

# **GOVERNANCE HANDBOOK**

## **For Edison School of the Arts**

777 S. White River  
Parkway W. Dr.,  
Indianapolis, IN 4622

## #1. LEADING WITH INTENT

## #2. EXCEPTIONAL GOVERNANCE FOR AN EXCEPTIONAL SCHOOL

If you've seen the transformation taking place in Indianapolis Public Schools to benefit kids, you've seen the result of a high performing board working hard in partnership with the school's district leader to make that change. Time and again, there are an irrefutable connection between the effectiveness of a board of directors and the success of the school.

By Indiana law, school boards are held accountable by the authorizers, the state, the federal government, and the public to ensure that the school is operating in accordance with its original purpose and doing so in a responsible manner. Edison, however, is also accountable to Indianapolis Public School District that owns the building and grounds, and to Mind Trust that invested in the transition to becoming an Innovation Network School.

A board's legal and fiduciary responsibilities are just the beginning. An innovation school board cannot be truly effective and meet all the state of Indiana standards unless it has also focused on exemplary governance practices. These practices, when combined, create a core foundation and synergy that allow the board to advance on mission and ensure high student achievement.

A high performing innovation school board focuses on student achievement, acts strategically, recruits an exceptional school leader, raises and uses resources wisely, and fulfills all compliance expectations - However, it only **manages two things: the school leader and itself**. Innovation school boards must manage themselves by investing in proven governance best practices regarding board composition, committee structure, meetings, and dynamics.

### 2023-2024 School Board Members

Tanya Stuart Overdorf	Stuart-overdorfT@myips.org	Term-ending 6/2024
Gregory Wallis	WallisG@myips.org	Term-ending 6/2024
Kay Feeney-Caito	Feeney-CaitoK@myips.org	Term-ending 6/2025
Ted Givens	GivensT@myips.org	Term-ending 6/2025
Kelli Marshall	MarshallK@myips.org	Term-ending 6/2026
*Ernest Disney-Britton <i>Ex-officio/Non-voting Member</i>	Disney-BrittonE@myips.org.	Term-ending 6/2024

## **DUTIES OF BOARD CHAIR**

### **Board Member Management**

- Holds members accountable for carrying out roles and responsibilities
- Is the contact for board members on board issues
- Ensures a board assessment process occurs
- Ensures board members understand that the board is empowered to act as a collective entity and that individuals board members have authority only when the board so delegates

### **CEO, Executive Director (\*Interim Building Administrator)**

- Cultivates a constructive partnership with the CEO, Executive Director
- Participates in the monitoring, evaluation, and if necessary, the hiring of the CEO, Executive Director
- Meets or talks regularly about monitoring CEO, Executive Director's progress and challenges around goals

### **Community Relations**

- Cultivates relationships with arts organizations, donors, funders, and stakeholders
- Serves as community ambassador
- Speaks at annual meeting and community events when appropriate

### **Meeting Management**

- Helps develop meeting agendas with the CEO, Executive Director
- Presides at all meetings of the board and may serve as a committee chair
- Promotes meaningful dialogue at board meetings
- Gives every board member an opportunity to contribute but does not allow any one member, including him/herself, to dominate or derail discussions

### **Board Committees**

- Appoints board committee and task force chairs
- Ensures ongoing communication between committees and the board
- Facilitates committees of the board, by the board, and for the board.
- Serves as ex-officio of all committees

## BOARD COMMITTEES

Every standing committee of the Edison board should have clarity on its purpose, authority level, leadership, and membership, to whom it is accountable, and frequency of meetings. The Board Chair appoints the chair for each committee. All board members are invited to serve on any/all committees of the board. All committees are chaired by a board member.

### ACADEMIC EXCELLENCE COMMITTEE

The Academic Excellence Committee provides appropriate board oversight of the academic program by ensuring that the school's educational program is positively impacting student achievement and by raising strategic issues for board discussion. The Academic Excellence Committee chair meets with staff as often as necessary to conduct its work and will present a monthly board report.

- Academic Excellence Committee Chair Responsibilities, include:
- Assume responsibility for ensuring that students are achieving at the highest levels
- Agree on a definition of academic excellence for Edison School of the Arts
- In partnership with the Principal, monitor student achievement by reviewing and analyzing external, standardized tests and internal assessments, deeply understanding the factors affecting performance data and sharing updates with the full board
- Verify that Edison uses student data constructively and routinely to inform decisions
- Evaluate student achievement at Edison in comparison to other IPS schools, national standards, and other *Any Given Child* schools nationally.

