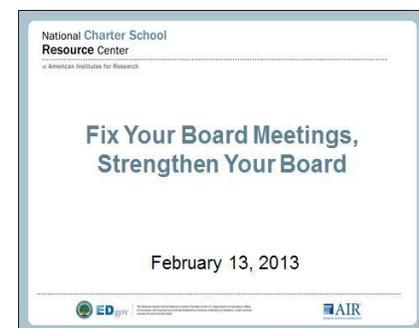


## Fix Your Board Meetings, Strengthen Your Boards

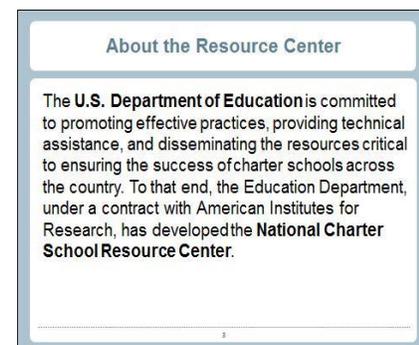
### TAMMIE KNIGHTS:

Good afternoon, everyone. Thank you for being patient and being ready to join us for this webinar. My name is Tammie Knights from the National Charter School Resource Center, and I'm pleased to welcome you to the webinar on board governance, strengthen your board by fixing your board meetings.



**Slides 1 and 2**

The Resource Center is funded by the U.S. Department of Education's Charter School Program and serves as a national center to provide resources, information, and technical assistance to the [00:00:29 inaudible] of successful planning, authorizing, implementation, and sustainability of high-quality charter schools, to share evaluations on the effects of charter schools and to disseminate information about successful practices in charter schools.



**Slide 3**

I want to quickly remind you about our webinar platform for our returners or our first-time users. You can listen to the audio portion either through your computer or over the phone, and if you are not prompted to enter your phone number, please dial the number that is listed at the top of the chat or in the participant notes.

For any questions you have, please enter them in the chat throughout the webinar. In the chat, right below the chat, you should find a file share where we have a PDF file titled “Open Meeting Law.” It is a resource that Marci will be talking about later that you can download at your leisure.

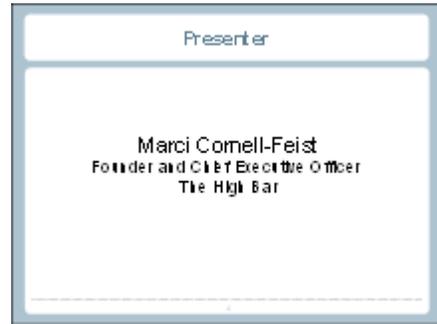
As a reminder, the webinar is being recorded, so to ensure audio quality, we have muted all the participants, and when we get time, we can either go through the chat to ask questions and I will facilitate them to Marci, or you can unmute yourself at that time. As I’ve mentioned today, you will be hearing from Marci Cornell-Feist, who is the founder and chief executive officer (CEO) of The High Bar.

She is a nationally recognized expert on charter school governance and the author of *The Charter School Trustees Guide* and numerous articles, including two issue briefs for the National Association of Charter School Authorizers. So with that said, I will turn it over to Marci.

**MARCI CORNELL-FEIST:**

Okay, thanks, Tammie. Thanks for having me. Just to make sure everybody’s in the right place, this is *Fix Your Board Meetings, Strengthen Your Board*.

And a little bit about what we’re going to cover; we are going to cover observations from 200-plus charter school boards, what makes a good board meeting, what common problems they have, then how to avoid having those, and if you have them, how to fix them. We’re going to specifically talk about what’s the preparation for an effective meeting, roles and responsibilities, what should the CEO or your school leader be doing at the board meeting, and then



Slide 4



Slide 5



Slide 6

preparation—what should the board chair do, what about committee chairs, and then board members. Then, we'll talk about members of the public as well.

We'll get into board meeting agendas, reports, and minutes. I'll give you as many practical tips as I can. If we have time, we'll do some little mini case studies, which I call real-life scenarios, and if we don't have enough time at the end, I will leave you with those and you can do them at your leisure. I'll definitely make sure there's time for Q&A.

So, a few notes before we dive in. For me, and I'm sure for all of you, you're here in the middle of a busy day. It's all about the kids, and I run around the country and train charter school boards specifically and have been doing that for 16 years.

I just always like to say the caveat at the beginning, that it really is all about the kids. In this presentation, we're going to spend most of our time talking about minutes and open meeting law and agendas and all kinds of—maybe we'll get into a little bit about bylaws.

Somebody asked a question in advance about bylaws. We'll talk about all this kind of minutiae and probably forget to talk about the kids enough. In my mind, there is—and [in] practical experience—a direct correlation between a great public school and a great board. So, the whole reason for all of this is for the kids.

I also tend to articulate a very high bar. I named my company The High Bar because I think the kids in your charter school deserve nothing short of excellence. There hasn't really been much of an excellence bar on governance. It's sort of we show up, we have a board, it exists, and that's good enough. In my mind, that's not good enough. A board

A FEW NOTES BEFORE WE DIVE IN

- It's all about the kids.
- I am going to articulate a very high bar. The students in your charter school deserve nothing short of excellence.
- Terminology:
  - I use the term "CEO" to denote the person at the very top of the org chart, who reports directly to the board

You can find this presentation at  
<http://pages.reachthehighbar.com/NCSRC.html>

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## Slide 7

should be continually getting better and better at [its] game.

A little bit about terminology before we dive in; I use the term *CEO* to denote the person at the very top of the [organizational] chart who reports directly to the board. So in many cases, you call it the school leader. It could be your principal, [or] it could be an executive director, so when I say CEO in these slides, just substitute in your mind whatever that top person is. That's part of that.

The presentation is here at this link [<http://www.charterschoolcenter.org/webinar/fix-your-board-meetings-strengthen-your-boards>]; [it is] this whole PowerPoint I'm going to take you through, and I think Tammie will put the link somewhere where you can cut and paste from it as well. We'll make sure that you have these slides afterward.

One more thing before I dive in—just a little bit about my background. As I said, I've been working with charter boards specifically for 16 years. I don't have all the answers, but I have worked with hundreds and hundreds of boards, and many of them over the life span of their charters. [There are] some I worked with when they were in the charter application phase and now they're 15 years old.

I don't have all the answers, but I've seen everything tried. I've worked in most states and under very different charter laws, and so what I'm sharing with you today is just the best practice about what I've seen work. And we'll take it away.

I think just in essence of time and because there's so many people on the call, I'm going to try and get through the bulk of the presentation. As Tammie said, you can type in questions along the way, and she'll field those for me. If there are specific questions



Why are board meetings so ineffective?

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**Slide 8**

about a slide, or kind of an issue, or something that I misstated, or you're confused, I'll stop and answer there.

If there are more general questions, I'll stop and do it at the end. I'm going to try and leave at least 15, maybe 20 minutes of time at the end for Q&A, so that way, people who need to jump off can jump off, and those who want to stay [can] for that. Some of you submitted questions in advance, which I appreciate.

Some I will leave in the answers as I go through this, and some I'll save my answers for the end.

So, anyway, I go all over the country. I probably have attended more charter school board meetings than almost anybody on the planet. They're really ineffective, and one of the things that really strikes me is they're so ineffective, yet usually the people in the room are really great, brilliant people, great school leaders, great board members.

Somehow, when you get these people together, the actual work product isn't very good. I've been thinking a lot about why board meetings are so ineffective, and I think there's two parts to this, the ineffectiveness.

