Articles of Incorporation or By-Laws, or which may be assigned to him or her from time to time by the Board of Trustees.
6. Recognizes his or her responsibility to set the example for other board members by contributing financially at a level that is meaningful to him/her and by playing a major role in fundraising activities.

Qualifications:

- A commitment to HVM and an understanding of the school and its values, mission, goals, services, and the responsibilities and relationships of governance and management and paid and volunteer staff.
- An understanding of the record keeping.
- A capacity for attention to detail.



Key Components of Effective Committees

1. The organization's by-laws specify as few standing committees as possible. In addition, the organization adds or dissolves task forces as needed.
2. Every board member actively participates on a board committee.
3. A board member chairs each committee.
4. Committees have non-board members on them.
5. There is a clear policy outlining how non-board members are added to committees.
6. Each committee develops, and the full board approves, the following:
 - a. A job description
 - b. Annual, prioritized goals
 - c. An action plan with deadlines
7. The full board discusses, clarifies and reaches consensus about what work the committee will do and what issues need to be brought to the full board
8. There is appropriate staff support for committees.
9. The board creates and adopts as policy standard operating procedures for committees. (see attached)



Standard Operating Procedures for Committees of the Board of Directors⁴

Committees are essential to the effective operation of an organization. Strong committee leadership and dedicated committee members are necessary if the organization hopes to be a successful organization.

The relationship between the Board of Directors and its committees and the committees and staff require a delicate balance and constant communication. Committees perform the work of the Board and report to the Board. Staff, particularly the Executive Director, serve as a primary resource to committees during all committee deliberations. Staff also use committees to help in decision-making and planning.

Committees and staff operate within the board-adopted plan (e.g. mission and goals) and annual budget. Activities of the agency including programming, public relations, fund raising, etc. all happen within the structure of plans and budget. Any initiative or activity outside these fundamental annual guidelines requires board approval prior to development and funding.

Remember: Committee members need not be board members. Look to your community. There are people out there who would willingly serve on committees but may not want to serve on the board.

Standing and Ad Hoc Committees

The bylaws establish standing committees of the Board of Directors. The President appoints ad hoc committees as needed. (Make sure that you don't have a lot of standing committees in the bylaws. You really only need Governance, Finance and Fund Development. All the rest can be ad hoc.)

Establishment of Committees

1. Each committee is chaired by a member of the Board of Directors. Committee members include community representatives as well as board members.
2. All board members are expected to serve on one committee. It is recommended that board members not be given multiple committee assignments; this can be too burdensome.
3. The President (or Chair if that is the term you use) of the Board of Directors, in consultation with the Executive Director, appoints all committee chairs.
4. Committee chairs are responsible to recruit their own committee members, in consultation with the President and Executive Director. (Exception: The Nominating Committee chair and members are appointed by the President.)
5. The President is an ex-officio member of all committees except the Nominating Committee.
6. It is recommended that the President and Executive Director meet with each committee chair after the board election, in order to review the committee responsibilities and

⁴ Developed by Simone P. Joyaux, ACFRE, Joyaux Associates, Rhode Island, www.simonejoyaux.com
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direction for the new year. Committees may have tasks remaining from the previous year; critical issues may have surfaced during annual planning.

7. If Board, staff and/or committees identify new initiatives, prior approval by the Board of Directors is required before the committee begins developing plans.

Operations of Committees

1. Committees report to the Board of Directors. Regular reports, presented by the committee chair, should be presented at each board meeting.
2. The President of the Board monitors activities of the committees and ensures task completion. The President maintains regular (i.e. at least monthly) contact with committee chairs. Committee chairs should report to the President on a regular basis, at least monthly. It is recommended that the President share this task with the Vice President. Committee monitoring can be divided between the President and Vice President.
3. Committee Chair and Executive Director coordinate committee meeting dates.
4. Committee Chair and Executive Director establish the agenda of each committee meeting.
5. Each committee is asked to take its own minutes and, if possible, reproduce and distribute its materials to committee members, the President and Executive Director.
6. While staff are usually completely responsible for implementation, due to limited resources at the organization, volunteers and board members may actually help carry out some activities. This implementation is done under the guidance/approval of the Executive Director. (Be careful! Role confusion can sometimes result when board members get involved in management implementation. It is vital that the board members keep in mind their appropriate role in relationship to management decision-making even though they may be implementing certain tasks.)