**Committee Chair:** Kelli Marshall, member of the board

**Staff liaison:** Amy Berns, Principal

**Meeting Frequency:** Monthly

### FACILITIES & SAFETY COMMITTEE

The Facilities Committee provides appropriate board oversight of the building & grounds in which Edison leases from Indianapolis Public Schools to positively impact student achievement by raising strategic issues for board discussion. Its purpose is to provide appropriate board oversight to ensure that the facility is responsive to the changing programs of educational delivery, and at a minimum

provides a physical environment that is safe, secure, accessible, comfortable, well illuminated, well ventilated, and aesthetically pleasing. The Facilities Committee chair meets with staff as often as necessary to conduct its work and will present following such meetings.

Facilities Committee Chair Responsibilities, include:

- Preliminary review of building and grounds prior to board review
- Presentation of findings on facility planning to board for discussion
- Review and recommend to the full board approval of the investments in the assets owned by Indianapolis Public Schools
- Ensure that the full board annually receives a report on the maintenance and management of the building and grounds
- Works closely with the Assistant Principal on building & grounds oversight

**Chair:** Ted Givens, AIA, member of the board

**Staff liaison:** Sheena Roach

**Meeting Frequency:** As needed

## FINANCE COMMITTEE

The Finance Committee, chaired by the Treasurer, will meet as often as necessary to conduct its work, at minimum before every board meeting. Its purpose is to provide appropriate board oversight of school finances, ensure accurate and comprehensive financial reporting to the board, and raise strategic financial issues for board discussion. The Finance Committee chair meets with staff as often as necessary to conduct its work and will present a monthly board report.

Finance Committee Chair Responsibilities, include:

- Preliminary review of monthly financial statements prior to board review
- Presentation of financial statements to board for discussion
- Review and recommend to the full board approval of the annual budget
- Conduct an annual meeting with the auditor and present the report to the board
- Works closely with CEO, Executive Director on financial issues/oversight

**Committee Chair:** Greg Wallis, Treasurer of the board

**Staff liaison:** Vionta Jones

**Meeting Frequency:** Monthly

## ADVANCEMENT COMMITTEE

The Advancement Committee works closely with staff to provide leadership in engaging the collective board and individual board members in regular fundraising activities for the school and in providing strategic direction, oversight, and accountability for the board's fundraising activities.

The Advancement Committee chair meets with staff as often as necessary to conduct its work and will present a monthly board report on recruitment (80%); fundraising (10%); public/community relations (10%).

Advancement Committee Responsibilities, include:

- Involving and motivating board members in the cultivation, solicitation, and stewardship of gifts
- Ensuring the case for support is strong, compelling, and accurate
- Ensuring that 100% of board members give each year
- Helping to develop strategies for major gift cultivation and solicitation
- Assisting the Advancement committee in identifying all eligible grant opportunities
- Holding the board accountable in reaching its giving and fundraising goals

**Committee Chair:** Kay Feeney-Caito, member of the board

**Staff liaison:** Penny Guthrie, Director of Advancement & Engagement

**Meeting Frequency:** Monthly, or as required

## GOVERNANCE COMMITTEE

The Governance Committee is the committee of the board, by the board, and for the board. Its primary responsibility is to ensure the board is governing effectively and revitalizing itself. It is the responsible for providing leadership for board education, ensuring a strategically composed and diverse board is in place to govern the institution, nominating candidates for officer positions and committee membership, nominating and orienting new board members, ensuring an effective governance structure and ensuring an effective board self-assessment process. The Governance Committee, chair meets with staff as often as necessary to conduct its work and will present a monthly board report.

