



## Navigator Schools

### Governance Committee Meeting

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#### Date and Time

Tuesday August 11, 2020 at 1:00 PM PDT

#### Location

A remote location via Zoom

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This meeting will be held in compliance with modified Brown Act requirements as outlined in Executive Order [N-25-20](#).

Individuals in need of a disability-related accommodation, modification, or auxiliary aid/service, should direct requests to Sean Martin, Executive Assistant to the CEO. Contact: (831) 217-4894  
smartin@navigatorschools.org

An archive of board meeting agendas and minutes is available for public view at the Navigator Schools Support Office, 650 San Benito Street, Suite 230, Hollister CA 95023.

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#### Agenda

##### I. Opening Items

Opening Items

- A. Record Attendance and Guests
- B. Call the Meeting to Order
- C. Approve Minutes

Approve minutes for NS Governance Committee on April 2, 2020

## **II. Topical Items**

### Governance

#### **A. Board Member Agreement Form**

The committee will review a draft of a proposed annual Board Member Agreement Form.

#### **B. Review 2019-20 Board Goals**

Members will review the 2019-20 board goals.

#### **C. Discuss 2020-21 Board Goals**

Members will discuss potential NS Board goals for the 2020-21 school year.

#### **D. Board Member Recruitment Updates**

Members and staff will share updates on NS Board recruitment efforts.

#### **E. Schedule 2020-21 Governance Committee Meetings**

## **III. Closing Items**

#### **A. Adjourn Meeting**

# Coversheet

## Approve Minutes

**Section:** I. Opening Items  
**Item:** C. Approve Minutes  
**Purpose:** Approve Minutes  
**Submitted by:**  
**Related Material:** Minutes for NS Governance Committee on April 2, 2020

APPROVED



## Navigator Schools

# Minutes

## NS Governance Committee

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### Date and Time

Thursday April 2, 2020 at 2:00 PM

### Location

Navigator Schools Support Office, 650 San Benito Street, Suite 230, Hollister CA 95023

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This meeting will be held in compliance with modified Brown Act requirements as outlined in Executive Order [N-25-20](#).

### Teleconference Locations

- 650 San Benito Street, Suite 230, Hollister CA 95023

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### Committee Members Present

JP Anderson (remote), John Flaherty (remote)

### Committee Members Absent

Caitrin Wright

### Guests Present

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Kevin Sved (remote), Sean Martin

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## I. Opening Items

### A. Record Attendance and Guests

### B. Call the Meeting to Order

John Flaherty called a meeting of the Governance Committee of Navigator Schools to order on Thursday Apr 2, 2020 at 2:04 PM.

### C. Approve Minutes

JP Anderson made a motion to approve the minutes from NS Governance Committee on 02-27-20.

John Flaherty seconded the motion.

The committee **VOTED** unanimously to approve the motion.

#### Roll Call

Caitrin Wright Absent

JP Anderson Aye

John Flaherty Aye

### D. Approve Minutes

JP Anderson made a motion to approve the minutes from NS Governance Committee on 01-28-20.

John Flaherty seconded the motion.

The committee **VOTED** unanimously to approve the motion.

#### Roll Call

JP Anderson Aye

Caitrin Wright Absent

John Flaherty Aye

## II. Topical Items

### A. Board Member Recruitment Updates

K. Sved shared news of a potential new board member who has recently expressed interest in the role. The tentative start date for this individual is currently June 2020. J. Flaherty suggested advantages of adding new members in the near future as opposed to engaging in a more extended process. Members reviewed the status of three other potential recruits and discussed next steps.

### B. Potential 2020-21 Board Goals

J. Flaherty presented draft language for a new goal to be added to the official 2019-20 NS Board Goals. JP Anderson and K. Sved shared their support and suggested additional wording. J. Flaherty made a motion to amend the agenda to include a vote to approve presentation of the new goal to the board during the next regular board meeting on April 28, 2020.

John Flaherty made a motion to amend the agenda to include a vote concerning NS Board Goals.

JP Anderson seconded the motion.

The committee **VOTED** unanimously to approve the motion.

#### **Roll Call**

John Flaherty Aye

Caitrin Wright Absent

JP Anderson Aye

John Flaherty made a motion to present the addition of a new NS Board goal before the NS Board for review during the next scheduled NS Board meeting, the goal being "Develop and execute policies that will assist in fulfilling the Navigator mission during the current COVID-19 crisis, including providing the best education and services possible to Navigator students while maintaining the long-term viability of Navigator Schools as situations arise."