One has to do with what the board is doing, and one has to do with what the school leader is doing. I'll take you through this a little bit.

Why are board meetings effective? I think it should be a partnership between the board and the CEO, and boards contribute a lot to ineffectiveness.

Often boards are just unclear about what they're supposed to do. They show up at the board meeting, but they're not exactly sure what is their role, where does their role stop, and [what] the leaders take on. Often, boards just don't have their own work. They show up and react to things that the school leader or the CEO puts in front of them, and they don't have work that's their own, that they should be doing in between meetings.

Often, there are no consequences if they don't do the work. I mean many, many meetings that I go to ] board members are enthusiastic. They really care. They agree to things, and then they leave the board meeting and go off on their very busy lives, and, I'm very empathetic that you're volunteers, and the work just doesn't get done, and they come back the next week and the next month and the school leader's frustrated.

People often use the "we're only volunteers" thing as an excuse for poor performance, and I'm very empathetic that the paradigm we're working under is a group of busy volunteers running what's often a multimillion dollar public enterprise. But that's what you sign up for, and we really, really need your volunteer efforts. So, it just has to be a manageable amount of work, and it has to get done.

On the flip side, I think what's often being asked of volunteer board members is unrealistic. In the founding phase, people roll up their sleeves, and they do just anything and everything to get the school open, which is fantastic. Sustaining that expectation when your school is seven, eight, nine, [and] 15 years



**H** WHY ARE BOARD MEETINGS INEFFECTIVE?  
BOARDS

- ▶ They are unclear about what they are supposed to do.
- ▶ They don't have "their own work".
- ▶ There are no consequences if they don't do the work.
- ▶ They use the "we're only volunteers" thing as an excuse for poor performance.
- ▶ What is being asked of them is unrealistic.
- ▶ The board does not have good time management.
- ▶ Advanced materials don't guide the board to be strategic.
- ▶ The board does not have the right leadership.

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## Slide 9

old [is] just unrealistic, and so we need to create a job for board members that's possible.

Often a board just doesn't have good time management. Again, I think a lot of it has to do with the founding nature, [the] startup nature of a charter school. In the beginning, it's a group of people sitting around a kitchen table talking the whole thing through, dreaming the dream, and there is just a lot of deep conversation that needs to happen.

Over time, the board and the board meetings, particularly, need to evolve into what some people would call more of a corporate or a more structured environment. I'm going to take you through what that looks like.

Then, advanced materials don't guide the board to be strategic. Oftentimes, there isn't enough stuff sent out in advance for people to really focus on the topics at hand when they come to the meeting, or materials are sent out in advance but it's unclear what to do with them.

Then, the last piece that I think the board often contributes to having board meetings be ineffective is that the board just doesn't have the right leadership. I think the board chair really needs to be great at group facilitation skills. Often, we don't screen people for that when we ask them to be chair. I'll talk about that later [in] the presentation.

On the CEO—or your school leader, executive director, [or] whoever’s at the top of your org chart—I think they do things inadvertently, often to lead to ineffective board meetings. Often they do all the work and all the talking, and that makes sense to me because many of the CEO school leaders were the lead founder of the school. It was their idea, they brought the original board together, and at first everybody really was just reacting to that person.

Over time, the work really needs to get shared to make the meetings effective. Often the CEO just doesn’t know how to harness the energy and the talent of the board. I work with school leaders, very few of whom have ever worked with a board before. Most of them come from public schools. Occasionally, I’ll work with someone who ran a private school and reported to a board or a retired school superintendent who reported to a board, but very often, the person who’s running your school just hasn’t worked the board [and] doesn’t know how to harness the energy and talent of the board.

Then, often, the other piece is that they don’t have time to develop and motivate the board, I used to run a nonprofit. When I took on the job, my job description spelled out [that] 30 percent or 40 percent of my time was supposed to be focused on making my board successful, helping them with fund-raising, [and] helping them govern our large organization.

I knew that was part of my job. Most school leaders, CEOs, [or] executive directors [who] start a charter school or come to a charter school, they didn’t really even think about that as part of their job. Very few charter school leader job descriptions that I looked at actually have a line item that they’re supposed to be helping the board be effective.

**WHY ARE BOARD MEETINGS INEFFECTIVE?**

**CEO**

- ▶ The CEO does all the work and all the talking.
- ▶ The CEO does not know how to harness the energy and talent of the board.
- ▶ The CEO does not have time to develop and motivate the board.

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## Slide 10

Those are two reasons why I think often the meetings are ineffective. The other piece is just that people don't often think about the components. I'm going to walk you through what the key components are of an effective board meeting, and then I'll talk about each one in detail.

[Looking at the] big picture, I think the key components are [as follows]:

- Compliance with the open meeting law if your state has it—most states do
- A good agenda-setting process
- An advanced board packet that has all the information people need
- The meetings should be well facilitated
- The meetings should focus on the most important strategic issues facing the school or the organization
- You have to take good minutes  
At the end, you should evaluate the meeting

Now, we'll go through each one and give you a little of my 2 cents and some tips to help make it better.



## KEY COMPONENTS OF EFFECTIVE MEETINGS

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### Slide 11



Key components of effective board meetings:

- Compliance with Open Meeting Law
- Agenda Setting
- Advanced Board Packet
- Meeting is well facilitated
- Meeting focuses on the most important, strategic issues facing the school
- Minutes are taken
- The meeting is evaluated

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## OPEN MEETINGS LAW

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### Slide 13

[Regarding] open meeting law, most charter boards are a bit fuzzy on the interpretation of the open meetings law. The most important thing to understand [is] the intent of the law, but [you should] not to be paralyzed from doing good work because of it. When I say the open meeting laws, some people call it the Sunshine Law or the Sunshine Act open meeting law. Most states do have the requirements for some kind of open meeting law.

The other piece is that your board's composition is constantly changing, and people need periodic training and orientation on the open meeting law. Very often, the founding board will, through the charter application phase and in the first year of the school, be very conscious of the open meeting law and be very in compliance.

They forget that over time, the composition of the board is rotating and changing, and people just need refreshers. The law also changes.

My home state is Massachusetts, and our open meeting law just changed. I think it's the first change, really, the [first] substantive change in our open meeting law in 30 years. So people could get pretty comfortable that they know the law.

The spirit of the law is that the public sees the board doing its work in public. You shouldn't stop that from letting you have open, honest, and difficult conversations.

I think it's really important that the public hears the tough questions you're asking and sees the hard choices you're making as a charter school board.

I also think the more that we're transparent about how hard it is to deliver exceptional public education, the



#### Open Meeting Law

- Most charter school boards are a bit fuzzy on the interpretation of the Open Meetings Law.
- The most important thing is to understand the intent of the law but not to be paralyzed from doing good work because of it.
- Remember that your board's composition is constantly changing and people need periodic training and orientation around the Open Meetings Law.

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### Slide 14



#### Open Meeting Law

- The spirit of the law is that the public sees the board doing its work in public, but don't let that stop you from having open, honest and difficult conversations.
- Let the public hear the tough questions you are asking and see the hard choices you are making as a charter school board.
- The more we all understand about what it takes to deliver exceptional public education the better off we will be, and observing a public charter school board in action is an excellent way to educate interested members of the public.

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### Slide 15

better off we'll be. Watching a charter school board in action is an excellent way to educate people. I have often had clients and charter schools in general call me and say, "Oh, we have this really thorny thing that's happening, like our lease is suddenly up unexpectedly. There's been a change in our lease on our facility, and we have no idea where we're going to move. And so we don't want to talk about that in public because it might alarm people."