Governance Committee Chair Responsibilities, include:

- Developing and nominating board members to serve as officers including, Chair, Secretary, and Treasurer
- Leading the board in the identification, cultivation, and nomination of new board members to ensure a strategically composed board of up to nine members.
- Conducting an annual board self-assessment

- Ensuring new board members are effectively orientated to Edison, the board, the community, and the responsibilities and expectations of board service
- Monitoring the ongoing performance of current board members and evaluating performance before renewing board terms

**Committee Chair:** Ernest Disney-Britton, Ex-officio board member

**Staff liaison:** Amy Berns, Interim Building Administrator

**Meeting Frequency:** As Required

## 2023-2024 BOARD MILESTONES CALENDAR

*Please note, the CEO Search is not included in this general schedule*

### JULY 2023

- Board Meeting: Tuesday, July 18, 2023
- Review board-wide BOT Board self-assessment
- Review preliminary year-end financial review
- Update Governance Handbook
- Elect board officers
- Board approval of financial budget for upcoming school year
- Board-approved letter of engagement from accounting firm audit
- Conduct annual review of ByLaws, and Policy Book
- Complete annual background checks
- Submit updated resumes to new or existing board members.
- Finance Committee monthly meeting
- Academic Committee monthly meeting July, 2023

### AUGUST 2023

- Board Meeting: Tuesday, August 15, 2023
- Review preliminary standardized test results for prior year
- Finance Committee monthly meeting
- Academic Committee monthly meeting

### SEPTEMBER 2023

- Board Meeting: Tuesday, September 19, 2023
- Review final standardized test results and reports
- Review CEO, Executive Director progress against goals
- Review board's progress against goals
- Academic Committee monthly meeting
- Finance Committee monthly meeting

### OCTOBER 2023

- Board Meeting: Tuesday, October 17, 2023
- Review and accept audit
- Finance Committee monthly meeting
- Academic Committee monthly meeting

### NOVEMBER 2023

- Board Meeting: Tuesday, November 21, 2023
- Academic Committee monthly meeting
- Finance Committee monthly meeting

### DECEMBER 2023

- Board Meeting: Tuesday, December 19, 2023
- Submit School leader and CEO (if applicable) succession plan
- Board attends annual IPS LEA Meeting
- Review board's progress against goals
- Host/participate in school holiday party
- Governance Committee monthly meeting
- Finance Committee monthly meeting

### JANUARY 2024

- Board Meeting: Tuesday, January 16, 2024
- Review and approve preliminary enrollment and budget assumptions for next year
- Finance Committee monthly meeting
- Academic Committee monthly meeting

### FEBRUARY 2024

- Board Meeting: Tuesday, February 20, 2024
- Complete annual review of by-laws (and board policies, as appropriate)
- Review CEO, Executive Director's progress against goals
- Form CEO Evaluation Committee
- Collect annual conflict of interest disclosure forms
- Academic Committee monthly meeting
- Finance Committee monthly meeting

### MARCH 2024

- Board Meeting: Tuesday, March 19, 2024
- Select auditor
- Finance Committee monthly meeting
- Academic Committee monthly meeting

### APRIL 2024

- Board Meeting: Tuesday, April 16, 2024
- Complete annual board self-assessment
- Review preliminary budget for next year
- Finance Committee monthly meeting April
- Governance Committee monthly meeting
- Academic Committee monthly meeting

### MAY 2024

- Board Meeting: Tuesday, May 21, 2024
- Confirm annual board member commitments
- Academic Committee monthly meeting
- Finance Committee monthly meeting
- Governance Committee meeting - Annual Meeting Planning
- Review annual budget for next year
- Review board's progress against annual goals

### JUNE 2024 - Annual Meeting!

- Annual Board Meeting: Tuesday, June 18, 2024
- Elect new board members
- Elect board officers
- Update Governance Handbook
- Establish board goals for next year
- Establish CEO goals for next year
- Establish CEO professional development plan for next year
- Approve financial budget for upcoming school year
- Review board self-evaluation
- Finalize Board evaluation of school leader (or executive director/CEO)
- Finance Committee monthly meeting
- Academic Committee monthly meeting



**Edison School of the Arts, Inc.**  
Board Meeting Agenda

- I. Opening Items**
  - a. Call the Meeting to Order
  - b. Record Attendance and Guest
  - c. Adoption of the Agenda
- II. Opening Comments**
  - a. Board Member Comments
  - b. Public Comments
- III. Consent Agenda**
  - a. Minutes
- IV. Academic Excellence Committee**
  - a. Academic Dashboard
- V. Advancement Committee**
- VI. Facilities and Safety Committee**
- VII. Governance Committee**
- VIII. Finance Committee**
  - a. Monthly Financials
- IX. Empowerment Reports**
  - a. Students, Staff, Parents
- X. Board Chair Report**
- XI. Executive Director/CEO Report**
  - a. Progress Report
- XII. Closing Items**
  - a. Unfinished Business/ Next Steps
  - b. Important Board Dates