



Urban Montessori Charter School

Executive and Governance Committee Meeting

Amended on June 5, 2020 at 3:45 PM PDT

Date and Time

Monday June 8, 2020 at 1:15 PM PDT

Location

VIRTUAL ONLY

PER GOVERNOR NEWSOM'S SHELTER IN PLACE EXECUTIVE ORDER DATED MARCH 19, 2020 ([WHICH IS HERE IN ITS ENTIRETY](#)) AND BY ORDER OF THE HEALTH OFFICER OF THE COUNTY OF ALAMEDA DATED MARCH 16, 2020 ([WHICH IS HERE IN ITS ENTIRETY](#)):

THIS WILL BE A VIRTUAL-ONLY MEETING

Join Zoom Meeting

<https://us02web.zoom.us/j/5102904005>

Meeting ID: 510 290 4005

One tap mobile

+16699006833,,5102904005# US (San Jose)

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Find your local number: <https://us02web.zoom.us/j/5102904005>

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Please text 510-290-4005 if you have trouble attending the meeting.

Committee Members: Christina Greenberg, Greg Klein, Davis Leung

Urban Montessori Charter School welcomes your participation at Board meetings. The purpose of a public meeting of the Board of Directors ("Board") is to conduct the affairs of the organization in public. Your participation assures us of continuing community interest

in our school and assists the Board in making the best decisions for our school. To assist you in the ease of speaking/participating in our meetings, guidelines are provided at the bottom of this agenda. All materials for all board and committee meetings, including audio recordings of Regular Board Meetings, are available via http://www.urbanmontessori.org/board_of_directors.

Agenda

	Purpose	Presenter	Time
I. Opening Items			1:15 PM
A. Call the Meeting to Order		Christina Greenberg	
B. Record Attendance		Christina Greenberg	1 m
C. Approve Minutes	Approve Minutes	Greg Klein	1 m
Approve minutes for Executive and Governance Committee Meeting on May 11, 2020			
D. Review of Action/Discussion Items	Discuss	Christina Greenberg	1 m
With input from the committee, the committee chair may decide, based upon a number of factors, to reorder the action/discussion items to best suit the needs of the meeting. No additional action/discussion items will be added at this time.			
E. Presentations from the Floor		Christina Greenberg	5 m
PRESENTATIONS ON NON-AGENDA ITEMS – Any person wishing to speak to any item not on the agenda will be granted three minutes to make a presentation. Speakers required translation will be granted double time.			
II. Executive and Governance			1:23 PM
A. Discuss Board and Committee Membership and Terms 2020-2021	Discuss	Greg Klein	5 m
B. Discuss steps to complete remaining Epicenter deliverables needed by the County	Discuss	Greg Klein	5 m
C. BoardOnTrack	Discuss	Krishna Feeney	25 m
Discuss BoardOnTrack implementation, including board assessment and Head of School evaluation tools.			
D. Discuss Strategic Planning support opportunity and contract	Discuss	Krishna Feeney	5 m
E. Discussion of recommendations for June 2020 approvals	Discuss	Greg Klein	25 m
<ol style="list-style-type: none"> 1. COVID-19 Operations Report 2. Discussion and review of UMCS Board Bylaws 3. Discussion and review of UMCS Board Book 4. Discussion and review of UMCS Family Handbook 2020-2021 5. Discussion and review of UMCS Employee Handbook 2020-2021 6. Discussion and review of Calendar of Regular Board and Committee Meetings 2020-2021 			

	Purpose	Presenter	Time
7. Discussion and review of Daily Schedules for 2020-2021			

III. Closed Session 2:28 PM

A. Public Employee Performance Evaluation - Head of School	Discuss	Christina Greenberg	30 m
B. Report out of Closed Session	Vote	Christina Greenberg	5 m

The reporting out of Closed Session is always agendized as "Vote" in case a vote was taken during closed session. This does not mean that the committee will indeed take any actions during this time. All votes taken during closed session, if any, are reported afterwards and become part of the public record.

IV. Closing Items 3:03 PM

A. Adjourn Meeting	Vote	Christina Greenberg	1 m
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THE ORDER OF BUSINESS MAY BE CHANGED WITHOUT NOTICE Notice is hereby given that the order of consideration of matters on this agenda may be changed without prior notice.

REASONABLE LIMITATIONS MAY BE PLACED ON PUBLIC TESTIMONY The Governing Board’s presiding officer reserves the right to impose reasonable time limits on public testimony to ensure that the agenda is completed.

SPECIAL PRESENTATIONS MAY BE MADE Notice is hereby given that, consistent with the requirements of the Bagley-Keene Open Meeting Act, special presentations not mentioned in the agenda may be made at this meeting. However, any such presentation will be for information only.

REASONABLE ACCOMMODATION WILL BE PROVIDED FOR ANY INDIVIDUAL WITH A DISABILITY Pursuant to the Rehabilitation Act of 1973 and the Americans with Disabilities Act of 1990, any individual with a disability who requires reasonable accommodation to attend or participate in this meeting of the Governing Board may request assistance by contacting UMCS at 5328 Brann Street, Oakland, CA 94619 or info@urbanmontessori.org.

FOR MORE INFORMATION For more information concerning this agenda or for materials relating to this meeting, please contact UMCS at 5328 Brann Street, Oakland, CA 94619 or board@urbanmontessori.org. All materials are available via the Governance Section of our website: <http://www.urbanmontessori.org/governance>.

Coversheet

Approve Minutes

Section: I. Opening Items
Item: C. Approve Minutes
Purpose: Approve Minutes
Submitted by:
Related Material:
Minutes for Executive and Governance Committee Meeting on May 11, 2020

APPROVED



Urban Montessori Charter School

Minutes

Executive and Governance Committee Meeting

Date and Time

Monday May 11, 2020 at 1:15 PM

Location

VIRTUAL ONLY

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<https://us02web.zoom.us/j/5102904005?pwd=bjFqOE1kWHNCcnZTZzRxWldUTDhidz09>

Meeting ID: 817-2177-4984

Password: 1196

Dial by your location

- (312) 626 6799 (Chicago)
- (929) 436 2866 (New York)
- (301) 715 8592 (Germantown)
- (346) 248 7799 (Houston)
- (669) 900 6833 (San Jose)
- (253) 215 8782 (Tacoma)

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Committee Members Present

D. Leung (remote), G. Klein (remote)

Committee Members Absent

None

I. Opening Items

A. Call the Meeting to Order

G. Klein called a meeting of the Executive and Governance Committee of Urban Montessori Charter School to order on Monday May 11, 2020 at 1:15 PM.

B. Record Attendance

C. Approve Minutes

D. Leung made a motion to approve the minutes from April 13, 2020.

G. Klein seconded the motion.

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

Roll Call

G. Klein Aye

D. Leung Aye

D. Review of Action/Discussion Items

No changes.

E. Presentations from the Floor

No public comment.

II. Executive and Governance

A.

BoardOnTrack

Greg is using BoardOnTrack to take minutes during this meeting! We are posting agendas and materials in BoardOnTrack and in our traditional Google Drive for rest of this fiscal year.

Greg has invited all Board Members to make their accounts and to start reviewing materials inside the system.

Krishna has created her account and completed the template self evaluation. Greg has completed the initial Board Assessment surveys.

Krishna experimented with co-editing in the BoardOnTrack System.

Davis will tell Board Members to create their BoardOnTrack accounts -- information is in their email inboxes, and to take the initial Assessments. If they have questions, they can ask Greg or "chat" with BoardOnTrack.

No public comment on this item.

B. Committee's Support for LCAP Development

LCAP Templates are created and being updated currently by Staff and Administration. Now due in December 2020.

The COVID-19 Operations Written Report Template is now due by the end of this fiscal year. The committee reviewed the new template. Krishna will aim to bring a draft of the report to the May board meeting for review and feedback.

No public comment.

III. Closed Session

A. Public Employee Performance Evaluation - Head of School

Tabled. The committee did not go into closed session.

B. Report out of Closed Session

Tabled. The committee did not go into closed session.

IV. Closing Items

A. Adjourn Meeting

D. Leung made a motion to adjourn.

G. Klein seconded the motion.

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

Roll Call

D. Leung Aye

G. Klein Aye

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 1:43 PM.

Respectfully Submitted,

G. Klein

Documents used during the meeting

- Minutes 04.13.2020 Executive Committee Meeting.docx

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Coversheet

Discuss Board and Committee Membership and Terms 2020-2021

Section: II. Executive and Governance
Item: A. Discuss Board and Committee Membership and Terms 2020-2021
Purpose: Discuss
Submitted by:
Related Material: Board Officers and Committees.xlsx

Notice

The following file is attached to this PDF. You will need to open this packet in an application that supports attachments to pdf files, e.g. [Adobe Reader](#):

Board Officers and Committees.xlsx

Coversheet

Discussion of recommendations for June 2020 approvals

Section: II. Executive and Governance
Item: E. Discussion of recommendations for June 2020 approvals
Purpose: Discuss
Submitted by:
Related Material: covid19report.docx
DRAFT Calendar of Regular and Committee Meetings 2020-2021.docx
UMCS Board Bylaws.docx
UMCS Board Book.docx

COVID-19 Operations Written Report -- DRAFT

Local Educational Agency (LEA) Name	Contact Name and Title	Email and Phone	Date of Adoption
Urban Montessori Charter School	Krishna Feeney, Head of School	krishnaf@urbanmontessori.org 510 842 1184	June 18, 2020

Descriptions provided should include sufficient detail yet be sufficiently succinct to promote a broader understanding of the changes your LEA has put in place. LEAs are strongly encouraged to provide descriptions that do not exceed 300 words.

