APPROVED

Menlo Park Academy Governing Board

Minutes

Governance Committee

Date and Time
Wednesday February 21, 2018 at 5:00 PM

Location
3rd Floor Meeting Room, 2149 West 53rd Street, Cleveland, OH 44102

OUR MISSION: Menlo Park Academy is a public school that develops the potential of gifted learners through an exemplary program of rewarding experiences that nurtures the whole child.

Committee Members Present
Carol Ryan, Cathie Leimbach, Penn Berens (remote), Teri Harrison

Committee Members Absent
Richard Hronek

Guests Present
Jeff Jaroscak

I. Opening Items

A. Record Attendance and Guests

B. Call the Meeting to Order

Cathie Leimbach called a meeting of the Governance Committee Committee of Menlo Park Academy Governing Board to order on Wednesday Feb 21, 2018 at 5:27 PM.

C. Approve Minutes

Teri Harrison made a motion to approve minutes from the Governance Committee Meeting on 01-23-18 Governance Committee Meeting on 01-23-18.
Cathie Leimbach seconded the motion.
The committee **VOTED** to approve the motion.
Carol Ryan abstained from the vote since she did not attend the last committee meeting.

II. Governance Committee Role

A. Review Key Results & Tasks; Draft Timeline

We reviewed the Key Results and Tasks for which the Governance Committee is responsible and discussed how and when several could be accomplished.

Individual responsibilities arising from this discussion are as follows:

KR 4.1: High trust Board and School Director leadership team
Cathie will be the lead for board working meetings discussions on KR 4.1 topics. Much or all of this work will be done without external facilitation. This includes: clear expectations for Stacy, Stacy's reports before the regular board meetings, whole board engagement practices, board members focusing on KRs and not doing or asking staff to work on anything else, what communication channels we will follow, and what is healthy board member discussion at board meetings.

KR 4.2: Board supports the School Director to position her for success
Penn will be the lead for 4.2 topics including how the board sets clear expectations on goal achievement for the School Director, ensuring each aspect of the job description is explained and understood, intentionally inviting Stacy to the Governance Committee meetings, considering a standard evaluation format the we customize for our needs, and ensuring timely and effective performance evaluations.

Task 4.2.2: Define and articulate expectations for School Director reports to the Board
Rich will be asked to develop the contents of an operational progress dashboard for Stacy to keep updated for the Board's reference. This will include updates on several aspects of operations including but not limited to the preparation of sponsor compliance reports in advance of the sponsor meeting with the School Director, progress on teacher evaluations,attendance reports, enrollment reports. Rich will be asked to discuss compliance reporting needs and schedules with Jeff.

Task 4.3.1: State required board member annual update training by March 30

Cathie will look for a short Sunshine Law training video that could be shown at a board meeting. Otherwise all board members will complete the online Ethics and Sunshine Law training.

Task 4.3.2: Melissa will be asked to share with the board members their important role in fundraising.

Task 4.3.3: Cathie will ensure a whole board self-evaluation process is conducted.

Task 4.5: Board Policy Clarification
Teri will ensure that necessary clarification of Program, Personnel/HR, and Class Size policies are presented to the Board in draft policy format.

Task 4.7: Develop standard operating objectives at a whole board meeting.

Task 4.8: Board and School Director succession plans.
Cathie will ensure there are at least 2 board member candidates willing to stand for election to fill the 2 seats that are up for election this spring.

The KR and Task list will be tightened up by moving 4.2.3 and 4.4 into 4.1.

Nothing further will be done on the following this year except a few items specified above: 4.2.4, 4.3, 4.4, 4.6, 4.8

III. Board Members for 2018-2019

A. Board Members - Another Term for Rich & Melissa? New Board Members?

Rich Hronek is interested in another term on the board.
Melissa Vlasik is considering another term.
Penn Berens is considering whether he will let his name stand for consideration.
Carol Ryan is considering whether she is open to joining the board again.

Cathie will contact Lisa Sheldon to see if she is interested in joining the board.

Teri has discussed the number of board members with Susanne Henselman, an attorney and former MPA board member, who formerly kept the board policy documents up to date. Susanne reported that when the board policy was amended to make the number of board members be 15 it was intended that this would be the maximum number of board members. Another policy leaves filling board vacancies up to the board's discretion, as long as we satisy the school board law of having at least 5 board members. Therefore, current policy and law provides for the MPA board to have 5 to 15 board members, as the board wishes.

IV. Board and/or Board Member Evaluation

A. Whole Board Evaluation - BOT Tool or otherwise

We will use the Board on Track board evaluation tool for the current year's whole board feedback process.

B. Individual Board Member Evaluation

Due to the amount of work that peer evaluations take and the current workload of board members we suggested that we not do an individual board member evaluation this year.

V. School Director Feedback

A. Clarify Expectations & Evaluation Process

We need to be clear on what the School Director is expected to achieve by the end of the year so we have clear parameters for evaluation. Teri will share a suggested process with the board at the March 1 board meeting.

VI. MPA Strategic Planning Process

A. Board Leads by Generating Key Results or Ratifies Committee & Staff KRs

The Board could start the Strategic Planning process to identify Key Result Areas for the coming school year at the April Working Meeting or Strategic Meeting.

B. Strategic Planning and/or Annual Planning Timeline

VII. Aligning Amy Borman Policies with MPA Developed Policies

A. Personnel & Program Policies

Teri will review the MPA developed policies in Personnel and Program areas to identify those that she thinks indicate ways that MPA prefers to do things differently than the norm to serve our purpose and mission. We will then compare these policies to Amy Borman's policies on these matters and confirm which we will move forward with. We will have to present any proposed changes to Amy Borman's policies to her to check legal compliance and then to the board for official approval.

VIII. Committee Meeting Effectiveness

A. Agenda for March Meeting

At the Governance Commitee's March meeting we will discuss:
- board nominees to present at the April board meetings
- chair for the PEC while Suzanne McFarlane recovers from her surgery

- how to increase engagement of MPA's committees to contribute to our effectiveness
- strategic planning and annual goal setting for the organization

We will plan our meeting agenda to align with our KRs and arrange our committee report to the board by KRs.

IX. Closing Items

A. Adjourn Meeting

Carol Ryan made a motion to adjourn the meeting.
Teri Harrison seconded the motion.
The committee **VOTED** unanimously to approve the motion.
There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 7:19 PM.

Respectfully Submitted,
Cathie Leimbach