Relationship of Staff and Committees

- Committee and staff responsibilities are a delicate balance. The Executive Director and committees may develop some activities together. At other times, staff may pursue activities, within budget and strategic plan, without committee participation. This requires careful judgment on the part of the Executive Director and constant communication between Executive Director, President and committee chairs.
- The Executive Director (or his/her staff designee) serves as staff to all committees.
- The staff person assigned serves as primary resource to all committee deliberations.
- Activities and materials require approval by the staff person assigned. While this cooperative process rarely encounters conflict, sometimes disagreement between staff and committee may occur. At that time, the Executive Director and Committee Chair should convene a meeting with the President so that the situation can be resolved.

Responsibilities of Committee Members

- Know and understand the committee's purpose, scope and authority
- Attend meetings and participate in discussion



- Participate in group decision making
- Put aside personal agendas for the larger purpose
- Carry out specific task assignments by the due date and report back to the committee
- Use the staff as key resource and guide

Responsibilities of Committee Chairs

- Together with the Executive Director (or other staff person assigned to support the committee) schedule committee meetings, identify the purpose and agenda of each meeting.
- Together with the Executive Director, ensure that proper information is provided to the committee.
- Define tasks to be accomplished and select appropriate committee members to do each job and report back to the committee.
- Monitor activities of each committee member; if the assigned individual does not accomplish his/her tasks, assign the work to another individual.
- Maintain minutes of the committee meetings as needed. (Depending upon size of staff, this may be a staff function.)
- Maintain proper records and files of projects and activities; turn them in to the office at year-end.
- Report progress, at least monthly, to the President of the Board of Directors.
- Notify President if committee has action that must be taken at board meeting.
- Make reports at board meetings as necessary.

Responsibilities of the Executive Director (or staff assigned to support the committee)

1. Work with the President to identify committee chairs.
2. Work with the President to ensure effective committee operations.
3. Work with the President to determine what/when issues should be referred to committees.
4. Together with the Committee Chair, schedule committee meetings, establish the purpose and agenda for each meeting.
5. Attend all committee meetings.
6. Provide information and guidance to committees.
7. Ensure that the committee has the necessary information for decision-making.
8. Alert the President if there is any difficulty within committee operations.
9. Work with committee chair to ensure smooth committee operations.

Other thoughts

- Try ad hoc task forces and limit the number of your standing committees.
- Ad hoc task forces are convened to address a specific issue – and then go out of business.
- Task forces allow Board members to participate in diverse experiences during the course of the year.

Task forces (rather than numerous standing committees) can result in a more manageable number of committees.



Finance Committee⁵

General Purpose

The finance committee is commissioned by and responsible to the Board of Trustees. It has the responsibility for working with the Principal and Chief Financial Officer (CFO) to create the upcoming fiscal year budget; presenting budget recommendations to the Board; monitoring implementation of the approved budget on a regular basis and recommending proposed budget revisions; recommending to the Board appropriate policies for the management of the charter school's assets. The finance committee shall be assisted by the Principal and CFO.

Appointments and Composition

1. The members of the finance committee shall be the treasurer of the Board who shall serve as chair, the president who shall serve as an ex-officio member, together with other trustees appointed by the president with the advice and consent of the Board in accordance with the bylaws.
2. Both the Principal and the CFO will be members of the finance committee.
3. Additional committee members may be appointed and need not be members of the Board of Trustees.

Responsibilities

1. Prepare an annual budget for the charter school in collaboration with the Principal and CFO.
2. Also in collaboration with the Principal and CFO, develop and annually revise a five-year financial forecast and develop long-range financial plans based on the forecast.
3. Arrange for an annual audit to be provided to the Board of Trustees.
4. Review grant proposals at the request of the school leadership team.
5. Provide oversight of the procurement process.
6. Review quarterly financial statements and variances from budget, and recommend action to the Board, as appropriate.
7. Annually submit objectives as part of the planning and budgeting process.
8. Annually evaluate its work as a committee and the objectives it has committed itself to and report on same to the Board of Trustees.
9. Report to the Board of Trustees at regular meetings of the Board in a manner determined by the Board.

