

GOVERNANCE BEST PRACTICES

FOR HIGHLY EFFECTIVE CHARTER SCHOOL BOARDS



CharterBoardPartners

great boards for great schools

Exceptional Governance: A Board's Responsibility

If you've seen a charter school that was clearly advancing on its mission and increasing academic achievement, you can be certain that a high performing board is hard at work in partnership with the school leader. If you've seen a charter school failing to achieve its goals, however, chances are an underperforming board is behind the scenes. Time and again, there is an irrefutable connection between the effectiveness of the board of directors and the success of the school.

By law, charter school boards are held accountable by the authorizer, 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. Legally, the buck stops with the board, and, therefore, ensuring board competency is not just the right thing to do, it's a legal responsibility.

But a board's legal and fiduciary responsibilities are just the beginning. A charter school board cannot be truly effective and meet all Charter Board Partners' 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 charter school board focuses on student achievement, acts strategically, recruits an exceptional school leader, raises and uses resources wisely, and fulfills all compliance expectations, but it only **manages** two things: the school leader, and itself. Charter school boards must manage themselves by investing in proven governance best practices regarding board composition, committee structure, meetings, and dynamics.

Life Cycles of Charter School Boards

Just like human beings, every charter school and respective board of trustees has a developmental life cycle, beginning with its founding and growing into maturity. The role of the board and its capacities will change throughout a school's life cycle. Not every school evolves through its life cycle in the same way or at the same pace; but if a school stagnates in any one phase, it can be detrimental to the students and their achievement. The key here is to acknowledge where a Board is in its lifecycle and work towards continuous improvement, setting a high bar for effectiveness.

Also, boards must be aware of the timeline associated with their current charter term. For example, in Washington, D.C. charters must be renewed every 15 years but there's a formal, important DC Public Charter School review every five years. These critical benchmarks in a charter school's life cycle serve as drivers as well as opportunities for board reflection on progress and mission advancement.

Phases of Board Education

Following are the phases of development that boards typically encounter, and although we offer timeframes often associated with each phase, it's important to note that each school evolves at a unique pace.

PHASE I: STARTUP

Board Characteristics:

- ▶ When most charter schools are started, a founder and small group of passionate, handpicked supporters are driven by a vision of educational excellence, academic achievement and bringing a lifetime of opportunity to the kids in a community. A founding group actively engages in the initial

This is a particularly exciting time for boards since they have the chance to establish effective governance practices (systems, structures, and policies) from day one. If done well, the long-term effect is that boards can move toward excellence much quicker.

planning and formation of the school, including applying for its charter, filing for incorporation, applying for its 501(c)(3) status, and planning for the creation of a board of directors.

- ▶ Once the charter is approved, many members of the founding group will become members of the school's Board of Trustees, along with new recruits. At this early point, the board, in effect, is a hands-on, *working board* that both governs and assists with operations since minimal staff is in place. With the mission and vision in the forefront, the board will be asked to do anything and everything to help get the school off the ground, from seeking facilities to house the school to developing programs to raising money.

PHASE II – TRANSITION / ADOLESCENCE

Board Characteristics:

- ▶ As the school starts to grow, so does the board. More systems are put into place, both operationally and governance-wise, including school leader performance evaluation, job descriptions for board members, and a committee structure.
- ▶ At this point, the board may still be involved in operations to some degree because the staff is still lean, but it begins to transition to a governing board.
- ▶ More emphasis and time are spent on planning, strategy, and building a stronger infrastructure.
- ▶ The board often grows in size as well as in diversity during this phase, moving beyond the original founders and board members of the school.
 - ◆ The founders still have a significant voice, but the board begins to position itself more in a collective decision-making framework, often causing some level of friction with the founders.

It is not uncommon for this phase to become a turbulent time where the school leader and board members wrestle with increased diversity of thought and changing roles, authorities, and decision-making systems.

PHASE III – HIGHLY EFFECTIVE BOARD

Board Characteristics:

- ▶ A charter school board becomes highly effective once it has effectively addressed the challenging issues that arise during the transition phase.
- ▶ A highly effective board has sound governance practices in place that allow it to work efficiently and focus on that which matters most.
- ▶ It has a high level of confidence and trust in the school leader and seeks a variety of ways to get information from multiple sources.
- ▶ This board understands the value of recruiting a strategically composed and diverse board.
- ▶ It has a strong, functioning committee and task force structure in place to advance the work of the board.
- ▶ It adopts performance evaluation systems at all levels of the institution.
- ▶ The highly functional board is no longer involved in the operations of the school and has created systems to allow it to effectively provide appropriate oversight.
 - ◆ It spends most of its time on strategic issues, building the school's reputation, and fundraising.
- ▶ It takes time to reflect, self evaluate, and implement changes in order to remain a high-performing board driven by mission.