I think that, you know, and then there [are] ways to talk about it, but I think going behind closed doors and being secretive never really helps. The more you can do your work in public, the better off you'll be, so you've got to understand how to comply with the open meeting law.

I created a little open meeting law pop quiz, a quiz that you can see. It's over here. I'm not sure you can see my mouse. Over there on the far left-hand lower corner where it says "file share," I put this PDF there that's an open meeting law pop quiz. You could download that, take it, and see if you are in compliance with your open meeting law.

You can also use the quiz with the rest of your board. I know many of you came, one or two of you, [are] there on the call, and you want to go back and take some of this knowledge to share with folks; so, in addition to sharing the PowerPoint, you could start with that open meeting quiz.



Take Our Open Meeting Law Quiz  
[see webinar resources link](#)

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## Slide 16

So, how often should we meet? That's a really common question that I get.

I do think that a charter school board, particularly in its first five years, should meet once a month or at a minimum 10 times a year. That seems to be the norm. Some states are now putting in their laws a requirement or authorizers are making a requirement about the number of times you should meet per year, and that varies a lot state to state, but kind of my good rule of thumb is there is just plenty to do, and some kind of meeting at least 10 times a year seems to make sense.

During this startup or pre-opening phase, it's often necessary for people that meet twice a month before there's paid staff; there's just a lot to do. I do think once the school's open, unless there's really an unusual situation, the board probably should meet just once a month. If you feel like you really need every month to meet twice a month, you're probably taking on too much or not working on the most strategic things.

I often hear, though, that people say, "Well, our board members are just too busy to meet monthly." I think that is true. I think that meeting monthly is time consuming, and board members are really busy. I really do encourage you to find people who can make the kind of commitment you need. Ultimately, it is the board that's accountable to the authorizer. It's the board that holds the charter.



## HOW OFTEN SHOULD WE MEET?

### Slide 17

 How often should a charter school board meet?

- ▶ A charter school board, particularly in its first five years, should meet once a month, or at a minimum, 10 times a year.
- ▶ During the start-up (pre-opening phase), it may be necessary to meet twice each month before there are paid staff people at the school.
- ▶ Once the school is open, and unless there is an unusual situation, the full board should not have to meet more than once a month.

### Slide 18



Our members are too busy to meet monthly

#### Best Practice Tip:

- ▶ Many charter school boards have said that meeting once a month is very time-consuming, board members are too busy to do this, and they would like to meet every other month.
- ▶ Find people who can make the kind of time commitment you need.
- ▶ The board holds the charter and is ultimately accountable to your authorizer and the community for the well-being of the school. There are too many critical, policy-level decisions that need to be made, particularly in the first few years of the charter, for the board to hold fewer than 10 meetings a year.

### Slide 19

If you meet, you know, once a month, 12 times a year for no more than two hours, you know, that's only 24 hours to govern what's probably a multimillion dollar business. So, it really does take people in the room tackling kind of complex issues to really govern well. So, I think it's good to be up front when you're trying to recruit people about what kind of commitment this kind of board is.

You often will find people that have served on other boards, but maybe they only meet quarterly. So you just need to be clear about the time commitment.

[Regarding the] board meeting agenda, who sets the agenda, when is the agenda set, and what does it look like? So I'm just going to walk you through a few things here, and some other resources. I did actually write a book about board meetings. There's a—that picture there with the penguins is the cover of the book.

I took all these questions that I get asked all the time about board meetings. It's a little guide and it's just Q&A, so I'm giving you the highlights of the book and this. If you want to go in more depth, feel free to go on our website and grab a copy of the book.

We also built something called Board on Track, which helps people do the things—I know the things I'm about to tell you to do seem to be a lot, and so we're trying to, at The High Bar, to build you tools. It's one thing to tell you in training sessions like this, "You should go on and do all these things," but then you need tools to actually execute on it.



## BOARD MEETING AGENDA

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### Slide 20



#### BOARD MEETING AGENDAS

- ▶ Who sets the agenda?
- ▶ When is the agenda set?
- ▶ What does it look like?



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### Slide 21

So the board meeting agenda, so who sets the agenda? I think first my ideal is that the board chair and the CEO, school leader, [or] executive director—whatever, you know, the title that you use for the top of your [organizational] chart—the board chair and that school leader actually set the agenda together. You carefully plan it. You have no more than two hours, and you really think about how much time it’s going to take. I like an agenda that looks like this. This is something that—this is what it looks like in our Board on Track.

**Agenda**  
 THS Preparatory Academy Board Meeting  
 Tuesday Mar 11, 2014 @ 5:00 PM at the school

Agenda Item	Purpose	Who	Time
<b>I. Opening Items</b>			
A. Record Attendance and Guests			
B. Call the Meeting to Order			
C. Approve Minutes from Previous Meeting	Vote		
<b>II. Academic Excellence</b>			
A. Review Interim Assessment Results	Discuss	L. Johnson	15
B. State Test Scores	FYI	M. Cornell-Ross	20
<b>III. Development</b>			
A. Results of Annual Gate	Discuss	J. Lumbiere	20
<b>IV. Finance</b>			
A. Review Monthly Financials	FYI	M. Benke	25
<b>V. Governance</b>			
A. New Trustee Recruitment Policy	Vote	B. Fennie	20
<b>VI. Closing Items</b>			
A. Adjourn Meeting	Vote		

**Slide 22**

Many people write an agenda that has the same items over and over again. It says, “Finance committee report, governance committee report, fund-raising committee report,” that kind of thing. I challenge you not to have the same exact agenda month over month but [to] put the most strategic issues on the agenda.

If the governance committee is off recruiting board members and there’s a report but there’s no action being taken from it, [then] send that out in advance. You don’t have to talk about the reports. So, I think you should have the clear action items, what are the most important things.

You should definitely include a purpose—so is this something that you’re going to vote on? If I’m a trustee and I have limited time, I’ll stop and read the things that we’re going to vote on first, right? If it’s just an FYI [for your information], an interesting article about something that relates to our school, maybe I’ll put that aside and read that at another time.

Whether it’s for discussion, whether it’s just an FYI, or whether it’s a vote, I would definitely put the name of who’s presenting. Often people leave that out, and then you waste valuable time because you come to

the meeting and people are unclear—“Oh, I thought you were [presenting]” [or] “Oh, I thought I was presenting.”

So, clear that up. The other big piece people miss is setting time. So, I would really think, is this a 15-minute discussion, or is this a 20-minute discussion? Is this supposed to be a three-minute discussion? It helps you if you’re the board chair or school leader keep the meeting running on time. It also helps your participants know, “Oh, wow, I have all these questions, but they only thought it was a five-minute conversation. Maybe I should hold some questions and talk about it offline.”

So, in addition to the agenda, I think you should really send out an advanced board meeting packet. And so ideally, in the packet, you would have all the materials that people need to read. You would have agreement from your board that people would read it in advance and come ready to discuss the most strategic issues.



## BOARD MEETING MATERIALS

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### Board Meeting Materials Sent Out In Advance

#### Board meeting packet

- What is in it?
- When does it go out?
- Who prepares it?
- Who receives it?



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## Slides 23 and 24

I'm sorry. It's maybe a little hard to see on the screen. It's a little fuzzy on mine, anyway, but this is an example of an agenda item cover sheet. Over on the far left of your screen, Tammie's putting the link to the PowerPoint so you'll be able to read it. You can click that link and download the PowerPoint, and you'll be able to read this a lot clearer.