⁵ Committee job descriptions courtesy of Two Rivers Charter School, Washington, D.C.



Board Governance Committee

General Purpose

The Board governance committee is commissioned by and responsible to the Board of Trustees to assume the primary responsibility for matters pertaining to Board of Trustees recruitment, nominations, orientation, training, and evaluation in accordance with the bylaws of the school as well as established policies and practices approved by the Board of Trustees. This committee is also responsible for developing and revising Board policies and the Board handbook, reviewing and revising the bylaws and Articles of Incorporation, developing strategies and obtaining support to address legal issues, and other issues that may arise.

Appointments and Composition

1. Appointments of the chair and members of the Board governance committee shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the Bylaws.
2. The chair of this committee shall be a member of the Board of Trustees.
3. Other members of this committee shall be members of the Board of Trustees.
4. Additional committee members may be appointed and need not be members of the Board of Trustees.

Responsibilities

1. Analyze the skills and experience needed on the Board.
2. Recruit members to serve as members of the Board and develop a slate of trustees for consideration by the membership at the annual meeting in accordance with selection/election procedures outlined in the bylaws.
3. Develop and review annually the procedures for Board recruitment.
4. Develop an orientation and training plan for new Board trustees and assist in the planning of the annual Board retreat.
5. Develop and revise Board policies as needed.
6. Develop and revise a Board member handbook outlining the responsibilities of the Board and Board members, Board policies, and other relevant information.
7. Review on an annual basis and revise, as needed, the bylaws and Articles of Incorporation.
8. Develop/review strategies and obtain support to address legal issues.
9. Annually submit objectives as part of the planning and budgeting process.
10. Annually evaluate its work as a committee and the objectives it has committed itself to and report on same to the Board of Trustees.
11. Report to the Board of Trustees at regular meetings of the Board in a manner determined by the Board.



Development Committee

General Purpose

The resource development committee is commissioned by and responsible to the Board of Trustees to assume the primary responsibility for raising non-grant funds to meet the budget of the charter school. The Board of Trustees, in consultation with the resource development committee, finance committee, Principal, and CFO will determine the fundraising goal for the resource development committee, as well as for school-based committees and grants.

Appointments and Composition

1. Appointments of the chair and members of the resource development committee shall be made annually by the president of the Board with the advice and consent of the Board in accordance with the bylaws.
2. The chair of this committee shall be a member of the Board of Trustees.
3. Members of this committee shall be members of the Board of Trustees, subject to the conditions stated in the bylaws. Additional committee members may be appointed and need not be members of the Board of Trustees.

Responsibilities

1. Develop an annual fundraising plan that will generate the funds needed to meet the non-public and non-grant fundraising goal.
2. Coordinate fundraising plan with fundraising efforts by staff, parents, and other volunteers.
3. Develop the necessary sub-committee systems to successfully carry out the fundraising events and activities that are part of the annual fundraising plan; supervise the functions of the sub-committees; develop a plan for involving Board trustees in the non-grant resource development activities of the charter school.
4. Investigate new resource development projects, activities, and ideas for possible use in the future.
5. Cultivate large financial and in-kind donors.
6. Arrange for Board training on development issues, as needed.
7. Annually submit objectives as part of the planning and budgeting process.
8. Annually evaluate its work as a committee and the objectives it has committed itself to and report on same to the Board of Trustees.
9. Report to the Board of Trustees at regular meetings of the Board in a manner determined by the Board.



Facilities Taskforce

General Purpose

The Facilities Taskforce is commissioned by, and responsible to, the Board of Trustees to assume the responsibility for overseeing the acquisition, renovation, or construction of an appropriate facility for the school. It will work closely with the school leadership team in carrying out these responsibilities. The Taskforce will exist only as long as there is a defined need.

Appointments and Composition

1. Appointments of the Chair and members of the Facilities Taskforce shall be made annually by the President of the Board with the advice and consent of the Board in accordance with the bylaws.
2. The Chair of this Committee shall be a member of the Board of Trustees.
3. The CFO and Principal will be members of this Taskforce.
4. Members of this taskforce shall be members of the Board of Trustees, subject to the conditions stated in the bylaws.
5. Additional committee members may be appointed and need not be members of the Board of Trustees.