Dysfunctional Phases of a Board

Boards don't always move smoothly through the phases outlined above, and rather than driving its own renewal of leadership, strategy, and energy to reach the highest level of performance, at some point, the charter school could either move into a Stagnant or Defunct Phase.

THE STAGNANT PHASE

When history and routine take over, it is not uncommon for charter schools boards to quietly shift into complacency, flirting with a slippery slope that can lead to the Stagnant Phase. This phase can occur at any time, but often kicks in several years after the school has reached the transition phase, but it can also occur earlier if the board has not effectively moved from being founder-driven to board-driven.

Board Characteristics:

- ▶ Board work becomes routine, energy begins to wane, school achievement either flat lines or drops, and an over-reliance on systems and processes prevails.
- ▶ Funding sources tend to end their support, and turnover is common on the board and at the staff level.
- ▶ The downward slide can quickly reach a crisis stage or it can slowly eat away at the school for years.

Outlook:

One of three things inevitably will occur in this phase:

- ▶ A number of board members and the school leader may recognize the warning signs and take action to successfully reenergize the institution. Disengaged board members are 'retired', new leadership with new energy and strategies are recruited, and a renewed sense of purpose and mission are reactivated. It is hard work, but coming through the Stagnant Phase will lead a charter school toward being highly effective with greater wisdom, vision, and energy.
- ▶ The board and staff may recognize the symptoms but are unable to revive the organization. The school may have dropped too far into financial debt, enrollment may already be headed in a tailspin, staff and faculty may be leaving at an unmanageable pace, or the recruitment of new board members with passion,

energy, and connections may be unsuccessful. In this situation, the school enters the Defunct Phase.

- ▶ The board and/or staff fail to take action and the authorizer forces the school into the Defunct Phase.

THE DEFUNCT PHASE

Board Characteristics:

- ▶ If a charter school slides into the Stagnant Phase and the board is unable or unwilling to move into renewal, the board will be faced with the decision of merger or closure.
- ▶ Sometimes this decision is driven by external factors, perhaps by the authorizer or through a lack of funds to continue operations. Other times, the board will be faced with a decision.
- ▶ While considering closure, all pertinent data should be considered, including:
 - ◆ Has the school's population been declining significantly?
 - ◆ Has the board shown the will and/or ability to initiate great change?
 - ◆ Is the school leader capable and willing to implement great change?
 - ◆ Has the school's public reputation fallen beyond repair?
- ▶ Making the decision to close a charter school is a difficult decision, but it is the right decision if the school no longer has the investment of the board or the community or cannot serve students to the high standards they deserve.

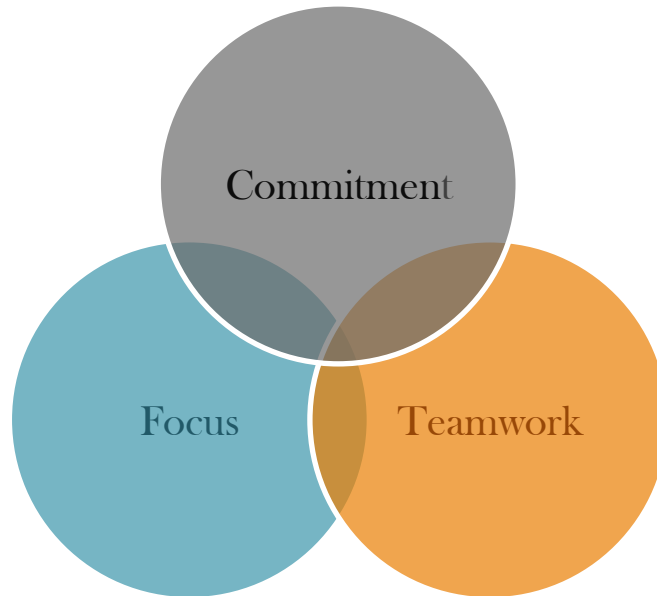
The Board's Relationship with the School Leader

Research in the education sector clearly confirms that employing a strong, highly competent leader increases a charter school's ability to succeed. A board not only hires a talented school leader but ideally builds an effective, productive, and trusting relationship with the school leader, working in constructive partnership on behalf of the students and academic achievement. Building this relationship between the school leader and the board of directors is a critical lever of success for every charter school.

A high performing board both supports the school leader and holds her accountable to mutually agreed upon expectations. Roles and responsibilities are clearly defined and annual goals are clearly established. The annual school leader performance becomes a tool for accountability, progress assessment, discussion, and support. evaluation (*See the CBP School Leader Evaluation tool for more information.*)

A board must champion its leader, building trust and encouraging candor and open communications. Collectively, board and staff come together to address challenges, both proactive and reactive. In particular, the relationship between the board chair and school leader sets the bar for the rest of the board; if this is a strong, candid, and supportive relationship, then the board as a whole is likely to function in a similar manner. If it isn't, the relationship between the entire board and school leader is likely to suffer. In addition, a truly high-performing partnership allows for proactive planning for both board and staff leadership transitions.