## Slide 25

One of the huge kinds of basic improvements I've seen is anything that you send out that's part of your board meeting for people to prepare with, it should have a cover sheet on it. It should say whether it's for your information or it's something that we're recommending for a vote, [and] you should give the background and then your recommendation. So, for example, maybe you're on the governance committee and you're getting frustrated because you're working really hard to recruit new trustees. But any time you bring someone forward to your board, they ask a lot of questions, and you feel like they're undoing all the good work that your committee is doing. So, you could spell out here, "Attached is the resume for John Rogers, and we would like to nominate him." And [you could] say that, "Remember, our policy is that before we nominate a candidate, they meet with three trustees, they take a tour of the school and meet our school leader, they read our charter application, [and] they attend a board meeting. This person has done all those things. We've checked references. We've done all these things. "Therefore"—at the bottom, you put—"our recommendation is that we'd like to nominate him." So, in case someone missed the last board meeting, if they have a cover sheet, it reminds them about how much work has already gone in before you're asking them to vote and it helps stop undoing the work of the committee.

[Regarding] board meeting facilitation, I think that's the key. Ideally, your chair of your board is chosen to be chair because [he or she is] really good at group facilitation. That's not often the case, but if it is, ideally you will have someone that that's what they like. They like speaking last and facilitating the rest of the group.

You should use the agenda and follow it. If the board chair and school leader put a lot of time into creating the agenda, then you shouldn't just throw it out the window and let the first item of business that was supposed to take five minutes all of a sudden take 35 [minutes].

Ideally, there's no surprises. You should talk about things in advance. If someone wants something on the agenda, they should bring it up and kind of no "gotcha" at the meetings. Their school leader/CEO should do some of the talking, as I've said, but not all the talking. Then, committees should present when strategic, and you should have a policy about how the public is participating in the board meeting.

Some open meeting laws say the public has to do certain things. For example, in the Louisiana law, its open meeting law, it says that before a board votes on any item, the public gets to weigh in on that. Here in my home state of Massachusetts, the law says you just have to give an opportunity for people to request to get on the agenda. You don't have to have an open mic kind of session. So, you should check your law and see how that relates to you. Each law is a little bit different.



## BOARD MEETING FACILITATION

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### Slide 26



#### Board Meeting Facilitation

- ✓ Chair's role
- ✓ The agenda is used and followed
- ✓ There are no surprises
- ✓ CEO role
- ✓ Individual board member roles
- ✓ Committee roles
- ✓ Role of the public
- ✓ Role of other staff members

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Meeting minutes is a place where I see people often need some help. So, the two big things I want you to remember are that meeting minutes are a formal recording of transactions that happen at a particular place in time. The minutes are a record of what was done at the meeting, not what was said.

So, if you voted to approve a particular contractor to build out the handicapped-accessible bathroom you need to build, you don't need to say, "So-and-so liked this person," and then, "So-and-so didn't like that, and this person felt this, and this person felt that." You just need to say, "The board voted to approve XYZ contractor to do this project."

It shouldn't read like a transcript. It's really a record of what was done, [of] the transactions that were taken.

This is our kind of model minutes that comes out of our Board on Track system. You can see it's very brief—the simpler, the better.

So, you want to just keep it just quite simple. If you go on our website, we also have more detailed examples about other examples from other sets of minutes that you can look at more carefully than what you can probably see on this slide.



MEETING MINUTES

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Slide 28



MEETING MINUTES

- ▶ Meeting minutes are a formal recording of transactions that happened at a particular time and place.
- ▶ Minutes are a record of what was done at the meeting, not what was said by members.



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**Present:**  
A. Bennett, B. Sims, B. Lippert, J. Lundberg, E. Hays, T. Lippert, L. Leland, S. Taylor, R. Ferris, M. Sims, A. McGee, C. Strassman, J. Johnson, M. Carroll-Peak

**Absent:**  
T. Hays, E. Sanchez, H. Bessas

**I. Opening Items**

**Call the Meeting to Order**  
A. Carroll-Peak called a meeting of the Board of Trustees of The Preparatory Academy to order on Thursday, Mar 1, 2012 @ 3:03 PM at the school.

**Approve Minutes from Previous Meeting**  
A. McGee made a motion to approve the previous minutes.  
B. Hays seconded the motion.  
The board **UNANIMOUSLY** approved the motion.

**II. Academic Excellence**

**Review Student Assessment Results**  
Discussion ensued about the change in student assessments, and why the new tests were providing a more accurate snapshot of student progress.

**State Test Scores**

**III. Closing Items**

**Adjourn Meeting**  
There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 3:32 pm.

Slide 30

A few tips here to be effective: Ideally, you should link every single item to an annual goal. If you're putting things on your agenda that don't link to goals that the board has, I guess I would ask why is that getting on the agenda? Is that more an FYI kind of situation?

A lot of boards tell me that they have a really hard time starting and ending on time. One thing that sounds kind of basic but [that] I find quite effective is to use a time keeper and a stopwatch in addition to the chair. It's very, very hard for the chair to be the group facilitator, and try and let everybody weigh in, and guide the conversation, and be the timekeeper.

So, very often I've found that chairs just can't do both. So—and a lot of the boards I work with—we rotate around. Each month, someone different on the board is the timekeeper, and most of us have smartphones that actually have stopwatches built in.

In the old days, I used to use—like I'd give people a real stopwatch. If something's supposed to be five minutes, have your timekeeper, and then start the clock, and then give everybody a one-minute warning or a two-minute warning when it's time to wind down.

I find just a little bit of that a few months in a row helps a lot. The other really simple tip is to evaluate the board meeting. Then, most people say, "Oh, we have too much to do already at the board meeting. We could never evaluate the board meeting."

It's a very simple one, really. You can do this in one or two minutes; [it] is a plus-minus-delta. So, [for example,] plus, what was good about the meeting; minus, what was bad about the meeting; and delta, what you would change about the meeting? I would simply have the chair or the chair of the governance committee go around and ask everybody who is on



#### TIPS TO BE EFFECTIVE

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### Slide 31



#### BOARD MEETINGS

##### TIPS

- ▶ Every agenda item linked to an annual goal
- ▶ Use a timekeeper & stopwatch in addition to chair
- ▶ Evaluate the board meeting



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### Slide 32

the board to weigh in.

And say plus, what was good, you know; minus, what was bad; and delta, what would you change? The reality is that you all go out in the parking lot and you do that anyway. The more you could do it in front of each other and share that feedback, [the more] it will help you improve your group dynamics in the board meeting.

[Another] tip is just sending out the advanced board meeting packet. People ask me about when to do that, so it would be nice to send it out a whole week in advance. I find that most boards that I work with, if they're meeting monthly, that's pretty ambitious, but at least 48 [or] 72 hours in advance.

I've have a discussion with the school staff [who are] probably pulling the materials together and the board, and just talk about what's realistic. Definitely, though, if you're going to have an agreement that people read the materials in advance and not read them at the meeting, you've got to get them out a few days in advance at least.

So, I would make a pact to figure out what works for you. And I would try to only discuss the strategics. If it's something that already happened in the past, if it's reporting on the past, it probably should just be in a report. Your board meeting time really should be thinking about the future, so really think about that.