Responsibilities

1. Identify appropriate facilities that would meet the needs of Two Rivers.
2. Develop a timeline for the acquisition, construction, and/or renovation of an appropriate facility for Two Rivers.
3. Acquire adequate funding and prepares necessary paperwork to ensure an appropriate building can be acquired.
4. Work closely with the architect and engineers to develop an appropriate design for the building.
5. Monitor the construction/renovation process, ensuring the project is adhering to agreed upon timelines and budget.
6. Identify and acquire temporary facilities while a permanent facility is pursued.
7. Coordinate with other Board committees on relevant issues, such as budget and community outreach.
8. Report to the Board of Trustees on a regular basis in a manner determined by the Board.



The Top Ten Mistakes of Charter School Founding Boards

1. Original Board Composition

- Very often the initial composition of the board that is created for the charter application is flawed.
- More often than not these initial boards:
 - Lack a level of objectivity, by being close personal friends and colleagues of the lead founder.
 - Are comprised of board members who were placed on the board to “lend their names and credibility” and generally are not prepared to carry out the hard work of governing a start-up charter school.
 - Were unclear about the time commitment needed to govern a start-up charter school.
 - Are lacking the right mix of skill sets and tangible ties to the community.

2. Board size

- Many founding boards are too small, generally 5-7 people.
- A high functioning charter school board needs to be larger, I recommend 11-15 people in order to have public credibility, the right mix of skills, and enough people to have functioning committees capable of accomplishing significant work in between meetings.
- It is a natural tendency to want to start with a small, tightly-knit and tightly-controlled group, but there is so much work to do in the early years that a board of 5-7 is a mistake.

3. Lack of functioning committees

- One of the key transitions that needs to take place as the board transitions from a founding board to a governing board is having functioning committees. In the founding phase it is often necessary to do most of the work as a committee of the whole. But by the end of the first year of operations it is imperative that functioning committees emerge to tackle strategic issues in great depth and with great expertise than the full board will have time for.

4. Lack of previous governance experience

- Many founding boards run into problems because they do not have enough board members with previous governance experience and because their school leader has no previous governance experience.
- In addition, the school leader needs to have the time and the desire to assist in creating effective governance.

5. Being too dependent on a lead founder

- The founding of most charter schools is led by one dynamic individual. Sometimes this person is the chair of the board, but more often than not they become the Executive Director or Head of School.
- The board needs to transition to taking the lead in partnership with this leader and to ensure that they are not just being led by, or solely reacting to the direction of this leader.



6. Having difficulty adding non-founders to the board

- It takes an incredible effort to create a charter application and to get chartered
- Many founding board members put in an incredible amount of time to make the chartering happen and in the process create an expectation of such a significant time commitment that it becomes impossible to find non-founders willing to join the board
- Sometimes the founding board is such a tight knit group that it is hard for new board members to fit in and find ways to contribute.

7. Not understanding the charter

- Too often the charter is the vision of one lead founder and the rest of the board understands only the biggest brush strokes of the charter.
- Every board member needs to understand the charter promises, the methods proposed to deliver the promises, and have a clear sense of how these promises will be measured.

8. Not having a clear plan to conduct oversight of the academic program

- An effective charter school board is not comprised primarily of educators; it should have a few people with broad educational management experience, but needs to primarily have the skills that the school staff will never have.
- Although most of the board members are non educators, they need to fully understand the academic plan and partner with the school leader to develop a clear and consistent way to measure academic performance.

9. Underestimating the amount of fundraising that needs to happen and the board's role in fundraising

- Most urban charter schools need to raise a significant amount of private funds to augment the school's per pupil funds. Fundraising supports facility acquisition and renovation, after school programming, tutorials, and summer programs –all the “value-added” services needed to take students performing significantly below grade level to a point where they are at or above grade level.

10. Lack of urgency

- “We're just a start-up”, “It's only the first year”, “It's only the second year”, are common refrains used by charter school founding boards. Although it is true that the board and senior management need to give time for things to gel, it is important for founding boards to know that experience tells us if a charter school is not excelling by its third year, it probably won't get there. You only have one chance to form a strong culture of accountability and academic success. It is important to be relentless from the get go! Learn from the most successful schools that have gone before you.



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.



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):

--

OVERALL IMPRESSIONS:



Sample Board Candidate Interview Questions

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? (look for volunteerism, appropriate understanding of governance)
- 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?