HIGHLY EFFECTIVE BOARD CHAIRS



TWELVE KEYS TO DISTINGUISH ONESELF AS A BOARD CHAIR

1. Coach the board like a team
2. Lead in partnership with the School Leader
3. Focus the board on that which is most important
4. Be a great meeting facilitator
5. Remain neutral rather than advocate for a position
6. Marshall consensus of opinion
7. Address problems in timely and effective way
8. Communicate effectively
9. Engage board members to take ownership for the work of the board and show appreciation
10. Value transparency and operate accordingly (full personal/ professional disclosure)
11. Be reflective and self-aware
12. Always operate according to *what's best for the school*

QUALITIES OF HIGHLY EFFECTIVE BOARD CHAIRS

Personal Qualities

- ▶ Has a passion for governance and inspires others
- ▶ Is approachable and available
- ▶ Is a good listener and communicator
- ▶ Shows integrity, respect, and humility
- ▶ Is a strategist and visionary thinker
- ▶ Encourages open communication and constructive debate

Commitment to the Board

- ▶ Engages board members to take ownership of board's work
- ▶ Celebrates board members' hard work and achievements
- ▶ Promotes board development and governance best practices
- ▶ Commits to leading an effectively run board
- ▶ Upholds legal and ethical standards of conduct
- ▶ Ensures board plans proactively for the succession of board members and officers

Commitment to the School

- ▶ Shows understanding and passion for mission, values, and school
- ▶ Engages board members to demonstrate and encourage their commitment
- ▶ Understands and respects management/governance boundaries

DUTIES OF HIGHLY EFFECTIVE BOARD CHAIRS

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 individual board members have authority only when the board so delegates

School Leader

- ▶ Cultivates a constructive partnership with the School Leader
- ▶ Participates in the hiring, monitoring, and evaluation of the School Leader
- ▶ Meets or talks regularly about monitoring School Leader's progress and challenges around goals

Community Relations

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

Meeting Management

- ▶ Helps develop meeting agendas with school leader
- ▶ Presides at all meetings of the board and specific committees
- ▶ Promotes meaningful dialogue at board meetings
- ▶ Gives every board member an opportunity to contribute but does not allow any one member, including herself, to dominate or derail the discussions

Board Committees

- ▶ May appoint board committee and task force chairs (depending on bylaws)
- ▶ Ensures ongoing communication between committees and the board
- ▶ Serves as ex-officio of all committees

BOARD COMMITTEES

FREQUENTLY ASKED QUESTIONS

What are the advantages of having a committee structure?

Committees allow boards to operate more efficiently, since detailed work can be done within committees comprised of a smaller subset of members. Also, since committees are typically staffed with members who have specific, content-rich expertise, more in-depth discussions and analyses can take place, resulting in well-informed recommendations to the full board. Those recommendations are then presented to the full board for review and approval at regular board meetings.

How does a school determine which committees to create?

Although not generally required, standing committees are often explicitly defined in the school's bylaws. Boards should develop a strategic, lean committee structure, only creating and naming in its bylaws the standing committees it needs to facilitate and elevate its work.

Will the committee structure we develop always remain the same?

The committee structure will and should change over time as the board evolves. High-performing boards also create fewer standing committees and use short-term, project-based task forces more frequently.

Which standing committees are most frequently created?

While committee structures will differ somewhat from board to board, Charter Board Partners recommends that schools create at least four standing committees: Finance (which would be also be responsible for oversight of the audit function), Governance, Academic Excellence, and Development. If the board can only support three committees initially, it should establish a Finance, Governance, and Academic Excellence Committee.

Are there other formal structures that Boards can adopt?

If the strategic needs of the board require additional structure, boards can create task forces, and the Board's authority to do so is often referenced in the school's bylaws. Task forces operate similar to a committee, but task forces often have a shorter-term agenda and frequently include non-board members. Often task forces are created for facilities procurement or improvement, strategic planning, a school leader search, a fundraising campaign or special event, or to consider replication or expansion.

Does a committee or task force need a specifically defined purpose?

Every committee and task force needs a written charge clarifying its purpose and scope of authority, a chair to lead it, and a minimum of two additional members to add a minimal diversity of opinion and have enough people power to complete the work at hand. Annual work plans are developed to help committees focus on their annual goals, and committees should meet as often as needed to accomplish their work.

How are the activities of committees and task forces documented?