Provide an overview explaining the changes to program offerings that the LEA has made in response to school closures to address the COVID-19 emergency and the major impacts of the closures on students and families.

After school closures, our central question was around how to deliver high fidelity Montessori pedagogy through distance learning. Our goal was to continue to individualize educational plans for each student so that each student and family had the appropriate supports. To do this we adjusted our three school wide goals to meet the needs of distance learning:

- Maintain Montessori Principles in Distance Learning
- Focused Academic Support and Increased Touchpoints for underserved subgroups
- Focusing on building relationships and maintaining community for students that were chronically absent or more greatly impacted families

Levels teams came together to agree on a number of online platforms and then a bank of lessons/assignments. We started with surveys and phone calls home to gather more information about individual circumstances and used that information along with other data points such as internal testing, observational data, and subgroup data to determine the number of touchpoints students would get as part of their distance learning plan.

Touchpoints with students (over Zoom) include large group meetings (class meetings and read alouds), small group check-ins or lessons, and individual lessons and/or conferences. Students with IEPs continued to meet with their service providers on their regular schedules. Teachers collect data around their different conversations with students and monitor work handed in on google classroom as well as the other online platforms that are being used (STMath, NewsELA, and Epic Reading)

Provide a description of how the LEA is meeting the needs of its English learners, foster youth and low-income students.

We recognize that distance learning presents a particular challenge for our unduplicated students and we have created a tiered system of support to offer extra these students and others who are in need of additional support. All students have individualized learning plans as part of our pedagogy. All students receive:

- Individualization of plans
- Regular conferencing and co-planning of distance learning for each student.
- Bank of tasks to choose from including accessible online platforms as well as tech-non-reliant tasks
- Lessons via zoom ro google classroom video with follow-up that is done away from the computer.
- Choice and planning
- Students keep track of the work that they do (work journals)

In creating systems to support our EL, FY, and LI students we used data to tier our students and offer:

- Focused Academic Support and Increased Touchpoints for underserved subgroups

Students were placed in tiers using the following data points:

- NWEA Map data
- Underserved Sub Group and Unduplicated status
- Classroom observations
- Attendance

Student Tiers dictates the number of **individual** touch points students receives for teachers weekly:

- Tier 1 - 1 individual contact per week
- Tier 2 - 2 - 3 contacts per week
- Tier 3 - Daily contact and support

Provide a description of the steps that have been taken by the LEA to continue delivering high-quality distance learning opportunities.

Teachers meet each week over Zoom for levels meetings to discuss distance learning in their classrooms and to troubleshoot any obstacles that have arised. This way they are able not only to improve classroom practices, but to normalize practices between classrooms as much as possible. In these meetings, teachers also discuss new lessons to provide and update banks of assignments for students to be able to access.

Teachers also have weekly coaching meetings with the Assistant Head of School to discuss distance learning progress, trouble shoot issues, and to come up with plans on continuously improving distance learning for students. At first, issues were around the platforms and getting families comfortable with the different ways of accessing information. This was followed by moving from relationship building to including more new content and lessons in the student touch points. Teachers are now exploring different ways of providing opportunities for collaborative work in distance learning through things like use of breakout rooms in Zoom meetings.

Moving forward, we are having discussions on what

Provide a description of the steps that have been taken by the LEA to provide school meals while maintaining social distancing practices.

After closing our school site we continued food distribution for FRL and other families free of cost for 7 weeks. All meals were distributed in our outdoor spaces with required SIP precautions in place for families and staff. Recently we have not had a demand for meals and discontinued direct services of meals while continuing with a community partnership for bi-weekly produce distribution.

Provide a description of the steps that have been taken by the LEA to arrange for supervision of students during ordinary school hours.

Though we have been unable to staff any childcare or supervision programs as a school, we have offered our facilities to the Alameda county department of education for use in supporting childcare and supervision of students of essential workers. They have not yet taken us up on the offer, but we continue to make our facilities available to them.

California Department of Education
May 2020



DRAFT Calendar of Meetings of the Board of Directors
July 1, 2020 - June 30th, 2021
~~**5328 Brann Street, Oakland, CA 94619**~~
[TO BE UPDATED WITH NEW SCHOOL ADDRESS]

Regularly planned meetings for the year are below and begin at 6:15pm. As needed, candidates for Board membership may be placed on any month's agenda. For any virtual-only meetings due to potential COVID-19 related Shelter In Place orders, teleconference links shall be provided on the UMCS Google Calendar as well as on each meeting's agenda.

- | | |
|--|---|
| <ol style="list-style-type: none"> 1. August 20th, 2020 2. September 17th, 2020 3. October 22nd, 2020 4. December 3rd, 2020 5. January 21st, 2021 | <ol style="list-style-type: none"> 6. February 18th, 2021 7. March 18th, 2021 8. April 22nd, 2021 9. May 20th, 2021 10. June 17th, 2021 ← officers elected for upcoming school/fiscal year |
|--|---|

Academic Oversight committee regularly meets the second Tuesday of the month at 4:45pm in the Head of School's office. This committee meets to review student achievement progress, identify gaps and trends, ask questions, provide input to the Head of School, and review relevant policy drafts.

Finance committee regularly meets the Friday before a Regular Board meeting at 3:30pm in the Head of School's office. This committee oversees the school's fiscal health, including monthly budget-to-actual reports, fundraising efforts, and facility planning.

Executive & Governance committee regularly meets 1:15-2:15pm on the Monday of the week before the month's regular full Board meeting. You can read more about the Executive & Governance Committee [here](#).

As needed, Special Meetings of the Board may be called by the Chairperson of the Board, and Special Meetings of a committee may be called by the chairperson of the committee. Special Meetings are any meetings not regularly scheduled above at the beginning of the school year. They are opportunities for the Board to have additional time to do its work.

Per California's Brown Act, agendas for all Regular Meetings and Committee Meetings are posted at school and online [here](#) at least 72 hours in advance. Per California's Brown Act, supporting materials are made available to the public at the same time they are made available to the Board, and this may occur after the 72 hour agenda-posting requirement.

Similarly, per California's Brown Act, agendas and materials for Special Meetings of the Board and of committees are posted at school and online [here](#) at least 24 hours in advance. Per California's Brown Act, supporting materials are made available to the public at the same time they are made available to the Board, and this may occur after the 24 hour agenda-posting requirement.



Calendario de Reuniones del Consejo de Administración
1 de julio de 2020 - 30 de junio de 2021
~~5328 Brann Street, Oakland, CA 94619~~

Las reuniones planificadas regularmente para el año están a continuación y comienzan a las 6:15 pm. Según sea necesario, los candidatos para la membresía de la Junta pueden ser incluidos en la agenda de cualquier mes. Para cualquier reunión solo virtual debido a posibles órdenes de Refugio en el lugar relacionadas con COVID-19, se proporcionarán enlaces de teleconferencia en el Calendario de Google de UMCS, así como en la agenda de cada reunión.

- | | |
|---|--|
| <ol style="list-style-type: none"> 1. 20 de agosto de 2020 2. 17 de septiembre de 2020 3. 22 de octubre de 2020 4. 3 de diciembre de 2020 5. 21 de enero de 2021 | <ol style="list-style-type: none"> 6. 18 de febrero de 2021 7. 18 de marzo de 2021 8. 22 de abril de 2021 9. 20 de mayo de 2021 10. 17 de junio de 2021 ← oficiales elegidos para el próximo año escolar / fiscal |
|---|--|

El comité de **Supervisión Académica** se reúne regularmente el segundo martes de cada mes a las 4:45 pm en la oficina del director de la escuela en el campus de Brann. Este comité se reúne para revisar el progreso de los logros de los estudiantes, identificar brechas y tendencias, hacer preguntas, proporcionar comentarios al Director de la Escuela y revisar borradores de políticas relevantes.

Comité de **Finanzas** se reúne el viernes antes de una reunión de la Junta Regular a las 4 pm en la oficina del Jefe de la Escuela. Este comité supervisa la salud fiscal de la escuela, incluyendo el presupuesto mensual a los informes reales, los esfuerzos de recaudación de fondos y la planificación de las instalaciones

El comité **Ejecutivo y Gobierno** se reúne regularmente 1: 15-2:15pm el lunes de la semana antes de la reunión regular completa de la Junta del mes. Puede leer más sobre el Comité Ejecutivo y Gobierno [aquí](#).

Cuando sea necesario, las reuniones especiales de la Junta podrán ser convocadas por el Presidente de la Junta y las Reuniones Especiales de una comisión por el presidente de la comisión.

Según la Ley Brown de California, las agendas de todas las Reuniones Ordinarias y Reuniones de los Comités se publican en la escuela y en línea [aquí](#) por lo menos 72 horas antes. Según la Ley Brown de California, los materiales de apoyo se ponen a disposición del público al mismo tiempo que se ponen a disposición de la Junta y esto puede ocurrir después del requisito de publicación de la agenda de 72 horas.