I already mentioned [that you] don't automatically have a committee report out. If it's something people can read, you could just have two minutes on the agenda. "We've sent the report out, [and] we feel like it's self-explanatory—any questions?" . Here at The High Bar, we have about 100 boards that are High Bar members, and they buy a membership

**H** BOARD MEETINGS

TIPS

- ▶ Send out an advanced board meeting packet
- ▶ Only discuss the strategic
- ▶ Do not automatically have each committee report out
- ▶ Stop long-winded CEO reports

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## Slide 33

and they use our online platform and get coaching. We have cool analytics on the system, and we can look at the board meetings month over month. Typically, it's the CEO report that's supposed to be 10 minutes that goes for 35.

And so when our members come to us and say they're having a hard time staying on track, we can do these analytics on their system and typically, if it's a CEO report that takes a long time.

This is a little guide for you to think about the board meeting prep cycle. Most prep cycles are sort of—if you're meeting monthly—sort of that week or 10 days before the board meeting, somebody that's usually on the staff says, "Oh, my golly, the board meeting's coming." There's just a mad scramble and there's all these e-mails and there's documents flying in e-mails, and it's a scramble every month.

**BOARD MEETINGS: PREP CYCLE**

WHEN	WHAT
Day after board meeting	Board Chair and CEO debrief pencil in agenda for next meeting
4 weeks before	Draft agenda goes out to committee chair/full board for comment
3 weeks before	Committee incorporated—agenda finalized
1 week before	Committee reports final list, and advanced board meeting packet sent out
Week of meeting	Full board reads all relevant material committee prepared to discuss the strategic

**Slide 34**

So what I find is much more effective for everybody is if you could just chip away, just, you know, 15 minutes a week, every week, you'll be much better off. Things will start getting more strategic. They won't always feel like a firefight and so frantic.

So, ideally, the day after the board meeting, the board chair and the CEO would debrief and pencil in an agenda for the next meeting. When you walk out the door of your meeting, you know what you've covered, where—how far the discussion's got. If you voted on the stuff you're supposed to vote on or [if] the votes got postponed because there was additional research or discussion that needed to happen, so really when you walk out the door of one board meeting, you almost know what your draft agenda should be for the next meeting.

Sure, there's often breaking news, but once you're out of the startup mode, you shouldn't always be in crisis

mode so you have to kind of ditch your well-thought-out agenda in advance. So, ideally, the board chair and CEO would debrief quickly after the meeting. They'd pencil in a draft agenda for the next meeting.

Then, I would send that draft agenda out to the committee chairs or the full board. I prefer the full board, but some people like just going to committee chairs. It kind of depends. I'd send it to people early on and say, "Based on, you know, our conversations at the board meeting two days ago, this is what we think the next board meeting should look like. What do you think?"

Then, you'll get feedback. Someone will say, "I'm not ready to present," or, "You have me down for 10 minutes. I need 25." And you just kind of work all that out. You incorporate the comments into the agenda, and finalize it ideally three weeks out.

You'd send that out to everybody and say, "Hey, based on our conversations, this is the final agenda." That way, committees can prepare their reports or their presentations and things like that. Then, ideally, the week before the board meeting, the committees finalized those reports, the cover sheet I showed you, and an advanced packet goes out. That week of the meeting, the full board can read [its] materials and really come to the meeting prepared to discuss the strategic.

Just chipping away a little bit like week over week helps you really improve your game. So, hopefully, that's something you can use.

A few other tips here. I like the CEO to report out on measurable goals, and again, if a couple of you came late, the CEO means the head of your [organizational] chart, so sometimes people call it the CEO, sometimes it's the executive director, [or] school leader. Instead of a long-winded report, "We went to the aquarium and then we had a parents' night and we did this and we did that," which is all great and really exciting, and that's kind of the fun stuff.

I do like the CEO and the board to agree on measurable organizational goals for the year and then report on it month over month over month. This is a very simplified version. Most of the school leaders we work with, you know, have 15 or 20 metric goals and metrics, so I just oversimplified it so you could read it on the slide. [Regarding] student enrollment, we're going to have 320 students by March 30 here, [regarding] fundraising, we're going to get \$50,000 from foundations by May, and [regarding] teacher retention, 95 percent of those invited to return sign their letters.

Then, the G, Y, and R are green, yellow, and red. And you just check off the box, whether it's on green, and if it's on green, we probably don't need to stop and talk about it. If it is yellow or red, you probably should stop and talk about it—that's a little tip.

I think the board should do the same thing. Again, it's a partnership, so I think the CEO should have [his or her] goals and then the board should also have [its] goals. Board committees have very specific goals, and have those report back. For example, we're going to expand the board by four trustees with the prioritized skills of fund-raising, HR [human resources], and finance by May 15. It's on green—great! Our committee doesn't need to report. The fund-raising, 100 percent participation by



### Board Meeting Tips

#### CEO Reports on Measurable Goals

GOAL	Metric	G	Y	R
Student Enrollment	320 students by 3/30	<input checked="" type="checkbox"/>		
Fundraising	\$50,000 from foundations by 5/1		<input checked="" type="checkbox"/>	
Teacher Retention	95% of those invited sign return by 4/1			<input checked="" type="checkbox"/>

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### Board Meeting Tips

#### Board Committee Report on Measurable Goals

GOAL	Metric	G	Y	R
Expand the board	By 4 trustees with prioritized skills of fundraising, finance & HR by May 15 <sup>th</sup>	<input checked="" type="checkbox"/>		
Fundraising	100% participation by board by June 30 <sup>th</sup>		<input checked="" type="checkbox"/>	

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### Slide 36

the board by June 30, it's on yellow. We should probably stop and have the development committee tell us what's going on. So, again, [these are] just some sample tips.

If you have the same chart month over month, it really helps you see the progress of the board.

Then the last tip that I have here, some of this is sort of aspirational, but I really do think you should think about your board being strategic, not reactive, and [think about] creating the future.

I think the nature of charter schools is that we're startups, and, you know, even the oldest ones are 16 [or] 17 years old; that's not very old. In startups, all you do is just get the thing off the ground, and you put out fires. But I find that many schools have a hard time getting out of that reactive mode.

I think just schools as organizations are very reactive places. So, if you start at the bottom of this slide, and this is the number, the number on the far left is years old. So, in Year 1, ideally 20 percent of the board's time is about creating the future. Eighty percent is reacting to here and now; [it is] just the oversight of right now.

Ideally, as a school gets two years, it changes from 40 percent to 60 [percent], and you can see all the way up to when you're five years old, 90 percent of your time is not talking about this month, or last month, or even the month that's you know, right now—we wouldn't be talking about March. We'd be talking about where do we want to be in September? Where do we want to be by June 2015? Are we going to ever get into our permanent home? Are we going to build—can we build—a reserve fund so we can keep increasing teachers' salaries or

 Strategic Not Reactive: Creating the Future

# Yrs. Old	% Time Creating the Future	% Time Oversight Here & Now
5	90%	10%
4	80%	20%
3	60%	40%
2	40%	60%
1	20%	80%

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## Slide 37

whatever kind of future things, and [can we] lessen the oversight of here and now; meaning, by the time you're five years old, if you have five years of budgets to actuals, you shouldn't have to—you should definitely be looking at your monthly financials and keeping track of them. You don't have to look at them with such a very careful microscope because you'll have a lot to compare it to. You'll know when it's time to push the panic button, whereas in Year 1, when you're running your budget for the first time, maybe you've copied from some other charter school, but you're not really sure how much it's going to cost to heat the building in the winter or how much to air-condition in the summer. You don't really know how good your budget is.