Minutes, generally no longer than one page, are taken at each meeting detailing attendance, recommendations for the board's consideration, high-level overview of discussions, and action steps. *(See example of committee minutes below.)* The written minutes should be shared with the full board in a timely fashion; verbal reports to the board are needed only for recommendations for the board's consideration or key strategic issues that require board discussion.

EFFECTIVE MEETINGS

WHY EFFECTIVE MEETINGS MATTER

Public charter school boards have significant responsibilities and only a limited amount of face-to-face time to fulfill them. Boards may have an average of only 20 hours per year to meet formally as a full board to set the school's direction, ensure academic achievement, secure resources, plan strategically, and provide appropriate oversight of school operations. This is why it is so critical for board meetings to be efficient, substantive, and productive, and why boards must be strategic in delegating tasks to committees as appropriate.

Great board meetings are often characterized by great discussions on important issues. But they rarely happen by chance; in fact, they are usually the outcome of good planning, strong agendas, thoughtful preparation, the use of efficient tools, and excellent facilitation.

The board president and school leader should work together to plan board meetings. When planning for a productive, engaging board meeting, the first step is to create a great agenda. Well-intended boards often incorrectly assume that every issue must be handled essentially the same way, i.e., by board discussion during a board meeting. There are, however, a breadth of ways that issues can be effectively addressed including delegation to staff or committees, and electronic communications.

PREPARING A MEETING AGENDA

It's important to remember that all agenda items are not equal; in fact, nothing should be added to the agenda without it being fully vetted, determined to be appropriately part of the board agenda and ready for board discussion. Boards often use a 'consent agenda' as part of the meeting agenda to bundle the routine business of the board, thus freeing most of the meeting time for strategic issues. Agendas should include time lines, include 'action' or 'discussion' flags, and be accompanied by appropriate background material, all of which should be disseminated to board members no less than four to five business days prior to the meeting, to allow them to prepare for key conversations. *(See Sample Agendas below.)*

Four core questions should be asked by the board chair and school leader to guide their preparation for a great meeting and the creation of a strategic agenda:

Question #1

What are the two to four most important issues on which this board needs to be focused?

- ▶ Are these really issues the board (versus staff, etc.) needs to address?
- ▶ What are the core questions we should be asking regarding each issue?
- ▶ How do we best tee up each issue? What does the board need in terms of background information, data, or context in order to meaningfully discuss each issue?
- ▶ Should discussion on this issue start at the board level or be delegated to a committee to prepare the discussion for the board? Does staff need to do any work to prepare the issue for board or committee discussion?

Question #2

What must the board do at this particular point in time?

- ▶ Check the board's annual calendar (*See Annual Board Calendar Sample below.*) to ensure key activities are included on the board meeting agenda when appropriate, e.g. budget approval, board self-assessment, audit review, and approval.

Question #3

What must the board do as part of its due diligence or governance responsibilities?

- ▶ Which of these items really require a discussion? Or, can we simply distribute materials to board members? Or, can we simply request board members complete a certain action?
- ▶ What is the most efficient way to handle these items? Electronically? By committee? At the board table?

Question #4

What does the board need in terms of its ongoing education that will help it make good, informed decisions?

- ▶ What are our board's specific professional development needs and where do we find the support to meet those needs?

DECISION-MAKING

Boards need to have a clear decision-making process. Key information, including what substantiates a quorum and whether a majority vote serves as an act of the board, can usually be found in the bylaws. Boards can create a culture of decision making by:

- ▶ Ensuring the board has a breadth of relevant data and information on which to base its decisions.
- ▶ Creating a culture of inquiry that encourages robust debate and consideration of alternative options.
- ▶ Developing a process that includes a review and discussion of the advantages and downsides of every decision prior to the vote.
- ▶ Whenever possible, avoiding voting on significant decisions until some level of consensus has been developed.

A common tug-of-war for boards and school leaders is the question: how much information does the board actually need? Some boards or board members have a tendency to ask for a lot of detail. When staff seeks to meet this need, board members often either complain there's too much material or simply fail to read the board materials.

The rule of thumb is to give board members the information and materials they need in order to be well informed in their discussions and decision-making. Where that line is drawn is not always clear and must be negotiated with candid discussion.

Boards should only make decisions once they have thoroughly reviewed all relevant data and materials and have had all of their questions answered. In some cases, decisions can be made in the meeting when a topic is being discussed for the first time. In other instances, discussion occurs over multiple meetings before a decision is made.

MEETING MANAGEMENT

Parliamentary procedures in the boardroom will also vary from board to board. More and more boards find that the traditional Roberts Rules of Order, first developed to

Many boards now use board portals that allow easy storage of and access to materials. This saves staff both time and effort in preparing board materials. The growing use of dashboards is helping staff keep board members well informed of operational issues at a high level; in turn, board members respond well to dashboards because the tools allow them to analyze the data and spot trends and patterns.

manage governance by very large boards, are no longer practical in the boardroom. Instead, boards are using less wieldy boardroom procedures from sources like the American Bar Association or Roberta's Rules of Order.