Del mismo modo, por la Ley Brown de California, las agendas y materiales para las Reuniones Especiales de la Junta y de los comités se publican en la escuela y en línea [aquí](#) por lo menos 24 horas de antelación. Según la Ley Brown de California, los materiales de apoyo se ponen a disposición del público al mismo tiempo que se ponen a disposición de la Junta y esto puede ocurrir después del requisito de publicación de la agenda de 24 horas.

**BYLAWS
OF
URBAN MONTESSORI CHARTER SCHOOLS**

(A California Nonprofit Public Benefit Corporation)

**ARTICLE I
NAME**

Section 1. NAME. The name of this corporation is Urban Montessori Charter Schools ("Corporation").

**ARTICLE II
PRINCIPAL OFFICE OF THE CORPORATION**

Section 1. PRINCIPAL OFFICE OF THE CORPORATION. The principal office for the transaction of the activities and affairs of this corporation is Alameda County, State of California. The Statutory Member may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

Section 2. OTHER OFFICES OF THE CORPORATION. The Statutory Member may at any time establish branch or subordinate offices at any place or places where this corporation is qualified to conduct its activities.

**ARTICLE III
GENERAL AND SPECIFIC PURPOSES; LIMITATIONS**

Section 1. GENERAL AND SPECIFIC PURPOSES. The purpose of this corporation is to manage, operate, guide, direct and promote one or more California public charter schools and related educational activities. Also in the context of these purposes, the Corporation shall not, except to an insubstantial degree, engage in any other activities or exercise of power that do not further the purposes of the Corporation.

The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**ARTICLE IV
CONSTRUCTION AND DEFINITIONS**

Section 1. CONSTRUCTION AND DEFINITIONS. Unless the context indicates otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law

shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, and the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

ARTICLE V DEDICATION OF ASSETS

Section 1. DEDICATION OF ASSETS. This Corporation's assets are irrevocably dedicated to public benefit purposes. No part of the net earnings, properties, or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of the corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3).

ARTICLE VI MEMBERSHIP

Section 1. CORPORATIONS WITHOUT MEMBERS. This corporation shall have no voting members within the meaning of the Nonprofit Corporation Law. The corporation's Board of Directors may, in its discretion, admit individuals to one or more classes of nonvoting members; the class or classes shall have such rights and obligations as the Board of Directors finds appropriate.

ARTICLE V DEDICATION OF ASSETS

Section 1. DEDICATION OF ASSETS. This corporation's assets are irrevocably dedicated to public benefit purposes as set forth in the Charter School's Charter. No part of the net earnings, properties, or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of the corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3).

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ARTICLE VII BOARD OF DIRECTORS

Section 1. GENERAL POWERS. Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations

of the articles of incorporation or bylaws, the corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors ("Board"). The Board may delegate the management of the Corporation's activities to any person(s), management company or committees, however composed, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

Section 2. SPECIFIC POWERS. Without prejudice to the general powers set forth in Section 1 of these bylaws, but subject to the same limitations, the Board of Directors shall have the power to:

- a. Appoint and remove, at the pleasure of the Board of Directors, all corporate officers, agents, and employees; prescribe powers and duties for them as are consistent with the law, the articles of incorporation, and these bylaws; fix their compensation; and require from them security for faithful service.
- b. Change the principal office or the principal business office in California from one location to another; cause the corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities in or outside California; and designate a place in California for holding any meeting of members.
- c. Borrow money and incur indebtedness on the corporation's behalf and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.
- d. Adopt and use a corporate seal; prescribe the forms of membership certificates; and alter the forms of the seal and certificates.
- e. Define or refine, consistent with the Charter School's charter, the corporation's mission, values and vision.
- f. Set strategic direction.
- g. Adopt policies to ensure that the Charter School and related educational programs are run effectively, legally, and ethically.
- h. Monitor the operational budget and finances for long-term viability.
- i. See that adequate funds are secured for the operating and capital needs of the Charter School and related educational activities.

Section 3. DESIGNATED DIRECTORS AND TERMS. The number of directors shall be no more than eleven (11), unless changed by amendments to these bylaws. The Board shall have two (2) representatives from the Family Advisory Council. All directors shall be designated by the existing Board of Directors. In addition one (1) seat shall be reserved, at all times, for a representative of the governing board of the granting authority, pursuant to California Education Code Section 47604(b). The granting agency shall provide notification to the Board of Directors no later than June 1 of its intent to exercise the authority under this section for the following fiscal year. If the Board of Directors does not receive written notification of its intent to exercise the authority of this section by June 30 of any fiscal year the County's rights in this regard are deemed waived for the following fiscal year. If the County exercises its rights to place an additional member on the Board of Directors, then the Board of Directors shall be expanded by one member to maintain an odd number of Board of Directors. Wherever possible, one seat shall be reserved for a Montessori-trained educator who is not an employee or consultant of the school.

Each director shall hold office unless otherwise removed from office in accordance with these bylaws for two year(s) and until a successor director has been designated and qualified.

Section 4. **RESTRICTION ON INTERESTED PERSONS AS DIRECTORS.** No persons serving on the Board of Directors may be interested persons. An interested person is (a) any person compensated by the corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and any family member benefiting financially from such compensation. However, any violation of this paragraph shall not affect the validity or enforceability of transactions entered into by the corporation. The Board may adopt other policies circumscribing potential conflicts of interest.

Section 5. **DIRECTORS' TERM.** Each director shall hold office for two years and until a successor director has been designated and qualified. No board member may serve more than six consecutive terms.

Section 6. **EVENTS CAUSING VACANCIES ON BOARD.** A vacancy or vacancies on the Board of Directors shall occur in the event of (a) the death, resignation, or removal of any director; (b) the declaration by resolution of the Board of Directors of a vacancy in the office of a director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under California Nonprofit Public Benefit Corporation Law, Chapter 2, Article 3 (c) failure of the parent representative of the FAC to have at least one child attending Urban Montessori Charter Schools

Section 7. **RESIGNATION OF DIRECTORS.** Except as provided below, any director may resign by giving written notice to the Chairperson of the Board, if any, or to the President, or the Secretary, or to the Board. The resignation shall be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the Board of Directors may elect a successor to take office as of the date when the resignation becomes effective.

Section 8. **DIRECTOR MAY NOT RESIGN IF NO DIRECTOR REMAINS.** Except on notice to the California Attorney General, no director may resign if the corporation would be left without a duly elected director or directors.

Section 9. **REMOVAL OF DIRECTORS.** Any director may be removed, with or without cause, by the vote of the majority of the entire Board of Directors at a special meeting called for that purpose, or at a regular meeting, provided that notice of that meeting and of the removal questions are given in compliance with the provisions of the Ralph M. Brown Act. (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code). Board members who miss more than 25% of the meetings in a given year shall be removed from the Board. Missing meetings as a result of extreme health or family emergencies will be excused. Any vacancy caused by the removal of a director shall be filled as provided in Section 12.

Section 10. **VACANCIES FILLED BY BOARD.** Vacancies on the Board of Directors may be filled by approval of the Board of Directors or, if the number of directors then in office is less than a quorum, by (a) the unanimous consent of the directors then in office, (b) the affirmative vote of a majority of the directors then in office at a meeting held according to notice or waivers of notice complying with Corporations Code Section 5211, or (c) a sole remaining director.

Section 11. NO VACANCY ON REDUCTION OF NUMBER OF DIRECTORS. Any reduction of the authorized number of directors shall not result in any directors being removed before his or her term of office expires.

Section 12. PLACE OF BOARD OF DIRECTORS MEETINGS. Meetings shall be held at the principal office of the Corporation. The Board of Directors may designate that a meeting be held at any place within California that has been designated by resolution of the Board of Directors or in the notice of the meeting. All meetings of the Board of Directors shall be called, held and conducted in accordance with the terms and provisions of the Ralph M. Brown Act, California Government Code Sections 54950, et seq., as said chapter may be modified by subsequent legislation.

Section 13. MEETINGS; ANNUAL MEETINGS. All meetings of the Board of Directors and its committees shall be called, noticed, and held in compliance with the provisions of the Ralph M. Brown Act ("Brown Act"). (Chapter 9 (commencing with Section 54950) of Division 2 of Title 5 of the Government Code). Prior notice of all meetings shall be provided to the Statutory Member.

The Board of Directors shall meet regularly for the purpose of organization and the transaction of such other business as may properly be brought before the meeting. This meeting shall be held at a time, date, and place as may be specified and noticed by resolution of the Board of Directors.

Section 14. REGULAR MEETINGS. Regular meetings of the Board of Directors, including annual meetings, shall be held at such times and places as may from time to time be fixed by the Board of Directors. At least 72 hours before a regular meeting, the Board of Directors, or its designee shall post an agenda containing a brief general description of each item of business to be transacted or discussed at the meeting and shall provide a copy of the agenda to the Board of Directors.

Section 15. SPECIAL MEETINGS. Special meetings of the Board of Directors for any purpose may be called at any time by the Chairperson of the Board of Directors, if there is such an officer, or a majority of the Board of Directors. If a Chairperson of the Board has not been elected then the President is authorized to call a special meeting in place of the Chairperson of the Board. The party calling a special meeting shall determine the place, date, and time thereof.

Section 16. NOTICE OF SPECIAL MEETINGS. Special meetings of the Board of Directors may be called for any purpose at any time by the Chairperson of the Board of Directors, if there is such an officer, or a majority of the Board of Directors. If a Chairperson of the Board has not been elected then the President is authorized to call a special meeting in place of the Chairperson of the Board. The party calling a special meeting shall determine the place, date, and time thereof.