JP Anderson seconded the motion.

The committee **VOTED** unanimously to approve the motion.

#### **Roll Call**

JP Anderson Aye

John Flaherty Aye

Caitrin Wright Absent

### **C. Planning for Future Board Meetings**

Members discussed outlines for agendas, key topics, and potential actions for upcoming NS Board meetings.

## **III. Closing Items**

### **A. Schedule Next Governance Committee Meeting**

J. Flaherty proposed that the committee meet prior to the next regular NS Board meeting (to be held on April 28, 2020). J. Flaherty will communicate with other members to confirm a tentative committee meeting date of April 21, 2020.

### **B. Adjourn Meeting**

John Flaherty made a motion to adjourn the meeting.

JP Anderson seconded the motion.

The committee **VOTED** unanimously to approve the motion.

**Roll Call**

John Flaherty Aye

Caitrin Wright Absent

JP Anderson Aye

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 2:37 PM.

Respectfully Submitted,  
Sean Martin

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**Documents used during the meeting**

- NS Board Goals 2019-20.pdf

# Coversheet

## Board Member Agreement Form

**Section:** II. Topical Items  
**Item:** A. Board Member Agreement Form  
**Purpose:** Discuss  
**Submitted by:**  
**Related Material:** Board Member Agreement 08\_04\_2020.pdf





Draft: 08/04/20

Dear \_\_\_\_\_,

Thank you for volunteering to serve on the Board of Directors for Navigator Schools. Our staff, students, and families appreciate your support of Navigator and its vision to change the course of public education. This onboarding packet provides a summary of important information and expectations for Board members. After reading the contents of this packet, please sign the Board Member Agreement Form and return it to the Navigator Schools Support Office. The form will be sent to directors using Adobe Sign to collect signatures via e-mail.

The contents of this packet are as follows

1. Board Member Agreement Form
2. Essential Reading for Board Members
  - a. Committee Descriptions
  - b. Board Bylaws
  - c. Excerpts from the Watsonville Prep School Charter Petition
    - i. Background and Accomplishments of Navigator Schools
    - ii. Educational Philosophy and Program
3. Board of Directors Contact List

The scope of the materials listed here has been kept to a minimum to conserve your time. Please feel free to request additional information, including resources that provide further detail relating to the history of Navigator Schools; curriculum and instruction; family and community partnerships; annual performance; and organizational finances.

Sincerely,

Sean Martin  
Executive Assistant to the CEO / Special Projects Coordinator  
[sean.martin@navigatorschools.org](mailto:sean.martin@navigatorschools.org)  
(831) 217-4894

Sean Martin  
650 San Benito Street  
Suite 230  
Hollister, CA 95023

## **BOARD MEMBER AGREEMENT FORM**

### **Board Member Commitments**

The objectives of the Navigator Schools Board of Directors are to promote the success of the charter schools it governs and to ensure adherence to the mission and educational philosophy of Navigator Schools. To accomplish these objectives, board members must be willing to attend meetings, follow through on commitments, and participate fully in the decision-making process. Board members are asked to commit to this policy as part of their initial orientation. They will annually review and renew their individual commitments in the following areas.

#### **Commitment to Mission**

Navigator board members promote our shared mission, generating good will for the organization and encouraging support for the efforts of the staff and volunteers.

*Navigator Schools equips students to be learners and leaders in high school, college, and beyond. We develop top-tier teams of educators who continuously improve and innovate schools that deliver phenomenal outcomes for all students, regardless of their circumstances.*

#### **Commitment to Health and Safety**

The board promotes and safeguards the well-being of all members of the Navigator Schools community. The safety, security, and health of students, families, and staff shall be of paramount importance in all board actions and decisions.

#### **Commitment to Governance**

Board members keep all board deliberations confidential and accept and support final decisions. They encourage and respect the participation and contributions of fellow board members. Once a decision has been made through a collectively defined process, the board speaks with one voice.

Board members agree to act on behalf of the organization and its interests, putting aside personal concerns, affiliations, or constituencies. They guard against conflicts of interest and excuse themselves from discussions and votes where a conflict exists.

#### **Commitment to Board Development**

Board members agree to help recruit, mentor, and assist with the orientation of new board members.