Every board meeting should end with either a verbal or written board meeting evaluation. (See *Board Meeting Evaluation Template below.*) This evaluation focuses on both strengths and weaknesses of the board meeting and can be used to enhance board meetings on a regular basis.

Board Committee Job Descriptions

Every standing committee should have clarity on its purpose, authority level, leadership and membership, who it is accountable to, and frequency of meetings. The Board Chair appoints the chair for each committee. Committees will include at least two additional members (for a minimum of three individuals per committee.)

FINANCE COMMITTEE

The Finance Committee, chaired by a board member (usually 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.

FINANCE COMMITTEE RESPONSIBILITIES

Specific responsibilities of the finance committee include:

- ▶ Preliminary review of monthly financial statements prior to board review
- ▶ Presentation of financial statements to board for discussion
- ▶ Ensure that the annual budget is prepared in a timely manner, allocates resources to support the school's strategic direction, and drives improved student achievement
- ▶ Review and recommend to the full board approval of the annual budget
- ▶ Recommend the selection of an auditor, ensuring the school changes auditors (or audit partner) every five or so years
- ▶ Meet with auditor prior to full board audit review and approval
- ▶ Ensure that either the Finance Committee or the full board annually meets in executive session with the auditor
- ▶ Provide recommendations to ensure appropriate financial policies and procedures are in place
- ▶ Identify strategic and long-term financial issues to address before they become urgent issues
- ▶ Set annual committee goals and regularly monitor progress against those goals
- ▶ Serve as an ongoing resource and advisor to staff on financial issues
- ▶ Work closely with staff on financial issues/oversight

STEPPING UP WITH YOUR FINANCE COMMITTEE

High-performing Finance Committees will also do the following:

- ▶ If charter school bylaws allow, recruit non-board members with particular financial and/or investment expertise to serve on this committee
- ▶ Work with staff to develop financial dashboards to help the board absorb large amounts of complex information and understand patterns and trends
- ▶ Invite a CPA annually to present a 45-minute board training on how to read a charter school's financial statements; each year the level of training can become more sophisticated, thus increasing board members' competencies
- ▶ If the financial operations of the school become increasingly complicated, primarily due to issues of scale or compliance requirements of funders, determine whether the committee should split into two separate board committees: Finance Committee and Audit Committee
- ▶ If and when appropriate, recommend the creation of an Investment Committee

EXECUTIVE COMMITTEE

A NOTE ABOUT EXECUTIVE COMMITTEES

Charter schools often ask whether they should have Executive Committees. As explained below, Executive Committees have limited overarching roles and play out differently across organizations. Our advice to charter schools is to consider whether you have a functioning committee structure. If you do, then you may have the board-level capacity to use an Executive Committee effectively. If you do not, we recommend that you focus first on building an effective governance committee and pull the functions usually reserved for the Executive Committee into the governance committee. It is more important to **do the work well** (i.e. evaluate the School Leader) than to create a committee in hopes that this will be the magic solution to get the work done.

BOTTOM LINE

Before you create an Executive Committee, ensure that you:

- ✓ **Need** this particular structure to accomplish your goals
- ✓ Have the **board capacity** (in terms of time and talent) to build a strong Executive Committee
- ✓ **Identify** the specific roles and responsibilities that *your* Executive Committee will play

EXECUTIVE COMMITTEE RESPONSIBILITIES

The Executive Committee is chaired by the Board Chair. Its two primary responsibilities are to act on behalf of the board on urgent issues when the full board is not able to meet, and to lead the performance evaluation process for the school leader. (The bylaws must articulate that the Executive Committee has the authority to do the former.)

The limitations of the Executive Committee's authority (which are typically noted in the bylaws) include:

- ▶ Dissolution of the institution
- ▶ Mergers
- ▶ Hiring or firing of the school leader
- ▶ Electing or removing board members
- ▶ Amending the bylaws
- ▶ Approving or changing the budget
- ▶ Eliminating or adding major programs

The Executive Committee is typically comprised of the Board Chair, Vice Chair, Secretary, Treasurer or Finance Committee Chair, Governance Committee Chair, and the School Leader, who serves ex-officio. The Executive Committee meets only as needed, but a minimum of two times per year. The Executive Committee can meet in executive session without the school leader when it so chooses, e.g., when her evaluation is being addressed.

Only committee members and invited guests may attend Executive Committee meetings. Minutes of Executive Committee meetings are shared promptly with the full board of directors to ensure transparency and to keep board members well informed. If the Executive Committee makes significant decisions, the full board will be informed within 24 hours and the decision will be ratified by the full board at the next board meeting.