By the time you're five years old, you should have kind of the specifics down. So, that's some recommendation. Again, this is aspirational, but it's a little bit of an attempt to think about shifting from reactive.

A little tip for you is that if you want to know, if you're looking at this, thinking about it, how reactive are we as a board, you could take your past four or five months of agendas or minutes, and you could take the agenda and just write next to the agenda item, "Is this reactive or is this strategic?" You could quickly look at a few months in a row of agendas, and you could figure out what percentage of your time when you're in the board meeting are you spending reacting versus being strategic.

You could have that conversation about that, and say, "Okay. If we're 20 percent on the strategic now, what would it take to get to get to 40 percent?" and just start shifting your work that way.

Before I dive into the real-life scenarios, do people have questions that you want to type in, or Tammie, have you been fielding any questions you'd like me to answer?

**TAMMIE KNIGHTS:** I think we could go, Marci, into one of the scenarios.

**MARCI CORNELL-FEIST:** Okay, sure. We'll dive into some scenarios.

**TAMMIE KNIGHTS:** And give people another chance to type in questions, because I think you've hit a lot of the questions from the prequestions.

**MARCI CORNELL-FEIST:** Okay, great. So, I put together a few of these real-life scenarios. I'll do a couple of them. It's a little hard to do with—it looks like 200 people on the call.

So, these are some scenarios that I came up with. We'll do a few of them now and then you could take them back and discuss them in your own group. These are just from real-life things that I've seen. Here's the first one.

- We have terrible attendance at board meetings. Our trustees are all very busy people. We rarely have a quorum these days. The question is, what should you do?

Enough people want to type in their thoughts? Or, Tammie, do you want people to raise their hands or do you prefer they type them in?

**TAMMIE KNIGHTS:** I would say people could also raise their hand at that option, and we can—

**MARCI CORNELL-FEIST:** You could unmute them? Okay.



## REAL LIFE SCENARIOS

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### Slide 38



## REAL LIFE SCENARIOS

- ▶ We have terrible attendance at board meetings
- ▶ Our trustees are all very busy people
- ▶ We rarely have a quorum these days

WHAT SHOULD YOU DO?

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### Slide 39

**TAMMIE KNIGHTS:** Although, we've got a couple of answers:

- Call them and find out why.
- Look at your bylaws, or there should be guidance in them to help with the situation.
- Make sure to give people reminders of the meeting, and see if they plan on attending.

**MARCI CORNELL-FEIST:** Yep.

**TAMMIE KNIGHTS:**

- Apply the bylaws about attendance even if this is awkward.
- Make sure that board meeting attendance is included in board expectations documents.

**MARCI CORNELL-FEIST:** Yeah. No, those are all fantastic. I think you hit on all the big ones. I think that the main thing is, we often feel like we have to beg and plead to have people serve on our board, and it should be an honor and a privilege to serve on your board.

Don't feel like you have to beg and plead. There are amazing people out there [who] want to serve on your board. Sometimes they're harder to find. I think we often feel like maybe we'll downplay the time commitment, because then they'll come and they'll fall in love with it, and then they'll just all of a sudden or actually have all that time.

Whoever said that when they typed in, like just be really clear with people of the time commitment in the beginning. I would have an attendance policy. You know, I'd spell it out, and I've have people vote and adopt that as policy. I tend to put the attendance policy as a separate policy, not specifically in the bylaws, just because of what's felt like a reasonable attendance policy in Year 2 of the school may not feel

reasonable 20 years later.

If it's a policy, you can adapt and change it. You can adapt and change your bylaws, but many states I work in, you still have to take the bylaws all the way up, very high up the chain of command, and in my state, you have to take it to the state board of [education] still if you want to change your bylaws, so you don't want to keep running back and having to do that a lot.

So, that's one, and I would just really hold firm if you're having an attendance policy. I think the other big thing is once a year, to try to pick all the dates, and give [them] to people upfront. Sometimes, you know, people get stuck meeting the third Tuesday, but they were meeting on the third Tuesday because it worked for everybody five years ago, and maybe that day isn't good.

I've also seen a lot of boards switching from evening meetings to breakfast meetings. It sort of depends on your location, but people just seem to get busier and busier, and once they get to work, they kind of get sucked in. If you can get them beforehand, it seems to help.

Anyway, lots of good feedback in the chat there, but I'll keep us moving along because there's a lot still to cover.

**TAMMIE KNIGHTS:** Marci, there's a few questions that popped up that I wouldn't mind fielding to you if that's okay?

**MARCI CORNELL-FEIST:** Sure, no, perfect. Thank you.

**H** REAL LIFE SCENARIOS

- ▶ Our board meetings go on and on and on
- ▶ We always meet for 3+ hours and we meet once a month
- ▶ Board members are showing real fatigue and are starting to drop off the board

WHAT SHOULD YOU DO?

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**TAMMIE KNIGHTS:** One was this is the same. This is all very helpful, but with so many tips and strategies, where should you start? What would you say are the top two or three things you would implement first?

**MARCI CORNELL-FEIST:** Out of all the things for the board meeting?

**TAMMIE KNIGHTS:** Yes.

**MARCI CORNELL-FEIST:** So, I would—it sort of depends on the stage of your school, I guess. I would first make sure that if your state has an open meeting law, that you know what's in it and [that you] get help from your state charter school association where you usually have somebody who's expert on it. Make sure you're complying with the open meeting law.

Then, down in that lower left, is our open meeting law pop quiz, and you could use that to make sure that you know the answers to those questions. I'd start there. Then, I'd work on having a good, carefully planned agenda and taking good legal minutes. I guess I would start there. Hopefully, that helps.

Other questions, Tammie, before I move on?

**TAMMIE KNIGHTS:** Yes, sure, that you just kind of actually went into another one, which is what are the best practices for documenting board discussions?

**MARCI CORNELL-FEIST:** Yeah. So, I really like keeping the legal minutes as very brief as possible, and again, they're just a record of the transactions that were done, not what was said. I actually have been doing this long enough after 16 years that I've seen people who have had too detailed of minutes have some negative consequences of that legally later on.

Then, I would do these cover sheets or supporting documents. It's just that when people ask for the minutes, you don't have to necessarily give the—you know, the whole shop away.

And in those supporting documents, I would spell some other things in more of the detail if you want to keep track of sort of the process or what was kind of the discussion that led to the vote. I think that's a better way to kind of separate out the two.

**TAMMIE KNIGHTS:** Great. Another question that has been asked by a few people is how do you deal with board members who push to shorten meetings and limit discussions on relatively important or complex issues? [A] follow-up to that would be, what is a normal length of time for a board meeting?

**MARCI CORNELL-FEIST:** Yeah, so I think two hours is a good rule of thumb. I certainly have seen people—I'm working with a whole handful of boards across the country right now that are trying to decide are they ready to replicate? We've done strategic planning retreats and various things, but they're at this kind of critical juncture. They're meeting more because they need some three-hour meetings, but for most people, two hours is enough.

I've seen a lot of people push down to 90 minutes or even an hour. My sense is once in a while maybe, but there just tends to be too much strategic stuff to talk about. More than two hours every month gets to be too much. You really should have good substantive committee work happening in between for those more substantive [items] if your board is big enough.

**TAMMIE KNIGHTS:** Great. Another question was if you recommend using formal titles, or is it better to be

more informal in how [members] refer to each other in the board meeting?