- a. Any such notice shall be addressed or delivered to each director at the director's address as it is shown on the records of the Corporation, or as may have been given to the Corporation by the director for purposes of notice, or, if an address is not shown on the Corporation's records or is not readily ascertainable, at the place at which the meetings of the Board of Directors are regularly held.
- b. Notice by mail shall be deemed received at the time a properly addressed written notice is deposited in the United States mail, postage prepaid. Any other written notice shall be deemed received at the time it is personally delivered to the recipient or is delivered to a common carrier for transmission, or is actually transmitted by the person giving the notice by electronic means to the recipient. Oral notice shall be deemed received at the time it is communicated, in person or by telephone or wireless, to the recipient or to a person at the office of the recipient whom the person giving the notice has reason to believe will promptly communicate it to the receiver.
- c. The notice of special meeting shall state the time of the meeting, and the place if the place is other than the principal office of the Corporation, and the general nature of the business proposed to be transacted at the meeting. No business, other than the business the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

Section 17. QUORUM. A majority of the voting directors then in office shall constitute a quorum. All acts or decisions of the Board of Directors will be by majority vote based upon the presence of a quorum. Should there be fewer than a majority of the directors present at any meeting, the meeting shall be adjourned. Voting directors may not vote by proxy.

Section 18. TELECONFERENCE MEETINGS. Members of the Board of Directors may participate in teleconference meetings so long as all of the following requirements in the Brown Act are complied with:

- a. At a minimum, a quorum of the members of the Board of Directors shall participate in the teleconference meeting from locations within the boundaries of the school district in which the Charter School operates;
- b. All votes taken during a teleconference meeting shall be by roll call;
- c. If the Board of Directors elects to use teleconferencing, it shall post agendas at all teleconference locations with each teleconference location being identified in the notice and agenda of the meeting;
- d. All locations where a member of the Board of Directors participates in a meeting via teleconference must be fully accessible to members of the public and shall be listed on the agenda;¹
- e. Members of the public must be able to hear what is said during the meeting and shall be provided with an opportunity to address the Board of Directors directly at each teleconference location; and

¹ This means that members of the Board of Directors who choose to utilize their homes or offices as teleconference locations must open these locations to the public and accommodate any members of the public who wish to attend the meeting at that location.

- f. The agenda shall indicate that members of the public attending a meeting conducted via teleconference need not give their name when entering the conference call.²

Section 19. ADJOURNMENT. A majority of the directors present, whether or not a quorum is present, may adjourn any Board of Directors meeting to another time or place. If a meeting is adjourned for more than twenty-four (24) hours, notice of such adjournment to another time or place shall be given, prior to the time schedule for the continuation of the meeting, to the directors who were not present at the time of the adjournment, and to the public in the manner prescribed by any applicable public open meeting law.

Section 20. COMPENSATION AND REIMBURSEMENT. Directors may receive such reimbursement of expenses, as the Board of Directors may establish by resolution to be just and reasonable as to the corporation at the time that the resolution is adopted.

Section 21. CREATION AND POWERS OF COMMITTEES. The Board, by resolution adopted by a majority of the directors then in office, may create one or more committees, each consisting of two or more voting directors, to serve at the pleasure of the Board. Appointments to committees of the Board of Directors shall be by majority vote of the authorized number of directors. The Board of Directors may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the Board, to the extent provided in the Board of Directors' resolution, except that no committee may:

- a. Take any final action on any matter that, under the California Nonprofit Public Benefit Corporation Law, also requires approval of the Statutory Member or Board of Directors;
- b. Fill vacancies on the Board of Directors or any committee of the Board;
- c. Fix compensation of the directors for serving on the Board of Directors or on any committee;
- d. Amend or repeal bylaws or adopt new bylaws;
- e. Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or subject to repeal;
- f. Create any other committees of the Board of Directors or appoint the members of committees of the Board;
- g. Expend corporate funds to support a nominee for director if more people have been nominated for director than can be elected; or
- h. Approve any contract or transaction to which the corporation is a party and in which one or more of its directors has a material financial interest.

Section 22. MEETINGS AND ACTION OF COMMITTEES. Meetings and actions of committees of the Board of Directors shall be governed by, held, and taken under the provisions of these bylaws

² The Brown Act prohibits requiring members of the public to provide their names as a condition of attendance at the meeting.

concerning meetings, other Board of Directors' actions, and the Brown Act, if applicable, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by Board of Directors' resolution or, if none, by resolution of the committee. Minutes of each meeting shall be kept and shall be filed with the corporate records. The Board of Directors may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board of Directors has not adopted rules, the committee may do so.

Section 23. NON-LIABILITY OF DIRECTORS. No director shall be personally liable for the debts, liabilities, or other obligations of this corporation.

Section 24. COMPLIANCE WITH LAWS GOVERNING STUDENT RECORDS. The Corporation and the Board of Directors shall comply with all applicable provisions of the Family Education Rights Privacy Act ("FERPA") as set forth in Title 20 of the United States Code Section 1232g and attendant regulations as they may be amended from time to time.

ARTICLE VIII OFFICERS OF THE CORPORATION

Section 1. OFFICES HELD. The officers of this corporation shall be a Chairperson, a Vice Chairperson, and a Secretary. The corporation, at the Board's direction, may also have Co-Chairperson of the Board, one or more Vice-Presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed under Article VIII, Section 4, of these bylaws. The officers in addition to the corporate duties set forth in this Article VIII shall also have administrative duties as set forth in any applicable contract for employment or job specification.

Section 2. DUPLICATION OF OFFICE HOLDERS. Any number of offices may be held by the same person, except that neither the Secretary nor the Chief Financial Officer may serve concurrently as either the President or the Chairperson of the Board.

Section 3. ELECTION OF OFFICERS. The officers of this corporation shall be chosen annually by the Board of Directors and shall serve at the pleasure of the Board, subject to the rights of any officer under any employment contract.

Section 4. APPOINTMENT OF OTHER OFFICERS. The Board of Directors may appoint and authorize the Chairperson of the Board, Co-Chairperson of the Board, the President, or another officer to appoint any other officers that the corporation may require. Each appointed officer shall have the title and authority, hold office for the period, and perform the duties specified in the bylaws or established by the Board.

Section 5. REMOVAL OF OFFICERS. Without prejudice to the rights of any officer under an employment contract, the Board of Directors may remove any officer with or without cause. An officer who was not chosen by the Board of Directors may be removed by any other officer on whom the Board of Directors confers the power of removal.

Section 6. RESIGNATION OF OFFICERS. Any officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later

time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the corporation under any contract to which the officer is a party.

Section 7. VACANCIES IN OFFICE. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for normal appointment to that office, provided, however, that vacancies need not be filled on an annual basis.

Section 8. CHAIRPERSON OF THE BOARD. If a Chairperson or Co-Chairperson of the Board of Directors is/are elected, they shall preside at the Board of Directors' meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time. If there is no President, the Chairperson of the Board or Co-Chairperson of the Board of Directors shall also be the chief executive officer and shall have the powers and duties of the President of the corporation set forth in these bylaws. If a Chairperson or Co-Chairperson of the Board of Directors is/are elected, there shall also be a Vice-Chairperson of the Board of Directors. In the absence of the Chairperson, the Vice-Chairperson shall preside at Board of Directors meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time.

Section 9. VICE-CHAIRPERSON. If the Chairperson is absent or disabled, the Vice-Chairperson, if any, in order of their rank as fixed by the Board, or, if not ranked, a Vice-Chairperson designated by the Board, shall perform all duties of the Chairperson. When so acting, a Vice-Chairperson shall have all powers of and be subject to all restrictions on the Chairperson. The Vice-Chairpersons shall have such other powers and perform such other duties as the Board of Directors or the bylaws may require.

Section 11. SECRETARY. The Secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the Board of Directors may direct, a book of minutes of all meetings, proceedings, and actions of the Board and of committees of the Board. The minutes of meetings shall include the time and place that the meeting was held; whether the meeting was annual, regular, special, or emergency and, if special or emergency, how authorized; the notice given; and the names of the directors present at Board of Directors and committee meetings.

The Secretary shall keep or cause to be kept, at the principal California office, a copy of the articles of incorporation and bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board of Directors that these bylaws require to be given. The Secretary shall keep the corporate seal, if any, in safe custody and shall have such other powers and perform such other duties as the Board of Directors or the bylaws may require.

Section 12. TREASURER. The Treasurer, also known as the Chair of the Finance Committee, shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the corporation's properties and transactions. The Treasurer shall send or cause to be given to directors such financial statements and reports as are required to be given by law, by these bylaws, or by the Board. The books of account shall be open to inspection by any director at all reasonable times.

The Treasurer shall (a) deposit, or cause to be deposited, all money and other valuables in the

name and to the credit of the corporation with such depositories as the Board of Directors may designate; (b) disburse the corporation's funds as the Board of Directors may order; (c) render to the Chairperson or Co-Chairperson of the Board, if any, and the Board, when requested, an account of all transactions as Treasurer and of the financial condition of the corporation; and (d) have such other powers and perform such other duties as the Board, contract, job specification, or the bylaws may require.

If required by the Board, the Treasurer shall give the corporation a bond in the amount and with the surety or sureties specified by the Board of Directors for faithful performance of the duties of the office and for restoration to the corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer on his or her death, resignation, retirement, or removal from office.