STEPPING UP WITH YOUR EXECUTIVE COMMITTEE

High performing Executive Committees will also do the following:

- ▶ Remain aware of the danger of becoming an inclusive entity, ultimately making the full board a rubber stamp

- ▶ Serve as a mini-think tank for the board by identifying key strategic issues and the best way to frame them for board discussion
- ▶ Frequently ask the school leader: “What’s keeping you awake at night?”
- ▶ Actively develop new leadership on the board
- ▶ Model great governance practices for the rest of the board

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 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.

GOVERNANCE COMMITTEE RESPONSIBILITIES

Specific responsibilities of the governance committee include:

- ▶ Promoting and providing education to new and tenured board members about the school, education reform, the community, and governance
- ▶ Assessing the school’s governance needs, including periodically reviewing the size of the board, the strategic composition of the board, the committee structure and charters, and recommending changes as needed
- ▶ Developing and nominating board members to serve as officers including, as appropriate, Chair, Vice Chair, Secretary, and Treasurer
- ▶ Leading the board in the identification, cultivation, and nomination of new board members to ensure a strategically composed board
- ▶ Ensuring new board members are effectively oriented to the charter school, 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
- ▶ Conducting a board self assessment every one to two years
- ▶ Planning the annual retreat
- ▶ Reviewing and recommending changes to the bylaws every two years or as needed
- ▶ Set yearly goals and monitor against them

STEPPING UP WITH YOUR GOVERNANCE COMMITTEE

High performing Governance Committees will also do the following:

- ▶ Attend Charter Board Partners' trainings and events
- ▶ Present a short educational segment at every board meeting on the mission, school, and community or governance practices
- ▶ Invite special guests, school leaders, or Board Chairs from other charter schools to talk with your board to bring new lenses into the boardroom
- ▶ Talk with other charter school boards' governance committees to learn more about how they are overcoming their challenges

DEVELOPMENT COMMITTEE

The Development 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 Committee meets as often as necessary to conduct its work.

DEVELOPMENT COMMITTEE RESPONSIBILITIES

Specific responsibilities of the development committee include:

- ▶ Involving and motivating board members in the cultivation, solicitation, and stewardship of gifts
- ▶ Helping to develop policies for the board and staff regarding gift solicitation and recognition
- ▶ Ensuring the case for support is strong, compelling, and accurate
- ▶ Helping to develop strategies for major gift cultivation and solicitation
- ▶ Recommending realistic but stretch goals for board giving, for board's approval
- ▶ Ensuring the board has a 100% board giving policy and fulfills it each year
- ▶ Holding the board accountable in reaching its giving and fundraising goals
- ▶ Ensuring the board receives fundraising training as needed
- ▶ Leading by example
- ▶ Set annual committee goals and regularly monitor progress against those goals

STEPPING UP WITH YOUR DEVELOPMENT COMMITTEE:

High performing Development Committees will or may also do the following:

- ▶ Get one board member to match board member gifts above last year's gift

- ▶ Create friendly competitions between board members or their firms in raising funds

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 academic issues for board discussion. The Academic Excellence Committee, chaired by a board member, will meet as often as necessary to conduct its work, but typically at least quarterly.

ACADEMIC EXCELLENCE COMMITTEE RESPONSIBILITIES

Specific responsibilities of the academic excellence committee include

- ▶ Assume responsibility for ensuring that students are achieving at the highest levels
- ▶ Agree on a definition of academic excellence for the school
- ▶ Understand how student achievement is measured at the school and build board-wide understanding of the most critical measures
- ▶ In partnership with the school leader, 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
- ▶ Evaluate student achievement at the school in comparison to other schools and national standards
- ▶ Verify that school administrators use student data constructively and routinely to inform decisions
- ▶ Insist on targeted changes to the academic program if student achievement is lagging
- ▶ Identify strategic and long-term challenges to the academic program before they become urgent issues

It's important to note that this a committee that can easily slide down that slippery slope between oversight and management, overstepping the board's bounds.

For example, if a school showed low test scores in math, the board should ask the school leader the tough questions around why that dip occurred and what the leadership doing to address it. The board should *not* tell the school leader what he/she should *do* about that result, for example suggesting a specific math curriculum or teaching strategy.

The board asks the questions and provides advice, holding the leader accountable for results. The board does not make program-level decisions.