#### **Commitment to Financial Management**

The board, in order to remain accountable to donors and the public and to safeguard Navigator's tax-exempt status, assists in ensuring that proper financial controls are in place. Board members will

- Review revenues and expenses on a quarterly basis
- Participate in the strategic planning and the setting of long-term goals
- Advise and approve Navigator's annual budget (and scheduled budget revisions)

- Review the results of the external audits and recommend actions if needed

### **Commitment to Oversight**

The board ensures that the Chief Executive Officer has the moral and professional support needed to further Navigator’s goals. Annually in June, the board will review the Chief Executive Officer’s performance and compensation.

### **Commitment to Improving, Promoting, and Defending California Public Charter Schools**

California charter schools are public, free, accountable, and open to all. They provide families with a voice and a choice to select innovative educational models that best serve the needs of children, young adults, and the community. Board members support and defend high-quality public charter schools in California.

### **Commitment to Active Participation**

Board members agree to

- Participate in six regular board meetings per year
- Attend a majority of special and emergency board meetings
- Attend annual trainings and other professional development approved by the board
- Serve on at least one board committee
- Visit each of Navigator’s school sites at least once per year
- Communicate with the Chief Executive Officer on a regular basis via email or phone
- Check the email account provided by Navigator Schools on a weekly basis and respond to Google Calendar invitations to support effective communication and scheduling
- RSVP to all meetings via [Board On Track](#) to ensure prompt public notice of quorums
- Read all board meeting materials prior to board meetings
- Complete annual board self-evaluations, board surveys, and CEO evaluation forms
- Submit an annual Form 700 prior to the deadline announced by the Board Chair
- Submit a Form 700 within thirty days of leaving the board
- Submit an annual Board Member Agreement Form

### **Commitment to Ethical Conduct and Discourse**

Board members will act in accordance with board bylaws and all state and federal legislation for ethics, fairness, transparency, and open meetings, including the Brown Act.

### **Term of Service**

Board members shall serve two-year terms. Board membership may be renewed for up to three consecutive terms. Board members who do not fulfill obligations listed in the Board Agreement Form may be asked to resign before the completion of their term.

### **Board Member Agreement**

I agree to fulfill the above commitments and expectations and to comply with the governance policies as a member of the Board of Directors at Navigator Schools.

\_\_\_\_\_  
Signature of Board Member

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Date

# Coversheet

## Review 2019-20 Board Goals

**Section:** II. Topical Items  
**Item:** B. Review 2019-20 Board Goals  
**Purpose:** Discuss  
**Submitted by:**  
**Related Material:** Board Goals 2019\_20.pdf

# Discussing Navigator Board's 2019-2020 goals

August 20, 2019

# Process for developing 2019-2020 board goals

June

- Governance committee launches self-assessment and goal-setting process
- Board takes self-assessment after board meeting as input into our understanding of where we are as a board
- Board reviews and approves organizational priorities

July

Governance committee meeting (7/18). Discussion topics:

- Results of board assessment(to be scheduled)
- Draft board goals given board assessment input, Kevin's input and the organization-wide priorities and CEO's development priorities
- Begin to discuss what the related governance committee goals might be. Gov committee goals an example for other committee goals in future years

August

Governance meeting (8/15). Discussion topics:

- Draft board goals – discussion and recommendation to Board

Board meeting (August 20<sup>th</sup>)

- Governance committee recommends board goals in August
- Potential for conversation and not approval, then come back in Oct.

# Proposed 2019-20 Board Goals

- Grow the board to ten and replace departing members; with focus on competencies needed and succession planning for officer roles
- Launch the academic committee officially
  - Add at least one non-board member to the committee
  - Develop a board leader for the committee
- Develop and execute a more comprehensive board orientation and ongoing training approach
- Agree on the board's role in development and external affairs with the launch of the new approach planned for the 2020-21 year

# Proposed 2019-20 Board Goals and Measures

- Grow the board to ten and replace departing members; with focus on competencies needed and succession planning for officer roles
  - # of members = 10
  - Education/CEO experience, Finance, facilities
- 
- Launch the academic committee officially
    - Add at least one non-board member to the committee
    - Develop a board leader for the committee
  - 4 mtngs in 2019-2020 year
  - 1 non-board member
  - 1 board lead
- 
- Develop and execute a more comprehensive board orientation and ongoing training approach
  - 2 board education sessions offered over the course of the year
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- Agree on the board's role in development and external affairs with the launch of the new approach planned for the 2020-21 year
  - Expectations of board members' captured and agreed to