ARTICLE IX CONTRACTS WITH DIRECTORS

Section 1. **CONTRACTS WITH DIRECTORS.** The Corporation shall not enter into a contract or transaction in which a director directly or indirectly has a material financial interest (nor any other corporation, firm, association, or other entity in which one or more of this Corporation's directors are directors have a material financial interest.

This Section does not apply to a transaction that is part of an educational or charitable program of this corporation if it (a) is approved or authorized by the corporation in good faith and without unjustified favoritism and (b) results in a benefit to one or more directors or their families because they are in the class of persons intended to be benefited by the educational or charitable program of this corporation.

ARTICLE X CONTRACTS WITH NON-DIRECTOR DESIGNATED EMPLOYEES

Section 1. **CONTRACTS WITH NON-DIRECTOR DESIGNATED EMPLOYEES.** The Corporation shall not enter into a contract or transaction in which a non-director designated employee (e.g., officers and other key decision-making employees) directly or indirectly has a material financial interest unless all of the requirements in the Urban Montessori Charter Schools Conflict of Interest Policy have been fulfilled.

ARTICLE XI LOANS TO DIRECTORS AND OFFICERS

Section 1. **LOANS TO DIRECTORS AND OFFICERS.** This corporation shall not lend any money or property to or guarantee the obligation of any director or officer without the approval of the California Attorney General; provided, however, that the corporation may advance money to a director or officer of the corporation for expenses reasonably anticipated to be incurred in the performance of his or her duties if that director or officer would be entitled to reimbursement for such expenses of the corporation.

ARTICLE XII INDEMNIFICATION

Section 1. INDEMNIFICATION. To the fullest extent permitted by law, this corporation shall indemnify its directors, officers, employees, and other persons described in Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the corporation by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

On written request to the Board of Directors by any person seeking indemnification under Corporations Code Section 5238 (b) or Section 5238 (c) the Board of Directors shall promptly decide under Corporations Code Section 5238 (e) whether the applicable standard of conduct set forth in Corporations Code Section 5238 (b) or Section 5238 (c) has been met and, if so, the Board of Directors shall authorize indemnification.

ARTICLE XIII INSURANCE

Section 1. INSURANCE. This corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its directors, officers, employees, and other agents, to cover any liability asserted against or incurred by any director, officer, employee, or agent in such capacity or arising from the director's, officer's, employee's, or agent's status as such.

ARTICLE XIV MAINTENANCE OF CORPORATE RECORDS

Section 1. MAINTENANCE OF CORPORATE RECORDS. This corporation shall keep:

- a. Adequate and correct books and records of account;
- b. Written minutes of the proceedings of the Board and committees of the Board, which shall also be promptly provided to the Board of Directors; and
- c. Such reports and records as required by law.

ARTICLE XV INSPECTION RIGHTS

Section 1. RIGHT TO INSPECT. The Board of Directors shall have the right at any reasonable time to inspect the corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary as permitted by California and federal law. The inspection may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents as permitted by California and federal law. This right to inspect may be circumscribed in instances where the right to inspect conflicts with California or federal law (e.g., restrictions on the release of educational records under FERPA) pertaining to access to books, records, and documents.

Section 2. ACCOUNTING RECORDS AND MINUTES. On written demand on the corporation, the Board of Director may inspect, copy, and make extracts of the accounting books and records and the minutes of the proceedings of the Board of Directors and committees of the Board of Directors at any reasonable time for a purpose reasonably related to the director's interest as a director. Any such inspection and copying may be made in person or by the director's agent or attorney. This right of inspection extends to the records of any subsidiary of the corporation.

Section 3. MAINTENANCE AND INSPECTION OF ARTICLES AND BYLAWS. This corporation shall keep at its principal California office the original or a copy of the articles of incorporation and bylaws, as amended to the current date, which shall be open to inspection by the directors at all reasonable times during office hours. If the corporation has no business office in California, the Secretary shall, on the written request of any director, furnish to that director a copy of the articles of incorporation and bylaws, as amended to the current date.

ARTICLE XVI REQUIRED REPORTS

Section 1. ANNUAL REPORTS. The Board of Directors shall cause an annual report to be sent to all members of the Board of Directors within 120 days after the end of the corporation's fiscal year. That report shall contain the following information, in appropriate detail:

- a. The assets and liabilities, including the trust funds, or the corporation as of the end of the fiscal year;
- b. The principal changes in assets and liabilities, including trust funds;
- c. The corporation's revenue or receipts, both unrestricted and restricted to particular purposes;
- d. The corporation's expenses or disbursement for both general and restricted purposes;
- e. Any information required under these bylaws; and
- f. An independent accountant's report or, if none, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the corporation's books and records.

Section 2. ANNUAL STATEMENT OF CERTAIN TRANSACTIONS AND INDEMNIFICATIONS. As part of the annual report to the directors, or as a separate document if no annual report is issued, the corporation shall, within 120 days after the end of the corporation's fiscal year, annually prepare and mail or deliver to each director and furnish to each director a statement of any transaction or indemnification of the following kind:

- a. Any transaction (i) in which the corporation, or its parent or subsidiary, was a party, (ii) in which an "interested person" had a direct or indirect material financial interest, and (iii) which involved more than \$50,000 or was one of several transactions with the same

interested person involving, in the aggregate, more than \$50,000. For this purpose, an “interested person” is either:

- (1) Any director or officer of the corporation, its parent, or subsidiary (but mere common directorship shall not be considered such an interest); or
- (2) Any holder of more than 10 percent of the voting power of the corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the corporation, the nature of their interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.

ARTICLE XVII BYLAWS

Section 1. BYLAW AMENDMENTS. The Board of Directors may adopt, amend or repeal any of these Bylaws, except that no amendment shall make any provisions of these Bylaws inconsistent with the corporation’s Articles of Incorporation, or any laws.

Section 2. BYLAWS EFFECTIVE. These Bylaws shall not be effective until approved by the Board of Directors.

ARTICLE XVIII FISCAL YEAR

Section 1. FISCAL YEAR OF THE CORPORATION. The fiscal year of the Corporation shall begin on July 1st and end on June 30th of each year.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of the Urban Montessori Charter Schools, Inc, a California nonprofit public benefit corporation; that these bylaws, consisting of 14 pages, are the bylaws of this corporation as adopted by the Board of Directors on January 25th, 2011, amended on February 11, 2015, and amended on August 22, 2019.

Executed on January 25th, 2011 at Oakland, California. Amended on February 11, 2015. Amended on August 22, 2019. Reviewed and affirmed June 21, 2020.

Greg Klein, Secretary



Urban Montessori Charter School Board Playbook
Last Board Review and Approval: June 2020
To be reviewed annually

LIGHTHOUSE COMMUNITY PUBLIC SCHOOLS PROVIDED AN EXAMPLE BOARD BOOK TO US.
THANK YOU, LIGHTHOUSE!

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School Mission

Our mission is to develop self-directed and engaged learners who are academically, socially, and emotionally prepared to succeed in any high school. Nurturing the innovators of tomorrow to creatively meet the challenges of today's world with confidence, compassion, and grace, Urban Montessori cultivates individual curiosities and strengths, while holding children to a high standard of excellence. At Urban Montessori, children deepen their understanding of what it means to live responsibly in a diverse urban community.

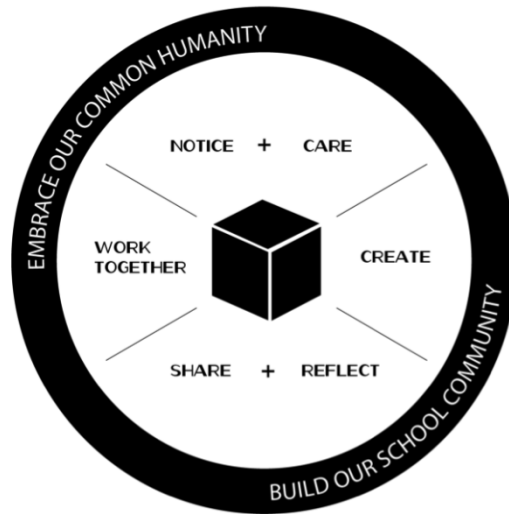
Who we are

Urban Montessori is a tuition free TK-8 public charter school located in Oakland. Our school is based on [the teachings of Maria Montessori](#), in combination with [Design Thinking](#), and [Arts Integration](#). We invite you to click through and learn more about [what children experience](#) at Urban Montessori, and read our [Frequently Asked Questions](#).

We are actively creating [a truly inclusive school community reflective of the racial and socioeconomic diversity of Oakland](#). We recognize that maintaining a respectful community where all students achieve, differences are valued, voices are heard, and power is shared requires constant dialogue and hard work; that we must create the safe spaces to openly check each others' biases and assumptions, and talk openly about power and privilege, in order to model the society and community we wish our children to become part of. We hope that prospective families, staff, and Board members choosing to apply to Urban Montessori will share our dedication to these values and goals.

Urban Montessori Charter School is authorized by the [Alameda County Board of Education](#) and last renewed in Spring 2017.

Core Values



Urban Montessori's core values help us do our work. They are:

We embrace our common humanity to build our school community.