- 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?



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 founding 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.



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 & foundation board 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



Haverhill Options for Public Education, Inc.
Meeting Agenda
April 28, 2004 6:30-8:30 p.m.
495 Main Street, Haverhill, MA

Agenda Item	Purpose	Action	Who	Materials	Time
I. Minutes/Schedule/Events A. Officer & Director Elections B. Today's Meeting Agenda C. Future Meetings: *changed 6:30 PM on Sept. 22, 2004	Review & Approve Review & Approve	VOTE VOTE	Jeannie Alison	Foundation Contact List Agenda	10 min
II. Welcome & Introductions A. New Director	Information	None	Alison		5 min
III. New Business A. Request for funds from Hill View Montessori Charter School of Haverhill	Review & Approve	VOTE	Alison	Letter from HVM	5 min
IV. Foundation Documents A. Mission Statement B. By-Laws	Review & Approve Review & Approve	VOTE VOTE	Alison Alison	Mission Statement By-Laws	15 min
V. Challenge Grant Plan A. Timeline B. Review Sample Letters C. Compiling Lists B. Next Steps	Discuss Discuss Discuss Discuss	None None None None	Alison Kris Peg Alison	Timeline Sample Letters	75 min
VI. Other Business					5 min
VII. Adjourn		None			



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 Meeting Agenda

June 10th, 2004
6:00 p.m. to 8:00 p.m.

#	Agenda Item	Board Action	Time (in minutes)
1	Approval of Minutes from 5/20/04 Meeting	Vote	5
2	Board Calendar for 2004-05	Vote	5
3	Board Expansion	Discussion	20
4	2004-05 Budget	Vote	35
5	Accountability Plan	Vote	30
6	Yutaka's Contract	Vote	20
7	Next Steps/Other Business	Discussion	5

(Next Board Meeting: July 15th from 6:00 p.m. to 8:00 p.m. at Excel Academy.)

Agenda Item #1

Description: Approval of Minutes from 5/20/04 Meeting.

Submitted by: Richelle.

Relevant Documents: Minutes from 5/20/04 meeting.

Background: N/A

Actions Prior to Board Meeting: Please review the minutes.

Recommendation: Vote to approve minutes.

Agenda Item #2

Description: Board Calendar for 2004-05.

Submitted by: Owen.

Relevant Documents: Proposed board meeting dates.

Background: Most of the 2004-05 board meeting dates have been scheduled for the third Thursday of the month. But, given the school calendar, there are a few meetings scheduled for different weeks of the month. Also, we are proposing to keep the meeting time from 6:00 p.m. to 8:00 p.m.

Actions Prior to Board Meeting: Please review the dates, and e-mail Owen if there are dates that will be problematic for you.

Recommendation: Vote to approve board calendar.



Agenda Item #3

Description: Board Expansion.

Submitted By: Owen

Relevant Documents: N/A.

Relevant Context/Background: We would like to re-start the board expansion process that Josh spearheaded last spring. Jordan has offered to lead this effort. In particular, we would like to expand the board's fundraising capacity; with the financial challenges we are facing along with the deteriorating state-level, political situation (that may have negative financial implications), we would like to better position ourselves on this front.

Actions Prior to Board Meeting: Please think of possible board candidate names. Please e-mail Owen with questions.

Recommendation: Agree to focus on finding new board members with fundraising capacity.

Agenda Item #4

Description: 2004-05 Budget.

Submitted By: Israel and Yutaka.

Relevant Documents: Budget-related documents (to be e-mailed later this week).

Relevant Context/Background: Israel and Yutaka have been working on the 2004-05 budget. While certain key assumptions remain unclear (e.g. 2004-05 per-pupil tuition rates and student enrollment), we must approve a budget in time for the start of the new fiscal year. Key assumptions will be outlined in documents to be disseminated later this week.

Actions Prior to Board Meeting: Please review relevant documents and e-mail Yutaka with questions.

Recommendation: Vote to approve budget.

Agenda Item #5

Description. Accountability Plan.

Submitted By: Accountability Task Force (Debra, Jordan & Seth) and Yutaka.

Relevant Documents: Accountability Plan and PowerPoint document outlining overall process.