- ▶ Serve as an ongoing resource and advisor to staff on academic issues, as requested, providing recommendations and feedback to administrators for improvements to the academic program
- ▶ Set annual committee goals and regularly monitor progress against those goals

STEPPING UP WITH YOUR ACADEMIC EXCELLENCE COMMITTEE

High-performing Academic Excellence Committees will also do the following:

- ▶ If charter school bylaws allow, recruit non-board members with particular educational expertise related to the school's model
- ▶ Work with staff to develop academic dashboards to help the board absorb large amounts of complex information and understand patterns and trends
- ▶ Visit other high-performing schools to inform the committee's work
- ▶ Attend authorizer trainings on accountability

Sample Calendars and Meeting Templates

ANNUAL BOARD CALENDAR SAMPLE

ABC CHARTER SCHOOL FISCAL YEAR CALENDAR

JULY

- ✓ Review final board-wide dashboard for prior year
- ✓ Review preliminary year-end financial review
- ✓ Review progress against strategic plan goals, if applicable

AUGUST

- ✓ Review preliminary standardized test results for prior year

SEPTEMBER

- ✓ Review updated standardized test results
- ✓ Review school leader's progress against quarterly goals
- ✓ Review board's progress against quarterly goals

OCTOBER

- ✓ Review and accept audit

NOVEMBER

- ✓ Review final standardized test results and reports

DECEMBER

- ✓ Review school leader's progress against quarterly goals
- ✓ Review board's progress against quarterly goals
- ✓ Host/participate in school holiday party

JANUARY

- ✓ Review and approve preliminary enrollment and budget assumptions for next year

FEBRUARY

- ✓ Complete review of by-laws and board policies, if applicable
- ✓ Collect annual conflict of interest disclosure forms

MARCH

- ✓ Review school leader's progress against quarterly goals
- ✓ Review board's progress against quarterly goals
- ✓ Select auditor

APRIL

- ✓ Complete annual board self-assessment
- ✓ Review preliminary budget for next year

MAY

- ✓ Confirm annual board member commitments
- ✓ Approve annual budget for next year
- ✓ Review board's progress against annual goals

JUNE

- ✓ Complete school leader annual performance evaluation
- ✓ Establish school leader goals for next year
- ✓ Establish board goals for next year
- ✓ Establish school leader professional development plan for next year
- ✓ Elect new board members
- ✓ Elect board officer

BOARD MEETING AGENDA

EXAMPLE 1 – CONSENT AGENDA

ABC CHARTER SCHOOL

AGENDA

February 13, 2012 ♦ 8:00 a.m. – 10:00 a.m.

- 8:00 a.m. **Welcome**
- 8:05 a.m. **Mission Moment**
Someone shares a story that brings the mission and/or the pursuit of academic achievement alive.
- 8:10 a.m. **School Leader Report**
*Very brief. **Does not reflect entire written report.** Rather, School Leader flags one to three highlights in the report, analyzing the significance or possible implications. May also share what has transpired of note since the report was written.*
- 8:20 a.m. **Consent Agenda (Action)**
Contents will vary from meeting to meeting. Reflects the routine business of the board or the issues that do not require or need discussion.
- For example:*
- *Approval of last meeting's minutes*
 - *School leader written report*
 - *Committee reports (must be written)*
 - *Adoption of bylaw change that has already been discussed*
- 8:25 a.m. **Financial Report (Presentation and discussion)**
Report is given by Treasurer, perhaps with assistance by the CFO or school leader. This reflects not just current financial picture but cash flow, financial implications, strategic financial considerations, etc.
- 8:40 a.m. **Dashboard Review (Discussion)**
Review and discussion of updated dashboard(s) reflecting school activity and strategic plan progress, identifying success and challenges and holding the board accountable to measurable goals
- 9:00 a.m. **Expansion Task Force Recommendations (Presentation and discussion)**
Send materials in advance. Make high-level presentations. Pose two to three strategic questions to the board for discussion. Determine next steps.
- 9:45 a.m. **Last Thoughts**
Review decisions made and action steps. Identify the three things all board members should be doing/thinking about between now and the next meeting.
- 9:50 a.m. **Board Meeting Assessment**
"Did we spend our time effectively today?"
"What can we do to be more effective?"
"Are there any board members who have been frequently absent? How do we want to handle these situations?"
To our school leader: "What's keeping you awake at night?"
- 10:00 a.m. **Adjourn**

EXAMPLE 2 – TRADITIONAL AGENDA

ABC CHARTER SCHOOL

AGENDA

September 6, 2012 ♦ 5:00 p.m. – 7:00 p.m.