We recognize that creating a truly inclusive and respectful community where all students achieve, differences are valued, voices are heard, and power is shared requires constant dialogue and hard work. We know we must create safe spaces to openly check each other's biases and assumptions, talk openly about power and privilege, and ultimately become models of the society and community we wish for our children.

We notice and care.

Building a learning community means developing our grace and courtesy, as well as our empathy and inquiry muscles. Noticing means looking, listening, using our senses, asking questions, and identifying patterns. Caring is taking the next step to inquire about what we have seen, heard, and felt. Caring allows us to reframe problems and see opportunity spaces. It reminds us of our common humanity.

We work together and create.

We are problem solvers and innovators. Through collaboration we can accomplish more than we can alone and collaborating is a learned skill. We also recognize that our first ideas are not necessarily our best, and it is through prototyping, testing and iterating that we improve.

We share and reflect.

Our work is always in dialogue with the needs of others. We share our ideas and our creations. We seek feedback to improve our thinking and doing. We ask ourselves what we have learned and what we can do better next time.

School History and Student Demographics

Founded by a small, committed group of teachers and parents, Urban Montessori opened its doors in 2012 on the Brann Street Campus, (formerly Sherman Elementary and Melrose Leadership Academy), and served students in grades Kindergarten, 1st, and 2nd grade. In that first year, the school employed many fewer full time staff members. Now in Year 8, the school has grown to serve nearly 400 students in grades TK – 8, who are supported and taught by over 50 faculty and staff members. Dedicated to serving a diverse student population reflective of Oakland, Urban Montessori Charter School provides a much-needed option for students and their families as the only tuition-free, publicly funded Montessori school in the city.

Classrooms within UMCS are divided into four levels, which align to Dr. Montessori’s Planes of Development.

- Primary: grades Transitional Kindergarten and Kindergarten¹
- Lower Elementary: grades one through three
- Upper Elementary: grades four through six
- Middle School: grades seven and eight

For 2019-2020, UMCS operates three Primary classrooms, five Lower Elementary, four Upper Elementary, and one Middle School classroom -- for a total of 13 classrooms, each with two teachers, a Lead and a Support. UE and MS classrooms are currently at the “Pleasant Campus” and LE and Primary classrooms are currently at the “Brann Campus.”

In 2018-2019, per DataQuest, students’ families identify their students as:

31% White	7% Asian
26% Latinx	15% Two or More races
19% Black or African American	2% all other designations

31% of students were socioeconomically disadvantaged. 8% of students qualified for Special Education services. 17% of students were English Learners.

¹ In a high-fidelity Primary classroom, 3 year olds are also enrolled. We have had a hard time operationalizing this in the public school system!

Board of Directors – Roles and Expectations

Defining the Work of the Board

The Board of Directors is responsible for ensuring that the school remains faithful to its mission, financially viable, and true to the terms of its charter. The Board of Directors is made up of a diverse group of individuals that collectively possess expertise in critical areas of charter school governance, including finance, legal, education, fundraising, community outreach, marketing, and charter school operations.

The collective and individual roles of Board members include:

- Holding the organization accountable to its charter and federal, state, and local laws
- Setting long-range organizational goals and developing strategic plans to meet them
- Reviewing and approving the school's operational budget
- Hiring and evaluating the Head of School
- Reviewing, negotiating, and approving major contracts on behalf of the school
- Providing expertise and professional advice in areas such as law, accounting, business, finance, marketing, publicity, and educational programming
- Fundraising for capital and operating expenses as well as soliciting in-kind contributions
- Promoting the school in the local community and to the important stakeholders involved in K-12 education in Oakland
- Recruiting and electing new Board members if a seat becomes vacant or the need is recognized for additional expertise

The Board is a governing body, and day-to-day management responsibilities of the school shall be delegated by the Board to reside solely with the Head of School and the leadership team that they hire. The Board of Directors maintains active and effective control of the school primarily in their relationship with the Head of School who report to the Board in a non-voting, ex officio capacity. Along with an effective reporting structure and attendance at regularly scheduled meetings, the Board sets in place evaluative measures that gauge the effectiveness of the Head of School as well as the educational programs of the school. Further, the Board establishes a Governance Committee to oversee the continuing recruitment and orientation of qualified Directors, and establish an evaluation process to assess its efficacy on an annual basis.

Board Member Job Descriptions

To ensure that board members are able to fully execute their responsibilities, a clear understanding of the requirements of the role is vital. Thus, a description of the expectations of board members, as well as the expectations and qualifications of the officers follows.

Urban Montessori Charter School Board Member Job Description

General Responsibilities:

Board members are responsible for ensuring that the academic program of UMCS is successful, that the school's program and operation are faithful to the terms of its charter.

Specific Responsibilities:

1. Determine the mission and purpose of Urban Montessori and keep it clearly in focus

- a. Create and periodically review the mission statement which:
 - i. serves as a guide to organizational planning, board and staff decision-making, volunteer initiatives, and setting priorities among competing demands for scarce resources.
 - ii. is used as the vehicle for assessing program activities to ensure that the organization is not drifting away from its original purposes.
 - iii. Understand and support the mission statement.

2. Select the Head of School

- a. Reach consensus on the Head of School's job description.
 - i. Current Head of School Job Description can be found in Appendix III.
- b. Undertake a careful search process to find the most qualified individual.
- c. Oversee and approve contract negotiation and renewal.

3. Support and review the performance of the Head of School

- a. Provide frequent and constructive feedback.
- b. Compliment for exceptional accomplishments.
- c. Provide input for an annual written performance review with a process agreed upon with the Head of School well in advance.
- d. Set compensation for the Head of School.

4. Ensure effective organizational planning

- a. Approve an annual organizational plan that includes concrete, measurable goals consistent with the charter and accountability plan.

5. Ensure adequate resources

- a. Approve fundraising targets and goals.
- b. Assist in carrying out the development plan.
- c. Make an annual gift at a level that is personally meaningful.

6. Manage resources effectively

- a. Approve the annual budget.
- b. Monitor budget implementation through periodic financial reports.
- c. Approve accounting and personnel policies.
- d. Provide for an independent annual audit by a qualified CPA.
- e. Ensure the full board has the proper training to be effective stewards of public funding.
- f. 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

- a. Assure programs and services are consistent with the mission and the charter.

- b. Approve measurable organizational outcomes.
- c. Approve annual, attainable board and management level goals.
- d. Monitor progress in achieving the outcomes and goals.
- e. Assess the quality of the program and services.

8. Enhance UMCS's public standing

- a. Serve as ambassadors, advocates and community representatives of the organization.
- b. Ensure that no board member represents her/himself as speaking on behalf of the board unless specifically authorized to do so.
- c. Provide for a written annual report and public presentation that details Urban Montessori's mission, programs, financial condition, and progress made towards charter promises.
- d. Approve goals of an annual public relations program.

9. Ensure legal and ethical integrity and maintain accountability

- a. Approve policies to guide the organization's board members and staff.
- b. Develop and maintain adequate personnel policies and procedures (including grievance mechanisms).
- c. Adhere to the provisions of the organization's bylaws and articles of incorporation.
- d. Adhere to local, state and federal laws and regulations that apply to the organization.
- e. Ensure compliance with all federal state and local government regulations.
- f. Hear and decide student expulsion matters.

10. Recruit and orient new board members and assess board performance

- a. Define board membership needs in terms of skill, experience and diversity.
- b. Cultivate, check the credentials of, and recruit prospective nominees.
- c. Provide for new board member orientation.
- d. Participate in an annual evaluation of the full board and individual trustees.

Board Chair Job Description

Member of and elected by the Board of Directors

Supports: Head of School

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

General Responsibilities: The chair is the senior volunteer leader of the organization who presides at all meetings of the Board of Directors and other meetings as required. The Board Chair oversees implementation of board and organizational policies and ensures that appropriate administrative practices are established and maintained.

Specific Responsibilities:

1. Works with the Head of School, other board officers, and committee chairs to develop the agendas for Board of Directors meetings, and presides at these meetings.
2. In consultation with other board officers, recommends the Board's approval of volunteers to key leadership positions, including positions as chair of board committees and task forces, and cultivates leadership succession.
3. Recognizes their 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 Directors and paid and volunteer leadership, in accordance with the organization'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. Ensuring a high legal and ethical standard.
 - d. Hiring and evaluating the Head of School.
 - e. Developing and maintaining an effective board culture.
 - f. Developing an effective pipeline of future leaders of the board.
5. In conjunction with the Governance Committee, manages the development of the Board in order to help it work more effectively and efficiently.
6. Works with the Head of School 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 Head of School in their job as manager of the organization. In this capacity, focuses on ensuring that the board governs rather than manages.
8. Works with the Committee Chairs and the Head of School 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. 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 the organization and its values; an understanding of the organization's mission and goals, and the distinctions between governance and management.
- Strong leadership skills to inspire a shared vision for the organization 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 the organization.
- Strong network of relationships within the greater community to leverage resources for the organization.
- Strong shared vision with Head of School about school mission and goals for student achievement.
- Strong facilitation and communication skills and an understanding of group processes.
- 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 forward.
- An ability and willingness to support, encourage, and develop a strong, entrepreneurial Head of School.
- Strong organizational skills.

Indicators of effectiveness:

- Meets annual goals as identified and adopted at the beginning of the leadership term, including specific goals for development.
- Is perceived by other board members as being fair, open to all points of views, decisive, and contributing to a culture that focuses on results.
- Is perceived by the Head of School as supporting and adding value to their work.
- Is perceived by a majority of parents and other community members as being accessible, fair, constructive, and representative of the interests of the broader school community.