Relevant Context/Background: The Accountability Task Force along with Yutaka and the staff have developed the Accountability Plan. The plan has been reviewed by the DOE. Careful attention has been paid to specific metrics (e.g. high school acceptance rate) to ensure we are setting aggressive but reachable targets.

Actions Prior to Board Meeting: Please review relevant documents and e-mail Seth & Yutaka with questions.

Recommendation: Vote to approve plan.

Agenda Item #6

Description: Yutaka's Contract.

Submitted By: Owen.

Relevant Documents: ???.

Relevant Context/Background: Full-time staff who will be returning for the 2004-05 school year have been offered a 5% salary increase. To ensure equity, we propose to increase Yutaka's salary by 5% as well.

Actions Prior to Board Meeting: Please e-mail Owen with questions.

Recommendation: Vote to approve Yutaka's contract.



What should good minutes look like?⁶

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.

Often, as legal documents, auditors and other verifiers may review minutes. To this end, minutes must be accurate and must never reflect the opinion of the minute taker.

Minutes are used for constant referral and clarification of past activities and actions. The minutes help ensure continuity within the organization's transactions.

Minutes should be brief and easy to read. A separate paragraph should be used for each subject matter. It is useful to underline or use bold face to identify the topic.

Some specifics:

1. At the top of the minutes, the following should be recorded:
 - Name of organization
 - Date, Time, Location
 - Note whether it is a special or regular meeting
2. List, using full names, those present and absent. Note those that are excused. Note any guests that are in attendance.
3. In the first paragraph, specify the time that the meeting was convened and the name of the presiding officer.
4. Record minutes in accordance with the order of what happened during the meeting.
5. Note the approval (and amendment) of the minutes of the previous meeting. Note the review and acceptance of the financial report.
6. Briefly summarize the main points of discussion, if it sets precedent, is critical, etc. Otherwise simply not "discussion ensued".
 - Indicate major problems stated and suggestions proposed
 - Record conflicting points of view for clarification of action
7. 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.

⁶ Developed by Simone P. Joyaux, ACFRE, Joyaux Associates, Rhode Island, www.simonejoyaux.com
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8. Note the time of adjournment. End the minutes with the name of the recorder and the secretary who has reviewed the minutes.
9. If attendees arrive or leave during the meeting, record the time and name within the flow of the minutes.
10. End the minutes with the name of the recorder.

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



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



**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
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



Date	Activity/agenda
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.



Distinctions between Board Roles and Responsibilities and that of Administration

The general rule of thumb is:

If it sets a goal, states an expectation, clarifies a direction, if it is a WHAT,

Then it is POLICY, and “belongs” to the board.

If it acts in any way to accomplish a goal, if it carries out an activity,
if it is a HOW,

Then it is PROCEDURE, and “belongs” to the administration.

The key to maintaining an effective relationship between the Board and Administration is to establish a relationship that is built on clearly defined roles:

The Board	The Administration
ENDS (results) Why? What? How Much?	MEANS (methods) How? When? Where? Who?
<ul style="list-style-type: none"> ▪ Vision ▪ Mission ▪ Goals ▪ Policies 	<ul style="list-style-type: none"> ▪ Objectives ▪ Strategies ▪ Action Plans ▪ Procedures
MONITOR <i>VOTE</i>	IMPLEMENT <i>RECOMMEND</i>



National Association of Independent Schools Design of the Partnership

Policies	Time and Attention Graph
<p><i>Strategies</i> Mission Survival Leadership Major</p>	<div style="position: relative; height: 100px;"> <div style="position: absolute; top: 50%; left: 50%; transform: translate(-50%, -50%);"> <p>Board Decision's</p> </div> <div style="position: absolute; bottom: 10%; right: 10%;"> <p>Head's Advice</p> </div> </div>
<p><i>Partnership</i> Authorizations Finance policies Enrollment Employment terms</p>	<div style="position: relative; height: 100px;"> <div style="position: absolute; top: 50%; left: 50%; transform: translate(-50%, -50%);"> <p>Shared Decision: Board and Head</p> </div> </div>
<p><i>Operational</i> Staffing Program Systems</p>	<div style="position: relative; height: 100px;"> <div style="position: absolute; top: 10%; left: 10%;"> <p>Board's Advice</p> </div> <div style="position: absolute; top: 50%; left: 50%; transform: translate(-50%, -50%);"> <p>Head's Decision</p> </div> </div>

Above the diagonal line = allocation of board's time
 Below the diagonal line = allocation of head's time



Is Your Charter School Board Effective?