**MARCI CORNELL-FEIST:** Oh, I think it totally depends on board culture. It's interesting. So, I think that many of the things we know that make a great charter school also make a great charter school board. So, we know that many of the best charter schools, one of the things that makes them great, is that they have a very high sense of high expectations and a high sense of accountability.

So, when you walk through that door, you know you're a scholar of that school, and you know what's expected. If you don't do what's expected, you have consequences. The same for the adults in the building.

So, I think boards that—it's ironic, because I think a lot of boards I work with, people don't do the work and don't have consequences. So, if you—I have some boards that I work with now where all the kids have to wear ties, so they're making the board members wear ties. I think it's more the culture that will make you work effectively as a group.

A lot of boards feel like they have to do some theater, kind of, for the public meeting or the public that comes. It's not theory. You don't have to set up like a U-shaped thing and talk to the audience. It's whatever would make you all feel better about a good working team.

Most boards I work with don't do the formal names. They call each other the way they would call themselves if they were in any kind of working setting. I will say that I have—I think that's a great idea to have name cards or like little table tents, so that when [people] from the public does come, they're not

intimidated because they know who's the chair, who's the treasurer, who are all of you, and they have your name. So, [you should have] whatever culture that you would like.

**TAMMIE KNIGHTS:** Great.

**MARCI CORNELL-FEIST:** Any others? Yeah?

**TAMMIE KNIGHTS:** I think we can go to another scenario because I think I generated a bunch of questions.

**MARCI CORNELL-FEIST:** Okay, perfect. So the next one, maybe we've answered a little of this. Our board meetings go on and on and on. We always meet for three hours, and we meet once a month. Board meetings are showing real fatigue and are starting to—board members are showing real fatigue and starting to drop off the board. What should you do?

I think someone was alluding to this before about they wanted to talk about substantive things but there wasn't enough time. So, do people want to weigh in there? Or, does that pose other questions?

**TAMMIE KNIGHTS:** Well, there was a question about recruiting board members, and I don't know if you want to share just a couple of brief tips about that? I know that might go into a much longer discussion and possibly a whole nother webinar. But if you wanted to offer any [advice]—just a couple of tips around that from several people that asked that?

**MARCI CORNELL-FEIST:** Yeah, sure, that's great. And I know we're thinking about maybe we should do a webinar in recruitment. I haven't met a board yet that doesn't have some board-recruitment needs, so maybe we'll do a webinar on that another time.

I think that, first of all, there are really great board members out there [even] if you're in an urban area or if you're in a rural area. I actually just came back from doing some work with charter schools in Hawaii. I was on far-flung islands where, even there, there are great board members. So, and I was very involved in New Orleans post-Katrina and the year after the storm. We were able to find amazing people.

I personally have been involved in recruiting trustees, and I know they're out there. There's this myth. It's kind of like an urban legend I think now that there just aren't enough good board members out there. I think they're out there. I think it's just like anything, that without a careful process and careful screening, you won't find good folks.

I guess my just really short tip on finding good board members, besides being clear with them about the time commitment, is come up with a good job description. If you go to our website, which is [reachthehighbar.com](http://reachthehighbar.com), and it's at the bottom of all these slides, that will give you the slides to download.

We have a sample job description for trustees for the full board and then as individual expectations that you can look at. So, be really clear to people about the job, and be really clear about what you want people to do, and you'll find a better match, just like if you [were] in your professional life and you were trying to hire someone, kind of the same thing.

I would screen. I would make sure to test if they're really mission-aligned; do they really get your school and why your school needs to exist?

Then the last tip I'd give is—I'll go back and focus more on the board meeting stuff—but there's a distinction in my mind between referral sources and

board members.

So, maybe you're trying—you need to beef up your finance committee, and you have one great finance person, but you're just kind of stuck. You think about other people in your town [who] are already serving on lots of other boards.

Well, instead of saying, "Oh, it'd be great to have her as our board member," if there's someone well known in your town that you already know or city [who is] overcommitted, think about [her] as a referral source. Maybe they're too busy to serve on your board, or maybe they have too close a personal connection to your school. Maybe it's the brother-in-law of your school leader. But they have a lot of good connections in the financial world. Go and ask them and think about them as a referral source—not asking them to serve on your board but [to] refer you to other people.

**TAMMIE KNIGHTS:** Great. I'm going to take it back to some of the suggestions for those people who have called in but [who] aren't able to see the chat.

**MARCI CORNELL-FEIST:** Okay.

**TAMMIE KNIGHTS:** Just to share their [questions] just as well:

- Make sure to compare individual members prior to the meeting.
- Have time limits on reporting, focusing on strategic questions, not reports or admisitrivia. I like that word.
- Someone else has suggested having retreats for those times where you actually need to go a little bit more in depth, so those meetings are a little bit longer, but their regular meetings are an hour or an hour-and-a-half at most.



#### REAL LIFE SCENARIOS

- ▶ Overall we have a great board, strong trustees, great skills and we all really care about the kids.
- ▶ There is one trustee who talks way too much. They are always off topic and often disagree with the majority. They are becoming fairly toxic and trustees are threatening to quit if something isn't done soon.

#### WHAT SHOULD YOU DO?

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### Slide 41

- Committee is seeming to be a good option, but still, it can be a challenge to see how much activity can go along with the committees and whether or not these need to be open like a full board meeting.

There was another question that I wanted to ask you, which is, what are funding institutions looking for in terms of board constituencies from your perspective?

**MARCI CORNELL-FEIST:** I think that—well, I know from talking to foundations all over the—do they mean funding like foundations or facility folks? I mean I guess it's kind of both. I know that people are getting increasingly concerned about the boards and paying more and more attention.

Ultimately, the board is on the hook to run this multimillion dollar public institution, and as charters get older and bigger, they get bigger and bigger. The largest charter management organization I work with is an \$86 million operation. So, you know, the board is really on the hook. The charter is not given to the school leader or the lead founder. The charter is actually given and entrusted—the public trust of those public dollars—to the board. I think they really want to know that you have a good sense of financial [matters and] a good ability to do financial oversight as well as academic oversight and [that you ] know how to govern effectively.

**TAMMIE KNIGHTS:** Great. Another question is, if you could talk more about effective committee work, and engaging committee members to create the reports and kind of do the work so that it doesn't fall back on staff?

**MARCI CORNELL-FEIST:** Yeah, sure. So, I think that most charter boards that I work with across the

country are still too small. They are five to seven people, or you know, maybe they're getting to seven and nine. To have good effective committees, the committees that you need to run a charter school, you really need a bigger board. You need more people.

I think one of the big mistakes people make is they have a tiny board and lots of committees, so everybody just serves on multiple committees, and everybody gets burned out really quickly that way. So, my rule of thumb is [that] everybody should only serve on one committee.

So if you don't have enough people to have all the committees that you need, I highly recommend having a policy and a process for having non-board members on a committee. Every committee should be chaired by a board member, but you could have non-board members to help round that out. It's a great way to have a farm team, so over time when someone rotates off, you would be bringing someone up who's already served effectively on the committee, so you know they have the time and they don't have a personal agenda.

Then if you do have enough people that have the committees, the committees should set goals for the year that get approved by the full board. So, that way, it's very clear what they're supposed to do and they can have some free rein to go off and do that. So, for example, most boards I work with have a board recruitment goal, so the governance committee typically is in charge of that. They might have a goal to recruit new trustees. Well, it's pretty vague, right? Or they might have added three trustees by May 1, which is okay, but a better goal would be add three trustees by March 1, one with fund-raising skills, one who knows [and] can help with academic oversight, and one with strong financial skills.