Board Vice Chair Job Description

Member of and elected by the Board of Directors

Supports the Chair

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

General Responsibilities: The Vice Chair is the secondary volunteer leader of the 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:
 - a. Presides at meetings of Board of Directors
2. Recognizes their 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 Directors 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 their responsibilities to ensure organizational priorities and governance concerns are addressed in the most effective and efficient manner.
7. Represents the board in the community, especially at events at which the Chair cannot attend.
8. Other duties as delegated by the Chair.

Qualifications:

- Commitment to and energy to support the organization and its values; an understanding of mission and goals, and the distinctions between governance and management.
- Strong leadership and collaborative skills to support the Chair and to offer alternative proposals in the interest of best serving the organization.
- 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.

Indicators of effectiveness:

- Meets annual goals as identified and adopted by the board at the beginning of the leadership term.
- Is perceived by other board members as being fair, open to all points of views, decisive, and contributing to a culture that focuses on results and student achievement.
- Is perceived by the Head of School as supporting and adding value to their work.
- Is perceived by a majority of parents and other community members as being accessible, fair, constructive, and representative of the interests of the broader school community.

Board Treasurer Job Description

Member of and elected by the Board of Directors

Supports the Head of School, 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 organization and facilitates the board in meeting its financial oversight responsibilities.

Specific Responsibilities:

1. Chairs the Finance Committee.
2. Provides direction for the oversight of the organization's record keeping and accounting policies.
3. Ensures the presentation of timely and meaningful financial reports to the board.
4. Ensures the development of an 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 their 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.
11. Takes responsibility for designing an annual board education program so that all board members can effectively conduct oversight of the financial health of the organization.

Qualifications:

- The treasurer must display a commitment to the organization and its principles, mission and goals, and the distinctions between governance and management.
- A strong understanding of the record keeping, accounting systems, financial reports and financial policies and procedures.
- An ability to focus on both the short-term and long-term financial health of the organization.

Indicators of effectiveness:

- Meets annual goals as identified and adopted by the board at the beginning of the leadership term.
- Is perceived by other board members as being transparent and efficient in delivering financial reports and as being aggressively protective of the integrity of the organization's fiscal management.
- Is perceived by the Head of School as supporting and adding value to their work.
- Is perceived by a majority of parents and other community members as being accessible, fair, constructive, and representative of the interests of the broader school community.

Board Secretary Job Description

Member of and elected by the Board of Directors

Supports member of the staff or volunteer taking minutes (if not taking them directly)

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 bylaws as amended or otherwise altered to date.
2. Maintain organized digital and internet-accessible of records of all meetings of the Trustees and meetings of committees, such that they can be readily printed out at the principal office of the corporation or at such a place as the Board may determine. 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, serves as the protocol officer of the board, ensuring that the keeping and posting of meeting minutes, meeting notifications, adherence to open meeting laws, and other procedural requirements are followed legally and ethically.
6. 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 Directors.
7. Recognizes their 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 the organization and an understanding of the organization and its values, mission and goals and the distinctions between governance and management.
- An understanding of the required record keeping and the laws of the jurisdiction (city, state) in which the organization operates.
- A capacity for attention to detail.

Indicators of effectiveness:

- Meets annual goals as identified and adopted by the board at the beginning of the leadership term.
- Is perceived by other board members as being an accurate and reasonable steward of the decision-making history of the organization and as being ever mindful of the duties and requirements of public service.
- Is perceived by the Head of School as supporting and adding value to their work.
- Is perceived by a majority of parents and other community members as being accessible, fair, constructive, and representative of the interests of the broader school community.

Board Member Attendance Policy

Purpose

This policy was developed with the recognition that Board membership is voluntary and that individual members contribute their time and energy in different ways. However, because Board meetings are the only forum during which the Board can discuss and vote on major organizational policies and decisions, attendance at these meetings carries a special importance. All Board members will receive a copy of this policy to ensure that everyone is properly informed about the expectations for Board attendance.

Definitions

Notified Absence: For an absence to be a “notified” absence, a Board member must notify the person running the meeting (usually the Chair or Vice-Chair) by 12:00 pm the day of the meeting that he/she will be absent.

Un-notified Absence: For an absence to be an “un-notified” absence, a Board member failed to notify the person running the meeting (usually the Chair or Vice-Chair) by 12:00 pm the day of the meeting that he/she will be absent.

Board Attendance Problem

If any of the following conditions exist, it is considered a Board attendance problem:

1. The member has two “un-notified” absences in a row.
2. The member has two “notified” absences in a row.
3. The member misses one quarter of the total number of Board meetings during one of their term years.

Remote Participation

Board members are allowed to attend and participate remotely with prior permission of the Chair. Remote participation requires proper notification of their location on agendas in compliance with the Brown Act.

Process for Responding to a Board Attendance Problem

The Board Secretary will keep track of Board member attendance through the Board meeting minutes and will provide this information to the Chair. The Chair will directly contact a Board member who is at risk of potentially violating the policy to issue both a verbal and written warning as well as discuss the problem. If a Board member does violate the policy, the Chair will bring this to the attention of the Board for discussion, after which point a majority vote will be held to determine possible termination from the Board.

Board Meeting Schedule

The Governing Board of UMCS generally meets monthly over the course of the year. The Governing Board is subject to and will comply with the of Ralph M. Brown Act.² http://www.cfac.org/Law/BrownAct/Text/ba_text.html. Accordingly, all Board meetings will be open to the public. Meeting notices and agendas will be made available and posted to the public prior to board meetings, both online as well as physical posting at the school site for public viewing. Meeting minutes and board actions are recorded and available to the public. The Governing Board has also approved a Conflict of Interest policy to ensure that the deliberations and decisions of the school are made in the interests of the community as a whole, and to protect the interests of the school when it is contemplating entering into a transaction, contract, or arrangement that might benefit the private interest of an Interested Director, Officer or Person.

² California Government Code sections 54950-54963.

Board Committee Structure

Purpose of Committees

Board committees are standing sub-groups of the board of trustees, devoted to a permanent major area of the board's work (academic accountability, finance, and governance).

Committee Assignments and Responsibilities

Committee assignments and responsibilities will be determined at the annual board retreat. Board members will serve on one committee and assist other committees as needed/required.

Task Forces

From time to time, the school board will create smaller, less permanent, task forces to oversee an element of the board's work. A task force is a temporary group that can come and go, and can be created or dissolved without having to amend the organization's bylaws. Task forces are devoted to specific purposes and dissolve when their goal is completed, such as a New Building Task Force charged with purchasing a new building for the school.

Executive & Governance Committee

General Purpose

The governance committee is commissioned by and responsible to the Board of Directors to assume the primary responsibility for matters pertaining to Board of Directors recruitment, nominations, orientation, training, and evaluation in accordance with the bylaws of the organization as well as established policies and practices approved by the Board of Directors.

Appointments and Composition

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

Responsibilities

Recruitment, Onboarding and Evaluation of Board Members - The committee will:

- Analyze the skills and experiences needed on the Board of Directors annually, creating a strategy for meeting the Board's short- and long-term recruitment needs.
- Work with the Chair and other board members to develop succession plans for board officers and to ensure adequate representation of key skills and experiences on the Board at all times.
- Manage the process of recruiting and onboarding new board members.
- Conduct board evaluation as needed.
- Meet with each board member at least once annually to check-in on their experience and provide any necessary feedback.

Oversight of Board Governance - The committee will:

- Conduct Board education or direct board members to outside resources for training and development as needed.
- Create board-level goals for the year as part of the governance process.
- Ensure bylaws, committee and member descriptions and other materials are up to date and in regular use.
- Evaluate the effectiveness of board meetings, making recommendations for improvement to the Chair and/or full Board.

Leading Head of School Talent Management - The committee will:

- Oversee the recruitment and selection process for a new Head of School when needed, including the creation of materials, timelines, processes, and selection criteria and ensuring that process maximizes parent, student, and staff participation.
- Lead the hiring and onboarding process for a new Head of School, including making an offer of employment, negotiating terms, finalizing their employment contract, supporting them in developing their Work Plan and hosting community events in partnership with parent leaders and the Family Advisory Council.
- Annually review and recommend updates to the Head of School job description, goals and performance expectations.
- Lead formal evaluation process for Head of School based on annual goals, ensuring that process engages the Board, staff and parents.
- Based on results of the annual Head of School evaluation and an analysis of local trends and market data, review salary and benefits, making recommendations of any adjustments to the full Board.

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- Lead the process for terminating employment of Head of School if needed.

Current Members	Regular Meeting Time & Location
Christina Greenberg Davis Leung Greg Klein	1:15pm on the Monday of the week prior to the week of a regular Board meeting, at the Pleasant Campus

Finance Committee

General Purpose

The finance committee is commissioned by and responsible to the Board of Directors. It has the responsibility for working with the Head of School and Director of Finance 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 Head of School and designated finance and operations staff.

Appointments and Composition

1. The members of the finance committee shall be the treasurer of the Board who shall serve as chair, together with other trustees appointed by the Chair with the advice and consent of the Board in accordance with the bylaws.
2. Additional committee members may be appointed and need not be members of the Board of Directors.