Take this quiz and see how you do!

	YES	NO
1. Every board member knows the key charter promises we have made to our authorizer and our community.		
2. Every board member knows how we measure these charter promises.		
3. We have a job description that details the roles and responsibilities of the full board.		
4. We have individual performance expectations for trustees that are written down and hold each board member to these.		
5. Our board is large enough to have several active, well-functioning committees, who dive into substantive strategic issues and bring information back to the full board for further discussion and decision-making.		
6. Our board consistently demonstrates a clear understanding of the difference between governance and management.		
7. The leadership structure at our school allows our Executive Director to take an active role in shaping effective governance.		
8. We have a strong partnership with our Executive Director that is built on mutual trust and respect.		
9. We have an effective process for evaluating, communicating with and supporting our Executive Director		
10. Our board meetings are always well attended.		
11. We have a system in place to deal with chronic non-attending and underperforming board members		
12. Our organization uses academic achievement data to make decisions and improve results.		
13. Our board has formal tools and measures in place to measure organizational performance.		
14. We have a succession plan for both board and school leadership.		
15. We review financials monthly and every board member has a firm grasp on the school's financial health.		
16. Our board spends most of its time setting the stage/creating the future rather than reacting and responding to immediate needs.		
17. Our board conducts an annual performance appraisal of the full board and of individual trustees.		
18. Annually there is 100% board giving to the best of personal ability to the school's fundraising efforts.		
19. Each year the board establishes strategic board level goals that are specific and measurable.		
20. The majority of our board meeting time is focused on strategic issues rather than reporting on past events.		



WRITING SMART GOALS

SPECIFIC - A well-written goal is clear and specific, not general and vague. It describes specifically what is to be achieved and is not open to guesswork. It states simply and clearly what is to be attained, how much and by when. A good goal indicates the results to be achieved, not a set of activities to engage in.

MEASURABLE - A well-written goal specifies criteria for evaluating its accomplishment (quantity, quality, timeliness, impact on others, etc.). The organization can judge their progress toward goal attainment through the measures.

ACHIEVABLE - A well-written goal is attainable, and at the same time, challenging and aggressive. A goal should be realistic, but should also provide a stretch for the organization.

RESULTS-FOCUSED - A well-written goal must focus on results to be achieved. The organization must be able to see that attainment of the goal has a positive impact on the organizational development. The goal must address productivity, quality, and customer service or team effectiveness.

TIME-FRAMED - A well written goal specifies the time frames in which it is to be achieved, as well as benchmarks along the way that indicate progress toward achieving the results.



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Goals	Action Steps	Who's Responsible	Due Date
Board Level Action Plan			

Resources

Creating an Effective Charter School Governing Board Guidebook

www.uscharterschools.org/gb/governance/contents.htm

An extensive compendium with lots of tools, samples, and tips.

Charter Schools Trustees Guide

www.buildingexcellentschools.org

A guidebook designed specifically for charter school board members in a Q&A format, contains tools, and sample documents. Only the tools are available on-line, the guidebook itself is available in hard copy.

The Board Café

www.boardcafe.org

A free, monthly electronic newsletter, short enough to read over a cup of coffee, the *Board Café* offers a menu of ideas, opinions, news, and resources to help board members give and get the most out of board service.

Board Source

www.boardsource.org

Formerly the National Center for Nonprofit Boards. The best source for national standards of effective governance.

Help4NonProfits

www.help4nonprofits.com

Excellent nonprofit library with very user-friendly articles.

Improving School Board Decision-Making: The Data Connection

<http://cmucso.org/boards/ImprovingSchoolBoardDecisionMakingTheDataConnection.pdf>

Written for traditional school boards, but very applicable to the charter school governing board context. Great examples of how boards should use data in making decisions.

The Board-Savvy CEO: How to Build a Strong, Positive Relationship with Your Board

By: Doug Eadie

Available from BoardSource.

Excellent resource!

The Strategic Board: The Step-by-step guide to high impact governance,

by Mark Light