So, they're more specific. The work of the committee can be approved by the full board. Then it's often easier to make the committees work. Then, have the committees report month over month so you can keep tabs on what they're doing.

I think that the staff—the question about the staff—committees don't function well if they don't have some support from the staff. So, in the beginning, if it's a small school, often the school leader has to sit on every committee, but over time, hopefully, you can delegate the work a little bit more. Go ahead. Was there another part of that?

**TAMMIE KNIGHTS:** Yeah, just a follow-up to that is [if you can] reiterate what you believe is a good number for an effective board?

**MARCI CORNELL-FEIST:** Ideally, I really recommend a larger board than most people are comfortable, but I do recommend 11 to 15, because I think you need to have a finance committee. I think the committee should have a couple of people in it, so finance committee, a governance committee that looks at the health of the board and does recruitment. Most schools need a development or fund-raising committee, and then an academic oversight committee.

So, at a minimum, I recommend four committees. Most people often need facilities personnel. So, that's where I get to the big number. I don't just pick a number, but I think that form follows function, and if you need four or five active committees to do the amount of work that needs to get done and you need a couple of people on each committee—and my experience has been if you only want trustees to serve on one committee at a time so they don't burn out—[then] that's how I get to the bigger number.

**TAMMIE KNIGHTS:** Great. One more question. It's sort of about boards, and then we'll go back to the board meetings, which is, [depending] on the state law in terms of what type of board insurance a board needs to have or are board members, in which ways are board members liable?

**MARCI CORNELL-FEIST:** Sure, yeah. That varies a lot, so I don't want to weigh in, you know, on specific states, You get directors' and officers' liability insurance. It's called D&O insurance. And it protects. It's usually very affordable. Very often you can buy it through your state association, and it protects you. In most states, you are protected [so] that you personally can't get sued. You're more treated like a public official. The nuances of the law [vary] state to state, but most board members are appropriately concerned about being sued personally.

In most cases, there are protections in place from the state and from your authorizer and then from you purchasing directors' and officers' liability insurance that you personally won't be sued, but [I] can't speak for every state that's probably on the call.

**TAMMIE KNIGHTS:** Great. Could you actually repeat the committees you suggest the school start with?

**MARCI CORNELL-FEIST:** I think you absolutely can't exist without a finance committee; and then a governance committee, which looks at the health of the board and does nominating; and then I recommend an academic oversight committee; and if you need to, [I recommend] a development—meaning fund-raising—committee.

And again, if you go to our website, which is [www.reachthehighbar.com](http://www.reachthehighbar.com), we have a detailed job description for each of the committees that we

recommend, so you can take a look there (1) to make sure you're tracking which ones I'm recommending, because there's been a transcript of those and then [(2)] you can also see the details of what does that mean, because I think people have different ideas about what is a finance committee supposed to do or what is a governance committee, so you can read the descriptions there.

**TAMMIE KNIGHTS:** Great. Marci, we've got about five minutes left, so are there any other of the scenarios that you don't feel we've sort of covered in the past 15 minutes of Q&A that we want to discuss?

**MARCI CORNELL-FEIST:** Yeah. Why don't I do two more things really quick. This one, and again, you can read this at your leisure. This one says that you have a great board of strong trustees, everything's good, but there's this one trustee who talks way too much. They're always off topic, often disagree with the majority, and they're fairly toxic and trustees are threatening to quit.

I can't tell you how often I see this. The board is great except for one person. I think it's great to have dissent. I mean you want to have diversity of opinion so you can come up with really good answers.

If you have too much group-think, it's not going to be a good board. If there's just one person who really doesn't gel, maybe they're just not mission-aligned, [then] we leave it to the board chair to do too much heavy lifting.

So if you have someone who's really challenging, of course, the chair should take [him] aside and try and talk to [him]. If the rest of you are sensing it as well, you should definitely weigh in and help the chair. I think everybody sits back and waits for the chair to

say something, and it's often hard for the chair to be everything to everybody.

Sometimes I've seen it where this is somebody maybe the chair recruited initially, so [the chair has] a personal connection, and it's hard for [the chair] to say it. So, bail out your chair. Don't make the chair do all the dirty work concerned with what that slide is about.

Then, I guess the last one was about school leaders who feel like their board's always micromanaging them, and they're trying to be strategic and they feel like the board always asks real micromanagement kinds of questions. I think that's very common—what feels like micromanagement to you may feel like good governance to them. Again, I think if you could carefully plan the agendas in advance and try and stick to those topics, that can help a lot. I think those were the scenarios.

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REAL LIFE SCENARIOS

- ▶ Overall we have a great board, strong trustees, great skills and we all really care about the kids.
- ▶ Our school leader always springs stuff on us at the last minute, we'd prefer to discuss important issues one month and vote on them the next, but that never seems to be possible.

WHAT SHOULD YOU DO?

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REAL LIFE SCENARIOS

- ▶ Overall we have a great board, strong trustees, great skills and we all really care about the kids.
- ▶ As the school leader tried working with my board exceptionally well in giving, I carefully plan agendas, and my board always details conversations about the strategy to talk about more micro-management issues.

WHAT SHOULD I DO?

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## Slides 42 and 43

Again, this is the link to where you can get the PowerPoint here. And I think, Tammie, you want to put it in the chat again so people can cut and paste from it easily?

**TAMMIE KNIGHTS:** Uh-huh.

**MARCI CORNELL-FEIST:** It was kind of a long one to type, to copy down, so there's the link. You can click that link and you can get this PowerPoint. There's our website. We have a free resources tab, and many of the things that I just referred to are there.

There's my e-mail, so feel free to follow up with individual questions. Anything else? Any other final questions? Tammie?

**TAMMIE KNIGHTS:** Great. I want to thank everyone for joining us, and especially thank Marci for this fabulous presentation. Again, the webinar will be archived on the National Charter School Resource Center website.

For those of you who weren't able to take notes or who want to view it again or show others, [go ahead], and we will log off. There will be a quick survey that we would hope that you would complete for us so that we can make sure that our webinars are of the most use to the field.

**Questions?**

- ▶ You can find the power point here:  
<http://page.c.reachthehighbar.com/MCSPC.html>
- ▶ And lots of other resources here:  
[www.reachthehighbar.com](http://www.reachthehighbar.com)  
[marci@reachthehighbar.com](mailto:marci@reachthehighbar.com)

**Slide 44**

**Questions?**

Make your hand or enter your question in the chat box on the left side of your screen.

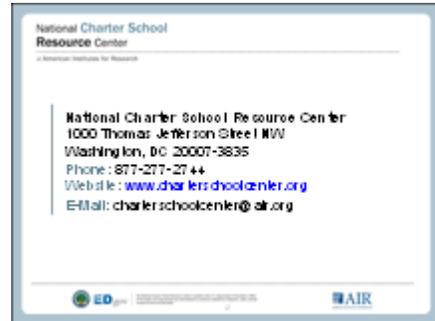
**Slide 45**

**Thank you for participating.**

- Learn more about future webinars in the ELL series hosted by the National Charter School Resource Center:  
<http://registration.projects.org/NCSRC/ELL/register.aspx>
- This webinar will be archived at the following website:  
<http://www.charter-school-center.org/webinars/>
- Please share your feedback with us through the evaluation.

**Slide 46**

So, thank you again everyone.



**Slide 47**