Responsibilities

1. Prepare an annual budget for the organization in collaboration with the Head of School and designated finance and operations staff.
2. Also in collaboration with the Head of School and designated finance and operations staff, 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 Directors.
4. Provide oversight of the procurement process.
5. Review monthly financial statements and variances from budget, and recommend action to the Board, as appropriate.
6. Create specific measurable board-level goals for the year as part of the full board planning process.
7. Develop and implement a board-level training program to ensure that all trustees (especially those without a financial background) can be effective stewards of the organization's financial resources.
8. Report to the Board of Directors at regular meetings of the Board in a manner determined by the Board.
9. Annually evaluate its work as a committee and the objectives it has committed itself to and report on same to the Board of Directors.

Current Members	Regular Meeting Time & Location
Stacey Wang Hae-Sin Thomas Davis Leung Nancy McAfee Flemming Greg Klein	Fridays of the week before Board Meetings. 4:00pm, Head of School's office @ Brann Campus

Academic Oversight Committee

General Purpose

The Academic Oversight Committee is commissioned by and responsible to the Board of Directors to assume the primary responsibility for working with the Head of School to define academic excellence, ensure that all board members know the charter promises that were made to the community and the authorizer and to devise clear and consistent measures to monitor these goals.

Appointments and Composition

1. Appointments of the chair and members of the Academic Oversight Committee shall be made annually by the chair of the Board with the advice and consent of the Board and the Head of School and in accordance with the bylaws.
2. The chair of this committee shall be a member of the Board of Directors.
3. Members of this committee shall be members of the Board of Directors, subject to the conditions stated in the bylaws. Additional committee members may be appointed and need not be members of the Board of Directors.

Responsibilities

It is important to note that this is a governance function, not a management function, and it is anticipated that the Head of School will have a great deal of input into the work and composition of this committee. The committee's main role is to assure that academic excellence is defined, and that the board approves annual goals to attain academic excellence.

1. Define and continue to refine what academic excellence means for our charter school.
2. Ensure that all board members understand the key charter promises we have made to our community and to our authorizer.
3. Work with the Head of School to devise clear and consistent ways to measure progress towards stated goals.
4. Work with the Head of School to set annual academic achievement goals, to be presented to and approved by the full board.
5. Work with the Head of School to share with the board annual successes, barriers to reaching academic excellence, and strategies to overcome these barriers.
6. Arrange for Board training on issues related to academic oversight and academic achievement, as needed.
7. Create specific measurable board-level goals for the year as part of the full board planning process.
8. Report to the Board of Directors at regular meetings of the Board in a manner determined by the Board.
9. Annually evaluate its work as a committee and the objectives it has committed itself to and report on same to the Board of Directors.

Current Members	Regular Meeting Time & Location
Fred Mooradally Koren Clark Jan Faraguna Hae-Sin Thomas	Tuesdays of the week before Board Meetings. 4:45pm, Head of School's office @ Brann Campus

Board Accountability and Oversight

Once the roles and responsibilities of board members and the Head of School of the school have been clearly articulated, the next step in effective governance is to create clear processes for how the Board will accomplish its work over the course of the school year. The following processes and procedures help bring clarity to how the full Board and Committees of the Board work in an efficient and productive manner.

Conflict of Interest Policy

To ensure that the Board's priorities are aligned with UMCS, the Board has adopted a Conflict of Interest Policy. This policy requires Board members to disclose a disqualifying interest at the meeting during which consideration of the decision takes place. This disclosure shall be made part of the Board's official record. The Board member shall refrain from participating in the decision in any way (i.e., the Board member with the disqualifying interest shall refrain from voting on the matter and shall leave the room during Board discussion and when the final vote is taken) and comply with any applicable provisions of the Charter School bylaws. For more details on the Conflict of Interest Policy, see Appendix II.

Board Meetings over the Year

Each year, the Urban Montessori's board will meet as outlined in the school's bylaws. A calendar in the Appendix provides an overview for the items that board members should expect to address either in committee work or in regularly scheduled board meetings. The Head of School and Board Chair will update this calendar annually per the board meeting schedule.

Board Self Evaluation Survey

The Board will regularly evaluate its effectiveness through surveys and self-evaluations. The Governance Committee will be responsible for ensuring board members are fulfilling their responsibilities. Questions for the Board Self-Evaluation Survey shall be developed by the Board Director and the Governance Committee, and approved by the Board. The Board will evaluate itself via survey, using self-reflective questions that range from ranking to fill-in the blank. A sample Board Evaluation survey can be seen in the Appendix.

Board Member Recruitment and Onboarding

Phase I: Recruitment

An effective board is always recruiting new members. Maintaining relationships with potential board members, and inviting qualified candidates to get to know the school will ensure that high quality candidates can matriculate as board members as needed. UMCS aims to have no fewer than 1-2 viable candidates for board candidacy at any given time. To this end, the governance committee of the board will take responsibility for meeting the expectations outlined below for board member recruitment and orientation. When seats are available, the school's governance committee will participate in an exercise to identify individuals who have the potential to be effective board members. A communication and outreach strategy to develop relationships with these individuals will be put into place once candidates have been identified. Elements of this strategy could include:

- In person meeting with a designated member of the school's board of trustees. The current trustee will reach out to the candidate to schedule an informal meeting (coffee, etc.) to discuss the school and to assess the candidate's interest in school board leadership.
- If the candidate is interested in pursuing board membership, and the current board feels they could potentially be a good fit, the candidate will be invited to review key documents related to the school (charter application, school board playbook) and will be invited to tour the school and speak with the school's Head of School. Potential new board members are sent the following documents for initial review:
 - a. [UMCS Board Bylaws](#)
 - b. [Conflict of Interest Code](#)
 - c. [our Charter](#)
 - d. [School Calendar](#) & [Calendar of meetings](#)
 - e. [Board Google Folder](#)
 - f. This Board Book

Phase II: Orientation

Once a board member has formally joined the board, they will be asked for the following:

- Signed Statement of Agreement [here](#)
- brief bio for the website
- headshot picture for future website development
- Completed [Form 700](#) declaring possible conflicts of interest (can be turned in to the Brann Office with a wet signature)
- Dinner Sign Up [here](#).

The board chair, the Head of School, and the chair of the committee to which the new member would be potentially added make themselves available to answer questions and help orient new board members. New members are asked to review this Board Book, which includes: a comprehensive review of the mission, vision and values of the organization, the history of the board and founding of the organization, roles and responsibilities of the board and the Head of School, the administrative calendar with the board meeting schedule and other major activities of the board, an organizational chart that includes the list of current and planned committees, how the board conducts meetings, including an overview of the Brown Act. Additionally, the Chair can help provide a broader understanding of the external environment the organization operates within (information about political, economic, demographic, legislative, competitive trends and changes that

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have significant impact on the organization and the children it serves), financial information, and detailed information about the educational program. The Chair can also provide more detail about the role of the new member on an existing committee, current issues and topics being examined by the committee, tasks and an action plan being executed by the committee, and any other information that would be helpful to the new member about committee work.

In addition to this information, a school tour independently arranged with and given by the Head of School would introduce the new member to the school site and allow him or her to meet some of the administrative faculty at the school.

While the orientation session and school tour should provide a solid foundation from which the board member can successfully perform their duties, it may also be a good idea to provide a mentor to the new member. An informal mentoring program could help build a sense of teamwork and support for new members. A mentor would be a skilled and reliable board member who would work closely with the new member to help him or her better understand board procedures, talk through basic issues and questions, and be available for any other support that the new member might require. This should be done when a board mentor is available.

Current Board Member, Roles, and Contact Information

#	Name	Board Role	On Board Since	Committee(s)	Email Address
1	Olivia Couch	FAC Board Rep	7/1/2018	FAC	oliviac@urbanmontessori.org
2	Koren Clark		7/1/2018	Academic	korenc@urbanmontessori.org
3	Janet Faraguna		7/26/2018	Academic	janf@urbanmontessori.org
4	Nancy McAfee Flemming		8/1/2012	Academic Finance	nancy@urbanmontessori.org
5	Christina Greenberg	Executive Chair	7/1/2018	Executive	christinag@urbanmontessori.org
6	Greg Klein	Secretary	8/1/2015	Finance Executive	greg@urbanmontessori.org
7	David "Davis" Leung	Chair	12/20/2018	Finance Executive	davisl@urbanmontessori.org
8	Frederic Mooradally	Academic Chair	1/24/2019	Academic	frederic@urbanmontessori.org
9	Loren Bentley	FAC Board Rep	9/1/2018	FAC	lorenb@urbanmontessori.org
10	Hae-Sin Thomas		8/1/2012	Finance	hae-sin@urbanmontessori.org
11	Stacey Wang	Finance Chair	1/1/2018	Finance	staceyw@urbanmontessori.org

Krishna Feeney, Head of School

Daniel Bissonette, Assistant Head of School

Kelley Carrasco, Director of Special Education

Appendices of Key Reference Documents

- APPENDIX I: [Bylaws & Articles of Incorporation](#)
- APPENDIX II: [Conflict of Interest Policy](#)
- APPENDIX III: [Head of School Job Description](#)
- APPENDIX IV: [Head of School Evaluation](#) [blank template]
- APPENDIX V: [Board Yearlong Planning Calendar](#)
- APPENDIX VI: [Board Self-Evaluation Survey](#)
- APPENDIX VII: [Board Member of Statement of Agreement](#)