- 5:00 p.m. **Welcome**
- 5:05 p.m. **Mission Moment**
Someone shares a story that brings the mission and/or the pursuit of academic achievement alive.
- 5:10 p.m. **Approval of Minutes (Action)**
- 5:15 p.m. **School Leader Report**
Very brief. Does not reflect entire written report. Rather, School Leader flags one to three highlights in the report, analyzing the significance or possible implications. May also share what has transpired of note since the report was written.
- 5:25 p.m. **Financial Report (Presentation & discussion)**
Report is given by Treasurer, perhaps with assistance by the CFO or school leader. This reflects not just current financial picture but cash flow, financial implications, strategic financial considerations, etc.
- 5:40 p.m. **Dashboard Review (Discussion)**
Review and discussion of updated dashboard(s) reflecting school activity and strategic plan progress, identifying success and challenges and holding the board accountable to measurable goals
- 5:55 p.m. **Strategic Planning (Discussion)**
Our strategic plan will be ending in nine months. How do we want to approach our next plan development? What worked well last time? What should we do differently? Shall we create a task force to drive the process? Do we need an outside consultant's expertise? What are the three to five biggest issues looming in our future that we need to address?
- 6:10 p.m. **Committee Reports**
*Standing committees (as appropriate) report on three things: the most important issue/project the committee will be addressing in upcoming year, what it anticipates bringing to the board during the year for comment or decision, and any assumptions made to date on key issues.
NOTE: Max of 10 minutes per report. Every committee does not and should not report at every meeting. Only as needed on issues of substance.*
- 6:40 p.m. **Annual Board Business (Materials Sent In Advance) (Action)**
Complete, sign and submit on site:
- Annual Conflict of Interest Review and Declarations/ Signatures
 - Annual Letter of Commitment
- Annual review of insurance*
- 6:45 p.m. **Last Thoughts**
Review decisions made and action steps. Identify the three things all board members should be doing/thinking about between now and the next meeting.
- 6:50 p.m. **Board Meeting Assessment**
*"Did we spend our time effectively today?" "What can we do to be more effective?"
"Are there any board members who have been frequently absent? How do we want to handle these situations?"
To our school leader: "What's keeping you awake at night?"*
- 7:00 p.m. **Adjourn**

COMMITTEE MEETING MINUTES TEMPLATE

ABC CHARTER SCHOOL MEETING MINUTES

COMMITTEE NAME:

DATE/TIME OF MEETING:

IN ATTENDANCE:

RECOMMENDATION TO THE BOARD (IF APPLICABLE):

- State actual motion in one to two sentences.
- Rationale
 - ◆ Benefits/advantages/desired outcomes
 - ◆ Downsides
- Alternative options discussed.
- Vote of the committee to bring recommendation to the board.

OTHER DISCUSSION TOPICS:

ACTION STEPS:

COMMITTEE MEETING MINUTES EXAMPLE

ABC CHARTER SCHOOL

MEETING MINUTES

COMMITTEE NAME: Governance / Executive Committee

DATE/TIME OF MEETING: May 12, 2012: 5:00 - 7:00 p.m.

IN ATTENDANCE: Joe, Melissa, Sam, Tricia,
Emily (Board President), Megan (School Leader)

RECOMMENDATION TO THE BOARD (IF APPLICABLE):

The Governance Committee moves to expand the size of our board to a minimum of 12 members and a maximum of 15 members.

We've debated this issue for two years. Now that the school is expanding to add high school years, we anticipate that board work will increase and that we will also need greater diversity of skills and thought at the board table. We do not want to burn out board members, and we think there will be many upsides to this decision.

- Benefits/advantages/desired outcomes: greater diversity; greater breadth of skills sets; more circles of influence for our fundraising; opportunity to develop more board members for leadership positions; we will have more board members to place on committees
- Downsides: it will arguably require more of Megan's time to work with a larger board, but she has indicated that the benefits outweigh the downsides. We will want to be attentive to our continued ability to work well as team as we grow.

Alternative options discussed: we considered leaving the board size range at 9 – 12 members but felt that won't be sufficient for the challenges and work ahead of us.

The committee is unanimous in bringing this recommendation to the board.

OTHER DISCUSSION TOPICS:

Committee discussed ideal board composition and gaps, including technology skills, fundraising skills, and leaders of Latino descent.

ACTION STEPS:

- Formally recommend a bylaws change re: board size at the June board meeting.
- The board will begin its annual board self-assessment process starting in July. Joe and Melissa will lead the process and set expectations with the board at the June board meeting.

BOARD MEETING EVALUATION TEMPLATE

ABC CHARTER SCHOOL
BOARD MEETING EVALUATION

NAME:

MEETING DATE:

Please rate the following statements on a 1 to 5 scale according to:

- 1 = strongly disagree
- 2 = disagree
- 3 = neutral
- 4 = agree
- 5 = strongly agree

Statements	1	2	3	4	5
The board meeting materials prepared me well for the meeting.					
Board members came prepared to the meeting and ready to conduct business.					
The meeting was well facilitated.					
We focused most of our time on that which is most important.					
We used our time in the boardroom well today.					

The best part of the board meeting today was:

Our board meetings will be even better if we:

PLEASE SUBMIT YOUR COMPLETED EVALUATION TO A MEMBER OF THE GOVERNANCE COMMITTEE.